GUIDANCE FOR
RECRUITING EFFECTIVE
ACADEMY
GOVERNORS

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Governors make a difference

There can be few more rewarding ways of serving the community and making a difference to the lives of young people than by being a school or academy governor. It is a dynamic and challenging ministry that helps to transform young lives and provides exciting opportunities for putting professional skills and experience to work in a voluntary context where they are much needed and valued. Being a governor can also be personally enriching, offering training and opportunities to broaden professional horizons and acquire new skills and experience.

Our church schools and academies only thrive and achieve the best for the young people in their care if they have effective governing bodies, made up of people with the necessary skills, time, commitment and vision for Christian education who will provide the strategic leadership that makes for success. We need to find these people!

This guidance is intended to help clerks, parishes and appointing bodies understand the importance of identifying excellent governors for Church of England academies, the role they will play and the process for making appointments. There is separate guidance for maintained schools, although many aspects of the governor role are the same in both contexts.

Role of Governing Bodies

All governing bodies, whether of maintained schools or academies, have three core functions. These are:

- to ensure clarity of vision, ethos and strategic direction;
- to hold the Head Teacher/Principal to account for the educational performance of the school and its pupils as well as for the performance management of staff;
- to oversee the financial performance of the school, making sure its money is well spent.

It is the responsibility of all governors to carry out these functions. Governing bodies of Church of England schools and academies, and church-appointed governors (known as “foundation governors” in a maintained school) in particular, have a special responsibility for ensuring that the Christian character of the school is secured and developed. The governors of an academy also employ the staff and have additional responsibilities for land and buildings and pupil admissions.

It is essential, therefore, that governing bodies include members with the skills and experience needed to carry out these functions. Government policy continues to emphasise the importance of skills-based governance, making appointing bodies increasingly accountable for the quality of the governors they recruit. It is therefore good practice for governing bodies to conduct regular skills audits and to put in place training programmes to address needs. Governors should also use these skills audits when vacancies occur and take the opportunity to fill any skills gaps through the appointment of new governors.
Academy Governance Structures

While there are strong similarities between the core functions and skills required to govern both maintained schools and academies, the legal framework within which governance operates in an academy and the consequent levels of governor accountability are fundamentally different from those of local authority maintained schools. Academies are state funded schools that are independent of local authority control. They are set up under education, charity and company law as charitable companies limited by guarantee. This means that, in addition to carrying out the normal governance functions, academy governors are also directors of the academy company and trustees of the charity.

The governance structure for each academy trust is set out in its Memorandum and Articles of Association. There are important differences between governance arrangements in a single academy trust (SAT) and in a multi-academy trust (MAT) which have a bearing on the selection of governors and how appointments are made.

All academy trusts (SATs and MATs) have a small number of company members, which, in the case of Church of England academies, will include representatives of the Diocese and/or diocesan education trusts. This is a non-executive body, whose key responsibilities will include the appointment of some or all of the governors/directors/trustees of the company, who are, in effect, the company executive.

In a SAT (including trusts which come under a diocesan umbrella trust), this board of governors/directors/trustees (the “Trust Board”) will be responsible and accountable for:

- setting the strategic direction of the academy;
- ensuring the quality of educational provision;
- challenging and monitoring the performance of the academy;
- ensuring good financial health and probity;
- supporting the senior leadership of the academy in the management of staff.

In a MAT, the Trust Board will be responsible and accountable for all of the above across all of the academies that belong to the trust. It will be supported in this by local governing bodies (LGBs) in each of the member academies, to which certain of the day-to-day governance functions may be formally delegated. The composition of the LGB and the functions which are delegated to it are set out in the Trust Board’s scheme of delegation for each of the academies in the MAT. In the strictest sense, however, those who serve on LGBs are not governors/directors/trustees of the company, do not operate across the MAT as a whole and do not carry the same level of responsibility and accountability as those who serve on the Trust Board. In most cases, the Trust Board will appoint or approve the appointment of the members of the LGBs. Where a Church of England MAT includes both church and non-church academies, not all of the LGBs of MAT academies will include church-appointed governors, and members of the Trust Board will need to be mindful of the different character of the schools they govern.

It is essential that all of those who serve on trust boards or LGBs have the skills, commitment and time that are required to carry out their role. However, nominating/appointing bodies should be aware of the difference in the demands made of
trust boards as opposed to LGBs and should take care to ensure that the right appointments are made at the right level.

Criteria for the Appointment of Governors

When considering potential candidates to fill foundation places on academy trust boards or LGBs, nominating/appointing bodies need to feel confident that the person they are putting forward will:

- be committed to developing the Christian ethos and character of the academy;
- be committed to high standards and the provision of a rich educational experience, within a distinctive Christian context, for all children in the academy community;
- have the relevant skills and expertise to contribute to effective governance at LGB or Trust Board level;
- be willing to undertake training to ensure that they understand their role and responsibilities (including, at Trust Board level, as company directors and charitable trustees), are familiar with school performance indicators and make a positive contribution to the work of the governing body;
- attend governing body and committee meetings regularly;
- abide by the 7 principles of public life.

Governors who represent the Church of England foundation of the academy should also ensure that Collective Worship and Religious Education are of high quality, that development as a church academy is embedded in the academy’s improvement plan and a regular part of the Trust Board’s self-evaluation, and that links with the parish and the DBE are strong.

