

	<b>Dates:</b>
Board of Governors of the City of London School Board of Governors of the City of London School for Girls Policy and Resources Committee Court of Common Council	8 December 2021 10 December 2021 16 December 2021 13 January 2022
<b>Which outcomes in the City Corporation's Corporate Plan does this proposal aim to impact directly?</b>	3, 4, 8, 10
<b>Does this proposal require extra revenue and/or capital spending?</b>	N/A
<b>If so, how much?</b>	N/A
<b>What is the source of Funding?</b>	N/A
<b>Has this Funding Source been agreed with the Chamberlain's Department?</b>	N/A
<b>Subject:</b> City Junior School Governance structure	<b>Public</b>
<b>Report of:</b> The Head, City of London School The Head, City of London School for Girls	<b>For Decision</b>
<b>Report authors:</b> Charles Griffiths, Bursar, City Junior School	

### Summary

At present the proposed City Junior School (CJS) project is governed jointly by the Boards of both the City of London School for Girls (CLSG) and City of London School (CLS), although both Schools have agreed to establish an informal working group titled 'Project EDWIN committee' to discuss operational matters relating to City Junior School.

Following officer and member discussions with respect to the optimal governance structure for CJS, and having regard to on-going work relating to the City of London Corporation's wider governance review, the Boards of CLSG and CLS request that CJS be governed by a sub-committee equally made up of members of CLS and CLSG's Boards of Governors, incorporating both Members and co-opted Governors.

This sub-committee will fulfil the normal duties of a school's Board of Governors and operate in accordance with the terms of reference detailed in the attached appendices. This report provides a draft for the Terms of Reference for a proposed sub-committee acting as the Board of Governors of the City Junior School for decision.

### Recommendations

The Boards of Governors of the City of London School and City of London School for Girls and the Policy and Resources Committee are invited to:

- Agree in principle to the creation of a sub-committee to undertake the duties of the Board of Governors of the City Junior School;
- Agree to the draft Terms of Reference as detailed in Appendix 3; and

- Agree the respective revised Terms of Reference of the Board of Governors of the City of London School and Board of Governors of the City of London School for Girls, which includes the oversight of the City Junior School.

The Boards of Governors of the City of London School for Girls and the City of London School are invited to:

- Agree the appointment from each of the Boards of Governors of CLSG and CLS of up to two Common Councillor Governors, one Co-opted Governor, and the Chairs of the Board of Governors (as ex-officio Governors).

## **Main Report**

### **Main Report**

1. A co-educational junior school operated jointly by CLS and CLSG and acting as a feeder school for both senior schools, is being developed on a site in Gray's Inn. Finances have been agreed among various committees and the City Surveyor's Department has worked with the landlord at Gray's Inn to secure a lease on a former educational facility which is available for long-term lease. The Heads of Terms have been approved by the Court of Common Council. The lease commenced from September 2021 and the School will open for pupils from September 2022. The initial announcement of the school's opening was made by CLS and CLSG on 12 May 2021 to allow the admissions process to begin. The admissions process is progressing well, and the project overall is on schedule.
2. To date all significant decisions have been made jointly by reporting separately to the Boards of Governors of CLS and CLSG, however this governance structure is too onerous and unwieldy as the junior school project progresses. Once the junior school is open and operational, it will also require a stable governance and leadership structure that is able to meet its individual needs and show the necessary level of detailed oversight for external inspection.
3. Following consultation with the Boards of CLSG and CLS, the Town Clerk, Comptroller and City Solicitors, and the previous decision of Policy and Resources Committee in June 2021 it is proposed that CJS's governance comprises a sub-committee jointly of the Board of Governors of CLSG and the Board of Governors of CLS. It is additionally proposed that this sub-committee be designated as the 'Board of Governors of the City Junior School' and operate according to the term of reference outlined in appendix 3.
4. City Junior School is expected to develop into a significant school with 300 pupils on its own site, which will require a separate Department for Education (DfE) license and can be expected to be subject to Independent Schools Inspectorate (ISI) inspection in its own right. As such the ISI will require a clear and accountable, independent governance structure for the junior school. At the same time City Junior School will be linked to both CLS and CLSG financially, operationally and in feeding pupils to the senior schools. As such the terms of reference of the Board of City Junior School should reflect both this linkage to the two senior schools while offering operational independence.

