



Governing Body Willows Primary School

Standing Orders & Responsibilities of the Governing Body - Ac Year 2025 - 2026

These Standing Orders are established in accordance with the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013, the School Governance (Constitution) (England) Regulations 2012 and the Governance Handbook – January 2017.

Related documents:

- Instrument of Government – 22 April 2019
- Membership list of current governors
- Terms of Reference/Areas of Responsibility – see Appendices to this document
- Register of Business Interests
- The policy on governors' expenses
- School Governance (Roles, Procedures and Allowances) (England) Regulations 2013
- School Governance (Constitution) (England) Regulations 2012
- The latest version of the Governance Handbook

Standing Orders

1. Meetings of the Governing Body

The full Governing Body (FGB) will meet at least 10 times (i.e. monthly pattern) in each school year in accordance with the Annual Planner for Governing Body Business. This model will be reviewed annually. (Note: the FGB is legally required to meet at least three times in each school year).

2. Convening the Meetings

All meetings will be convened by the Clerk, in accordance with the arrangements made by the Governing Body, but subject to (a) any direction from the Chair where the matter is urgent and (b) any requisition signed by three governors.

3. Notice of Meetings

Notice of meetings, together with the agenda and all associated documents, will be sent so as to arrive 7 clear days before the meeting – except where the Chair calls an urgent meeting at short notice – to (a) each governor, (b) the Head Teacher (whether or not that person is a governor), and (c) any Associate Member. If any person has not received the notice of the meeting, the meeting is not invalidated.

4. Attendance

The Clerk will keep a record of those governors and all other persons present at meetings of the Governing Body on Governor Hub. The following persons have the right to attend any meeting of the Governing Body:

- A governor;
- The Head Teacher of the school, whether or not that person is a governor;
- An Associate Member; and
- Such other persons as the Governing Body may determine

5. Governors failing to attend meetings

A governor who without the consent of the Governing Body fails to attend full Governing Body meetings for a period of 6 months is disqualified (refer to The School Governance (Constitution) (England) Regulations 2012: Schedule 4 Paragraph 9). Apologies must be sent to the Clerk in good time and prior to the meeting date. If no apology is received, acceptance of apology cannot be granted by the Governing Body. Absence is a standard item on the Governing Body agenda and those not in attendance will have their absence noted in the minutes.

6: Quorum

The quorum for a meeting of the Governing Body and for any vote on any matter at such a meeting is one half (rounded up to a whole number) of the governors in post. In calculating the quorum vacant positions on the Governing Body are not included. In calculating the quorum Associate Members are not counted.

7: Alternative arrangements for governor participation at meetings

The Governing Body approves alternative arrangements for participation in meetings. Please see Appendix 4 of



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this Standing Order document.

8: Decision-making

Members of the Governing Body recognise that all decisions must be made by the Governing Body unless the Governing Body has delegated the function to a committee or individual.

Every question to be decided at a meeting of the Governing Body is to be determined by a majority of votes of the governors present and voting on the question; proxy voting is not allowed; voting by email is not allowed. Associate Members have restricted voting rights, and may only vote at committee level where previously delegated by the Governing Body. Where there is an equal division of votes, the Chair (or the person acting as Chair for the meeting) has a second or casting vote.

9: Withdrawal from meetings

Governors will be required to withdraw from a meeting under the circumstances set out in Regulation 16 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013. If there is a dispute about a person attending a Governing Body meeting being required to withdraw, the matter of withdrawal shall be determined by the governors present at the meeting.

10: Minutes of meetings

The Clerk will forward the draft minutes to the Chair and Head Teacher for checking within 7 clear days of the meeting. Copies of the draft minutes, once checked by the Chair, will be sent to all members of the Governing Body.

The Clerk must ensure that minutes of the Governing Body meeting are drawn up and signed/email approved (subject to the approval of the Governing Body) by the Chair at the next meeting. Copies of the signed approved minutes are held in appropriate folders in the Head Teacher's office and in the appropriate folder on Governor Hub.

11: Clerk to the Governing Body

The Governing Body must appoint a Clerk to Governors and must have regard to advice from the Clerk as to the nature of the Governing Body's functions. Governors and the Head Teacher cannot be the permanent Clerk to the Governing Body but can step in on a temporary basis if a clerk cannot be recruited. If the Clerk is not able to attend a meeting the governors present at the meeting can appoint a member of the Governing Body to act as Clerk for that meeting. In the absence of a permanent clerk, the Governing Board can appoint the most appropriate and effective member of the Governing Board to act as clerk in the interim. Any emails or paperwork produced by an acting clerk (appointed by the Governing Board) should be seen and approved by all Governors to ensure complete transparency at all times.

