

Hackney Schools Group Board Terms of Reference

1. Introduction

- 1.1 The Hackney Cabinet endorsed the establishment of the Hackney Schools Board at their meeting in April 2019.
- 1.2 The HSG Board Terms of Reference set out the role of and procedures for the Hackney Schools Board.
- 1.3 The terms of Reference will be reviewed annually. Updated copies will be made available to HSG Board Members and will be made available on the HLT intranet following the completion of the annual review.

2. The Hackney Schools Board

2.1 The role of the HSG Board

- 2.1.1 The remit of the new board will be to engage all Hackney schools in the leadership and oversight of the local school system.
- 2.1.2 The purpose of the HSG Board is to act in an advisory role, championing educational excellence in the local school system, promoting improvement and high standards, underpinning fair access for all young people and the promotion of wellbeing and mental health. In pursuit of this goal the HSG Board, working together with the Director of Education and Council, will provide leadership and accountability for the Hackney schools system. Specifically, the new HSG Board will:
 - (i) Promote high standards of teaching and learning to fulfil every child's potential and ensure their achievement.
 - (ii) Promote wellbeing of all pupils in our borough via schools and settings' provision, including their mental, emotional and physical health.
 - (iii) Contribute to setting the strategic direction and priorities for the future of the local schools system.
 - (iv) Mediate the local system to ensure inclusive access across all schools for all pupils
 - (v) Champion the Councils commitments in the community strategy to make Hackney a place for everyone. Promote and create the conditions for creativity and innovation in schools.
 - (vi) Promote the professional development, in pedagogical, leadership and other roles, of all staff in Hackney schools – and create a renewed sense of purpose, excitement and intellectual curiosity for best practices from outside the system

2.2 HSG Board Composition

- 2.2.1 The Hackney Schools Group Board will comprise the following members:
 - (i) An independent chair,
 - (ii) The Cabinet's lead member for education from Hackney Council,
 - (iii) One further elected member from Hackney Council,
 - (iv) Three members who are headteachers of Hackney schools,
 - (v) Two board members who are chairs of governing bodies (including at least one parent governor),

- (vi) Up to six independent board members appointed to provide a range of expertise,
- (vii) The Group Director of Children, Adults & Community Health and Director of Education will sit on the Board as executive members.

2.2.2 The Chair of the HSG Board will be formally appointed by Hackney Council's Cabinet on the recommendation from a nomination committee whose membership will comprise:

- (i) The Cabinet Lead member for Children's Services,
- (ii) The Group Director for Children, Adults & Community Health
- (iii) Director of Education and Head of Hackney Learning Trust

2.2.3 The Chair – in consultation with Board Members - may appoint an Independent Board Member as Vice Chair, whose role will be to support and deputise (where required) for the Chair in the delivery of the HSG Board's objectives,

2.3 Principles of appointment to the Hackney Schools Group Board

2.3.1 The membership of the Hackney Schools Group Board will comprise the widest possible expertise and professional competence across a range of different areas, including school leadership and improvement, policy making, academic research and business.

2.3.2 The principles that will underpin the appointment of members of the HSG Board are drawn from the Government's *Governance Code on Public Appointments*¹. *We consider all these crucial and we particularly will emphasise the need for **diversity** across the membership. We also consider that there needs to be an emphasis on local representation so that at least three of the board are Hackney residents or parents/carers.*

- **Selflessness** – Appointments to the HSG Board will be made in terms of the public interest.
- **Integrity** – Appointments to the HSG Board will be made without any obligation to either people or organisations that might try inappropriately to influence decisions for personal, financial or material gain.
- **Merit** - All appointments will be governed by the principle of merit. All members of the HSG Board will be drawn from a diverse field of high quality candidates, whose skills, experiences and qualities have been judged to meet the needs of the Hackney Schools Group and wider community.
- **Openness** – The process by which appointments to the HSG Board are made will be open and transparent.
- **Diversity and inclusivity** – Appointments to the HSG Board will reflect the diversity of the community in which we live and serve, and will ensure a balanced range of skills and backgrounds are represented.

2.3.3 It is important that all appointees to the HSG Board uphold the standards of conduct set out in the Standards in Public Life's Seven Principles of Public Life.

