

EOTAS Swindon Management Committee

### Terms of Reference

Education other than at School Swindon, hereinafter referred to as EOTAS Swindon, complies with the Education (Pupil Referral Units) Regulations 2007 as amended by the Pupil Referral Units (Miscellaneous Amendments) (England) Regulations 2012; the Pupil Referral Units (Miscellaneous Amendments) (No.2) (England) Regulations 2012; the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013 and the Education (Pupil Referral Units) (Application of Enactments)(England) (Amendment) Regulations 2016.

In the case of providers of alternative provision these regulations mean that the authorities and responsibilities conferred by them are vested in a management committee rather than a governing body. The intention at EOTAS is to mirror governance best practice.

These terms of reference set out the context as well as procedural aspects of the work undertaken by the management committee at EOTAS. In a case of potential conflict with statutory requirements or a lack of clarity conveyed by these terms of reference, statutory regulation shall apply.

### Roles of the Management Committee and Headteacher

The strategic role of the management committee includes the following three core functions. It is to ensure:

1. that the vision, ethos and strategic direction of EOTAS are clearly defined;
2. that the Headteacher performs his or her responsibilities for the educational performance of EOTAS Swindon and
3. the effective and proper use of EOTAS Swindon's financial resources.

In undertaking these functions management committee members will:

1. act with integrity, objectivity and honesty and in the best interests of EOTAS Swindon;
2. be open about decisions made, actions undertaken and
3. be prepared to explain decisions and actions to interested parties.

The headteacher's responsibilities include:

1. the internal organisation, management and control of EOTAS Swindon and
2. its educational performance.

The Headteacher must comply with any reasonable direction of the management committee.

### The Clerk

The management committee must appoint and have regard to advice from the clerk to the management committee. The clerk must not be a member of the management committee or the Headteacher. The Management Committee must also designate a clerk for a sub-committee who may not be the Headteacher. If the designated clerk fails to attend a meeting a member who is not the Headteacher may act as the clerk for that meeting.

The clerk to the management committee must:

1. attend meetings of the management committee and ensure minutes of the proceedings are drawn up and signed (subject to the approval of the management committee) by the chair at the next meeting.
2. maintain a register of members of the management committee and report any vacancies to the management committee and
3. perform such other tasks as may be determined by the management committee.



The performance of the clerk is regularly monitored and reviewed on an annual basis. In the event of under-performance a decision will be made by the management committee on the retention or dismissal of the clerk.

#### Constitution and Membership of the Management Committee

The constitution of the management committee, appointing bodies and terms of office for each category of member are set out in the Instrument of Government which was made by Swindon Borough Council and came into effect in 2015. It specifies the following membership structure for EOTAS Swindon:

1 parent member

1 local authority member

1 Headteacher

1 staff member

5 community members.

All members are asked to complete a skills audit which informs future appointments and helps identify training and development needs. The management committee reviews its skills and representation on an annual basis and agrees a strategy for recruiting to any vacancies.

The regulations allow for the appointment of community members who are defined as “a person who lives or works in the community served by the school, or who, in the opinion of the management committee, is committed to the good government and success of the school”.

#### Resignations

Members may resign at any time by advising the clerk of their decision in writing. Steps to appoint a new member will be taken as soon as possible. Maintaining or enhancing the blend of skills and experience amongst the members of the management committee so as to ensure the committee is well positioned to respond to current and emerging needs of the school will be the key determinant in making appointments.

#### Decision making

The management committee is the decision making body for EOTAS Swindon as provided for by the regulations. It may delegate functions to sub-committees or individuals as allowed by the regulations.

A simple majority decides any matter put to the vote of the members in attendance at a meeting; proxy voting is not allowed. In the event of a tie, generally, the chair has a casting or second vote.

Decisions of the management committee are binding upon all members.

#### Election of Chair/Vice-chair

All members other than those who are under 18, pupils or paid to work at EOTAS Swindon are eligible to stand as the chair or vice-chair of the management committee.

Prior to the election of the chair and vice-chair, the management committee must determine the date on which their term of office will end. At EOTAS Swindon the terms of office for the chair and



vice-chair are recommended to be for one year. Dependant on the management committee determination of the length of office, appointments are recommended to be made at the first meeting of the management committee in the autumn term.

In order to encourage distributed leadership and succession planning no-one will serve as chair or vice-chair for more than six successive years, other than in exceptional circumstances. Where a vacancy arises before the end of an incumbent's term of office the management committee will elect one of their number to fill that vacancy at their next meeting.

### Meetings

The management committee will meet at least six times each academic year. At the meeting prior to the start of an academic year, the management committee will determine the schedule of meetings for the forthcoming year. The schedule will include all meetings of the management committee as well as meetings of its sub-committees.