12: Election of the Chair and Vice-Chair – 1 year term

The Governing Body must elect a Chair and a Vice-Chair. When the position of Chair or Vice-Chair falls vacant the Governing Body must elect a new Chair or Vice-Chair at the next full Governing Body meeting. Governors will be able to submit written nominations to the Clerk prior to the full Governing Body meeting. A governor can nominate him/herself for office and does not need to be present at the meeting to be considered.

The Clerk will conduct the process for election of Chair and the nominee(s) will be asked to leave the room whilst the election process takes place. If there is more than one nominee, the remaining governors will take a vote by a show of hands and the Clerk will count all those in favor of each nominee. The nominee(s) will return to the meeting and the Clerk will announce the result, with the nominee polling the majority of votes being duly elected.

If there is a tie, each candidate will be given the opportunity to speak to the governors about their nomination and a further vote will be taken. If there is still a tie, governors should discuss the strengths of the nominees further, and another vote will be taken. This process will repeat until a nominee polls a majority of the votes.



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Governors who work at the school and any Associate Members cannot stand for election as Chair or Vice-Chair.

13. Term of Office for each Category of Governor

The Governing Body must determine the length of term for each category of governor. The length of term must be the same for all governors in a category. The length of term can be between one and four years.

This Governing Body resolves that the term for all governors is 4 years (as per the Instrument of Government dated 22 April 2019).

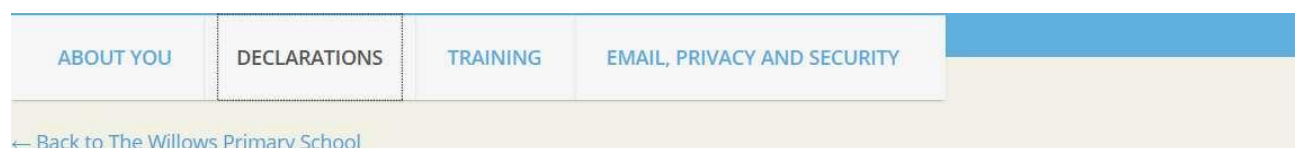
14. Associate Member

The Governing Body may appoint Associate Members to attend full Governing Body meetings (and to serve on committees, if instigated). Associate Member are not governors and as such they have differing voting rights, but are bound by the Code of Conduct and principles of confidentiality

15. Declaration of Interests/Register of Business Interests

All Governors/Associate Member must declare any pecuniary interest or conflict of interest with any agenda item at the beginning of each full Governing Body meeting and this will be recorded in the minutes by the Clerk.

In addition, all Governors/Associate Member will ensure their personal record on Governor Hub is maintained and kept up to date enabling the Clerk to track and download information required for publication on the school website (see Governor Hub screenshot below). A template document will be held on Governor Hub for governors/associate to read and confirm their declarations are correct.



Declarations of Interest

From September 2016, it is now a requirement that trustees and governing boards publish on their website a register of interests for each of their board members. You must declare any interest you have, or plans you, your spouse, partner or close family members might have, that are related to or might be construed as being related to the school, academy or trust and its budget.

These include (but are not limited to):

- relevant business interests
- governance roles in other educational institutions
- any material interests arising from relationships between board members or relationships between board members and school staff

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16. Code of Conduct for West Berkshire Governors

Every Governor/Associate Member will read, sign and agree to follow the Code of Conduct for West Berkshire governors. This will be reviewed and acknowledged annually and confirmations maintained on Governor Hub.

17. Governors' Expenses

Governing Body expenses in accordance with Part 6 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013. The Willows School Governing Body have agreed not to pay expenses but will review the policy annually.

18. Committees, Working Parties and Appeal Panels

Adopted by the Full Governing Body on 23rd September 2025



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Currently, the Governing Body, operate with only a Pay Committee. All other Governing Body business is conducted in accordance with Governor Meetings Schedule. Appendices 1 and 2 of this Standing Order document refer to the responsibilities of the Governing Body to carry out their compliant and strategic function. Appendix 3 refers to the terms of reference for the Pay Committee.

19. Committees

A committee of the Governing Body is set up with delegated powers, with the Governing Body deciding its membership, the procedures for appointing its Chair, what powers it will have, whether it will include Associate Member and, if so, whether they may vote. This must be decided at a full Governing Body meeting and minuted.