1. Selflessness,
2. Integrity,
3. Objectivity,

¹https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/578498/governance_code_on_public_appointments_16_12_2016.pdf

4. Accountability,
5. Openness,
6. Honesty, and
7. Leadership

2.3.4 The HSG Board will formally endorse the Principles of Public Life.

2.4 The appointment process

2.4.1 Positions on the HSG Board will be advertised and filled in accordance with the principles of appointment set out above.

2.4.2 A nomination committee will be established as a committee of the HSG Board to oversee the appointment process. Its membership will comprise:

- The Lead member for Children’s Services,
- The Group Director for Children, Adults & Community Health
- Director of Education
- The Chair of the HSG Board

2.4.3 The nomination committee will recommend to the HSG Board a candidate for appointment to fill a place and an appointment will be agreed or rejected by the HSG Board members and Hackney Cabinet.

3 The role of Board members

3.1 The Hackney Schools Group Board will be to act as a strategic advisory board, to engage all Hackney schools in system improvement and be the practical manifestation of school system leadership. The HSG Board and its panels will give school leaders a voice at the highest level in how pedagogy, curriculum, professional development, and staff and pupil wellbeing, change and develop in the future.

3.2 An illustration of the expectations of Board members is given below.

- (i) **Education Strategy** - Board members should constructively challenge and contribute to the development of strategy, reflecting the contributions from school leaders
- (ii) **Standards & Performance** - Board members should scrutinise the standards and performance of schools across Hackney², benchmarking against the best and monitoring performance over time.
- (iii) **Risk** – Board members should identify risks to future school standards and performance, including children’s wellbeing, mental and physical health.

4 Tenure of HSG Board Members

4.1 The chair of the HSG Board will be appointed for a three-year term and may be reappointed for an additional three-year term.

4.2 Independent Board members, elected member and the Headteachers and Chairs of Governing Bodies will be appointed for a three-year term, with the option of reappointment for a further three years.

² Any assessment of the performance of Hackney schools undertaken by the HSG Board will draw on more than published data relating to standards and attainment.

- 4.3 The Cabinet Lead Member and the Group Director for Children, Adults & Community Health and Director of Education will be as *ex-officio* Board members.
- 4.4 The Board may co-opt up to two additional ‘Board Advisors’, who will attend Board meetings to provide an informed perspective. Board Advisors will not be able to vote and will be appointed on an annual basis by the HSG Board.
- 4.5 Each of the HSG Board’s Panels will be empowered to recruit up to five members who can add their expertise to the work of the panels. The tenure of Panel Members of Committees will be no longer than two years, but may be renewed for an additional term.

5. Resignation or termination of HSG Board Membership

- 5.1 A Board Member, including the Chair, may resign their position on the Board by giving 30 days’ notice in writing to the Board Secretary.
- 5.2 The Chair, having consulted with the Group Director for Children, Adults & Community Health and Director for Education, can formally ask the HSG Board to agree that a member is unable, unfit or failing to carry out their duties and should therefore be disqualified from serving on the Board.
- 5.3 After non-attendance for more than two consecutive HSG Board meetings, the Chair will ask the Board Secretary to write to the member inviting them to consider whether she or he wishes to continue with their Board membership. Persistent nonattendance at meetings could lead to the Chair proposing to the Board that a member is unable, unfit or failing to carry out their duties (see paragraph 4.2).
- 5.4 In the event of a Board member’s resignation, a new appointment can be made to fill the vacant position. The newly appointed Board member will serve out the remainder of the departing Board member’s term of office. She or he may then be appointed to a full term of three years, and subsequently reappointed for a further three-year term (as set out in section 3).

6. Meetings of the Hackney Schools Group Board

6.1 Admission of the public and press

- 6.1.1 The HSG Board will operate in an open and transparent fashion. If confidentiality is required then Board discussions will be held in private.
- 6.1.2 The HSG Board is advisory and will not exercise executive responsibilities. The Chair of the HSG Board will decide whether the Board’s business may be conducted in the presence of the public and representatives of the press, so as to ensure that the confidential nature of any business can be respected.
- 6.1.3 Members of the public and press will not be admitted to meetings of the HSG Board’s Panels, except by specific invitation.

6.2 Convening meetings

- 6.2.1 Scheduled meetings of the HSG Board will be held termly. The Chair may call a meeting of the HSG Board at any time, provided ten clear working days’ notice is given.