The following people are entitled to attend a meeting of the management committee:

- a member;
- the Headteacher (whether or not a member);
- the clerk to the management committee; and
- any other person as the management committee may determine.

### Delegation to sub-committees of the Management Committee or Individuals

The management committee may delegate appropriate functions to a sub-committee, an individual member or to the Headteacher. The management committee will appoint the chair and allocate at least three members of the management committee to sub-committees. All delegation arrangements will be recorded in the minutes of the management committee as well as being specified in the terms of reference of each sub-committee as appropriate. The management committee must review delegation arrangements annually.

EOTAS Swindon follows the procedures set out in the relevant policies in instances of staff grievance, conduct and discipline, capability, suspension or dismissal; salary appeals; Headteacher appraisal; exclusions; or complaints.

### Delegation to Chair or Vice-chair (in case of urgency).

The chair of the management committee may exercise any function where the chair is of the opinion that a delay in exercising a function, which can be properly delegated to an individual, would be likely to be seriously detrimental to the interests of EOTAS Swindon; any pupil of EOTAS Swindon, or their parent or any person who works at EOTAS Swindon.

“Delay” means delay until the earliest date on which it would be reasonably practicable for a meeting of the management committee or a sub-committee to which the function in question has been delegated could take place.

If the chair is unable to exercise this function because of vacancy or otherwise then the vice-chair may exercise the function to avoid the identified detriment.



Agreement on urgent matters may only, with the chair's authorisation, be sought from members by email or telephone. This process will be managed by the clerk. Any urgent financial decisions must conform to the financial procedures.

#### Limits of Delegation

The exercise of any function may not be undertaken by an individual member or sub-committee of members unless authority to do so has been explicitly delegated by the management committee or urgent action is taken by the chair or vice chair as authorised above.

#### Reporting the use of delegated functions

Where an individual member, including the chair, vice-chair and Headteacher, to whom a function has been delegated or has otherwise exercised a function of the management committee must report to the management committee in respect of any action taken or decision made with regard to exercising the function.

#### Convening meetings

Meetings are convened by the clerk; the clerk must comply with any direction given by the management committee or the chair provided that any such direction by the chair does not conflict with that of the management committee.

Any three or more members of the management committee may requisition a meeting by giving notice in writing to the clerk; the clerk must convene a meeting as soon as is reasonably possible.

#### Agenda items and papers

A draft agenda will be prepared by the clerk by consultation with the chair and Headteacher. Any member may contact the clerk in writing to request that an item (including any associated papers) be placed on the agenda not less than fifteen working days before the meeting. The clerk will include the request in the draft prepared for consultation. The final decision on the construction of agenda is for the chair. The finalised agenda and associated papers will be distributed at least seven clear days before the meeting. If an extraordinary meeting has been called the chair/vice chair may allow shorter notice to be given.

#### Quorum

For any meeting of the management committee or any of its sub-committees to proceed, there must be a quorum of voting members in attendance. The quorum for a meeting of the management committee is one half of the members of the committee, excluding vacancies, rounded up to the nearest whole number.

Management committee meetings which become inquorate will be discontinued and rearranged in order to determine outstanding business within two weeks.

#### Attendance

Members are expected to attend all meetings of the management committee. Attendance at meetings can, with prior arrangement with the clerk, include participation and voting via digital means, including but not limited to telephone or video conference. Attendance by such arrangement must provide appropriate security to ensure the confidentiality of discussion as well as voting.



In the event that a member is unable to attend a meeting they should inform the clerk before the meeting giving the reason for non-attendance which will be presented to the meeting for its consideration for acceptance.

The Heads of College and other senior staff may be asked to attend meetings of the management committee or relevant sub-committees to present reports and give presentations. They may also be invited to attend as observers, as part of their professional development.

The clerk shall keep a record of members' attendance at meetings. Any member who does not attend a meeting for more than six months, without cause being accepted by the management committee, will cease to be a member of the management committee. The calculation of the six month period begins from the date of the meeting from which the member was initially absent.

#### Conduct and suspension / removal of members

The management committee has adopted a Code of Conduct for members. Significant breaches of the Code could be grounds for suspension or removal if they are inconsistent with the ethos of EOTAS Swindon or likely to bring EOTAS Swindon or the management committee or office of member into disrepute. In these circumstances the management committee will follow the procedures for suspension of a member as set out in the appropriate regulations.

#### Restrictions on persons taking part in proceedings

Where there may be a conflict between the interests of a person and the interests of the management committee or a fair hearing is required and there is reasonable doubt about a person's ability to act impartially or a person has a pecuniary interest in any matter to be considered then that person must disclose the interest, withdraw from the meeting and not vote upon the matter in question.

