

# BROADOAKS BRITISH SCHOOL



## BOARD OF GOVERNORS HANDBOOK

2023 - 2024

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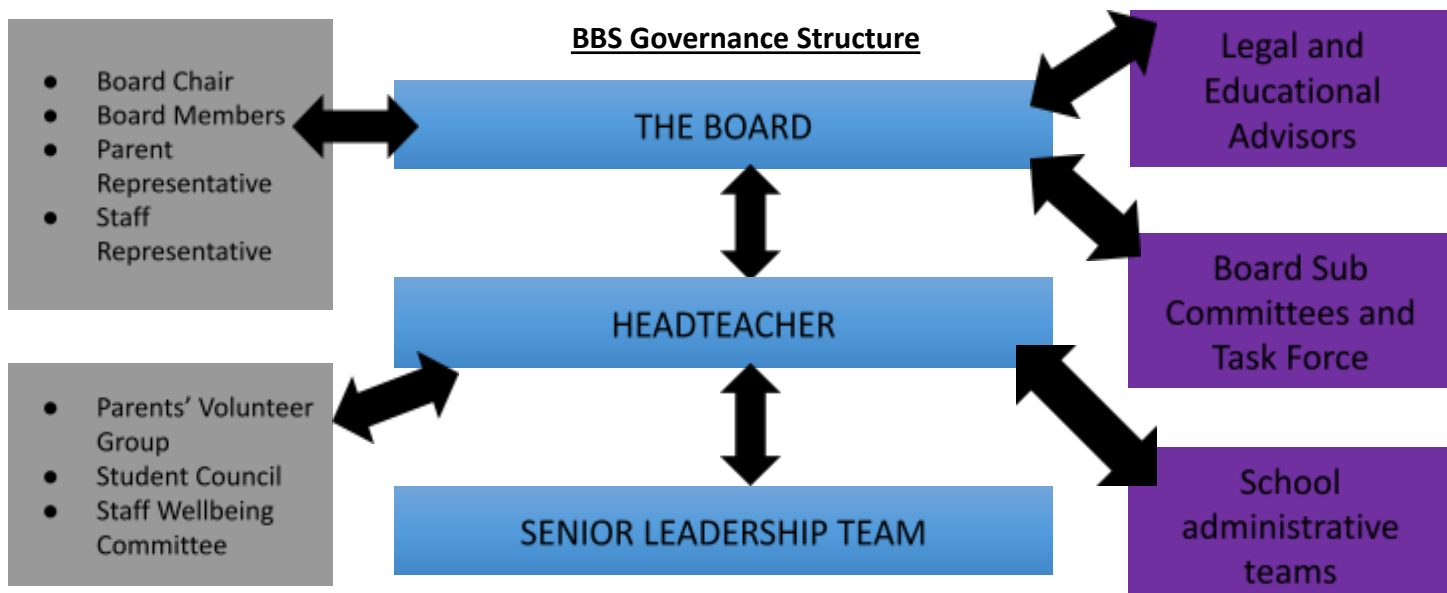
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# 1 Governance Guiding Principles and Structure

## 1.1 Guiding Principles

- Governance of Broadoaks British School and Teenee Todds Day Nursery (the School) will be carried out with integrity, transparency and accountability, ensuring the highest standards of 'excellence' are maintained and promoted in line with the vision and values of the school.
- The School's mission and vision will be carried out by ensuring a strong and robust leadership structure and effective management with clear roles and responsibilities, to ensure strategic planning of long-term goals that align with the mission and vision of the School.
- Collaboration and clear communication between all stakeholders will ensure the entire school community is involved in decision making and planning.
- Broadoaks British School and Teenee Todds Day Nursery is underpinned by its values of honesty, integrity, respect and transparency. By abiding by these values and other relevant Codes of Conduct and Ethics, a positive environment will be created that reflects the core culture of the School.

## 1.2 Structure



## 2 Roles and Responsibilities

### 2.1 Board of Governors

#### 2.1.1 Legal Status

The principal governing body of the School is the School Board of Governors (the “Board”). The Board shall only act as a group, meaning that individuals of the Board shall have no power to act individually. Individual members exercise authority only as they take action at a duly convened, official meeting of the Board.

Board members have no individual authority for the legal and financial affairs of the School.

#### 2.1.2 Governors’ Roles and Responsibilities

The Board of Governors will:

1. Provide advice to the Headteacher and the school leadership team;
2. Review and remain familiar with the school’s policies and procedures;
3. Review and comment on the Strategic Development Plan of the school and to provide advice on medium- to long-term financial planning.
4. Discuss and raise questions on all papers and presentations provided to the Board by the Headteacher and the school leadership team;
5. Request the Headteacher to provide papers covering issues of concern which are not normally provided to the Board of Governors as a matter of routine;
6. Discuss and approve the levels and proposed increases in school fees and staff remuneration;
7. Monitor on a termly basis the recruitment of students, and student leavers;
8. Review and comment on the budget for the school and, on a termly basis, the financial performance against budget;
9. Review and comment on the school’s health, safety and risk management protocols and procedures.
10. Review and comment on the Register of Complaints;
11. Receive, review and interrogate reports on Health and Safety, Child Protection & Safeguarding, and Student Achievement, Progress and Wellbeing - and other related issues;
12. Receive, review and interrogate reports on any matters that might seriously damage the reputation of the school;
13. Pursue, and advance the pursuit of, diversity, equity, inclusion and justice within and across the whole school community;
14. Review Parent, Student, Staff and other surveys as appropriate;
15. Visit the school campus at least once per school year (remote Governors may wish to conduct virtual visits)
16. Oversee and participate in the recruitment and appointment of the Headteacher;

17. Undertake and engage sincerely with an annual review of the board's own effectiveness;
18. Ensure compliance with local laws affecting the School.

*Full terms of reference detailed in [Appendix 1](#)*

#### 2.1.4 Chair of Governors' Roles and Responsibilities

##### **Role Purpose: Leading governance in schools**

To provide leadership to the governing board and ensure that governors fulfil their functions for the proper governance of the school.