- 6.2.2 In rare cases of emergency, the Chair may judge that the Board's business cannot be delayed to give the ten days' notice. In this instance the Chair has the authority to convene an emergency meeting to deal with special or urgent matters, provided that a majority of Board Members agree. Only the urgent or special matters constituting the emergency may be dealt with at this meeting.
- 6.2.3 Meetings of the Board may, if necessary and with the Chair's approval, take place by telephone or Internet communication. Board members participating in such a meeting will be regarded as having been present in person. The meeting will be deemed to have taken place where the Chair of the meeting is present.
- 6.2.4 In the event of request for a meeting being presented and signed by at least one-third of all Board Members, the Chair must call a meeting within ten clear working days of receiving this request. If the Chair refuses to call a meeting those Members who requested may call a meeting themselves. No business can be transacted at this meeting other than that specified as the reason for calling the meeting.

6.3 Notice of Meetings

- 6.3.1 Before each meeting of the HSG Board, the agenda and supporting papers will be emailed to every Board Member. These will be sent out at least five clear working days before the day of the meeting.
- 6.3.2 The accidental failure to give notice to a Board Member or the non-receipt of a duly despatched notice by then will not invalidate the proceedings of a Board meeting.
- 6.3.3 Before each public meeting of the Board a notice of the time and place of the meeting, and the public part of the agenda, must be displayed on the Hackney Learning Trust website at least five clear working days before the meeting.

6.4 Chairing Meetings

- 6.4.1 At any meeting of the Board, the Chair, if present, will preside.
- 6.4.2 If the Chair is absent, or is disqualified from participating, the Vice Chair (if there is one) or an Independent Board Member chosen by the Board Members will preside.
- 6.4.3 The decision of the Chair of the meeting on questions of order, relevancy, regularity and any other matters will be final.

6.5 Quorum for Meetings

- 6.5.1 No formal business can be transacted at a HSG Board meeting unless at least 50% of all of the Board members are present.
- 6.5.2 If a quorum of Board Members is not present then the Chair will exercise her or his discretion as to whether the business may still be discussed by the Board Members present. In this case the decision will be deferred to the next meeting of the Board when there is a quorum.
- 6.5.3 In rare circumstances, the Chair may request that the meeting, although inquorate, makes a decision as an 'urgent action' and will seek the agreement of those Board members present.
- 6.5.4 In the event of the Chair or any Board Member being disqualified by a conflict of interest from participating in the discussion, she or he may not participate in the discussion or any subsequent vote. Nor will they be counted towards the meeting's

quorum on that item. Whoever is in the Chair for the item will determine whether the disqualified Board Member may attend the meeting during the discussion or whether they should leave the meeting in the interests of open and transparent discussion. Such a decision will be recorded in the minutes of the meeting.

7. Voting

- 7.1 The Board will seek to decide all questions by consensus. Where a consensus cannot be achieved, the Chair will call for a vote. A majority of the votes of all of the Board Members present will decide the question.
- 7.2 In the case of a tied vote, the Chair of the meeting will exercise a second, casting vote.
- 7.3 Voting will normally be by a show of hands, with the result being formally recorded by the Board Secretary. A paper ballot may also be used if a majority of the Board members present request it.
- 7.4 If any Board Member present requests it, the Board Secretary will call the roll of Board Members, with each Board Member, on their name being called, indicating their vote in favour, against or abstaining. The Board Secretary will record how each Board Member present voted or abstained and this will be documented in the minutes of the meeting.
- 7.5 Board Members who are absent from a meeting do not get a proxy vote. They may submit written views to the Chair and Board Secretary prior to the meeting. At the Chair's discretion these written views may be entered in the debate.