Process for Appointing Academy Governors

The body/bodies responsible for the nomination/appointment of governors to the Trust Board (in a SAT or MAT) or an LGB (in a MAT) will have been agreed when the predecessor school became an academy or when a single academy trust became a multi-academy trust. They are named in the trust’s Memorandum and Articles of Association, which is the key document to be consulted and which must be followed when governor appointments are made.

In most cases, the Trust Board (i.e. the directors/governors/trustees) of either a SAT or a MAT will be appointed by the Members of the academy company. Diocesan representation at the membership level of the company structure and the consequent involvement of the Members in appointments to the Trust Board will be one of the ways in which the academy’s links to the Diocese and its Church of England character are secured.

It is good practice for trust boards to take the opportunity of governor vacancies to strengthen the mix of relevant skills and experience on the Trust Board as a whole, and the Board may identify the best person to fill a vacancy and recommend him/her to the
Members for appointment. It is also possible for the Board to recommend the governor whose term has ended for re-appointment by the Members.

In SATs, where the governing body of the predecessor school transferred to the academy as it was when the school converted, there may still be a requirement (set out in the Memorandum and Articles of Association) to consult the Parochial Church Council of the parish in which the academy is situated in the appointment of a proportion of the governors. Where the predecessor school was voluntary controlled, this may be up to 25% of the Board; where the academy was previously voluntary aided, the church-appointed governors will be in an overall majority of 2.

(Please note, however, that the 2016 White Paper, ‘Educational Excellence Everywhere’, does away with the requirement for trust boards and LGBs to include elected parent governors in the future. There is nothing to prevent parents being appointed where they have the skills and experience that the Trust Board of LGB requires).

In MATs, while the Trust Board (i.e. the directors/governors/trustees) will normally be appointed by the Members, it is usual for the Trust Board itself to make appointments to the LGBs. In doing so, there may be a requirement (set out in the Memorandum and Articles of Association) to consult the Parochial Church Council of the parish in which the academy is situated in the appointment of a proportion of the governors. Where the predecessor school was voluntary controlled, this may be up to 25% of the LGB; where the academy was previously voluntary aided or is sponsored by a Church of England body, the church-appointed governors on the LGB will be in an overall majority of 2.

The Clerk to the Trust Board or LGB will be responsible for notifying the Chair of the Trust Board or LGB and the appointing body of a potential vacancy 3 months before the term of the existing governor is due to expire. This is to allow time for the appointment of a new governor or the re-appointment of the existing governor to be agreed at a regular meeting of the relevant body.

Finding the right person to fill a vacancy is not always easy, and it may be helpful to use church and local community networks and/or to approach local businesses to try and identify potential governors with the appropriate skills and expertise.

The Role of the DBE in the Appointment of Academy Governors

Church schools which convert as SATs or within MATs retain their Christian character and continue to be valued members of the diocesan family of Church of England schools. The Memorandum and Articles of Association of Church of England academy trusts and the Church Supplemental Agreement entered into by the school and Diocese at the point of conversion enshrine the Christian character of the academy and its relationship to the Diocese. The Church Supplemental Agreement also binds the academy legally to continuing to provide Christian education in accordance with its original trust deed as a condition of occupying the buildings which were given for that purpose.
The day-to-day presence of church-appointed (or foundation) governors in the life of schools and academies is one of the ways in which their Christian character and relationship with the Diocese are not only preserved but flourish. It is essential, therefore, that the diocesan role in the appointment of foundation governors to Church of England maintained schools is retained in the context of the academy governance framework. In order to achieve this, the Diocese asks that:

- The Clerk notifies the Diocesan Education Team (contact details below) when a vacancy for a church-appointed governor occurs (a copy of the email notifying the Members or the Trust Board, as appropriate, will suffice);

- The DBE two-part nomination/appointment form should be used in the appointment process. The form is designed to assist both the Members/Trust Board and the DBE in ensuring that the potential governor has the right skills, experience and commitment to education in a Christian context to equip them to serve in a Church of England academy. Part 1 of the form should be completed by the nominee and Part 2 should be completed by the appointing body. Please note that these forms should be completed for re-appointments as well as for the appointment of new governors. Where the Memorandum and Articles of Association (in respect of a Trust Board appointment) or the scheme of delegation (in the case of a LGB appointment) retain the role of the Parochial Church Council (PCC) in the governor appointment process, the Clerk should forward the forms to the PCC Secretary. Contact details can be obtained from the Diocesan Education Team if necessary. It is important that the nomination/appointment is approved at a formally constituted meeting of the PCC.

- All completed forms should be returned to the Clerk, who will pass copies to both the Members (in the case of a director/governor/trustee) or the Trust Board (in the case of an LGB appointee) for approval as well as to the Diocesan Education Team, who will confirm the appointment and inform the Clerk. The appointment should be approved (or the power to give final approval to an appointment delegated) at a formally constituted meeting of the appointing body. However, it is a statutory requirement for all governors to have an enhanced DBS check before they are able to take up the appointment.

It is important that the whole process for the recruitment and appointment of governors should be completed as speedily as possible, to avoid trust boards and LGBs operating with vacancies.

*Nomination/appointment forms are available on the Education website www.westyorkshiredales.anglican.org/education or by emailing the Diocesan Education Team at info.ed@leeds.org If you have any queries please email the office at the above address or telephone 01924 371802 or 01423 817553.*