##### **Leading governance in schools**

- To ensure that the governing board and headteacher have a shared sense of purpose.
- To ensure the governing board sets a clear vision and strategy for the school.
- To lead the board in monitoring the headteacher's implementation of the school strategy.
- Leading and developing the team.
- To ensure the board has the required skills to govern well, and that appointments made fill any identified skills gaps.
- To ensure all governors receive appropriate induction, ongoing training as needed and have a thorough understanding of their role.
- To ensure members of the board act reasonably and in line with the board's agreed code of conduct.
- To develop a good working relationship with the vice chair, ensuring s/he is kept fully informed and delegating tasks as appropriate.
- To ensure that board members feel valued and encourage their development.
- To carry out a performance review of each governor.
- To ensure that there is a plan for succession for the chair, vice-chair and any committee chairs, and that by recommending limits on office, there is always a mix of new and experienced members.

##### **The chair, the headteacher and accountability**

- To build a professional relationship with the headteacher which allows for honest conversations, acting as a sounding board and ensuring there are no surprises at meetings.
- To meet regularly with the headteacher.
- To ensure that there are transparent and effective processes for the recruitment and induction of the headteacher.
- To ensure appropriate governor involvement in the recruitment of senior leaders.
- To ensure all governors concentrate on their strategic role, receive information fit for purpose and hold the headteacher to account.
- To oversee and participate in the headteacher's performance review, ensuring that appropriate CPD (continuing professional development) is provided.

- To ensure that the headteacher provides staff with an understanding of the role of the governing board and acts as a link between the two.
- Where required, represent the governing board in its dealings with external partners and be an advocate for the school.
- To attend school functions (plays/sports days/prize giving) as appropriate and encourage other governors to do so.
- To ensure that complaints made to the governing board are dealt with in a timely and effective manner.
- The chair will also play a lead role in any decision to suspend the headteacher.

### **Leading school improvement**

- To ensure the board is involved at a strategic level in the school's self-evaluation process and that this feeds into the key priorities.
- To ensure the board's business is focussed on the key strategic priorities.
- To take the lead in representing the governing board at relevant external meetings with agencies such as COBIS, the Department for Quality Assurance (DQA) and the local authority.
- To ensure the board has mechanisms in place to obtain and listen to the views of parents, pupils and staff.
- To ensure the governing board adopts a visits protocol which is linked to monitoring key strategic priorities.

### **Leading governing board business**

- With the secretary and the headteacher, to plan for the board meetings, ensuring that agendas focus on the board's key responsibilities and strategic priorities and reducing unnecessary paperwork.
- Chair meetings effectively, and promote an open culture on the governing board that allows ideas and discussion to thrive whilst ensuring clear decisions are reached as quickly as possible.
- To collaborate with the clerk to establish effective working procedures and sound committee structures.
- To ensure that decisions taken at the meetings of the governing body are implemented.
- To ensure the governing board appoint a professional clerk capable of providing advice on the board's functions and that s/he is appraised and developed.

#### **2.1.5 Secretary to the Board of Governors' Roles and Responsibilities**

The Secretary to the Board of Governors is accountable to the Board, working effectively with the Chair of Governors, the Headteacher and other committee governors. The administrator will provide efficient and professional administrative assistance to the School's Board of Governors.

#### **Advisory duties**

- Have access to appropriate legal advice, support and guidance, and where necessary seek advice and guidance from third parties on behalf of the governing body;

- Offer advice on best practice in governance, including on committee structures and self- evaluation;
- Advises on the annual calendar of governing body meetings and tasks and assist in the production of a Year Planner for the GB and its committees;
- Send new governors induction materials and ensure they have access to appropriate documents, including any agreed Code of Practice;
- Contribute to the induction of governors taking on new roles, in particular chair or chair of a committee.

### **Effective administration of meetings**

- With the Chair and Headteacher, prepare a focused agenda for the governing body meeting and committee meetings;
- Liaise with those preparing papers to make sure they are available on time, and distribute the agenda and papers as required by legislation or other regulations;
- Ensure meetings are quorate;
- Record the attendance of governors at meetings (and any apologies – whether they have been accepted or not), and take appropriate action in relation to absences, including advising absent governors of the date of the next meeting;
- Draft minutes of governing body meetings, indicating who is responsible for any agreed action with timescales, and send drafts to the chair and (if agreed by the governing body), the Headteacher;
- Circulate the reviewed draft to all governors (members of the committee), the Headteacher (if not a governor) and other relevant body, such as the local authority/diocese/foundation/trust as agreed by the governing body and within the timescale agreed with the governing body;
- Follow-up any agreed action points with those responsible and inform the chair of progress.

### **Membership**

- Maintain a register of governor pecuniary interests and ensure the record of governors' business interests is reviewed regularly and lodged within the school;
- Maintain a record of training undertaken by members of the governing body;
- and Maintain governor meeting attendance records.

### **Management of Information**

- Maintain up to date records of the names, addresses and category of governing body members and their term of office, and inform the governing body and any relevant authorities of any changes to its membership;
- Maintain copies of current terms of reference and membership of any committees and working parties and any nominated governors e.g. Child-protection, Special Educational Needs and Disabilities (SEND);
- Maintain a record of signed minutes of meetings in school, and ensure copies are sent to relevant bodies on request and are published as agreed at meetings;
- Maintain records of governing body correspondence;
- Ensure any associated board committees documentation is maintained, stored, or archived as appropriate.



- Ensure copies of statutory policies and other school documents approved by the governing body are kept in the school and published as agreed, for example, on the school's website

## 2.2 Board Code of Conduct and Conflict of Interest Policies

Each Governor shall read, sign, and commit to abide by the Board of Governors Code of Conduct ([Appendix 2](#)).

All Board Members must sign a Code of Conduct, Conflict of Interest and Confidentiality declaration.

The Board of Governors of Broadoaks British School and Teenee Todds Day Nursery requires that its Board members, members of Board Committees and staff avoid any conflict or appearance of conflict between their own interests and the interests of the School in dealing with any and all stakeholders, including staff, parents and students, and all suppliers, contractors, and all other organisations or individuals doing or seeking to do business with the school. Full details of disclosing a potential conflict of interest and further information can be found in the School's Conflict of Interest Policy ([Appendix 3](#)).

All identified or perceived conflicts of interest will be recorded in the school's Conflict of Interest register.

## 2.3 Composition

The Board of Governors will comprise:

- Chair
- Treasurer
- Secretary
- Parent Representative
- Staff Representative
- Other appointed members

There will be a total of 8 voting members of the Board.