5. It is noted that the City of London is undertaking a governance review which includes a strategic target of limiting unnecessary growth in the number of grand committees. To accommodate this strategy while meeting CJS's governance requirement it is proposed that CJS's Board of Governors be established as a sub-committee of CLSG's and CLS's Boards of Governors, made up of a majority of Common Councilors with voting rights, and complemented by a number of external, co-opted Governors also with voting rights, bringing additional skills relevant to an independent junior school. The Sub-committee's/Board's terms of reference would cover all School matters, but given the School's establishment as a satellite of CLS and CLSG, and reliance on these two senior schools as a financial backstop, certain governance matters would be reserved for the Boards of CLS and CLSG. These would include matters relating to (i) City Junior School financial strategy and budget, which might have a material impact on the finances of CLS or CLSG, (ii) membership of the City Junior School Board of Governors, and (iii) other matters which might have a significant impact on CLSG and CLS.
6. The members of the Board of Governors of the City Junior School would be selected by CLSG and CLS Board of Governors (3 appointments each). The Chair and Deputy Chair to then be appointed from and by the Board of Governors of the City Junior School. The Board will also include co-opted governors with specialist experience relevant to the needs of the school. Details of the terms of reference for CLSG and CLS are set out in the appendices, and in appendix 3 a draft of the proposed terms of reference for the City Junior School are also set out.

### **Options**

7. Members may choose to either: recommend the creation of a new decision making body that is able to take ownership of governance on behalf of the City Junior School; or, leave governance arrangements as they are (i.e. all matters to be reported separately to both the Board of Governors of CLS and CLSG).
8. If agreed, it is recommended that the revisions to the Terms of Reference of the Board of Governors of CLS and CLSG, to reflect their oversight of City Junior School (as proposed in Appendices 1 and 2), be submitted for approval also. Proposed additions have been underlined.

### **Proposal(s)**

9. In light of the requirements of the ISI outlined above, it is recommended that a new decision-making, governing body be established for the City Junior School, in the form of a Sub-committee of the Boards of Governors of CLSG and CLS jointly.

### **Corporate & Strategic Implications - None**

**Financial and resource implications** - Financing for CJS has been agreed via a loan from the City. It is acknowledged that there will be resource implications for

the Town Clerk's Department as a separate Sub-committee is being proposed and will need to be supported accordingly. Other resource implications include the need to staff the junior school's leadership and governance structure, which is currently being handled by CLSG and CLS staff, but in due course will be separately resourced and budgets have been agreed for this.

**Legal implications** – The Corporation has the necessary powers, in its private "City's Cash" capacity, to establish the junior school and to determine its governance arrangements.

**Risk implications** – these have been noted in previous Board papers and largely comprise risks associated with expanding CLSG's existing junior school on a new site.

**Equalities implications** - None

**Climate implications** – City Surveyors are undertaking the building works in-line with the necessary environmental considerations.

**Security implications** - None

10. **Conclusion** – Governors and Members are asked to consider this report and agree to the proposed establishment of the City Junior School Board of Governors as a sub-committee and based on the terms of reference detailed in appendix 3.

**Appendix 1 – CLS Board of Governors Terms of Reference**

**Appendix 2 – CLSG Board of Governors Terms of Reference**

**Appendix 3 – Proposed City Junior School Draft Terms of Reference**

## **Contacts**

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**Terms of Reference for the Board of Governors of the City of London School**

1. **Constitution**

A Non-Ward Committee consisting of,

- one Alderman nominated by the Court of Aldermen
- up to 10 Commoners elected by the Court of Common Council at least one of whom shall have fewer than five years' service on the Court at the time of their appointment
- the following ex-officio Members:-
  - the Chairman of the Board of Governors of City of London School for Girls
  - the Chairman of the Board of Governors of City of London Freeman's School
- up to eight co-opted non-City of London Corporation Governors with experience relevant to the Board

The Chairman of the Board shall be elected from the City Corporation Members.

2. **Quorum**

The quorum consists of any five Common Council Governors.

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

3. **Membership (until July 2021)**

ALDERMEN

5 Vincent Thomas Keaveny

COMMONERS

Alexander Robertson Martin Barr

Keith David Forbes Bottomley, Deputy

Timothy Levene

Edward Lord, O.B.E., J.P., Deputy

Ian Christopher Norman Seaton

James Michael Douglas Thomson, Deputy

Marianne Bernadette Fredericks

Dominic Gerard Christian

(Caroline Wilma Haines)

together with:-

Lesley Cartmell

Rosie Gill

(John Claughton)

Andrew Jones

Ronel Lehmann

(Lord Levene of Portsoken)

Paul Madden

Timi Dorgu

*Vacancy*

together with four Members to be appointed this day and the ex-officio Members referred to in paragraph 1 above.