The Governing Body remains responsible for any decisions taken by committees and these decisions must be reported back to the full Governing Body at their next meeting. The establishment, terms of reference, constitution and membership of committees must be reviewed annually by a full Governing Body meeting. The Chair of each committee must also be appointed annually.

Quorum of committees	The minimum quorum is three governors. Associate Members are not included in calculating the quorum.
Head Teacher	The Head Teacher has the right to attend any committee meetings, subject to the statutory rules on withdrawal.
Clerk	The Governing Body must appoint someone to clerk each meeting.

20. Working parties

A working party of the Governing Body may be set up with the Governing Body deciding its membership and the topics it will discuss. A working party cannot make any decisions nor have any delegated powers. A working party can only bring recommendations to the full Governing Body (or a relevant committee if responsibility has been delegated to a committee) for approval.

21. Appeal panels

Under certain circumstances, the Governing Body will be required to establish a panel of governors to hear an appeal. Associate Member cannot sit on an appeal panel.

In the 2025 - 26 Academic Year, The Willows Governing Body will operate with

- Head Teacher Performance Management Panel
- An Appeal Panel for the above
- A Complaints Appeal Panel
- A Pay Committee
- An Exclusions Panel

In each instance, membership will be 3 governors. Dependent upon the nature and context of the appeal, 3 governors will be sought during the initial pre-appeal process in readiness.

Appendix 1 - Finance Responsibility



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Finance Responsibility of the FGB (Full Governing Body)	
Approval date	23rd September 2025
Lead Governor	Chris Pritchard

Membership
The SBM (School Business Manager)/Finance Officer can be invited to attend full Governing Body meetings but will not have voting rights. Any Associate Member appointed to the full Governing Body will not have voting rights. When dealing with matters associated with Head Teacher or staff pay and related issues, the Head Teacher/Staff Governor will be excluded from that part of the meeting.
Meetings
This area of responsibility will be discussed at least once a term and, as appropriate, if deemed necessary. Should the lead governor not be available to attend a meeting, an interim lead governor will present in their absence.
Functions
Budget • Submit three year budget for approval by the GB prior to the local authority (LA) submission deadline. • Monitor spending against the agreed budget and identify any areas of overspend and under spend, including any actions required in order to keep the budget in balance. • Ensure the budget is consistent with the priorities of the School Development Plan (SDP) and Asset Management Plan (AMP) and reviewed in terms of budgetary constraints, using the resulting information to produce 3-Year Financial Plans, taking into account possible effects of changing admission forecasts. • Incorporate an annual contingency fund for in-year expenditure as required. • Monitor level of income from non-formula funding (e.g. Pupil Premium Grant and School Sport Funding). • Monitor and review Pupil Premium Grant & School Sports Funding and ensure the school expenditure plans for both are published on the website accordingly. • Review any proposals from the Local Authority (LA) that have financial impact on the running of the school. Monitor the efficiency of spend and recommend any changes to improve standards. • Auditing Procedures as appropriate. • Review any changes to the following policies at an appropriate frequency, together with any other policies as directed by the LA: ○ Financial Management Policy and Procedures (incl. all Appendices); ○ Charging Policy; ○ Financial aspects of Lettings Policy (Appendix B of that Policy) • Monitor the School Fund. • Monitor and review the performance of the school in relation to financial management standards and ensure that the school is in compliance, including the drawing up of LA Internal Audit report action plans, and leading in dealing with any outcomes of such audits and assessments, ensuring that recommendations are acted upon. • Monitor and ensure the school's compliance in relation to relevant policies, rules and procedures as published from time to time by the LA and Central Government (including the the production of end of year accounts). • Monitor and review the processes by which the school achieves financial efficiency in its use of funding, including over seeing the decisions when to "buy-back" into LA service provisions or to choose alternative providers and regularly benchmarking the school's income and expenditure, establishing action plans based on the results to improve the school's effectiveness in fund usage. • Ensure that any bad debts are written off in accordance with the LA's appropriate policy. • Review opportunities and options for generating additional income. • Any other financial tasks as appropriate. Personnel • Liaise with the Pay Committee (PC) to establish the annual and longer-term salary budgets and other costs



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relating to personnel, e.g. training, awards.

- Monitor the proposed pay awards by the PC and identify any expected changes in the planned budget.

Asset Management

- Establish and monitor the process for forecasting premises expenditure, both annually and as part of a 3 year improvement plan.
- Approve the costs and arrangements for repairs, maintenance and redecoration within the budget allocation and to oversee the preparation and implementation of contracts.
- Ensure the school asset management lead is updated on any changes to the Letting Charges Policy.