The Headteacher and Bursar shall also be ex officio and entitled to attend all Board meetings unless otherwise arranged.

All members will be appointed by the Chair and are expected to serve a minimum of a three year tenure.

A member of the Board will be appointed by the Board as the Board of Governors Safeguarding Lead, and as such is responsible for the School's Safeguarding arrangements.

All Board members must undergo enhanced DBS checks either in Nigeria or in the UK or USA, if Board members currently (or previously) reside in the aforementioned countries.

## 2.4 Educational Advisor to the Board

The Educational Advisor to the Board will attend board meetings as a non-voting attendee. Their role is to provide impartial, specialist advice to the Board, and to the Board Chair, pertaining to the strategic governance, leadership and development of the school. This role shall be reviewed, and is renewable, on an annual basis, and its functions will include, but are not limited to:

1. attendance at and participation in Board meetings, and advice for the Board
2. involvement in the appraisal and performance review of the Head of School
3. preparation of reports to assist and inform Board discussions and decisions
4. coaching and mentoring for the Board Chair, as required
5. other training, as deemed necessary and commissioned by the Board, for academic/non-academic staff
6. miscellaneous advice in relation to any pressing, complex or challenging strategic or governance issues.

## 2.5 Parent Representatives

The Board will appoint one parent representative to the Board of Governors.

The Parent Representative must have been a member of the school community for a minimum of two years.

The Parent Representative is a Governor of the school and is therefore bound by the Governors' Code of Conduct and confidentiality agreements.

The Parent Representative may be asked to be excused from some meetings, agenda items and/or voting procedures as requested by the Chair.

## 2.6 Staff Representatives

The Board will appoint at least two staff representatives to the Board of Governors:

- Academic Rep
- Non-Academic Rep

The Board will appoint staff representatives from a shortlisted group as nominated by the entire staff of the school.

The Board will interview shortlisted candidates and select the representatives based on a predetermined criteria.

The Staff Representative must have been a member of the school community for a minimum of two years.

The Staff Representative is a Governor of the school and is therefore bound by the Governors' Code of Conduct and confidentiality agreements.

The Staff Representative may be asked to be excused from some meetings, agenda items and/or voting procedures as requested by the Chair.

The Staff Representative must represent the views of the entire staff of Broadoaks British School and Teenee Todds Day Nursery.

The Staff Representative will serve a tenure of 1 year as a Governor.

The shortlist of Staff Representatives will be presented to the Board for consideration in June, with appointments being confirmed in the last board meeting of the year (July).

## 2.7 Monitoring

At Broadoaks British School, the following key indicators are used by the Board to monitor the success of the school:

- Academic attainment, achievement and progress, both over the course of the school year and between school years;
- Attitudes and wellbeing data, both over the course of the school year and between school years;
- A triangulation of both of the above, and the extent to which performance gaps between groups of students are being reduced;
- Extra-curricular achievements, including in external sporting, music and academic competitions;
- Cambridge Checkpoint (Year 6 and Year 9) and IGCSE results (year on year comparison and international statistics);
- Year on year enrolment numbers and demographics;
- Regular feedback via opinion surveys and collaborative meetings with all stakeholders, including students, parents, and staff.

The Board is responsible for monitoring the quality of the school, the performance of the Headteacher, its own performance and its implementation of policies and strategic priorities. The Board will conduct yearly self-assessments of the Board Chair and individual Board members (*Further details on Board Appraisals can be found in [Section 5](#)*).

## 2.8 Relationship with Headteacher and Staff

### 2.8.1 Headteacher's responsibilities

The Headteacher's specific duties and responsibilities are delineated in the HOS Job Description, as well as in the *[NAIS Principles of Good Practice - Headteacher](#)*.

The Headteacher is responsible for the day to day operational running of the School. The Headteacher implements the budget, policies and strategic goals set by the Board.

## 2.8.2 Headteacher goal-setting and performance evaluation

In collaboration with the Chair, the Headteacher shall develop and submit her/his annual goals to the Board for approval. Goal achievement, as well as performance of the duties and responsibilities cited in her/his job description shall be the basis for the Headteacher's annual evaluation, as described in the [Headteacher's Evaluation Guidelines](#) set out by the *Association for Advancement of International Education*.

## 2.9 Staff Grievance Procedure

The protocol for handling a grievance is established by the Headteacher and described in the Human Resources Manual and the Staff Handbook. The Headteacher is responsible for resolving grievances. If the complainant does not regard the Headteacher's resolution of the problem to be satisfactory, the complainant may appeal in writing to the Board through the Chair with a copy to the Headteacher.

The Chair shall bring the problem to the next meeting of the Board, or, if the delay seems unreasonably long, s/he may convene a special Board meeting for this purpose. The Board may allow the complainant to present her/his case in person, but this presentation shall only be when the Headteacher is also present. The Board's decision shall be based on adherence to policy and in all cases, is final. Such decision or further action required shall be communicated to the complainant within five (5) days of that meeting.

*Full Complaints Policy can be found on the school's website.*

## 2.10 Whistle-blower Procedure

Board Policy encourages employees to report unethical or illegal conduct and ensures no retaliation. Procedures established by the Headteacher describe her/his authority and responsibility to address such allegations. Should the allegations involve the Headteacher, they are to be reported directly to the Chair of the Board.

Upon receipt of a written "whistle-blower" allegation, the Chair shall acknowledge to the whistle-blower receipt of the report and conduct an initial investigation of the matter, including discussing the allegation with the Headteacher. Within ten (10) days of receipt of that report, the Chair shall inform the Board of the allegation and her/his initial findings. Unless the Chair deems the allegation of extreme urgency, the Board shall conduct a thorough review of the issue in private session at the next Board meeting, absent the Headteacher, and subsequently, either the Board or the Chair will discuss the matter with the Headteacher. At that point, the Board may continue to investigate the matter or determine a resolution. Within five (5) days of that meeting, the Headteacher and the whistle-blower will be informed of the Board's decision regarding any action to be taken.

*Full Whistle-blower Policy can be found on the school's website.*

## 3 Board Meetings

### 3.1 Purpose

The essential purpose of board meetings is to set strategic direction and make policy for the school and to ensure that existing school policy has been properly implemented. The Board's work at meetings demands thorough preparation prior to the meeting and active involvement of all members in the deliberations at the meeting.

