

GOVERNANCE, LEADERSHIP AND MANAGEMENT

This document which applies to the whole college inclusive of boarding is publicly available on the college website and upon request a copy (which can be made available in large print or other accessible format if required) may be obtained from the college office.

Scope: The Founder and Co-Principal with the Governance Advisory Committee have a responsibility to understand and implement this policy and its procedures both within and outside of normal college hours, including activities away from college. All new member of the Governance Advisory Committee are required to state that they have read, understood and will abide by this policy and its procedural documents and confirm this by signing the Policies Register.

Legal Status: Complies with The Education (Independent School Standards) (England) Regulations (ISSR) currently in force and where appropriate the National Minimum Standards (NMS) for Boarding Colleges.

Monitoring and Review: These arrangements are subject to continuous monitoring, refinement, and audit by the Co-Principal, who will undertake a full annual review, inclusive of its implementation and the efficiency with which the related duties have been implemented. This review will be formally documented in writing. Any deficiencies or weaknesses recognised in arrangements or procedures will be remedied immediately and without delay. All members of the Governance Advisory Committee will be informed of the updated/reviewed arrangements and it will be made available to them in writing or electronically.

Reviewed: February 2025

Next Review: February 2026

Signed

David Game
Co-Principal and Founder

John Dalton
Co-Principal

Jill Bainton
Chair of Governance Advisory Committee

Governance: In this document the term College is inclusive of boarding. The governance of a David Game College is different from that of a Charitable Trust College. Proprietorship of an independent College is a serious business. Getting it wrong has important, usually litigious, implications. It requires good governance and compliance with employment, business, financial and educational criteria in all its facets: a daunting task for any Governance Advisory Committee or Governance Advisory Committee not prepared to seek best advice in the areas affecting safeguarding children, education, boarding and health and safety.

The Governance Advisory Committee of David Game College recognises the value that independent governance can provide and has, therefore, sought to combine the best elements of the governance characteristics of charitable trust Colleges and the corporate world by establishing strong systems of governance, that is a Governance Advisory Committee, wholly appointed by the Proprietor. In broad terms, governance can be taken to mean the practices and structures which underpin the operation and management of the college. However, considering the statutory requirements and social and moral responsibilities involved in the provision of education, a tighter definition is more appropriate. Governance of David game College must ensure that a balance is struck between the interests of all stakeholders in the enterprise, and that this should facilitate the sustained provision of high-quality education and boarding.

Proprietorship: David Game College is owned by a Proprietor and therefore does not have a formal governing body or an independent board, although a Governance Advisory Committee has been established. Nevertheless, the Proprietor is expected to carry out, or to have carried out, the functions of *governance*, as set out in Independent School Standards

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

Regulations (ISSR) and the National Minimum Standards for Boarding Colleges (NMS).

Aims and objectives need to be specified by the Proprietor as well as the structures in place to monitor performance and enable appropriate interventions to improve it. Good governance will be reflected in the quality of the College as a single entity, and therefore will be reflected in the assessments of different aspects of the College's operation such as the quality of teaching and curricula, boarding, and the welfare, health and safety of pupils and staff.

Proprietor's Responsibilities: The Proprietor has responsibility for the ownership and oversight of the College on a daily basis. This should be implemented through the Co-Principals (one of whom is a Proprietor), their sub-committees and in seeking advice from the Governance Advisory Committee. In practice it is the Co-Principal who ensures that the Senior Leadership Team (SLT) implements the effective, efficient and compliant operation of the College inclusive of Boarding
This includes:

- providing effective oversight of the College inclusive of boarding in line with its aims and full responsibility for educational standards, financial planning and investment in staff, accommodation and resources.
- having a good insight into the working of the College and engaging in its strategic development.
- exercising effectively a monitoring role and providing support, challenge and stimulus for growth and improvement
- discharging effectively responsibility for safeguarding and for welfare and health and safety throughout the College
- ensuring that the College has appropriate legal permissions from all relevant bodies (including lease, planning, copyright, examinations).
- fulfilling the statutory duties for pupils under 18 (where applicable) and those on roll post-18 and
- being a good employer with all that this involves.

The Governance Advisory Committee also has responsibility for management structures and responsibilities ensuring that:

- at all levels of responsibility, the leadership and management of the College and Boarding House are effective, in accordance with the aims of the College and in the discharge of delegated responsibilities, particularly those involving policy implementation and the safeguarding of pupils;
- leadership and management provide clear educational direction, as reflected in the quality of the pupils' education;
- leadership and management are effective in self-evaluation, setting priorities and ensuring that objectives are achieved and
- management at all levels is successful in securing, supporting, developing and motivating sufficient high-quality staff and ensuring that they are suitably trained for their roles in meeting the needs of all pupils and in safeguarding, welfare and health and safety.

The role of the Governance Advisory Committee includes:

- ensuring compliance with statutory duties (inclusive of the wider implications of the ISSR and NMS);
- ensuring clarity of vision, ethos and strategic direction;
- creating robust accountability;
- ensuring financial probity;
- understanding the strengths and weaknesses of the College, including the quality of teaching;
- understanding and taking sufficient account of pupil data, particularly the understanding and use of the College data dashboard;
- being aware of the impact of teaching on learning and progress in different subjects and year groups;
- having a challenging and supportive leadership in equal measure;
- providing support for an effective Co-Principal, rather than hindering College improvement by failing to tackle key concerns;
- being transparent and accountable, including in terms of governance structures, attendance at meetings, and contact with parents and carers;
- understanding how the College makes decisions about teachers' salary progression;
- performance managing the Co-Principal rigorously;
- performing well and contributing to weaknesses in leadership and management and
- ensuring that the governing body is managing the College's finances.

The Governance Advisory Committee

The Proprietor's Governance Advisory Committee does not have the authority and power to commit the Governance Advisory Committee to a particular line of action. The Governance Advisory Committee is there to provide the Governance Advisory Committee with best advice. Implicit in this is the Governance Advisory Committee's unreserved support for the educational aims, objectives and ethos of David Game College. Please see Appendix A for a copy of the Governance Framework of the whole College.

Composition of the Governance Advisory Committee: The composition of a Governance Advisory Committee needs careful thought and planning. Ideally the Governance Advisory Committee should between them be able to speak with knowledge and experience on the whole range of matters that are likely to come before them. Accordingly, when a vacancy is to be filled, the Governance Advisory Committee should consider what field of experience or training is not represented, or is under-represented on the Board. The Board carries out regular competency reviews to ensure that all relevant skills are represented or can be accessed as required.