Review

These responsibilities will be reviewed annually by the FGB for ratification. Reviewed - September 2025

Appendix 2 - Curriculum Planning & Delivery Responsibility

Curriculum Responsibility of the FGB (Full Governing Body)

Date for full implementation	23rd September 2025
Lead Governors	Kate Parietti, Sarah Wilson

Membership

The Head Teacher, teachers, or other visitors may be invited to attend meetings to present reports for information and development purposes but will not have voting rights.

Meetings

This area of responsibility will be discussed at least once a term and, as appropriate, if deemed necessary. Should the lead governor not be available to attend a meeting, an interim lead governor will present in their absence.

Functions

- To review, monitor and evaluate the curriculum offer. □
- To recommend for approval to the full governing body the: o Self-evaluation form o School Development Plan o Targets for school improvement to the Governing Body
- To develop and review policies identified within the school's policy review programme and in accordance with its delegated powers (e.g. sex education and pupil behaviour/discipline).
- To ensure that the requirements of children with special needs are met, as laid out in the Code of Practice, and receive termly reports from the headteacher/SENCO and an annual report from the SEN governor(where appointed).

Assessment and Improvement

- To monitor and evaluate the effectiveness of leadership and management.
- To monitor and evaluate the impact of quality of teaching on rates of pupil progress and standards of achievement.
- To monitor and evaluate rates of progress and standards of achievement by pupils, including any underachieving groups.
- To monitor and evaluate the impact of continuing professional development on improving staff performance.
- To set priorities for improvement, and monitor and evaluate the impact of improvement plans which relate to the committee's area of operation.
- To monitor and evaluate provision for all groups of vulnerable children (e.g. looked after children) and ensure all their needs have been identified and addressed, and to evaluate their progress and achievement.
- To regularly review and develop the Assessment Policy and to ensure that the policy is operating effectively.
- To consider recommendations from external reviews of the school (e.g. Ofsted or local school improvement



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advisers), agree actions as a result of reviews and evaluate regularly the implementation of the plan.

- To ensure that all children have equal opportunities.
- To advise the resources committee on the relative funding priorities necessary to deliver the curriculum.

Engagement

- To monitor the school's publicity, public presentation and relationships with the wider community.
- To identify and celebrate pupil achievements.
- To oversee arrangements for educational visits, including the appointment of a named co-ordinator.
- To ensure all statutory requirements for reporting and publishing information are met and the school website content is fully compliant and presented in an accessible way.

Review

These responsibilities will be reviewed annually by the FGB for ratification. Reviewed – September/October 2025

Appendix 3 - Terms of Reference for the Pay Committee (PC)

Date adopted by the FGB	23rd September 2025
Contact Person	Nikki Stevens (chair)
Document Status	Statutory

Membership

The committee will annually elect, at the first meeting of the Governing Body of each academic year, 3 governors, one of which could be the Chair of Governors and who the Governing Body feel confident to be suitably qualified and/or experienced to undertake the task. It is desirable that they have attended the LA's appropriate training session, but as a minimum must be fully briefed beforehand, and must attend this training session at the earliest opportunity.

Quoracy of committee

A minimum of 3 governors are required as per The School Governance (Roles, Procedures and Allowances) (England) Regulations 2013, regulation 22(2). In addition, staff governors must not be involved in discussion about the pay or performance of any other member of staff and consideration should therefore be given to maintaining quoracy when this occurs.

In the event of an appeal, a further three governors, who have not been part of the original committee, will be required to hear evidence and make a final decision.

Meetings & Minutes

Meetings will be held when necessary but at least once a year. The Chair of the Committee will arrange for the despatch and circulation of agendas and minutes to all members of the Governing Body. Minutes will be recorded by the person appointed to clerk the meeting and filed confidentially.

Function of the committee

Apply fairly all areas of pay, as identified in the model Pay Policy provided by the LA and to be satisfied that statutory parameters contained within the School Teachers' Pay and Conditions Document (STPCD) have been adhered to.

Responsibilities & Delegated powers

The Governing Body delegate the following roles to this committee, namely:

- To approve teachers' salaries, including recommendations from the senior leadership team (SLT) on whether to award performance-related pay in line with the school's pay policy.