### 3.2 Board Annual Calendar

The BBS Board Annual Calendar sets forth the Board's work plan for the year.

### 3.1 Board Meeting Protocol

The Board Chair: presides over Board meetings, the AGM, and Executive Committee (as further defined below); manages administrative Board matters, including the finalisation of meeting minutes; conducts the Board self-evaluation process; prepares and delivers the annual report at the AGM; and attends events on behalf of the Board and carries out other representational activities as needed.

- The Board Secretary takes minutes of the Board meetings and manages board communications.
- Board Meetings will be held once every six weeks (six times in a school year) for 1.5 – 2 hours.
- The Board Chair will ensure that meetings begin and end on time and that the agenda is adhered to.
- All Board members are expected to have read and be familiar with the documents sent in the package prior to the meeting.
- Full attendance of Board members is expected. A written apology is required if attendance is not possible.
- All Board members are expected to participate fully during board meetings.
- Board members will actively listen during discussions and all exchanges will be conducted respectfully.
- Agreements reached during board meetings will be respected and supported by all board members.
- Minutes of each board meeting will be kept, and all motions and actions will be recorded.

- Board meetings will be conducted according to the **Board Meeting Protocol** ([Appendix 4](#)), a modified version of Robert’s Rules of Order. Such protocol will be affirmed or modified by the Board at the beginning of each school year.

### 3.1.1 Decision Making

Board decisions will reflect due process of deliberation, thoroughness, objectivity, and the best interest of sustaining the School. The Board will take into consideration the elements of a decision-making process based on the relevant steps suggested in the [Board of Governors Decision-making Template](#), outlined by AAIE.

## 3.2 Agendas

### 3.2.1 Strategic Agenda

The Board utilises a [Strategic Board Meeting Agenda](#), promoting the Board’s role in setting the strategic direction of the Board by focusing on **Strategic Topics** and organising its meetings to optimise that endeavour. The Agenda is developed by the Chair and Headteacher each month based on the Board Annual Calendar and other pressing issues. Input for the Agenda may be submitted by Board Members by sending an email to the Chair at least two weeks prior to the targeted meeting date. The Chair will consider all input and determine the Agenda at his/her discretion. In any case, an Agenda item requested by a majority of the Board will be placed on the Agenda.

### 3.2.2 Consent Agenda

The Board utilises a “Consent Agenda,” incorporating minutes, routine reports, and correspondence into a single Agenda item which will be addressed at the meeting. All such materials shall be provided to members in the Board Packet. The “Consent Agenda,” consisting of all such items, is presented to the Board at the meeting for approval without further discussion. Should a Governor have a comment or question regarding an item in the Consent Agenda, s/he shall communicate to the originator of that item well prior to the meeting and seek explanation. If that explanation is not satisfactory and that member wants to raise the issue at the meeting, s/he shall notify the Chair prior to one day before the meeting who shall so note at the meeting and call for a motion to remove that item from the Consent Agenda. If a majority of Governors wish to do so, that item will be moved from the Consent Agenda and addressed separately as guided by the Chair.

## 3.3 Board Packet

The “packet” of materials in preparation for a Board meeting will be developed by the Headteacher and Chair and made available to Board members electronically at least seven (7) days prior to the meeting via the Board Secretary. Governors are expected to read all such materials and if they have any questions or comments requiring extraordinary additional information, to communicate that to the Chair.

### 3.4 Minutes

Minutes of Board meetings are recorded by the Board. Board Meeting Minutes are designed to establish a clear record of topics the Board has addressed and decisions it has made. They are not verbatim or extensive reiteration of discussions leading up to decisions. Background reports and correspondence related to Board business shall be referenced and linked in the minutes.

### 3.5 Virtual Meetings

As and when needed, the Chair may call for a “virtual” meeting, to be held via electronic medium. The protocols for such meetings, as best can be maintained, are the same as for in-person meetings, at the discretion of the Chair.

### 3.6 Board Communication

The board will maintain regular internal communication to ensure all members are well informed on Board matters.

In the week prior to each board meeting, board members will receive a package containing all relevant documents associated with that meeting.

The Board Chair is the ‘voice of the board’.

The Board can be contacted directly at the email address:

[board@broadoaksbritishschool.com](mailto:board@broadoaksbritishschool.com)

## 4 Committees and Task Forces

### 4.1 Purpose

Committees are long-term work groups formed to do specialised work of the Board and make recommendations to the Board. Task Forces are short-term versions of the same, serving similar purposes.

Committees shall be chaired by a member of the board. Both Committees and Task Forces may be composed of Board members and others as the Board sees fit.

Committee membership terms are for one year, renewable. Task Force terms are for the duration of the Task Force unless otherwise determined by the Board.

Committees and Task Forces are not decision-making bodies. They report findings, make recommendations, and can make unsolicited proposals to the Board for decision and/or action. The Board Chair, Headteacher and Bursar are ex officio members of every sub-committee. The exception is the Executive Committee of the Board. This is made up of

the Board Chair, Governance Committee chair and Finance Committee chair. The Executive Committee hires the Headteacher, determines teacher salaries, evaluates the Headteacher, carries out the Board self-evaluation.

A list of the other current sub-committees and their role is given below:

- **Governance Committee**

The Governance committee identifies governance challenges and proposes solutions; considers and makes recommendations on the governance aspects of different policies.

- **Finance Committee**

The Finance committee reviews the School's financial matters, quarterly Management Accounts and Auditor's report. The budget is reviewed annually and, based on the School's financial situation, makes recommendations to the Board. The committee adheres to and develops the long-term (5 years) financial plan that aligns with the School's Strategic Plan and Facilities plan.

- **Facilities Task Force**

The Facilities Task Force reviews current projects and makes recommendations to the Headteacher and Project Manager. The Committee adheres to and develops the long-term roadmap that aligns with the School's Strategic Plan and Financial plan. The Task Force ensures all projects are in line with Health and Safety rules according to applicable Nigerian law.

- **Human Resources (HR) Task Force**

The Human Resources Task Force monitors the compliance of HR policies and staff well-being. When required, the task force undertakes a salary and benefits review.

