

Rugby School – Chair of Governors

Job Description

1. Chair's Role and Appointment

Assisted by the Clerk to the Governors and by the Governors themselves, the Chair's role is to provide leadership to the Governing Body and the School to ensure that the Governors fulfil their duties and responsibilities for the proper governance of the School. Subject to the School's Constitution, Governors must elect a Chair of their meetings and the office of Chair shall last for an initial period of 5 years.

2. Delegated Chair Responsibilities

The Chair leads the Governing Body in its responsibilities to:

- secure the long-term future of the Rugby School Group;
- ensure the highest possible standards of governance;
- ensure the proper and efficient conduct of Governor meetings; and
- support, and where appropriate, challenge the Executive Leadership Team on behalf of and as agreed by the full Governing Body.

3. Chair's authority

Where an urgent Governing Body decision is required between scheduled Governing Body meetings, the Chair will contact as many Governors as possible in the circumstances and, subject to the agreement of a majority of those Governors, take the necessary action, provided that it is not contrary to the School's Constitution. Any action taken shall be included on the agenda for the next Governing Body meeting, for reporting and recording in the minutes.

4. Limitations on authority

The Chair must:

- act within any guidelines set down by the Governing Body;
- work constructively with the Executive Leadership Team and avoid involvement in day-to-day management unless specifically directed by the Governing Body; and
- not prevent any proposal by a Governor, Committee or Executive Leadership Team member from being considered by the Governing Body or direct the Governing Body's decision-making process towards any one outcome.

5. Viability responsibilities

The Chair ensures that:

- the Governing Body, working with the Executive Leadership Team, sets the mission, vision, strategy and high-level (i.e. Governing Body) policies for the School within the powers and restrictions of the School's Constitution;
- the Governing Body takes steps to monitor the School's performance and strategic risks;
- the School satisfies all regulatory and legal compliance requirements;
- the School has satisfactory internal systems and controls for all financial and non-financial matters, which are audited and reviewed regularly; and
- the key relationships between the Chair and the individual members of the Executive Leadership Team work effectively.

6. Governance responsibilities

The Chair ensures that:

- the School has an appropriate governance structure and that this structure, the School's Constitution and the Governing Body's performance are reviewed regularly;
- each Governor is appraised annually in respect of their contribution to the Governing Body [and their compliance with the Governors' Code of Conduct];
- the Governing Body delegates sufficient authority in writing to its committees, the Chair, the Executive Leadership Team and others to enable the School to carry on its business effectively between Governing Body meetings;
- the Governing Body has the necessary skills to govern the School effectively and has access to relevant external professional advice and expertise;
- there is a systematic, open and fair procedure for the recruitment of Governors, committee members, future Chairs and members of the Executive Leadership Team, and that all such appointees receive appropriate induction, advice, information and training (both individual and collective);
- the Governing Body pro-actively considers succession planning to ensure that the necessary skills, experience, diversity and expertise are available to it; and
- the Governors act reasonably, in line with best practices as prescribed by Charity Commission guidance and the Charity Governance Code, and in the interests of the School [in accordance with the Governors' Code of Conduct].

7. Governing Body conduct responsibilities

The Chair advances the proper and efficient conduct of Governing Body meetings by ensuring that:

- Governing Body meetings are chaired effectively to include seeking consensus, balancing the need for full debate on key questions with the

expeditious despatch of business, to reach clear and agreed decisions as swiftly as possible;

- there is an annual programme of Governing Body and Committee meetings and that agendas and supporting papers contain relevant, timely and accurate information, to allow the Governing Body to discharge its responsibilities;
- Governing Body decisions are made and implemented in the best, long-term interests of the School and that the Governing Body takes collective ownership of these decisions; and
- the Governing Body sets aside time each year to reflect on its effectiveness in the delivery of the School's charitable objects.

8. Executive Leadership Team responsibilities

The Chair supports the Executive Leadership Team by:

- ensuring that the Governing Body focuses on its governance role and does not slip incrementally, or otherwise, into a management role;
- ensuring the Executive Leadership Team members are appropriately performance appraised, have the opportunity for professional development and access to appropriate external professional support;
- arranging regular meetings with the Executive Leadership Team members collectively and individually, and developing a professional relationship within which each can speak openly about concerns and challenges;
- monitoring their performance;
- always remembering that the Executive Leadership Team is responsible to the Governing Body as a whole and not to any individual Governor or sub-group of Governors; and
- agreeing respective roles to represent the School and act as spokesperson.

The Chair holds the Executive Leadership Team accountable by:

- challenging it constructively, in the best interests of the School and as a 'critical friend' as agreed by the full Governing Body;
- ensuring that the Executive Leadership Team understands the key performance indicators by which it will be held accountable; and
- ensuring that there are appropriate mechanisms, both internal and external, to verify that the Governing Body receives a balanced and honest picture of the School's performance.