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- To ensure effective professional development has been carried out in accordance with the appraisal process to enable informed decisions.
- Liaise with the relevant governors to make recommendations and agree the annual budget for staff pay.
- To ensure those teachers whose pay has changed are informed of their new rate in an appropriate manner.
- Ensure all other statutory and contractual requirements are complied with.
- Ensure full and accurate records of decisions are minuted.
- To work and liaise with the appointed School Improvement Adviser (SIA) where appropriate.
- To consider any appeal against a decision on pay grading or pay awards.

Reporting back

The committee will report outcomes, in a discretionary manner, to the FGB at their next meeting following the conclusion of the PC's decisions.

Document review - The Terms of Reference (ToR) will be reviewed annually by the committee who will make their recommendations to the FGB.

Terms of Reference review chart

Approved by FGB	Date of next review	Committee/Governor responsibility	Lead responsibility
September 2025	September 2026	FGB	Chair of Governors

Appendix 4 - Virtual participation in governors meetings

The School Governance (England) (Roles, Procedures and Allowances) Regulations 2013 make provision for governing bodies of maintained schools in England to: "approve alternative arrangements for governors to participate or vote at meetings of the governing body including but not limited to by telephone or video conference". These arrangements apply to meetings of the Governing Body and their delegated committees.

Definitions

- **Face to Face Meetings** are meetings where most governors are physically present at the location listed on the meeting agenda.
- **Virtual Attendance** at a meeting is where a governor is not physically present at the location listed on the meeting agenda but participates or votes at a meeting through virtual means including but not limited to telephone or video conference.
- **Virtual Meetings** are meetings where most governors are not present at the same physical location and participate or vote at a meeting through *Virtual Attendance*.

Confidentiality

It is the responsibility of individual governors, wishing to participate virtually, to ensure they can do so through a secure method and in an environment conducive to confidential and private communication. Anyone participating in a meeting using technology must declare that they are in an environment which is secure and which protects confidentiality. Meetings must not take place on a train, or coffee shop, for example. Confirmation of confidentiality must be declared at each meeting.

Virtual Attendance at Face to Face meetings

Notification - Where a governor wishes to attend a **Face to Face Meeting** of the governing body through **Virtual Attendance**, the Chair and Clerk must be notified, where possible, at least 2 working days in advance of the meeting to ensure appropriate arrangements can be made to accommodate virtual attendance. Virtual attendance must only be requested through absolute necessity. It must not be utilised for convenience.



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Governing Body approval of virtual attendance at a meeting - At the start of a Face to Face Meeting, any governor who is participating by Virtual Attendance will be asked their reasons for not physically attending the meeting. A governor's Virtual Attendance <i>may</i> be subject to the approval of the governing body at the beginning of the meeting; however, approval must not be withheld without good reason.
Voting Rights of Governors participating through Virtual Attendance - Where there is no visual connection, all meeting participants will start their comments by stating their name. Governors attending a Face to Face Meeting through Virtual Attendance will be entitled to vote on any issue providing they have been 'present' for the whole agenda item, which the vote relates to.
Secret Ballots - Where a secret ballot is required this will be facilitated where possible (e.g. by taking a telephone conference call off speaker phone and the governor sharing their vote verbally with the clerk/calling the Clerk independently of a video conferencing link, etc). Where facilitation is not possible, the governor will be required to either vote publicly or abstain.
Quorum - Governors attending through Virtual Attendance will contribute to the quorum for the meeting. If the technological link is lost, they will cease to contribute to the quorum, but this will not prevent the meeting continuing in their absence unless it has become inquorate.
Technological or Other Issues - If, after all reasonable efforts, it does not prove possible for a governor to participate through Virtual Attendance the meeting may still proceed with its business provided it is quorate. The Clerk to Governors will note the time that the connection was lost of a governor participating through Virtual Attendance.
Virtual meetings
Statutory Notice Arrangements - When a <i>Virtual Meeting</i> is taking place, the usual statutory notice arrangements will apply and all papers to be considered must be circulated at least seven days in advance of the meeting, except where the Chair of Governors has exercised their right to waive the usual notice in an emergency situation.
Clerking Arrangements - When a Virtual Meeting is taking place, the usual statutory notice arrangements will apply and all papers to be considered must be circulated at least seven days in advance of the meeting, except where the Chair of Governors has exercised their right to waive the usual notice in an emergency situation.
Reasonable efforts to give all Governors Virtual Access to Virtual Meetings - When a Virtual Meeting is taking place, all reasonable efforts must be made to enable all governors to access the meeting through Virtual Attendance.
This document will be reviewed, at least annually, by the governing board. Any concerns about its operation can be requested, as an agenda item, to the Clerk to Governors and/or Chair of Governors at any point throughout an academic year.