Board Committees and Task Forces are guided by Board-approved Terms of Reference as described in Guidelines for Board Committees ([Appendix 5](#)).

[Note: in addition to Board Committees and Task Forces, the Headteacher shall establish such additional school committees as s/he sees fit, and, at her/his discretion, may invite a Governor participation serving on those bodies.]

## 5 Board Development

Orientation of new Board Members shall be conducted by the Chair or her/his designee, in accordance with the **Board of Governors Governor Induction Policy** ([Appendix 6](#)).

### 5.1 Board Self-appraisal

The Board shall conduct a self-appraisal towards the end of each school year, aligned with the [Board Self-Appraisal Guidelines](#) and using the [AAIE International School Board](#)



**Evaluation Instrument.** In addition, the Board will utilise the [International School Governors Self Appraisal Form](#) to enable each Governor to self-assess her/his own engagement with the Board at the end of each school year and the [NAIS Board Chair Evaluation Form](#) to appraise the performance of the Chair at least once every two years. The Governance Committee is charged with coordinating all Board evaluation protocols.

## 5.2 Resignation, Retirement or Early Termination of Board Membership

Should a Board member not be able to complete his/her term, the Board may appoint a member to serve in place for the remainder of the Board's term. A Board member cannot be dismissed during his/her term of office unless it can be proven that he/she has acted contrary to the School's Statutes or policies (in breach of Code of Conduct, Conflict of Interest and Confidentiality declaration). In this case, the Executive Committee will investigate and make a recommendation to the Board on further action. The Board Member being investigated will then be given the chance to defend himself/herself and to rebut any claims put forward against him/her.

Once the above process is completed, the Board will then vote on the matter.

## 5.3 Board of Governors Training Expectations

All Board members are required to complete regular training in the following areas:

- Safeguarding and Child Protection
- Safer Recruitment
- Governance Foundations

Evidence of training will be recorded in the [Board of Governors Training Register](#).

## 6 Sources

We acknowledge the following websites and policies that have been used in making this policy:

- <https://www.aaie.org/our-resources/good-governance/board-handbook>
- <https://www.verdala.org/file.aspx?f=1685>
- <https://www.governor.support/>
- [https://inteachers.net/assets/schools\\_media/downloads/download\\_job\\_id\\_2627.pdf](https://inteachers.net/assets/schools_media/downloads/download_job_id_2627.pdf)

## 7 Appendix 1 Board of Governors Terms of Reference

### Board of Governors Terms of Reference

#### 1. Role/Purpose

The Board of Governors will be responsible for:

- Guardianship of the school's Guiding Statements
- Agreeing the strategic direction of the school
- Overseeing the financial performance of the school and ensuring money is well spent
- Providing support and challenge to the leadership of the school

The governor role is strategic rather than operational. Governors don't get involved with the day to day running of a school, instead supporting and challenging the school's leadership team to drive school improvement.

#### 2. Membership

The Board of Governors will comprise:

- Chair
- Vice Chair
- Treasurer
- Secretary
- Other appointed members

Governors shall be appointed by the Board Chair.

#### 3. Roles and Responsibilities

The Board of Governors will:

1. Provide advice to the Headteacher and the school leadership team;
2. Review and remain familiar with the school's policies and procedures;
3. Review and comment on the Strategic Development Plan of the school and to provide advice on medium- to long-term financial planning.
4. Discuss and raise questions on all papers and presentations provided to the Board by the Headteacher and the school leadership team;
5. Request the Headteacher to provide papers covering issues of concern which are not normally provided to the Board of Governors as a matter of routine;
6. Discuss and approve the levels and proposed increases in school fees and staff remuneration;
7. Monitor on a termly basis the recruitment of students, and student leavers;

8. Review and comment on the budget for the school and, on a termly basis, the financial performance against budget;
9. Review and comment on the school's health, safety and risk management protocols and procedures.
10. Review and comment on the Register of Complaints;
11. Receive, review and interrogate reports on Health and Safety, Child Protection & Safeguarding, and Student Achievement, Progress and Wellbeing - and other related issues;
12. Receive, review and interrogate reports on any matters that might seriously damage the reputation of the school;
13. Pursue, and advance the pursuit of, diversity, equity, inclusion and justice within and across the whole school community;
14. Review Parent, Student, Staff and other surveys as appropriate;
15. Visit the school campus at least once per school year (remote Governors may wish to conduct virtual visits)
16. Oversee and participate in the recruitment and appointment of the Headteacher;
17. Undertake and engage sincerely with an annual review of the board's own effectiveness.

#### 4. Sources

We acknowledge the following websites and policies that have been used in making this policy:

- <https://governorsforschools.org.uk/>
- <https://www.education.vic.gov.au/Documents/school/principals/management/networktermsreftemp.pdf>
- <https://resources.finalsite.net/images/v1569774099/shrewsburyacth/vphtmm7f35ngktyato5b/BoardofGovernorsObjectivesB8.pdf>

THIS POLICY WAS REVIEWED AND APPROVED BY \_\_\_\_\_ ON  
\_\_\_\_\_.

IT IS SCHEDULED TO BE REVIEWED AGAIN ON \_\_\_\_\_.

## 8 Appendix 2 Board of Governors Code of Conduct

### Board of Governors Code of Conduct

The Board of Governors shall, at all times:

- Adhere sincerely and fully to all governance rules and policies;
- Act always in the best interests of the school, guarding and in the spirit of its Guiding Statements, and preserving its reputation;
- Openly declare and avoid all conflicts of interest (financial, contractual, business or personal);
- Conduct all financial dealings with due probity and legality;
- Show respect, and unconditional positive regard, for each other, the Head, staff, students and their parents.

The Board shall also adhere to all relevant expectations as detailed in the AISA (Association of International Schools in Africa) Code of Governance, which is available here:

<https://aisa.or.ke/wp-content/uploads/resources/governance-and-leadership/all-governance-and-leadership/aisa-code-of-governance-140920.pdf>

An effective school board plays an important watchdog role in keeping your school on track, and setting policies that affect your child and your school. The school board sets the vision and goals for the school, and holds the Headteacher accountable for results.

One school board member cannot do the job alone. Effective school board members contribute their unique talents while collaborating and working as a team with other board members.

The Board will balance discussion of the strategic business of running the school with close attention to the school's priorities for student outcomes.