A pecuniary interest is recognised to include an interest in a contract or proposed contract where a person was nominated or appointed by the person with whom the contract is made, or the person is a business partner of the person with whom the contract is made, or the person is a relative of someone who would have an interest in the contract.

Any member of staff of EOTAS Swindon is recognised to have a pecuniary interest in any matter which concerns the pay or appraisal of any other member of staff.

A person must withdraw from a meeting if the matter under discussion is the person's own appointment, reappointment, suspension or removal as either a member of, the clerk to, the vice-chair of or the chair of the management committee.

If there is a dispute about whether a person should withdraw, the other management committee members present at the meeting will decide upon the question of withdrawal.

#### Information and Advice

The Headteacher has a statutory duty to keep the management committee properly and fully informed about EOTAS Swindon. To help discharge this duty a written report will be presented to the management committee at least termly.

At an autumn term meeting of the management committee the members will receive details of public examination results taken in the preceding summer term and compare these with the targets set and the previous year's results.



Where information required by the management committee is not readily available, reasonable time will be given for its production.

#### Confidentiality of Proceedings

All deliberations including the detail of any discussion, dispute, or disagreement shall be kept as confidential information to those present at the meeting.

#### Public Statements

Public statements on behalf of the management committee will be made only by those authorised to make them by the management committee.

#### Safeguarding Pupils and Disqualifications

Any person is disqualified from holding office or continuing to hold office as a member of the management committee or as a special partner when the person refuses a request from the clerk to the management committee to undertake appropriate legal checks. Currently, this includes the requirement to undertake an enhanced Disclosure and Barring Service (DBS) check.

If a person is subject to a bankruptcy restrictions order; a disqualification order made under the Company Directors Disqualification Act; an order of disqualification as a trustee made by the Charity Commissioners; an order made under the Insolvency Act; a criminal conviction which attracted a sentence of not less than three months without an option of a fine within five years of the date of appointment of membership of the committee or during their membership of the committee the member is disqualified from holding office on the management committee and must disclose the matter to the clerk. These considerations apply equally to special partners of EOTAS Swindon.

#### Procedure for community member appointments:

Candidates will be asked to provide a statement outlining the contribution they can make to the good government and success of EOTAS Swindon. They will meet with the chair and Headteacher informally to clarify and discuss the nature of the role.

- A recommendation will be made by the chair for approval at a meeting of the management committee.
- The agenda for the meeting will include "Appointment of a community member" as a separate item. The names of candidates should appear on the agenda and copies of their statements are to be circulated with meeting papers in advance.

#### Procedure for appointment of parent members

Parents and ex parents of pupils registered at EOTAS Swindon are eligible to stand as parent members. When a vacancy occurs all parents will be made aware of the opportunity and invited to apply. If more than one eligible person applies an election will be held. Once the child of a parent member leaves the school the member's term of office will continue to the scheduled conclusion of their one year term.

#### Procedure for appointment of staff members



All members of staff, contracted to work at EOTAS Swindon in the academic year in which a position becomes vacant, are eligible to stand for appointment as a staff member. If more than one eligible person applies an election will be held.

#### Procedure for appointment of local authority members

On notification of a vacancy in this category the chair will liaise with the local authority over the appointment of a local authority member. Candidates will be asked to provide a statement outlining the contribution they can make to the good government and success of EOTAS Swindon. They will meet with the chair and Headteacher informally to clarify and discuss the nature of the role.

- A recommendation will be made by the chair for approval at a meeting of the management committee.
- The agenda for the meeting will include "Appointment of local authority member" as a separate item. The names of candidates should appear on the agenda and copies of their statements are to be circulated with meeting papers in advance.

#### Appointment / Election procedure for chair and vice-chair of the management committee

The appointment of a chair and vice-chair must be made at meeting of the management committee; for any meeting to proceed a quorum of members of the committee must be present.

The clerk will chair the management committee for this part of its meeting. Candidates must withdraw during all discussion and voting.