**4. Terms of Reference**

To be responsible for:-

- (a) all School matters;
- (b) the management of the School land and buildings belonging to the City of London Corporation;
- (c) the appointment of the Head and, where appropriate, the deputies and the Bursar; and
- (d) oversight of the policy, strategic and financial management of the City Junior School.

**Terms of Reference for the Board of Governors of the City of London School for Girls**

**1. Constitution**

A Non-Ward Committee consisting of,

- up to two Aldermen nominated by the Court of Aldermen
- up to 12 Commoners elected by the Court of Common Council at least one of whom shall have fewer than five years' service on the Court at the time of their appointment
- the following ex-officio Members:-
  - the Chairman of the Board of Governors of City of London School
  - the Chairman of the Board of Governors of City of London Freeman's School
- up to six co-opted non-City of London Corporation Governors with experience relevant to the Board

The Chairman of the Board shall be elected from the City Corporation Members.

**2. Quorum**

The quorum consists of any five Common Council Governors.

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

**3. Membership (until July 2021)**

ALDERMEN

Robert Howard

Prem Goyal, O.B.E., J.P.

COMMONERS

Mary Durcan *for two years*

Clare James, Deputy

Dhruv Patel, O.B.E., *for three years*

Peter Gordon Bennett *for three years*

Mark Bostock *for three years*

Nicholas Michael Bensted-Smith, J.P.

Randall Keith Anderson

Tom Hoffman, M.B.E., Deputy

Rehana Banu Ameer  
Shravan Jashvantrai Joshi  
Richard David Regan, O.B.E., Deputy

together with :-

Prof. Anna Abulafia  
Dr. Stephanie Ellington  
Mary Ireland  
Elizabeth Phillips  
*Vacancy*  
*Vacancy*

together with the ex-officio Members referred to in paragraph 1 above and four Members to be appointed this day.

**4. Terms of Reference**

To be responsible for:-

- (a) all School matters;
- (b) the management of the School land and buildings belonging to the City of London Corporation;
- (c) the appointment of the Head and, where appropriate, the deputies and the bursar; and
- (d) oversight of the policy, strategic and financial management of the City Junior School.

**Proposed Terms of Reference for the City Junior School**

**1. Constitution**

A Non-Ward sub-committee jointly of the Board of Governors of the City of London School for Girls and the Board of Governors of the City of London School consisting of up to 11 Governors, comprising

- up to 2 Members of the Court of Common Council elected from and by the Board of Governors of the City of London School
- up to 2 Members of the Court of Common Council elected from and by the Board of Governors of the City of London School for Girls
- the following ex-officio Members:-
  - the Chair of the Board of Governors of City of London School
  - the Chair of the Board of Governors of City of London School for Girls
- up to 2 co-opted non-City of London Corporation Governors with experience relevant to the Board, 1 co-opted from each of the Boards of City of London School for Girls and City of London School.
- up to 3 external members as co-opted non-City of London Corporation Governors with experience relevant to the Board.

The Chair and Deputy Chair shall be elected by the membership of the Board but the Chair of the Boards of Governors of the City of London School for Girls and the City of London School shall not be eligible to act as Chair of this sub-committee. Only Governors from the Court of Common Council Members will be eligible to serve as Chair and only co-opted non-City of London Corporation Governors can act as Deputy Chair.

All Governors will have voting rights.

**2. Quorum**

The quorum consists of any three Common Council Governors and one External Governor; at least one of whom must be an elected representative of the Board of Governors of the City of London School and another one of whom must be an elected representative of the Board of Governors of the City of London School for Girls.

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

**4. Terms of Reference**

To be responsible for:-

- (a) all School matters, with the exception of matters relating to

- (i) City Junior School financial strategy and budgets, which might have a material impact on the finances of CLS or CLSG;
- (ii) membership of this Board of Governors; and
- (iii) significant strategic importance;

which must all be signed off by the Board of Governors of the City of London School and the Board of Governors of the City of London School for Girls.

- (b) the management of the School land and buildings belonging to the City of London Corporation;
- (e) the appointment of the Head and, where appropriate, the deputies and the bursar.