Board members will:

- contribute to a clear vision for the school, aligned with the school's mission and core values;
- live and breathe the school's values, its commitment to putting and keeping the wellbeing of all stakeholders first, and its pursuit of diversity, equity, inclusion and justice;
- communicate their actions to the community, through public discourse and written reports, and keep the school community informed of the school's progress and challenges
- work as a team, collaborating well with others in a positive and constructive manner;
- adopt and ensure a fiscally sound budget, paying attention to finances and regularly monitoring the fiscal health of the school;
- focus on what is best for all students, and for their achievement, progress and wellbeing;
- advocate, and act as ambassadors for, the school;
- attend regularly and punctually, and participate fully and effectively in, all Board meetings;
- engage fully and sincerely in all appropriate opportunities for professional learning.

Board members will **not**:

- focus disproportionately on single issues, or talk aimlessly at meetings;
- come to meetings unprepared;
- rubber stamp the school's proposals without asking searching questions;

- micromanage, interfere in or seek to influence the operational leadership and management of the school;
- uses their position on the school board as an opportunity to pursue a personal or political agenda.

## 0. Sources

We acknowledge the following website that has been used in making this policy:

- <https://aisa.or.ke/wp-content/uploads/resources/governance-and-leadership/all-governance-and-leadership/what-makes-a-great-school-board-member-240820.pdf>

THIS POLICY WAS REVIEWED AND APPROVED BY \_\_\_\_\_ ON \_\_\_\_\_.

IT IS SCHEDULED TO BE REVIEWED AGAIN ON \_\_\_\_\_.

## 9 Appendix 3 Conflict of Interest Policy

### Board of Governors Conflict of Interest Statement and Policy

The Board of Governors of Broadoaks British School and Teenee Todds Day Nursery requires that its Board members, members of Board Committees and staff avoid any conflict or appearance of conflict between their own interests and the interests of the School in dealing with any and all stakeholders, including staff, parents and students, and all suppliers, contractors, and all other organisations or individuals doing or seeking to do business with the school.

#### 1. Purpose

The policy's purpose is to have clarity in effectively identifying, disclosing and managing any potential, actual or perceived conflicts arising from competing interests. The policy aims also to protect the school and its staff, board and students from the effects of any conflict of interest. All employees and board members have a duty to take steps to prevent a conflict of interests within the school.

#### 2. Objective

The Conflict of Interest policy aims to ensure all staff and board members clearly understand their obligations to disclose an actual, perceived or potential conflict of interest, to adhere to the policy as outlined, and to be aware of the serious implications of any such conflict of interest, especially its misuse and failure to manage.

#### 3. Definition

A conflict of interest is any situation where an individual has competing loyalties or interests. A Conflict of Interest is defined as any circumstance in which the personal, professional, financial, or other interests of an employee may potentially or actually diverge from, or may be reasonably perceived as potentially or actually diverging from, their obligations to the school and the interests of the school.

It includes indirect conflicts, such as benefits provided to an immediate family member of an employee.

Such a conflict of interest can occur:

- Where personal interests and friendships conflict with an individual's professional position at the school;
- Where personal interest in another organisation competes with an individual's position at the school;
- Where there are conflicting responsibilities within and outside of the school.

Examples of a conflict of interest can include:

- A member of staff or a board member with a child who is a student at the school;
- A member of staff or a board member who has a close friendship with clientele;
- A member of staff holding another employment, or either tutoring or offering services to a student attending the school;
- A member of staff or a board member having close connections with families at the school through social networking.

#### **4. Policy**

Employees should actively seek to avoid conflicts of interest. No employee or board member should allow their outside activities to interfere or affect their work, colleagues, clientele (both students and parents) or workplace environment. No employee or board member should use or exploit their position at the school, connection to the school, or information gained from working at or with the school, for their own or other parties' private interest. No employee or board member should act in a manner that could bring the school into disrepute or affect its reputation or the reputation of a colleague or individual working at the school.

An employee or board member (i) must promptly disclose any conflict of interest and should anticipate the possibility of a conflict of interest whenever possible so that the possible conflict of interest can be reviewed prior to occurrence; and (ii) where relevant, cooperate with any plan adopted by the school to manage, reduce, or eliminate the conflict of interest. Any Board or Committee member shall not be eligible to vote on any motion or resolution or participate in discussions related to such interest.

In order to avoid the appearance of impropriety, under no circumstances shall Board members, members of Board Committees, or staff accept gifts from existing and prospective vendors, suppliers, or contractors. The school shall seek approval from the Board for any purchases of supplies, equipment or services (such as those involving investment, insurance or finance) that are made from those companies where a member of the Board, member of a Board Committee, or staff works, or has proprietary or financial interest.

This policy is designed to protect the school, its staff and board from any appearance of impropriety. It is also intended to ensure that no real or perceived conflicts of interests arise from a staff or board member's personal, professional or family interests and/or loyalties could lead to a conflict with those of the school.

The School will:

- Ask all board members and staff to declare to the Board Chair (or, in the case of the Chair, to the Vice Chair) their interests, and any gifts or hospitality received in connection with their role in the school, on an annual basis or when any changes occur;
- Store, process and use a register of interests information in accordance with data protection principles;
- Use independent external moderation where conflicts cannot be resolved through internal procedures.

Responsible management of the Conflict of Interest policy is based on the following four principles:

- Protecting the organisation's interest through upholding established organisational values;
- Supporting transparency and accountability;
- Promoting individual responsibility for integrity and impartiality;
- Developing a positive organisational culture.

## **5. Action**

An individual should actively avoid any conflict of interest and stop any of its effects from harming the school or other individuals. If there is an instance of conflict of interest, then the leadership of the school in consultation with the board will take action to manage, reduce and eliminate the effects. This action could be a management plan and should also be subject to the context and individual involved, be the individual a staff member or board member. A serious conflict or misuse of the policy should be brought directly to the principal or board chair, dependent on the issue.

Violations and misuse of the policy will be subject to disciplinary action, up to and including the termination of the individual's association or work at the school. Such action will be in accordance with the school's disciplinary policy and employment contracts, and with Nigerian law.

## **6. Notes**

A close relationship is seen as a family relationship, personal friendship or partnership, marriage or business relationship.