Continuity is important, and Governance Advisory Committee should normally be expected to serve for at least 5 years. At the same time, the regular infusion of fresh blood is equally important and it is desirable to strike a balance in the range of Governance Advisory Committee's experience.

Individual members of the Governance Advisory Committee: The strength of the Governance Advisory Committee lies in the talents of its members and in their ability to work together as a team. Each member has an equal right to participate, and to make up his or her own mind about the issues presented. But once decisions are taken, individual members are bound by them and should be loyal to them.

Breaches of confidentiality, however inadvertent, can cause embarrassment or damage to the College. In general, the business, discussions and minutes of the Governance Advisory Committee's meetings should be viewed as confidential to the Governance Advisory Committee, including what is discussed before a recommendation is made. But once taken, the decision may, at the discretion of the Proprietor, be open, as may the agreed reasons for arriving at it. It is for the Governance Advisory Committee to determine how best to meet the openness requirement and for individual members to adhere to it. Many members of the Governance Advisory Committee will bring to the College not only their professional or technical expertise but also some experience of comparable roles.

The Chair of the Governance Advisory Committee: The Chair of the Governance Advisory Committee is appointed by the Proprietor. The Chair currently is Jill Bainton. In addition to seeing that the business of the Governance Advisory Committee is conducted properly and the meetings are run efficiently, it is the Chair's task to get all members to work together as a team. The office requires that time be given to its discharge and, if special difficulties arise, a great deal of time. The Chair will make it her business to be fully informed about the affairs of the College and to have a clear grasp of its financial position. Her information should, so far as is possible, be at first hand.

Meetings: The Governance Advisory Committee at David Game College meets four times a year. As is appropriate, senior staff are invited to present to the Board on topics relevant to their responsibilities. This is followed by an interactive discussion between the Board and the senior staff member, in the presence of the Co-Principal, challenging views and agreeing actions as required.

The agenda will of course vary from meeting to meeting, but there will be some common features. Both the Co-Principal and the Head of Boarding's reports are regular items. If the Proprietor delegated some work to committees, the agenda will provide for reports concerning this. There may also be a slot for the report of an individual member charged with taking forward some Governance Advisory Committee's initiative. They should be fully informed of changes in the law that have implications for the College. From time to time the Co-Principal will bring forward policies. The resulting agenda should balance educational, boarding and business items; and it is good practice to take the items in that order. Standing items on the agenda for every meeting include Safeguarding (Child Protection), Health and Safety, and Curriculum issues .

The Co-Principal's report and the Head of Boarding's reports are distributed with the agenda papers and time should be allowed for an unhurried discussion on it at the meeting. Governance Advisory Committee and the Co-Principal should ensure that it includes the best indicators of the College's performance and that, over a period of time, it enables Governance Advisory Committee to discern the College's strengths and weaknesses. The report should contain an account of progress in meeting the objectives of the College development plan and any proposals for amendment of that plan. It may also contain other academic or pastoral issues that require review or decisions by the Governance Advisory Committee. Mention of staffing problems and of serious breaches of College discipline will help to establish in the Governance Advisory Committee' minds some of the Co-Principal's current concerns and stimulate a discussion on the best possible ways to address them.

Learning Walks and Visits

In addition to formal quarterly meetings, members of GAC make requests or are invited into the College by appointment to have learning walks and explore their specific domain responsibilities. GAC members can also request to investigate any aspect of the College while they are present. The visits are usually two per term, per member.

Typically, the visits will involve:

- GAC member talking with a member of staff about their role
- Talking with day and boarding students about their learning and experience at the College
- Talking with the Co-Principal about strategic and operational matters
- Sitting in classes to observe teaching and learning
- Having learning walks with the SENCo, DSLs, H&S, Boarding, Medical etc.
- Checks on the SCR and to review the effectiveness of safeguarding
- Check on the mental health and wellbeing of students and staff
- To ensure NMS are being properly implemented and exceeded
- Communications with parents
- Review attendance
- Oversee and review safeguarding and Prevent
- Policy review nn

The Company Secretary ("CoSec")

The CoSec organises the agendas for meetings of the Governance Advisory Committee, with the approval of the Chair. The CoSec's duties include convening the meetings and seeing that the dates of subsequent meetings are agreed. Notes of the meeting may be taken by the CoSec, or by an assistant, but it is for the CoSec to draft the minutes for the approval of the Chair, to distribute them to Governance Advisory Committee and to ensure that the authorised version is filed along with reports presented at the meeting.

Governance Advisory Committee and the Co-Principal

The Governance Advisory Committee is concerned with aims, policies and plans. It supports the Co-Principal and Governance Advisory Committee in formulating and implementing them. Acting within that framework, the Co-Principal and his team manage and administer the College with the support of the Governance Advisory Committee and the Governance Advisory Committee.

In supporting the Governance Advisory Committee to deal with the exigencies of College and Boarding life sensibly and consistently, the Co-Principal and the Governance Advisory Committee will need policies. Some policies are required by law but even when they are not, there is value in published policy statements that can be varied with changing circumstances: they reduce the risk or argument and people know where they stand. On a regularly agreed basis, Governance Advisory Committee should review the list of policies to make sure there are no gaps that could leave open the possibility of litigation.

Where appropriate, development planning is an area where the Governance Advisory Committee and the Co-Principal work closely together. The plan covers, inter alia, education, buildings and other relevant areas of the College. The relationship between a Governance Advisory Committee and its Co-Principal should be one of complete trust, with unfettered frankness of discussion, support for the Co-Principal and clear accountability.

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

Sub-committees

To provide Pastoral greater scrutiny and advice for certain areas of the College the following sub-committee structure is in place:

- Safeguarding (child Protection)
- Academic
- Boarding
- SEND and Pastoral
- Risk and issue management

Sub-committees will meet at least one week prior to the Governance Advisory Committee meeting and be chaired by the Member nominated by the Governance Advisory Committee. Sub-committees will report their findings to the meeting of the Governance Advisory Committee. Many aspects of the sub-committees are then reported to the College Leadership Group (CLG) meetings.

