

Committee(s) Board of Governors of the City of London School	Dated: 8 October 2020
Subject: Appointment of Committees, designated Governors and other bodies	Public
Report of: Town Clerk	For Decision
Report author: Polly Dunn, Senior Committee and Member Services Officer, Town Clerk's Department	

Summary

The Board of Governors at its first meeting each year has the opportunity to review its Committees and their respective terms of reference. This report sets out the composition and terms of reference of the Finance and Estates Committee, the Academic and Education Committee, the Governance Committee, the Bursary Committee and a Teachers' Pay Panel and invites the Board to appoint Governors from among its membership to serve on those Committees.

This report also provides proposals for a new Development Working Party.

Details of the composition and terms of reference of the Committees are set out in an appendix.

Recommendation(s)

That Governors,

- appoint the designated lead Governors roles for the year ensuing; and
- review and approve the proposed terms of reference (**Appendix 1**) for the following bodies, and appoint membership thereof:
 - a) Finance & Estates Committee
 - b) Academic & Education Committee
 - c) Governance Committee
 - d) Bursary Committee
 - e) Development Working Party
 - f) Teachers Pay Panel

Main Report

1. Governors are asked to consider the appointment of various bodies associated with the Board of Governors.
2. Some general housekeeping has been exercised within the terms of reference at appendix 1, in an attempt to bring some uniformity of style and language to each of the Committees. Any additions are underlined and ~~deletions have been struckthrough~~.

Designated Lead Governor Roles

Following discussions at the Governance Committee on 29 September 2020, the following Lead Governor roles have been recommended to the Board for approval. The role descriptions for these are found at **appendix 2**.

- Rosie Allen continue as the Designated Safeguarding Governor, as set out in the School's Safeguarding and Child Protection Policy, and in that role be a member of the Academic and Education Committee and attend meetings of the School's Compliance Committee.
- Rosie Allen continue as the NQT Induction Governor, and in that role be a member of the Academic and Education Committee.
- Keith Bottomley continue as the Designated Health and Safety Governor, and in that role be a member of the Finance and Estates Committee.
- Caroline Haines continue as Designated Careers Education and Guidance Governor, and in that role be a member of the Academic and Education Committee.
- John Cloughton continue as Staff Liaison Governor, and to consider whether in that role the governor should be a member of the Academic and Education Committee.
- a governor be appointed to the role of Designated Special Educational Needs and Disabilities (SEND), who in that role will be a member of the Academic and Education Committee. Expressions of interest to be sought by the Town Clerk.
- Deputy Edward Lord continue in the role of AGBIS representative, and in that role be a member of the Governance Committee.

Noting that the recommendations for appointments to relevant Committees will impact on decisions to be taken later in this report.

Finance and Estates Committee

3. The Committee primarily has a monitoring and advisory role, identifying any financial problems before they become serious and recommending a course of action to the Board, which would take any relevant decisions. The Committee usually meets once a term in sufficient time to report to the Board on any matters that need agreement.
4. Governors are invited **to appoint up to 5 Governors** (one of whom must be a Common Council Governor) to this Committee. These appointments are in addition to the Chairman and Deputy Chairman of the Board.
5. At the 2 October 2017 meeting of the Finance and Estates Committee, it was noted that AGBIS guidelines state that the Chairman of the Board should not act

as Chairman of any Finance sub-committee appointed by the Board. Governors are therefore invited to appoint a Governor who is not Chairman of the Board as Chairman of the Finance and Estates Committee for 2020/21.

6. In 2019/20 the Finance & Estates Committee met three times.
7. Membership of the Finance and Estates Committee for 2019/20 was as follows.
 - Chairman of the Board
 - Deputy Chairman of the Board (Chairman)
 - Alex Barr
 - Keith Bottomley
 - Deputy Edward Lord
 - Ian Seaton
 - Paul Stein

Academic and Education Committee

8. The Academic and Education Committee has an important role in supporting the Head and Senior Management Team, ensuring that important curricular and pastoral issues are given appropriate discussion by the Board. To enable the Committee to fulfil this role it is expected that Governors appointed to the Committee would, with the Head's support, observe classes and meet with pupils from time to time. The Committee usually meets twice a year in sufficient time to report to the Board any matters that need agreement.
9. Governors are invited **to appoint up to 4 Governors** (one of whom must be a Common Council Governor) to this Committee.
10. In 2019/20 the Academic & Education Committee met two times (one meeting was cancelled in light of COVID-19).
11. Membership of the Academic and Education Committee for 2019/20 was as follows.
 - Paul Madden (Chairman)
 - Chairman of the Board
 - Deputy Chairman of the Board
 - Caroline Haines
 - Dominic Christian
 - Rosie Gill

Governance Committee

12. The Committee's role has historically been to source, interview and select the co-opted members of the Governing Board. It is also to advise on the skills needed on the Governing Board to assist in the selection of new Common Council Governors.