This policy applies to any circumstance that may constitute a Conflict of Interest, regardless of whether it is specifically described in this policy. For example, while personal interests of employees are defined to include those of the person and his or her Immediate Family

Members, there also may be situations where the interests of other persons, such as a close friend or other family member, create a Conflict of Interest.

## 7. Sources

We acknowledge the following websites and policies that have been used in making this policy:

- <https://aisa.or.ke/wp-content/uploads/resources/school-effectiveness-policies-and-planning/templates/sample-conflict-of-interest-disclosure-statement-220820.pdf>
- <http://istelemark.no/wp-content/uploads/2022/01/QD-3.10-Conflict-of-interest.docx>
- <http://www.foundryroadpreschool.co.uk/node/46>
- <http://www.education.vic.gov.au/hrweb/workm/Pages/Conflict-of-Interest.aspx>
- <https://www.nyu.edu/about/policies-guidelines-compliance/policies-and-guidelines/employee-policy-on-conflicts-of-interest.html>
- [https://www.cheadlehulmeschool.co.uk/files/school\\_policies/conflict\\_of\\_interest\\_policy.pdf](https://www.cheadlehulmeschool.co.uk/files/school_policies/conflict_of_interest_policy.pdf)
- <http://www.acnc.gov.au/ACNC/Publications/COIguide/COIGuide1.aspx>
- <http://www.charterschooltools.org/tools/ConflictofInterestPolicy.pdf>

THIS POLICY WAS REVIEWED AND APPROVED BY \_\_\_\_\_

ON \_\_\_\_\_.

IT IS SCHEDULED TO BE REVIEWED AGAIN ON \_\_\_\_\_.

## Appendix 1

### Examples of Interests that should be declared by Board members

The list below provides some examples of where a conflict may arise but is not exhaustive. If you or they are unsure whether a conflict exists, please just ask me.

#### 1. Contracts/Suppliers

Individuals should declare any relatives or partners, or friends who are engaged in a business, which either currently provides services to your School, or schools with which your school collaborates or is federated to, or may do so in the future. This is in order to minimise the risk of suspicion that some influence may be exerted over a particular customer as to the choice of provider, or that the provider gained advantage in terms of information received.

#### 2. Interests in companies and securities

Individuals should list all companies or other bodies that are active in the school's area and in which they have a substantial interest. A company or body is active in the school's area if it has land or business in that area. An individual has a substantial interest if they own shares or other securities in the company.



### **3. Interests in other educational establishments**

Some individuals may be serving on more than one governing body, if this is the case a list of all establishments where they are a governor should be declared.

### **4. Family members associated with the school**

Individuals should give details of any family members, or a partner, involved with the school, either working as a member of staff or volunteering as a governor or any other position. If they have a child attending the school they should disclose that they are a parent but it is not necessary to name the child on the form. Although it is clear that parent governors will have a child attending the school, other categories of governor may also be parents of children in the school.

### **5. Friends or Family members applying for a position at the school**

If you become aware of a member of the family or friend applying for a position of employment or on the governing body of the school you must declare it and not be involved in the recruitment process.

### **6. Employment, office, trade, profession or vocation**

Individuals should declare other employment or business, regardless of whether a conflict of interest is anticipated. There may be an indirect impact on the School.

### **7. Gifts and Hospitality**

Individuals who accept gifts in excess of 5,000 Naira or any hospitality from a parent, supplier or contractor to the school should declare it. Where gifts above this value or hospitality are offered or if there is any concern that a donor is trying to gain favour then they should be politely refused.

### **8. Organisations**

You are required to disclose any personal interest that may conflict with the school's interests e.g. representative of an organisation which may seek to influence schools policies.

### **9. Secret Societies**

You must declare in writing any membership of secret societies. The definition of a secret society is a lodge, chapter, society, trust or regular gathering or meeting, which:

- a) is not open to members of the public who are not members of that lodge, chapter, society or trust;
- b) includes, as a requirement of the grant of membership, an obligation on the part of the member to make a commitment (whether by oath or otherwise) of allegiance to the lodge, chapter, society, gathering or meeting and;

c) includes, whether initially or subsequently, a commitment (whether by oath or otherwise) of secrecy about the rules, membership or conduct of the lodge, chapter, trust, gathering or meeting.”

## **10. Criminal Offences**

You must declare if you are arrested/convicted/cautioned in respect of any offence as soon as possible. Minor driving offences such as fixed penalty notices do not need to be declared unless it results in disqualification from driving or driving is a key requirement of your role.

## 10 Appendix 4 Board Meeting Protocol

### **Board Meeting Protocol**

*Based on Robert's Rules of Order*

The conduct of BBS Board meetings is directed by the Chair so as to promote orderly handling of business, thorough yet efficient deliberation, reasonable opportunity for participation of all members, and completion of the Agenda in a timely fashion.

#### **Role of Chair**

1. Calling the meeting to order on time
2. Announcing the business before the group in the order noted on the agenda
3. Determining the presence of a quorum
4. Recognizing members who want to speak
5. Processing all motions
6. Expediting business
7. Ruling on points of order
8. Conducting the meeting in a fair and equitable manner
9. Adjourning the meeting upon conclusion of the Agenda or extending the meeting for up to thirty (30) minutes if the indicative meeting time has been passed. Extension of the meeting may also be called if approved by majority vote of the Board.

#### **Meeting Guidelines**

- The Chair controls the conduct of the meeting, recognizing members to speak in a fair and equitable way.
- The Chair may permit discussion about any Agenda item prior to a motion being made until such time as s/he determines a motion is required to continue deliberation.
- When the meeting strays from the business item being addressed, the chair needs to bring the focus back to the specific motion, even if it means interrupting a speaker.
- Any voting member may make a motion, which must be seconded by another member.

- When the Chair determines that deliberation has been sufficient, s/he may call the question. Unless a majority of the Board objects, the matter is placed up for vote.
- The Chair will permit reasonable further discussion of any seconded motion before putting the motion to a vote. When putting a motion to a vote, the entire motion shall be read aloud.
- Voting will take place by voice vote unless a member requests written ballot, in which case the Chair shall call for a written ballot.
- Proxies are not allowed, however, members receiving permission from the Chair prior to the meeting may “participate” in deliberation remotely via electronic medium, and if so, cast a vote remotely.
- Following adoption of a motion, the Chair shall so announce and state the action that will be taken accordingly.