The College Leadership Group

In addition to the above sub-committees, every quarter, the College Leadership Group (CLG) meets. The purpose of the CLG is to allow all senior management of the College and its vary departments to discuss issues that impact them all. Typically, each meeting starts with the various departments informing the others of new developments, new employees, new courses and changes/updates to the curriculum. This is followed by a general discussion of common issues, largely focusing on safeguarding, mental health, general pastoral issues and the use of technology. The minutes of the CLG are directly reported to the Governance Advisory Committee.

Key aspects of governance for Proprietary Colleges: The direction of the current practice of inspection is to apply a standard set of criteria to assess the effectiveness (or legality) of specified aspects of a College's operation. In situations where the structures or practices of a College do not conform to what the inspection is designed to assess, it is inevitable that the inspection outcome will be unfavourable, irrespective of whether the College is a viable and successful institution which meets all statutory requirements. Some College Proprietors or managers might argue that they need the flexibility afforded by not being accountable to a slow-moving and bureaucratic institution such as a governing body in order to respond quickly and adeptly to market forces. However, inspection agencies might argue that Colleges are not like other commercial enterprises. They have statutory responsibilities and a moral responsibility to ensure the continuing supply of their service to their pupils. It is therefore incumbent on them to put into practice certain managerial and structural procedures which can guarantee operational stability and sustainability, at least in the medium term, and to ensure that these procedures be sufficiently transparent to be assessed according to appropriate criteria.

This publication is designed to provide a guide for colleagues at David Game College. It is intended to answer questions of procedure; aspects of policy; details of courses and structures of organisation. The basic principle of any outstanding organisation is that all those involved in the organisation undertake their roles and responsibilities with a common understanding of and agreement with the underlying philosophy and manifest ethos which shape the organisation. When Colleges, colleges, hospitals or businesses fail colleagues do not share that agreed philosophy and 'do their own thing'. When those organisations are outstanding all colleagues rigorously follow the agreed policies and practices. They may suggest amendments and improvements but they are fully committed to the philosophy, fully developed of the ethos and communicate their commitment in all that they do. David Game College is based on a clear philosophy and will develop a distinct ethos.

Philosophy: We are a college for students aged between 14 and 19; young people who are academically gifted and intellectually inquisitive; young people who will become the business innovators, entrepreneurs, academic researched and political leaders of their generation. The College will specialise in subjects employing outstanding professionals who will use and develop pedagogies which aim not only to help students learn "the facts" but also to learn how to inquire; to research; to debate their ideas, to have the confidence to challenge received wisdom and to be open to new way of thinking regard the wider education of its young people as equally important and students will be presented with experiences which develop

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

their social, physical and aesthetic self in preparation for success in Higher Education.

The ethos of our institution is based upon its fundamental philosophy and is manifest in every aspect of life at the College. The ethos of David Game College can be described in a key set of characteristics which would include:

- Rigour;
- Challenge;
- Hard work;
- Teamwork;
- Consideration;
- Awareness;
- Enjoyment
- Self-belief
- Not being limited by the past

These characteristics define not only the experience of our students but also the work life of all our professionals.

Dimensions of Care: The care of our young people is our most important responsibility. At David Game College we organise our care of students in 3 different ways.

Firstly Academic and Boarding Care: Our students are gifted academically and intellectually inquisitive. They therefore deserve the very best learning experience organised by the very best teachers and house parents. Class sizes are small, varying between 10 and 15, numbers which ensure a highly advantageous student-teacher relationship but also allow for dynamic student interaction. No student will feel that they cannot ask for personal tuition.

Secondly Pastoral Care: Although our students are older teenagers, this will probably be away from home for the first time and the majority are living in a foreign country. The college will employ House Parents who will live in the residential accommodation providing 24-hour security and supervising each young person's residential comfort, welfare and safety.

Thirdly Cultural Care: At David Game College we recognise that living in a culture different from their home environment will present difficulties of assimilation. Our students will be assigned a 'Mentor'. These mentors will often be post graduate students at local universities and from the same cultural heritage as our international students. We intend the mentors to provide a form of cultural bridging.

Commercial Pressures: All fee-paying Colleges are affected by commercial pressures. Proprietary Colleges must have business plans, marketing strategies, investment policies and every other aspect of running an institution. However, Proprietary Colleges may be more subject to commercial exigencies. It is possible that matters which an inspection body might regard as important for assessing the governance of a College might be seen by College owners or managers as commercially sensitive and confidential, and which therefore should be outside the remit of the inspection process. However, it can be argued that there is an overriding public interest in ensuring that any College has high standards of governance. Commercial sensitivities do not negate this requirement.

At its core, the continuance of a Proprietary College as a sustainable business is dependent on its continuing compliance with the ISSR and NMS regulations currently in force, as interpreted by the different inspection bodies, as well as developing and applying accepted best practice to every aspect of the College's business. External inspection judgments which may be inconsistent and inappropriate, put this at risk.

The governance of a Proprietary College must ensure the provision of education which is compliant with legislative and regulatory requirements. A key area is the management of risk. A for-profit company such as a Proprietary College must operate as a business enterprise, and therefore must make commercial decisions which will involve elements of risk. It is important that a governance structure should be in place to ensure that the level of risk in any transaction should not be so high as to put at risk the continuing functioning of the College as a provider of education. There is a higher duty of care, and clear moral, social and ethical responsibilities which are accepted when undertaking to provide education to College age pupils. These must be respected and incorporated into the governing principles of any College.

It is also important for a governance structure to ensure that risk is minimized in the operation of a College. This can be seen in having clear policies regarding safeguarding of pupils' interests in all aspects of the running of a College. It is also important to have a clear governance structure to minimize the risk of legal action against the College or its Proprietors. In cases of accidental injury or other potential disputes an accountable, transparent and effective structure of governance will protect the College, as it will demonstrate that the College was operating within the law and in keeping with current regulatory practices.

It is also important that governance structures should reflect the legitimate public interest in the way a College is managed. Not only parents, but all members of a society have a stake in ensuring that College age children receive a good education in safe and supportive circumstances. Children have a right to be educated, and there is a clear societal expectation that those who undertake to provide education should do so in the best interests of their pupils. This is not incompatible with running a for-profit business. A transparent and accountable governance structure can make it clear that a Proprietorial College is not neglecting its responsibilities to its pupils in order to maximize its profits.