13. At its meeting on 18 September 2020, the Committee made a number of amendments which it would like to recommend to the Board. These are indicated in the attached appendix.
14. Governors are invited **to appoint up to 4 Governors** (one of whom must be a Common Council Governor) to this Committee.
15. In 2019/20 the Committee met two times.
16. Membership of the Governance Committee for 2019/20 is as follows.
 - Chairman of the Board
 - Deputy Chairman of the Board
 - Alderman Vincent Keaveny
 - Lord Levene of Portsoken
 - Deputy Edward Lord
 - Paul Stein

Bursary Committee

17. The Bursary Committee considers applications for 'Hardship Bursaries' to pupils where the parents fall into financial hardship and are unable to pay the school fees or where a pupil is unable to take up a place at the respective School because of financial hardship.
18. Governors are invited agree the composition, as "any three governors, one of whom shall be the Chairman or Deputy Chairman of the Board".
19. The Bursary met for the first time since 2015 on 29 September 2020.

Development Working-Party

20. The formation of a new Development Committee was agreed at the March 2020 Board of Governors Meeting. This newly formed working party will scrutinise the School's Development and Alumni Relations function on behalf of the Board of Governors, with a particular focus on fundraising. Draft Terms of Reference are appended to this report.
21. The Chairman and Deputy Chairman of the Board of Governors will be ex-officio members and will act as Chairman and Deputy Chairman of the Working Party.
22. The Board is invited to appoint up to **two** other Governors appointed by the Board of Governors and **one** external member with the necessary expertise.

Teachers' Pay Panel

23. In February 2015 the Boards of Governors of the City of London School, the City of London School for Girls and the City of London Freeman's School delegated to a Teachers' Pay Panel, consisting of the Chairmen of their Boards, the authority to consult and decide upon the annual teachers' pay award within agreed parameters from the Boards.

24. The Teachers' Pay Panel will consult with the Schools' Staff Side or Common Room representatives and an official from the National Education Union and Lecturers regarding the Teachers' pay submission.
25. The Teachers' Pay Panel may meet in March of each year. The Panel may decide to hold further meetings or conduct further communications via letter if necessary. However the aim will be to have made any decisions regarding pay by the end of the Spring term.

Appendices

Appendix 1 – Various Committee Composition and Terms of Reference

Appendix 2 – Designated Lead Governor Role descriptions

Contact:

Polly Dunn

Town Clerk's Department

polly.dunn@cityoflondon.gov.uk

Appendix 1

Finance and Estates Committee

Composition

- The Chairman and Deputy Chairman of the Committee shall be selected from amongst its members with the agreement of the Full Governing Board.
- Chairman and Deputy Chairman of the Board of Governors;
- Up to ~~four~~ five other Governors appointed by the Board of Governors (one of whom must be a Common Council Governor).
- Meetings of the Committee will be attended by the Head, the Senior Deputy Head and the Bursar. Other members of staff and advisers may be invited by the Committee. Attendees do not have a vote.
- ~~The Clerk to the Governors will be the Committee Secretary.~~

Quorum

- The quorum shall be any three Governors.
- Any decision taken by the Committee shall require the agreement of a majority of Common Council Governors present at the meeting and voting.
- The Committee should report to each Board of Governors' meeting.

Terms of Reference

The Committee has the power to act on the following matters:

- To agree action to be taken on arrears of fees; and
- To co-opt any Governor of the Board or any appropriately qualified professional to give advice on specific matters.

To make recommendations for the Board's approval on the following matters:

- Adoption of strategic financial targets eg cash reserves, level of surplus, percentage of staff costs to gross fees etc;
- Advice on the creation of a five to ten year financial plan;
- The annual budget;
- Any proposed fee increases and additional charges;
- Consideration of any proposals for major capital spending, including development of facilities;
- The review of any investments and reserves held by the School;

- To make recommendations to the full Board on any other finance issues which may arise (e.g, a rise in employers' contribution to pensions, salary structure, etc.);
- Policy on and application of scholarships and bursaries;
- Fund raising policy and activity;
- Policy on and implementation of lettings and any other commercial activity.

The Committee should report to each following Board of Governors' meeting.

