

D'OVERBROECK'S GOVERNANCE POLICY

Last reviewed:	August 2019
Reviewed by:	Principal
Approved by the d'Overbroeck's Board:	September 2019
Next review due:	August 2021

Introduction

As a privately owned independent School the governance is provided, as per the Education (Independent School Standards) Regulations 2014, by a body consisting of the proprietor of the parent company, Oxford International Education Group (OIEG) and the Board of the company that directly owns the School, d'Overbroeck's Ltd (registered number 01501239, the Company) and an advisory body, the d'Overbroeck's Advisory Group (DAG).

In common with all companies, the Board of Directors has delegated responsibility to operate the Company and are subject to fiduciary duties (under the Companies Act and under common law). The Board has a number of regulatory responsibilities:

- resting with individual directors personally;
- resting collectively with the Board of Directors of the Company;
- for protection of the assets of the Company and ensuring that all decisions are carried out solely in the Company's best interests

Current d'Overbroeck's Board structure:**Directors**

Chris Spanoudakis	Chairman
Lil Bremermann-Richard	Chief Executive, OIEG
Vishal Verma	Finance Director, OIEG
David Brown	Founder of and Director of OIEG
Jonathan Cuff	Principal, d'Overbroeck's

In attendance

Georgina Paton	Bursar and Health & Safety
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The governance is underpinned by the requirements of Keeping Children Safe in Education (September 2019); the National Minimum Standards for Boarding and the Educational (Independent Schools Standards) regulations.

Key Function

The functions of the Board include:

- Ensuring that the vision, ethos and strategic direction of the School are clearly defined.
- Ensuring that the Principal fulfils his or her role and responsibility to enhance the educational performance of the School.
- Ensuring the School maintains compliant and robust Safeguarding and Health & Safety practices.
- Ensuring the sound, proper and effective use of the school's financial resources.
- Acting with integrity, objectivity and honesty and in the best interests of the School.

It is the Principal's role to ensure the Proprietor is provided with sufficient information in the format it needs to do its job well. It is likely the information will cover the following areas of responsibilities:

Overall responsibilities include that the Board of the Company ought to:

1. Ensure that statutory duties under company law legislation are met (Companies Act 2006).
2. Ensure compliance with the Department for Education regulations; Independent Schools Inspectorate and the National Minimum Standards for Boarding (Education and Skills Act 2008; Education Act 2002; Education (Independent School Standards) Regulations 2014).
3. Be a critical friend: asking supportive and challenging questions; providing effective oversight and holding the Principal and Senior Management Team of the School to account.
4. Review and agree the School's planning and policies annually.
5. Review and agree the School Quality Improvement/ Development Plan.
6. Ensure the School meets H&S legislation and compliance (Health & Safety at Work Act 1974 & Regulatory Reform (Fire Safety) Order 2005).
7. Ensure Safeguarding procedures are compliant (Keeping Children Safe in Education Sept 2019; Prevent Duty; FGM multi agency statutory guidance).
8. Ensure the School's behaviours are mindful of Corporate Social Responsibility.
9. Ensure compliance with the data protection law (Data Protection Act 2018).
10. Liaise with the DAG seeking advice where appropriate.

In relation to Finance, that the Board of the Company ought to:

1. Work with the Principal to agree the annual budget.
2. Monitor the School's financial performance monthly.
3. Ensure the School manages its business performance responsibly.

In relation to People, the Board of the Company ought to:

1. Work with the Principal to agree the organigram and staffing levels of the School, with Board involvement as appropriate in relation to key senior appointments.
2. Appoint the Principal.
3. Agree and give input into discussion around levels of staff pay.
4. Participate in any grievance against the Principal, and possibly other senior management of the School.
5. Provide access to best practice HR support and other advice within OIEG where available.
6. Ensure compliance with equality and discrimination law.
7. Ensure compliance and fairness in application of the Admissions Policy and compliance with the UKVI (Immigration Act 1986).

Note: the responsibilities of the Board are not limited to the above.

Reporting

School to Board:

1. The Senior Management provide reports and documentation to the Board, as the Board so requests, for review and comment – to include, but not exclusively, reports from the DAG meetings, self-evaluation forms and development plans.
2. The Principal provides a monthly Executive report.
3. The Bursar provides a monthly Executive report and meets regularly with designated members of the Board.
4. The Principal provides regular updates to the Chief Executive of OIEG (to include on-site meetings at d’Overbroeck’s with staff).
5. The student exam results (in relation to both internal and external examinations) and other associated educational performance data including student leavers’ destinations are shared with the Board.
6. At least one member of the Board (currently David Brown and Jonathan Cuff) is also a member of the DAG.
7. Termly visits by at least one member of the Board to the School is a minimum standard.
8. An annual visit by the Governor responsible for Safeguarding with a resulting annual report to be provided to the Board.

DAG to Board:

1. The DAG is an advisory body to the Board and plays an important role in the school’s governance arrangements. Its purpose is to support and provide advice as appropriate to the school working closely with the Principal and reporting to the Board.

2. The DAG monitors, evaluates and makes recommendations to the Board with regard to the school's educational and pastoral provision and its plans to develop and enrich the scope and effectiveness of this provision in the future.
3. The DAG monitors, evaluates and makes recommendations to the Board relating to any aspect of the school's policies and procedures, in particular those relating to safeguarding and promoting the welfare of children and young people; health and safety.
4. The DAG reports to the Board both through the production of DAG minutes and by a minimum of one Governor on the DAG being a Director.
5. The DAG contributes to the selection process for senior appointments at the School, in particular that of the Principal

Note: The DAG works in an advisory capacity. Its members may scrutinise and comment on aspects of the School's provision, management and performance. Comments and recommendations made by the DAG will be considered by the Proprietor and feedback will be given to the DAG regarding the consideration of such recommendations as appropriate.

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Last revised: August 2019