The concept of accountability in the operation of a College is very important. Governance structures should determine the responsibilities of those working in the College, and it should hold these agents to account for their actions. This is important for maintaining and improving standards. A governance structure should also enable the College as an entity to be held to account for its actions both in terms of legal and regulatory compliance, but also for its overall standards of performance as an education provider.

Since the earliest inspections of Colleges, there has been an acceptance that externally determined standards should be applied to the operation of Colleges. This has become increasingly important since Ofsted and Children's Social Care, have the duty to inspect non-association independent day and boarding Colleges.

The ISSR and NMS reflect what is expected of a fee-paying College. These both determine the minimum standards that need to be met but are also intended to facilitate improvements in standards. Proprietorial Colleges must operate within these regulations. It is therefore important for any governance structure to be able to reflect and promote these intentions in the way it determines the operation of a College. It is equally important to be able to demonstrate that these standards are being met and are being used as the principles which guide the operations of the College.

The monitoring of performance is another key aspect of College governance. It is essential to be able to identify problems when they occur and to be able to apply appropriate interventions to deal with these difficulties. A good structure of governance will enable this to happen.

Issues for the Advisory Committee

The Governance Advisory Committee needs to understand, review and question the College's pupil performance data as follows:

- How well do you understand the data that gives an overview of standards in your College?
- Does your understanding of this data extend to the groups that make up your College community and whether there are gaps between them?
- Are you confident that you know the strengths, weaknesses and trends for your College?
- If there are any issues in your College, are they clearly identified in your plan for the College improvement?

The Governance Advisory Committee needs to monitor the overall effectiveness of the College as follows:

- Do you know what the profile of teaching is in your College?
- Do you build in resources to buy in expertise to work with your leadership team? Do you see the reports?
- Does your development plan demonstrate how CPD will improve the quality of teaching and learning? How is the impact evaluated?
- Does your Co-Principal and leadership team refresh their understanding of good or better teaching?

The Governance Advisory Committee needs to evaluate the behaviour and safety of pupils at the College as follows:

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

- Are your policies for behaviour and attendance up to date?
- What is your perception of behaviour in your College? What evidence do you have to support that view?
- What is the impact of your College's strategies to improve behaviour and attendance?
- How robust is your complaints procedure?
- Do your leaders and managers create a positive ethos?

It is the duty of the Governance Advisory Committee to have a clear view with regard to the following questions:

- How effective is the Proprietorship of the College and is there evidence to support this including the impact which the Governance Advisory Committee has upon the College?
- How well does the Governance Advisory Committee ensure clarity of vision, ethos and strategic direction?
- Does the Governance Advisory Committee act as a critical friend to the Co-Principal and leadership team?
- Does the Governance Advisory Committee hold senior leaders to account for all aspects of the College's performance?
- What evidence does the Governance Advisory Committee have that supports and strengthens College leadership?
- What evidence does the Governance Advisory Committee have that provides challenges to College leaders, particularly with regard to improving the quality of teaching?
- How does the Governance Advisory Committee use performance management systems, including the performance management of the Co-Principal, to improve teaching, leadership and management?
- Does the Governance Advisory Committee have a well-focused College improvement plan? Is there a separate section for the Proprietor?
- Are policies and procedures applied consistently by the Proprietor?
- How does the Governance Advisory Committee ensure financial probity and that the financial resources made available to the College are managed effectively?
- Is the Proprietor's equality policy available online?
- How accurate is the Proprietor's monitoring and evaluation of your College's performance?
- Are staff, pupils, parents and guardians engaged?
- Is the Proprietor's safeguarding arrangements up to date?
- Is the Governance Advisory Committee operating in a way that statutory duties are met and priorities are approved?
- Is the Governance Advisory Committee ensuring the College's finances are properly managed?

Quality of leadership in and management of the College

When evaluating the quality of leadership in and management of the College, the Governance Advisory Committee will need to consider whether the Colleges leadership:

- demonstrates an ambitious vision for the College and high expectations of all pupils and teachers;
- improves the College and develops its capacity for sustained improvement by developing high quality teaching, leadership capacity and high professional standards among all staff;
- ensures that all teaching staff benefit from appropriate professional development and that performance is rigorously managed;
- accurately evaluates the College's strengths and weaknesses and uses their findings to promote improvement;
- provides a broad and balanced curriculum that meets the needs of all pupils' learning, and promotes their good behaviour and safety and their spiritual, moral, social and cultural development;
- promotes pupils' learning and progress in literacy;
- engages parents in supporting pupil's achievement, behaviour and safety and their spiritual, moral, social and cultural development;
- takes steps to promote the safety of all pupils and ensures that they are safe in College.

The duty of the Co-Principal in relation to the Proprietor

With reference to the effectiveness of the College, the Co-Principal needs to provide evidence for the Governance Advisory Committee concerning:

- the quality of education provided in the College;
- achievement of pupils at the College;
- quality of teaching in the College;
- the behaviour and safety of pupils at the College;

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

- quality of leadership in, and management of the College;
- the spiritual, moral, social and cultural development of pupils at the College;
- the extent to which the education provided by the College meets the needs;
- of the range of pupils at the College, and in particular the needs of:
 - pupils who have a disability for the purposes of the Equality Act 2010;
 - pupils who have special educational needs.

The quality of education provided in the College

The Co-Principal needs to demonstrate the overall effectiveness of the quality of education provided in the College as follows:

- teaching is outstanding and, together with a rich and relevant curriculum, contributes to outstanding learning and achievement, significant growth in students' knowledge, and excellent attitudes to learning - exceptionally, achievement may be good and rapidly improving;
- pupils, and particular groups of pupils, have excellent educational experiences at College and these ensure that they are very well equipped for the next stage of their education, training or employment;
- there is excellent practice which ensures that all pupils have high levels of literacy appropriate to their age;
- the College's practice consistently reflects the highest expectations of staff and the highest aspirations for pupils, including disabled pupils and those with special educational needs.
- Best practice is spread effectively in a drive for continuous improvement.
- Other core aspects of the College's work are good or outstanding.
- The College's thoughtful and wide-ranging promotion of pupils' spiritual, moral, social and cultural development and their physical wellbeing enables them to thrive in a supportive, highly cohesive learning community.