8. Notice of motions

- 8.1 Any motion proposed must be seconded before it can be considered by the Board. A motion, once moved and seconded, may be withdrawn by the Board Member proposing it, with the agreement of the seconder and the consent of the Chair.
- 8.2 If a Board Member wishes to move a motion she or he can:
 - (i) Send written notification to the Chair and Board Secretary at least 10 clear working days before the meeting. The motion will then be included in the agenda for the Board meeting, or
 - (ii) Move a motion or amendment without notice during the meeting on any business on the agenda.
- 8.3 With regard to emergency motions, a Board Member may give written notice to the Chair and Board Secretary that they wish to move an emergency motion up to one hour before the time fixed for the Board meeting. The written notice must set out the reasons why the Board Member regards the motion as a matter of urgency. The Chair's decision to accept the emergency motion will be final. The Chair will advise the Board at the beginning of the meeting that an additional item will be included in the agenda.
- 8.4 The mover of a motion has the right of reply at the close of any discussion on the motion they have moved. When a motion is under discussion, or immediately prior to discussion, it is open to any Board Member present to move:
 - (i) An amendment to the motion;
 - (ii) The adjournment of the discussion on that agenda item, or the meeting;

- (iii) That the meeting proceed to the next business on the agenda;
- (iv) That an ad hoc committee be appointed to deal with a specific item of business arising from the motion; or
- (v) That the motion be put to a vote without further discussion.

9. Agenda, papers, record of attendance and minutes

9.1 Setting the Board Agenda

- 9.1.1 The Chair will agree the agenda for each meeting of the Board, in consultation with the Director of Education and the Board Secretary.
- 9.1.2 Board Members wishing to put forward agenda items should notify the Chair and Board Secretary at least 15 clear working days before the meeting. Their request must include appropriate supporting information. Requests made less than 10 clear working days before a meeting may be included on the agenda at the Chair's discretion.
- 9.1.3 Board agendas will be sent to Board Members at least 5 clear working days before the meeting with supporting papers, whenever possible.
- 9.1.4 It is within the Chair's discretion to allow urgent items not on the published agenda to be discussed at the relevant Board meeting. The reasons for allowing such action should be indicated by the Chair.

9.2 Meeting Papers

- 9.2.1 The agenda and supporting papers for a meeting will be made available to Board Members via email at least 5 clear working days before a meeting, except in the event of an emergency.
- 9.2.2 The papers for the public Board meetings will be published on the HLT website, subject to appropriate redactions relating to public bodies in relation to disclosure.

9.3 Record of Attendance

- 9.3.1 The names of the Chair and Board Members present at the meeting will be recorded in the minutes.
- 9.3.2 The names of others attending the Board meeting must also be recorded in the minutes.

9.4 Minutes

- 9.4.1 The minutes of the proceedings of a HSG Board meeting will be drawn up by the Board Secretary and submitted for agreement at the following meeting. Once confirmed as a correct record by the Board at the meeting, the minutes will be signed by the person who is in the chair at the meeting to which they have been submitted. The signed minutes will be taken as conclusive evidence of the facts stated therein. Any amendment to the minutes must be agreed and recorded in the minutes of the Board meeting at which they are submitted for agreement.
- 9.4.2 The minutes of Board meetings, other than minutes containing confidential information, will be made available to the public and published on the Hackney Learning Trust website. The Board will also receive the minutes of its Panels for

information. Any Board Member who is not on a Panel will have the right to consult any minutes of that Panel.

10. Panels of the HSG Board

10.1 Establishment of Board Panels

10.1.1 The HSG Board will appoint up to five Panels. These will be committees of the Board.

10.1.2 The Board may delegate authority to the Panels to establish themselves and appoint members. Any Panel must be chaired by a Board Member.

10.1.3 The terms of reference of the Board's Panels and any specific duties delegated to them, must be approved by the Board. The Board will keep under review the structure and remit of its Panels.

10.2 Approval of Appointments to Panels

10.2.1 The Board will approve the appointments to each of the Panels it has established. The Board can determine that those who are neither Board Members, nor officers of HLT and Hackney Council can be appointed to the membership of a Panel as a 'co-opted Panel Member'.

10.2.2 The Chairs of the Panels will be appointed annually by the Board at its first meeting of the academic year. Each Panel Chair will be a Member of the HSG Board and will hold the position of Panel Chair for the following year.

10.2.3 In the event of a Panel Chair vacancy arising, a new Chair will be proposed and appointed at the next Board meeting. The Chair of the Board is authorised to appoint an Interim Chair in cases of urgency.

10.3 Terms of Reference

10.3.1 Each Panel of the HSG Board will have terms of reference endorsed by the Board. Regular reports on the Panel's activities will be submitted to the Board.