Academic and Education Committee

Composition

- The Chairman and Deputy Chairman of the Committee shall be selected from amongst its members with the agreement of the Full Governing Board.
- Chairman and Deputy Chairman of the Board of Governors;
- Up to four other Governors appointed by the Board of Governors (one of whom must be a Common Council Governor).
- Meetings of the Committee will be attended by the Head and the Senior Deputy Head. The Deputy Head (Pastoral); Deputy Head (Teaching and Innovation) and Deputy Head (Co-Curricular) will attend as appropriate. Other members of staff and advisers may be invited by the Committee. Attendees do not have a vote.
- ~~The Clerk to the Governors will be the Committee Secretary.~~

Quorum

- The quorum shall be any three Governors.
- Any decision taken by the Committee shall require the agreement of a majority of Common Council Governors present at the meeting and voting.

Terms of Reference

The Committee has the power to act on the following matters:

- To agree requests for Sabbatical Leave; and
- To co-opt any Governor of the Board or any appropriately qualified professional to give advice on specific matters.

To make recommendations for the Board's approval on the following matters:

- The School's ethos and aims;
- The development, monitoring and review of policies relating to educational provision to ensure compliance with legal or good practice requirements;
- Curriculum, co-curricular and pastoral issues;

- Standards, including academic results;
- Pastoral policy and practice, including oversight of safeguarding and the single central register;
- INSET and Professional Development policy and practice;
- Staffing issues;
- Parental complaints procedures;
- Monitoring general compliance with child protection requirements (not involving individual cases);
- Making recommendations on any other issues referred by the full Board.

The Committee should report to each following Board of Governors' meeting.

Governance Committee

The Committee's role is ~~to source, interview and select the co-opted members of the Governing Board.~~ It is also to advise on the skills needed on the Governing Board to assist in the selection of new Governors and to provide advice on governance matters concerning the School, acting as a sounding board for proposals for new committees.

The Committee meets as required.

Composition

- The Chairman and Deputy Chairman of the of the ~~Sub-Committee~~ full Governing Board shall act as Chairman and Deputy Chairman of the Committee respectively. ~~shall be selected from amongst its members with the agreement of the Full Governing Board.~~
- ~~Chairman and Deputy Chairman of the Board of Governors;~~
- Up to ~~three~~ four other Governors appointed by the Board of Governors (one of whom must be a Common Council Governor).
- Meetings will be attended by the Head, the Senior Deputy Head, and the Bursar. Attendees do not have a vote.
- The Bursar will co-ordinate the work of the Committee.

Quorum

The quorum shall be any three Governors.

Any decision taken by the Committee shall require the agreement of the majority of Common Council Governors present at the meeting and voting.

Terms of Reference

The Committee has the power to act on the following matters:

- The Committee will maintain and annually update a skills audit of the Governing Board, identifying and noting gaps;

- The Committee will seek to identify individuals able to serve as co-opted Governors; ~~Such individuals will be interviewed and elected to the Board as agreed by the majority of those present, including a majority of Common Council Governors present and voting.~~
- Such gaps as may occur should be used as guidance helping to assist in the selection of Common Council Governors.

To make recommendations for the Board's approval on the following matters:

- Having sought individuals to serve as co-opted Governors, the Committee will recommend these appointments to the Board for final approval;
- The Committee will make recommendations to the Board on designated governor roles;
- The Committee will provide recommendations on any other governance matters concerning the School, including scrutinising proposals for new committees and working parties.

The Committee should report to each following Board of Governors' meeting.

Bursary Committee

Composition

- The Chairman and Deputy Chairman of the full Governing Board shall act as Chairman and Deputy Chairman of the Committee respectively.
- Any three governors, one of whom shall be the Chairman or Deputy Chairman of the Board.
- The quorum shall be any three Governors.

Terms of Reference

The Bursary Committee at their sole discretion after considering recommendations by the Head of the School have power by a simple majority of those present and voting at a meeting of the Bursary Committee to apply the Fund for the advancement of public education by the following purposes:-

- (i) contributing towards the fees payable to the School on behalf of suitably qualified pupils who but for financial assistance having commenced education at the School would not be able to continue their education at the School;
- (ii) contributing towards the fees payable to the School on behalf of pupils of academic merit who but for financial assistance would not be able to obtain suitable education at the School;
- (iii) such other charitable purposes as shall be associated with the School as the Bursary Committee shall direct.

PROVIDED ALWAYS that no such bursary shall be made in respect of a pupil who is the issue of a parent of a member of the Board or of the spouse of such a member.