Achievement of pupils at the College

The Co-Principal needs to demonstrate the overall effectiveness of the achievement at the College as follows:

- From each different starting point, the proportions of pupils making expected progress" and the proportions exceeding expected progress in English and in mathematics are high compared with national figures. For pupils for whom the pupil premium provides support, the proportions are similar to, or above, those for other pupils in the College or are rapidly approaching them.
- Pupils make rapid and sustained progress throughout year groups across many subjects, including English and mathematics, and learn exceptionally well.
- The achievement of pupils for whom the pupil premium provides support at least matches that of other pupils in the College or has risen rapidly, including in English and mathematics.
- Pupils read widely, and often across all subjects to a high standard.
- Pupils develop and apply a wide range of skills to great effect in reading, writing,
- communication and mathematics - they are exceptionally well prepared for the next stage in their education, training or employment.
- Pupils, including those in the sixth form acquire knowledge quickly and develop their understanding rapidly in a wide range of different subjects across the curriculum.
- The learning of groups of pupils, particularly those who are disabled, those who have special educational needs, those for whom the pupil premium provides support, and the most-able is consistently good or better.
- The standards of attainment of almost all groups of pupils are likely to be at least in line with national averages with many pupils attaining above this. In exceptional circumstances, an outstanding grade can be awarded where standards of attainment of any group of pupils are below those of all pupils nationally, but the gap is closing rapidly, as shown by trends in a range of attainment indicators. This may include attainment in reading.

Quality of teaching in the College

The Co-Principal needs to demonstrate the overall effectiveness of the quality of teaching at the College as follows:

- Much of the teaching in all key stages and most subjects is outstanding and never less than consistently good. As a result, almost all pupils currently on roll in the College, including disabled pupils, those who have special educational needs, those for whom the pupil premium provides support and the most able, are making rapid and sustained progress.
- All teachers have consistently high expectations of all pupils. They plan and teach lessons that enable pupils to learn exceptionally well across the curriculum.

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

- Teachers systematically and effectively check pupils' understanding throughout lessons, anticipating where they may need to intervene and doing so with notable impact on the quality of learning.
- The teaching of reading, writing, communication and mathematics is highly effective and cohesively planned and implemented across the curriculum.
- Teachers and other adults authoritatively impart knowledge to ensure students are engaged in learning and generate high levels of commitment to learning across the College.
- Consistently high-quality marking and constructive feedback from teachers ensure that pupils make rapid gains.
- Teachers use well-judged and often imaginative teaching strategies, including setting appropriate homework that, together with clearly directed and timely support and intervention, match individual needs accurately. Consequently, pupils learn exceptionally well across the curriculum.

The behaviour and safety of pupils at the College

The Co-Principal needs to demonstrate the overall effectiveness of the behaviour and safety of pupils at the College as follows:

- Pupils' consistently display a thirst for knowledge and a love of learning, including in independent, group and whole class work, which have a very strong impact on their progress in lessons
- Pupils' attitudes to learning are of an equally high standard across subjects, years, classes and with different staff.
- Parents, staff and pupils are unreservedly positive about both behaviour and safety. Pupils are keenly aware how good attitudes and behaviour contribute to College life, adult life and work.
- Pupils' behaviour outside lessons is almost always impeccable. Pupils' pride in the College is shown by their excellent conduct, manners and punctuality.
- Pupils are fully aware of different forms of bullying, including cyber-bullying and prejudice-based bullying, and actively try to prevent it from occurring. Bullying and derogatory or aggressive language in all their forms are rare and dealt with highly effectively.
- Skilled and highly consistent behaviour management by all staff makes a strong contribution to an exceptionally positive climate for learning. There are excellent improvements in behaviour over time for individuals or groups with particular behaviour needs.
- All groups of pupils are safe and feel safe at College and at alternative provision placements at all times. They understand very clearly what constitutes unsafe situations and are highly aware
- of how to keep themselves and others safe in different situations, including in relation to e-safety.

Quality of leadership in, and management of the College

The Co-Principal needs to demonstrate the overall effectiveness of the leadership in, and management of the College as follows:

- The pursuit of excellence in all of the College's activities is demonstrated by an uncompromising and highly successful drive to strongly improve, or maintain, the highest levels of achievement and personal development for all pupils over a sustained period of time.
 - All leaders and managers, including those responsible for governance, are highly ambitious for the pupils and lead by example. They base their actions on a deep and accurate understanding of the College's performance, and of staff and pupils' skills and attributes.
 - The Proprietor, stringently hold senior leaders to account for all aspects of the College's performance.
 - There are excellent policies underpinning practice that ensures that pupils have high levels of literacy, or pupils are making excellent progress in literacy.
 - Leaders focus relentlessly on improving teaching and learning and provide focused professional development for all staff, especially those that are newly qualified and at an early stage of their careers. This is underpinned by searching performance management that encourages, challenges and supports teachers' improvement. As a result, teaching is outstanding, or at least consistently good and improving.
 - The College's curriculum promotes and sustains a thirst for knowledge and a love of learning. It covers a wide range of subjects and provides opportunities for academic, technical and sporting excellence. It has a very positive impact on all
- David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.*

pupils' behaviour and safety, and contributes very well to pupils' academic achievement, their physical wellbeing, and their spiritual, moral, social and cultural development.

- The College's actions have secured improvement in achievement for those supported by the pupil premium, which is rising rapidly, including in English and mathematics.
- The College has highly successful strategies for engaging with parents to the benefit of pupils, including those who find working with the College difficult.
- The College's arrangements for safeguarding pupils meet statutory requirements.
- Staff model professional standards in all of their work and demonstrate high levels of respect and courtesy for pupils and others.
- Through highly effective, rigorous planning and controls, the Governance Advisory Committee ensures financial stability, including the effective and efficient management of financial resources such as the pupil premium funding. This leads to the excellent deployment of staff and resources to the benefit of all groups of pupils.