10.3.2 The terms of reference of any Working Party or Task and Finish Group established by a Panel must be approved by the Board.

10.3.3 The Panels and any working party or task and finish group will not have executive powers.

10.4 Resignations and terminations of Panel Membership

10.4.1 Co-opted Panel members may resign from the Panel they are serving on by writing to the Chair of the Panel and Board Secretary, providing 30 days' notice.

10.4.2 The HSG Board may terminate the appointment of any Co-opted Panel Member with effect from the date of the Board meeting at which the decision is taken.

11. Register of interests

11.1 The Board Secretary will establish and maintain a Register of Interests to record the interests of the HSG Board Members. These details will be updated annually. At any time during the year, the Board Secretary may amend the register, if advised by Board members any changes to their declaration.

- 11.2 The Board Secretary will write annually to Board Members reminding them of the continuing requirements of these Board Standing Orders. Responsibility for the accurate and timely registration of their interests lies solely with the Board Members.

12. Board Members' Voluntary Statements

- 12.1 A Board Member who has an interest which may be relevant to the proceedings of the Hackney Schools Group Board may at any time lodge with the Board Secretary voluntarily a written statement providing details of the interest, including the date on which the interest was acquired. Board Members may choose to provide details of any interest which they are not required to register but which they think may be relevant.

13. Interests to be registered

- 13.1 Board Members should only register interests that they have at the date of their accepting office as a member of the HSG Board. They need not register any interests that they held before they accepted office but no longer hold.
- 13.2 All relevant and material interests, whether pecuniary or non-pecuniary, must be registered. In registering their interests, Board members should include:
- (i) Details of any registerable interest and other information necessary to identify clearly the nature of the interest and its source.
 - (ii) Where the registerable interest arises from remuneration:
 - Clients of an undertaking of which she or he is a Director or has the same influence or role as a Director, or
 - Clients of the undertaking (in any capacity) or any employer or firm.

14. Declarations of Interest at meetings

- 14.1 HSG Board Members must declare any interests in the business being considered by the Board and its Panels. Even if a Board Member has already registered an interest, he or she should still declare it at the appropriate time when participating in the Board's proceedings. It might be appropriate for a Member to declare an interest that does not have to be registered; however, having declared this interest, the Member should then consider registering it.
- 14.2 In considering whether to declare an interest in proceedings, the Member must consider not only whether she or he will be influenced, but also whether anybody else might reasonably think that she or he might be influenced by the interest. The test to be applied is:
- Would the interest prejudice, or could it give the appearance of prejudicing, his or her ability to participate in the proceedings of the Board relating to that matter in a disinterested manner?*
- 14.3 It is the personal responsibility of each Board Member to judge whether an interest requires declaring, but they are advised to err on the side of caution. The interests of a Board Member's spouse or domestic partner should also be considered in this context.
- 14.4 If there is any doubt about the relevance of an interest, this must be discussed with the Chair or the Board Secretary prior to the meeting.

15. Timing of Declarations

- 15.1 Board Members should declare any interest:
- (i) At any proceedings of the Board and its committees, where a matter affecting a declarable interest is considered, or
 - (ii) At meetings of any outside body to which they are appointed or nominated.
- 15.2 Where there is an interest that must be declared under these Board Standing Orders, it must be made at the beginning of the meeting in response to the formal request from the Chair for the declaration of interests.
- 15.3 When an interest is declared, the Board Member is required to declare the nature of the interest.
- 15.4 If a Board Member ceases to have an interest they are encouraged (but are not required to) lodge with the Board Secretary a written statement providing the date on which the interest ceased. These statements will ensure that the Register is kept up to date at all times.
- 15.5 Generally, Board Members may speak, but may not vote, on matters in which they have an interest that needs to be declared. In certain circumstances Chair of the meeting may consider the interest to be of such a nature as to disqualify the Board member from speaking on the matter. This must be reported to the meeting and formally recorded in the minutes.
- 15.6 At the time Board Members' interests are declared, they will be formally recorded in the minutes of the meeting.

16. Payment of expenses

- 16.1 Reasonable expenses will be paid to meet costs incurred whilst undertaking work on behalf of the Hackney Schools Group Board.

Prepared by Neil Weeks, Secretary to the HSG Board

Approved by the HSG Board at their meeting on Wednesday 13 November 2019