## 11 Appendix 5 Guidelines for Board Committees

### **Guidelines for Board Committees**

1. Establish committees when it is apparent that issues are too complex and/or numerous to be handled by the entire board.
2. For ongoing, major activities establish standing committees; for short-term activities, establish task forces that cease when the activities are completed. Standing committees should be included in board policy.
3. Committees do not supplant the responsibility of the board; they assist the board in doing its job and report directly to the board. They do not direct or supervise staff. They do not speak or act for the board except when formally given such authority for a specific and time-limited purpose.
4. The role of a board committee can be to prepare recommendations for the board, to decide that a matter doesn't need to be addressed by the full board if given the authority to do so, and/or in some cases, to take on a significant project.
5. The full board is responsible for decisions; board members rely on the diligence and thoughtfulness of committee recommendations. Anyone on the board can object, and the board can reject the recommendation or ask the committee to revise it.
6. Committees may meet monthly, every two months, or less frequently. Standing committees should establish a regular meeting schedule.
7. Committee recommendations to the board should be made in writing and distributed prior to the relevant board meeting for review by board members.

### **Terms of Reference for Board Committees and Task Forces**

Board committees are to help the board do its job, not to help or advise the staff. Unless the purpose of a board committee can be stated in writing, the committee is probably unnecessary. If a committee is proposed, the following questions should be answered to develop its charge and established in writing as Terms of Reference for that committee or task force:

1. What is the purpose of the committee?

2. What is the authority and if a task force, duration, of the committee/task force?
3. What are the specific tasks?
4. Who is the committee chair or how is that to be determined?
5. How is the committee membership decided?
6. What is the term of office for members and method of filling vacancies?
7. What "deliverable" is expected?
8. By when?
9. How does the committee reach a decision about what to recommend to the board?
10. If relevant, what resources are authorised (budget, support staff, etc.)?

*based on Vermont School Boards Association guidelines*

## 12 Appendix 6 Board of Governors Governor Induction Policy

### Board of Governors Governor Induction Policy

The Board of Governors at Broadoaks British School and Teenee Todds Day Nursery believe it is essential that all new governors receive a comprehensive induction package covering a broad range of issues and topics. There is a commitment to ensure that the new governors are given the necessary information and support to fulfil their role with confidence. The process is seen as an investment, leading to more effective governance and retention of governors.

#### 1. Purpose

The purpose of the induction process is:

- To welcome new governors to the Board of Governors and enable them to meet other members;
- To encourage new governors to visit the school to experience its atmosphere and understand its ethos;
- To explain the partnership between the Headteacher, school and Board of Governors;
- To explain the role and responsibilities of governors;
- To give background material on the school and current issues;
- To allow new governors to ask questions about their role and/or the school;

- To explain how the Board of Governors and its committees work;
- To allow new governors to join the committee(s) of their choice.

## 2. First Steps

New governors will, where possible, will:

- Be welcomed to the Governing Body by the Chair;
- Be invited by the Headteacher to visit the school in action (in line with the school visit policy);
- Have the opportunity to tour the school and meet staff;
- Receive an informal briefing on the school from the Headteacher and/or Chair;
- Be asked to complete a DBS check and declaration\*;
- Have the opportunity to meet informally with an existing governor who will then act as their mentor;
- Be accompanied by their mentor to their first full Governing Body meeting ;
- Have the opportunity to review their first meeting with the mentor.

\* A DBS or equivalent is essential, in line with the school's Child Protection and Safeguarding Policy and the Board of Governors' Safeguarding Statement

## 3. Reading

New governors will receive, and are expected to read:

- A copy of the Code of Conduct for the Governing Body;
- A copy of the Conflict of Interest Policy, in order that they be able to declare all interests;
- A copy of the Board Handbook, and all relevant Board and school policies;
- Term dates for the school;
- The School Development Plan;
- Minutes of the last Board of Governors meeting and details of the Governing Body committees, including their terms of reference;
- Dates for future governors' meetings including committee meetings;
- Details of how governors can communicate effectively between meetings;
- Details of how to contact the school including the e-mail address;
- Recent school newsletters;
- The schools most recent accreditation or inspection report (if available).

## 4. Content

As part of the induction process, the Chair and/or Board mentor will cover the following content:

- Background to the school;
- Introduction to school data;

- Current issues facing the school;
- Visiting the school;
- Child Protection arrangements at the school and the governor's role in safeguarding;
- The relationship between the Headteacher and Governing Body;
- An overview of the governor's role (including a mention of confidentiality and acronyms);
- How the full Governing Body and committee meetings are conducted;
- How to propose agenda items;
- Governor training;
- The governing body's role in dealing with school complaints.

## 5. Sources

We acknowledge the following websites and policies that have been used in making this policy:

- <https://www.nga.org.uk/Home.aspx>
- [https://files.schudio.com/the-blessed-sacrament/files/documents/Governor\\_Induction\\_Policy\\_\(1\).pdf](https://files.schudio.com/the-blessed-sacrament/files/documents/Governor_Induction_Policy_(1).pdf)

THIS POLICY WAS REVIEWED AND APPROVED BY \_\_\_\_\_ ON \_\_\_\_\_.

IT IS SCHEDULED TO BE REVIEWED AGAIN ON \_\_\_\_\_.

## New Governor Induction Checklist

Name of Governor: \_\_\_\_\_

- Welcomed to the Governing Body by the chair
- Met with the Headteacher/Chair for an introductory meeting and tour of the school
- Met informally with the chair or an existing governor
- Completed identification process for DBS check and declaration
- Declared and registered all interests
- Been allocated a 'Mentor'
- Completed relevant safeguarding training (Educare)
- Received, and signed to confirm receipt and reading of, all documentation detailed in the Induction Policy, including:
  - Conflict of Interests Policy
  - Child Protection and Safeguarding Policy and Board of Governors Safeguarding Statement
  - Board Terms of Reference
  - Board Handbook
  - Dates for Governor Body Meetings
  - List of current governors and contact details
  - List of Governors, including specific roles and responsibilities

- o Staff list
- o Copies of minutes from the last full Board of Governors' Meeting
- o Information on Governor Training

Signed: \_\_\_\_\_

Date: \_\_\_\_\_