Self-Evaluation

Self-evaluation provides the basis for planning for development and improvement. The Governance Advisory Committee needs to show that the self-evaluation summary is most effective when it is:

- concise and succinct, captures the key points and, where relevant, identifies sources of evidence or more detailed evaluative material;
- evaluative rather than descriptive or repetitive, and captures succinctly the impact of the College's actions on the quality of teaching, pupils' achievement, behaviour and safety;
- a working document which is regularly used to inform the Governance Advisory Committee of the College's improvement activity and is updated as part of the College's self-evaluation processes;
- developed by, and used to inform, leaders, including Governance Advisory Committee and middle leaders as well as senior staff;
- linked to the ISSR, and to the Subsidiary guidance so that strengths and weaknesses are set out in relation to pupils' achievement, the quality of teaching, behaviour and safety, the College's provision for the pupils' spiritual, moral, social and cultural development which together can then provide a picture of the College's assessment of its overall effectiveness;
- linked to College improvement planning, and identifies areas for improvement and
- an indicator of the success of the College's actions in tackling issues identified at the previous inspection.

The self-evaluation summary is likely to be accurate and robust if it draws together, and where possible, corroborates the outcomes of different sources of evaluative information, including for example:

- any outcomes of the analysis of lesson observations and scrutiny of pupils' work;
- analysis of the progress and attainment of pupils currently on roll, including the performance of different groups of pupils.
- analysis of the pupils' past progress and attainment;
- analysis of data and information related to pupils' behaviour and safety, including exclusions, rewards and sanctions, incident logs and attendance;
- analysis of the effectiveness of specific interventions to improve, for example, the achievement and/or behaviour of particular groups of pupils;
- the views of parents and guardians and
- any external evaluations such as those carried out by the ISI and the local authority.

It is the duty of the Governance Advisory Committee to both challenge and hold the senior leaders of the College) to account for all aspects of the College's performance and to ensure financial stability. It is not sufficient for the Governance Advisory Committee to simply accept verbal and written reports from the senior leaders/managers. The Governance Advisory Committee is not to be viewed as a critical friend but is there to hold others to account.

The onerous and statutory duties on the Governance Advisory Committee of a commercial operation involving children and young people is of such that there needs to be evidence, based on a balance of probability, that the Governance Advisory Committee has held the senior leadership to account and this includes challenging the senior leaderships decisions, judgements and reports.

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

Appendix A

DAVID GAME COLLEGE

31 JEWRY STREET, LONDON, EC3N 2ET

Governance Framework

Contents

1. Introduction and Context	14
2. Corporate Governance at DGC	14
3. Summary description of primary management and governance bodies	17
3.1 Board of Directors (Governing Body)	17
3.2 College Leadership Group	17
3.3 Governance Advisory Committee	19
3.4 Academic Board	19
Appendices – Board Terms of Reference, Membership, Standing Orders	19
Publication of meeting minutes	26

Governance & Management at David Game College

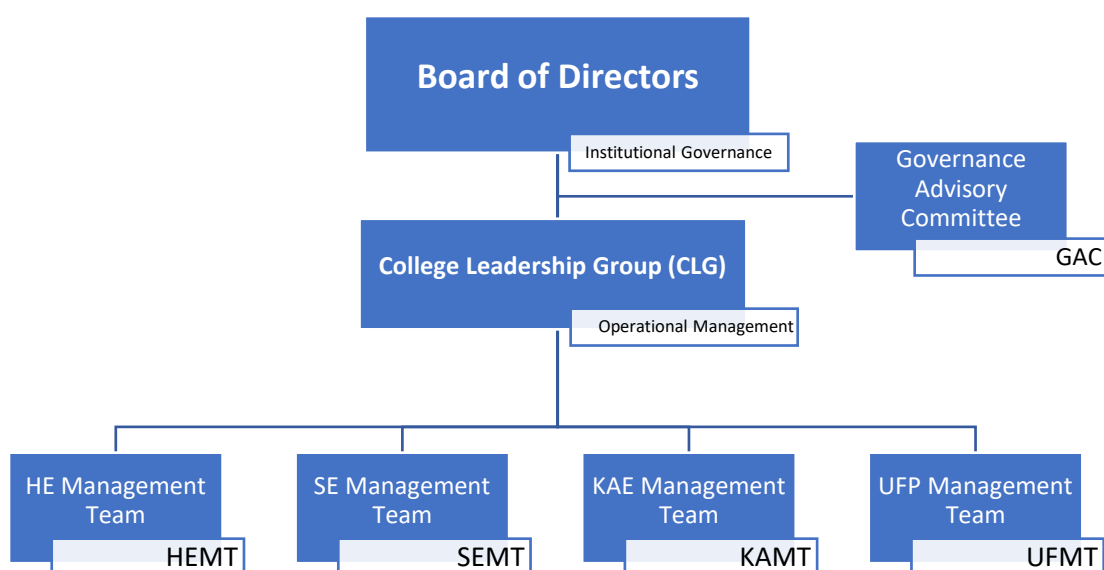
1. Introduction and Context

This document serves to detail the governance framework and management structure for David Game College to ensure compliance under the regulatory oversight of the Office for Students (OfS) and also with the requirement that it must continue to meet with the expectations of the Ofsted inspection regime as an independent college registered with the Department for Education.

The College's governance framework under-went an independent external review in September 2020 and was revised to its current format in February 2021 and aims to ensure full regulatory compliance.

David Game College Ltd, with four main departments trading as: David Game College (DGC); University Foundation Programme (UFP); Kensington Academy of English (KAE) and David Game Higher Education (DGHE), is a private company limited by shares, registered with Companies House under the number 03149730.

The company is solely owned by Mr David Game and managed by its Board of Directors which is accountable for all college activities and is the ultimate executive and decision-making body of the organisation. The Board delegates responsibility for day to day running of the organisation (operational management) to the College Leadership Group (CLG). Departmental management is the responsibility of separate senior management teams reporting directly to the CLG. The directors also have lead management responsibility for each of the departments but may delegate power to committees and specified management groups. The Board and CLG also consults with the Governance Advisory Committee (GAC), which serves to provide an additional layer of external expertise and consultation.



2. Corporate Governance at DGC

The College's governance framework has been developed through reference to a number of information sources including: *Committee of University Chairs (CUC) 'The Higher Education Code of Governance'* (June 2018) with particular reference to its primary elements, core values and guiding principles; *Office for Students Regulatory Framework, Notices and Advice* (including Regulatory Notice 4, Regulatory Advice 3: Annexe F and Annexe B of the Framework – Public Interest Governance Principles); the *National Governance Association, Welcome to Governance 2018-2019*; and more recently IHE's (Independent Higher Education) *Code of Governance for Independent Providers of Higher Education (September 2021)*.