The Committee should report to each following Board of Governors' meeting.

Development Working Party

The Purpose of the Development Working Party is to oversee fundraising at City of London School, and to assist the Head in the exercising of existing powers under the City of London Corporation's Scheme of Delegation.

Composition

- The Chairman and Deputy Chairman of the Board of Governors will be ex-officio members and will act as Chairman and Deputy Chairman of the Working Party;
- Up to two other Governors appointed by the Board of Governors.
- One external member, to be appointed by the member of the Committee with the agreement of the Full Governing Board.
- In the absence of the Chairman and Deputy Chairman, the remaining members present shall elect one Governor of their number to chair the meeting;
- Meetings of the Sub-Committee will be attended by the Head, the Bursar and the Director of Development. Other members of staff and advisers may be invited by the working party. Attendees do not have a vote.
- The Clerk to the Governors will be the Working Party Secretary.

Quorum

- The quorum shall be any three Governors.
- Any action taken by the Committee shall require the agreement of a majority of Governors present at the meeting and voting.

Terms of Reference

The Working Party will:

- Provide oversight and challenge to the Development team's activities, review their financial performance, and agree broad targets.
- Develop and, where appropriate, assist in implementing the School's fundraising strategy and advise the Board on fundraising policy and how philanthropy can maximise the School's potential.
- Provide scrutiny to ensure due diligence is exercised in respect of the School's fundraising activities, escalating matters to the Board if necessary.
- Provide leadership and support major fundraising initiatives, and defer matters to the Board of Governors when required;
- Participate in the identification, cultivation and solicitation of major donor prospects.
- Act as a sounding board for the case to support new projects as they develop;

- Help to organise and assist with special events and other fundraising activities;
- Act as ambassadors for the School and its fundraising initiatives by promoting awareness and interest in the School's fundraising initiatives;
- Actively participate and engage in fundraising activities;
- Recommend appropriate recognition for donors to the School; and
- Review actual sums raised versus fundraising goals quarterly and report to the Board on the same.

The working party is authorised to seek any information it requires from any employee of the School in order to perform its duties.

The working party is authorised to obtain, at the School's expense, reasonable outside legal or other professional advice on any matters within its terms of reference within the Development team's agreed budget and in line with the School's usual procurement methods.

The Committee should report to each following Board of Governors' meeting.

Teachers Pay Panel

Purpose of the Teachers' Pay Panel

- The Boards of Governors of the City of London School, the City of London School for Girls and the City of London Freeman's School have delegated to a Teachers' Pay Panel, consisting of the Chairmen of their Boards, the authority to consult and decide upon the annual teachers' pay award within agreed parameters from the Boards.
- The Teachers' Pay Panel will consult with the Schools' Staff Side or Common Room representatives and an official from the National Education Union and Lecturers regarding the Teachers' pay submission.
- The Teachers' Pay Panel will usually meet in March of each year. The Panel may decide to hold further meetings or conduct further communications via letter if necessary. However the aim will be to have made any decisions regarding pay by the end of the Spring term.

Membership:

The Chairmen of the Boards of Governors of the City of London School, the City of London School for Girls and the City of London Freeman's School. In their absence they may nominate a deputy from the membership of their Board of Governors.

One of the Chairmen of the Boards of Governors will act as the Chairman of the Teachers' Pay Panel on an annual rotation.

Quorum:

The Quorum will be three and will consist of a Governor from each of the three Boards.

Consultation Process:

During the process of deliberation, the Teachers' Pay Panel will meet with:

One representative from the Staff Side or Common Room of the City of London School, the City of London School for Girls and the City of London Freeman's School; and

The full time official from the National Education Union and Lecturers.

The following will be in attendance during deliberations in an advisory capacity:

- The Director of Human Resources
- The Heads of the City of London School, the City of London School for Girls and the City of London Freeman's School or in their absence their Deputy.

Remit of the Teachers' Pay Panel:

To approve any pay award that will apply to the teachers' main grade and all teachers' management grades.

Any decisions around responsibility and other allowances or payments will be specified.

Timing

The timing of the process will be as follows:-

Financial information will be provided by the schools to the Staff Side and Common Room representatives in the autumn term of each year.

Any pay submission made by the Staff Side and Common Room will be made to a meeting of the Joint Consultative Committee in January/early February of each year.

Teachers' Pay Panel will usually meet in March.

Final decision to be made by the end of the Spring term if at all possible.

Termination

The Boards of Governors will review on an annual basis the continuation of the Teachers' Pay Panel.