- i) The clerk will invite nominations in advance of an election date
- ii) The agenda for the meeting will include "Appointment of a chair and vice-chair" as the first two items of business; the names of candidates will appear on the agenda.
- iii) Where there are no advance nominations the clerk will invite nominations at the meeting
- iv) Candidates will be invited to make a short statement before withdrawing.
- v) Voting will be by secret ballot.
- vi) In the event of a tie a decision will be made by drawing lots / tossing a coin

#### Responsibilities of the clerk to the management committee

The clerk is responsible for:

- ensuring the efficient functioning of the management committee;
- convening meetings of the management committee;
- issuing notices of meetings, agendas and associated papers at least seven clear days in advance of meetings to all entitled to attend meetings;
- producing draft minutes for agreement by the chair within 10 days of the meeting;
- ensuring that minutes are agreed and signed by the chair at the next meeting;
- ensuring that that signed minutes are securely stored at EOTAS Swindon;
- maintaining a register of members and Special Partners;



- reporting vacancies, maintaining a record of governor attendance at meetings and reporting on non-attendance to the management committee;
- providing advice to the management committee on the exercise of its functions;
- providing additional administrative support for governing body functions by agreement.

### Meetings Requirements

#### Presence

The time of arrival and departure of any member, special partner or person in attendance who is not present at the beginning or end of a meeting will be recorded in the minutes. The clerk will keep a record of the attendance of members and special partners.

#### Absence

Where a member is absent and has sent apologies to the clerk or the chair, these apologies will be presented to the meeting. The minutes will record the consent or otherwise of the management committee or the sub- committee to the absence.

#### Agenda Items

An item entitled “Any other business” will appear as the final item on the agendas of the management committee and its sub-committees. Any business intended to be included here should be notified to the clerk forty eight hours in advance of the meeting. The meeting will decide whether any such item is to be discussed or dealt with in an alternative way. In general, only “for information” items will be accepted; issues requiring a report or decision will not be dealt with as “Any other business”.

In preparation for the next academic year, the agenda of the last meeting of the summer term must include items:

- to elect the chair and vice-chair of the management committee;
- to determine the membership of the sub-committees of the management committee;
- to appoint the chair to each sub-committee for the next academic year;
- to appoint any special partners to sub-committees and determine their voting rights

The date of these appointments is recommended to be 1 September following the last meeting of the management committee in the summer term.

All supporting papers must be with the clerk a clear eight working days before a scheduled meeting date to allow for distribution and members meeting preparations.

#### Reporting the use of delegated functions

Where an individual or sub-committee has delegated authority to exercise a particular function, the management committee will receive and note a report on the use of a function which it has delegated to a sub- committee or an individual as soon as reasonably possible.

#### Availability of minutes and papers



Within ten days of the meeting an initial draft of the minutes will be sent by the clerk to the chair for checking. Having agreed the draft of the minutes, the draft will be sent to all members of the management committee within fifteen days of the meeting.

The approval of the minutes of the previous meeting will be an item on the agenda of every meeting. Once agreed the minutes will be signed and dated by the chair.

A copy of the agenda, signed minutes, reports and papers for meetings (excluding confidential items) will be made available for inspection by any interested person.

Copies of the approved, non-confidential minutes will be placed on the school website.

### Voting

Where an issue is to be determined by voting only those members of the management committee present at a meeting of the management committee may vote. Where an issue is to be determined at a meeting of a sub-committee only those present who are members of the management committee appointed to the subcommittee as well as those special partners granted the right to vote by the management committee may vote on a matter. Staff who are present and who are not members of the management committee by right of office may not vote on any matter. Invited guests may not vote on any matter.

A simple majority decides any matter put to a vote. In the event of a tie, the chair has a casting or second vote except in the case of a selection panel convened to decide who, if any, candidate to recommend to the management committee for appointment as Headteacher or deputy Headteacher.

Voting will ordinarily be by show of hands, unless one or more members request a secret ballot

There is no second or casting vote in the election of the chairperson. Subsequent rounds of voting will be undertaken until a chairperson has been determined by the management committee.

### Correspondence

All incoming correspondence to the management committee, other than any concerning a complaint, or a named pupil, parent or staff member or any other confidential matter, is for the attention of the whole management committee. It may however be more expediently dealt with by the chair, member of staff or by an appropriate committee with delegated authority.

The clerk will log all correspondence to the management committee and may allocate it to an appropriate individual / committee. It will either be dealt with at the next management committee meeting or the meeting will receive a report from whichever sub-committee or individual received the correspondence from the clerk.

Correspondence which concerns a complaint, or a named pupil, parent or staff member or any other confidential matter will be forwarded to the appropriate member of staff or member of the management committee. The matter will be addressed within the context of the application of the appropriate approved policy and/or procedure of EOTAS Swindon. All proper considerations of sensitivity and confidentiality are to be observed.

### Code of Conduct



The management committee has adopted a Code of Conduct for members. The code will be reviewed each year at the autumn term meeting. Every member and special partner will be asked to sign a copy as part of their Induction programme.

These Standing Orders were approved by the management committee at its meeting of 19<sup>th</sup> March 2026

Date Approved

Date for Review.