The College is managed by its Board of Directors which is accountable for all college activities and is the ultimate executive and decision-making body of the organisation. The directors also have lead management responsibility for each of the four college departments. In addition, in order to satisfy regulatory requirements under the Office for Students and the additional 'Public Interest Governance Principles' with regards to external and independent membership on the governing body, a non-executive director is also appointed to the Board.

To broaden discussion and input to management activities the Board delegate day to day operational responsibility and oversight to the College Leadership Group (CLG). A limited number of directors are ex-officio members of the CLG (to ensure separation of governance from management) which also comprises other senior managers representing various functional

business and academic areas within the College.

Finally, and in addition to the fiduciary responsibilities of the directors, and their duty to meet with all regulatory requirements, the College has constituted a governance advisory committee, which serves to advise on key regulatory issues. The Governance Advisory Committee (GAC) is a consultative non-executive body, whose members (external and independent) are invited to attend both Board and CLG meetings to review and guide institutional achievements and objectives. The GAC members also convene a private annual meeting to review governance effectiveness.

The framework has been developed with the aim of being flexible enough to allow the College to exercise autonomy, yet robust enough to enable senior leaders/managers to be held to account. It consists of 3 elements and an on-going review process:

Element A: Governing Principles

Element B: Setting the Strategy

Element C: Monitoring the Strategy and Review of Strategy

The broad principles adopted to ensure effective governance are:

1. The right people round the table
2. Understanding the role and responsibilities of the board
3. Good chairing
4. Professional clerking
5. Good relationships based on trust
6. Knowing the college – the data, the staff, the students/pupils, the parents, the community
7. Committed to asking challenging questions and holding the executive to account
8. Confident to have courageous conversations in the interests of the children and young people, vulnerable adults and the student body in general.

These Elements are as follows:

Element A – Governing Principles

Governing principles, against which boards can evaluate their practice.

- **Governing Board Effectiveness** – right people with relevant skills/knowledge on the board, good leadership (Chair)
- **Vision, Ethos and Strategy** – 3 to 5 year plan, engagement with the wider community and various publics
- **Effective Accountability** – holding the executive to account, performance data and management, robust financial management systems, impact on outcomes.

Element B - Setting the Strategy

A shared vision and long-term strategy for the College, from which annual development plans, can be derived.

Strategy	Development Plan	Implementation
Agreed by the board, setting out the vision and its broad ambitions and developed in discussion with leaders, teachers, parents, learners and other relevant stakeholders.	Developed by senior leaders based on strategic plan with details on how it will be approved, communicated and monitored by the board, and implemented by the senior management teams.	Implemented by senior management teams and staff and monitored by board members, parents, learners and accrediting bodies.

Element C - Monitoring the Strategy

Key performance indicators against which progress towards the College’s vision can be charted and examples of the evidence that can be used to monitor and review the strategy.

Key performance indicators (KPIs) define the success criteria against which progress can be measured. They will be agreed in detail between the board and the senior leaders, based on a shared vision of what the college is aiming to achieve (Element B).

KPI’s must be SMART: Specific, Measurable, Agreed, Realistic, Time-bound. Outcomes will be monitored through a combination of narrative and quantitative measures. In some cases KPI’s may also be dictated by regulatory bodies.

The Board will use this data and information to help them judge how well the college is performing against the criteria that the board and senior leaders have agreed, and where appropriate a risk register will be compiled to enable effective risk management.

3. Summary description of primary management and governance bodies

Board of Directors (Governance)

Sub-committees:

- Finance
- Audit & Risk
- Nominations & Remuneration

College Leadership Group (Management)

Sub-committees:

- Operations Risk Committee
- Equality, Diversity & Inclusion Committee
- Technology & Innovation Committee

Governance Advisory Committee (External and Independent)

Academic Board (Academic Governance)

A brief overview of each of these bodies is shown below with full terms of reference provided in the appendices.

3.1 Board of Directors (Governing Body)

The College is managed by its **Board of Directors (BoD)** which is accountable for all College operations and is the ultimate decision-making and governing body of the organisation. The Board delegates responsibility for the management and day to day running of the College to the **College Leadership Group (CLG)**. The board delegates responsibility for maintaining and enhancing academic quality and standards to the **Academic Board (AB)**.

The Board of Directors has three embedded working groups reporting into it - which in time, and as the College grows, will evolve into full sub-committees: Finance, Audit & Risk and Nominations & Remuneration.

The Board shall exercise and be responsible for all the powers and functions of the College not reserved to the shareholders by the Articles of Association or by any provision of law, as defined in its Terms of Reference. The Board will also, at all times, operate under the guidance of the Office for Students' Regulatory Framework's public interest governance principles.

In broad terms, the role of the Board is to:

1. To approve the strategic vision and long-term academic and business plans and key performance indicators of the College, and to ensure that these meet the interests of stakeholders;
2. To delegate authority to the College Leadership Group, for the day to day academic, business, estate, and people management of the College and to keep under regular review the policies, procedures, and performance;
3. Monitor and review quality assurance, academic standards, management systems and programme delivery to ensure high standards are achieved in all aspects of the College work;
4. Monitor and review financial management to ensure: institutional sustainability; solvency; proper use of public funds; and to protect College assets;
5. Manage and implement an annual review and audit of governance arrangements to ensure full regulatory compliance.

3.2 College Leadership Group

The **College Leadership Group (CLG)** holds delegated authority from the Board of Directors for the day-to-day business, administrative, academic, estate, and people management of the College.

The CLG has 3 sub-committees reporting into it:

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

- Operations Risk Committee (addressing issues of H&S, Prevent, Safeguarding, SEND, Mental Health & Well-being)
- Equality, Diversity & Inclusion Committee
- Technology & Innovation Committee

The CLG is comprised of senior and departmental management team members from the various departments across the College, including: marketing and admissions; safeguarding; administrative and support service areas; academic; HR; business development and ancillary services. Departmental Heads also report into, and seek authority from, the CLG as and when required.

In broad terms, the role of the CLG is to:

1. Make proposals about the educational character and mission of the College, and for implementing the decisions of the Board of Directors.
2. Undertake all activities required for the organisation, direction and management of the College and leadership of its staff.
3. Oversee the management of all day-to-day academic matters in order to maintain academic standards and drive quality improvements.
4. Prepare and report annual estimates of student numbers and income to the Board of Directors and manage budgets and resources within the expenditure estimates approved by the Board.
5. Ensure the safety and wellbeing of all learners, staff members and visitors.
6. Promote the growth of a diverse and inclusive work/study environment.
7. Ensure operational risks are identified, assessed, monitored and mitigated.
8. Monitor regulatory compliance.

3.3 Governance Advisory Committee

The Board of Directors acknowledge the immense benefit that external and independent perspective, insight, experience and challenge can bring to ensuring effective governance of the College. It is therefore supported in its role by a **Governance Advisory Committee (GAC)**. The GAC shall provide advice and guidance to both the Board of Directors (governance) and the College Leadership Group (management) through its members' attendance to the quarterly meetings of these bodies, on matters relating to:

1. Developing the educational vision and mission of the college.
2. Developing the strategic direction and policy of the college.
3. Enhancing the quality of teaching and learning, student and graduate outcomes and student satisfaction.
4. Identifying new areas for development and innovation.
5. Reviewing risk and financial sustainability.
6. Regulatory compliance.
7. Diversity, inclusivity, H&S, safeguarding, SEND and well-being.
8. Ensuring that effective governance arrangements are maintained.

The GAC's contribution to the final point listed above, regarding the maintenance of effective governance arrangements, will be made through an annual meeting of GAC members to conduct a governance review. Findings will be reported back to the BoD, which in turn will inform the Board's annual review and audit.

3.4 Academic Board

The Academic Board is the principal advisory body with oversight on academic matters. The board promotes academic leadership within the College by overseeing the quality of teaching, learning, policy development and other academic matters. The board sets the framework and defines standards that regulate how the HE Schools must operate. It is aided by sub-structure of committees, boards and panels, which develop, agree and monitor the academic policies and procedures governing the quality framework.

The board monitors the course, staffing, and student risk categories through the devolution of responsibilities to key committees, boards, and panels. The Academic Board retains the overall oversight for quality standards, however, the responsibility and accountability for enhancement of teaching and learning strategies is devolved to each school, and respective Heads of School or Programme Managers. The Academic Board reports to the College's governing body - the Board of Directors, but also liaises closely with the Higher Education Management Team (HEMT) and the College Leadership Group (CLG). *Full academic governance detail is provided in the College's Quality Assurance Handbook.*

Appendices – Board Terms of Reference, Membership, Standing Orders

Board of Directors (Governing Body)

Terms of Reference

In broad terms, the role of the Board is to:

1. To approve the strategic vision and long-term academic and business plans and key performance indicators of the College, and to ensure that these meet the interests of stakeholders.

2. To delegate authority to the College Leadership Group, for the day to day academic, business, estate, and people management of the College and to keep under regular review the policies, procedures, and performance.
3. Monitor and review quality assurance, academic standards, management systems and programme delivery to ensure high standards are achieved in all aspects of the College work.
4. Monitor and review financial management to ensure: institutional sustainability; solvency; value for money; proper use of public funds; and to protect College assets.
5. Manage and implement an annual review and audit of governance arrangements to ensure full regulatory compliance.

And more specifically:

6. To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls, risk assessment, and internal and external audit including procedures for handling internal grievances and conflicts of interest.
7. To ensure processes are in place to monitor and evaluate the performance and effectiveness of the College against the plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.
8. To establish processes to monitor and evaluate the performance and effectiveness of the Board itself as the governing body of the College including in respect of and for the appointment and termination of members.
9. To conduct its business in accordance with good practice in both further and higher education corporate governance (i.e. Public Interest Governance Principles and with the Principles of Public Life drawn up by the Committee on Standards in Public Life (selflessness, integrity, objectivity, accountability, openness, honesty and leadership), and through reference to guidance provided by the National Governance Association and the Office for Standards in Education (Ofsted).
10. To safeguard the good name and values of the College.
11. To respect and uphold the principle of academic freedom and understand its legal responsibilities to uphold freedom of speech within the law.
12. To appoint the Principal, and to put in place suitable arrangements for monitoring their performance and establishing their remuneration.
13. To appoint the Clerk to the Board and to ensure that, if the person appointed has managerial responsibilities in the College, there is an appropriate separation in the lines of accountability.
14. To appoint any other 'senior' staff as may from time to time be determined, and to agree the level of remuneration and other payments.
15. To be the employing authority (HR Planning) for all staff in the institution and to be responsible for employment policy, including such provision as it thinks fit for the general welfare of staff and the promotion of diversity, equality, and inclusion. HR management and matters relating to day-to-day personnel issues will be delegated to the CLG.
16. To be the principal financial and business authority of the institution, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the College's assets, property, and estate.

17. To be the College's legal authority and, as such, to ensure that systems are in place for meeting all the College's legal obligations, including those arising from contracts and other legal commitments made in the College's name.
18. To ensure that processes are established to maintain the College's legal and regulatory compliance.
19. To make such provision as it thinks fit for the general welfare of students and the promotion of equality, diversity, and inclusion, and to receive assurance that adequate provision has been made for the general welfare of students. Such assurances will typically be received from the FE and HE Academic Boards and the CLG.
20. To ensure that the College's Articles of Association are followed at all times and that appropriate advice is available to enable this to happen.
21. To consider the effectiveness and appropriateness of the Articles of Association and make recommendations for change as necessary.
22. To appoint members to the required Sub-committees (or Groups); consider and, where necessary, act on the reports from these. Such committees will include: Finance; Audit & Risk and Nominations & Remuneration. Detailed terms of reference for these bodies may be found within their documents and will include: the appointment of the external auditors; consideration of the annual report of the internal audit service; and receive and approve the audited annual financial statements (this responsibility to be reserved to the Board for its collective decision, without delegation).
23. To inform its funding body, regulator, educational oversight / designated quality body or other relevant organisation of any 'material adverse' change in its circumstances and any serious incident which, in the judgement of the Accountable Officer and the Board, could have a substantial impact on the interests of the institution and report any reportable event.

Membership

Ex Officio Members:

David Game (Principal & CEO) - Chair

John Dalton (Co-Principal)

John Sanders (Director of HE) – Deputy Chair

Funda Kavi (Director of Sales & Marketing & KAE Operations)

Mansour Kaveh (Director UFP)

Non-Executive Director (Independent Member)

Clerk to the Board – Mark Pester

Attendance by invitation:

College Leadership Group (CLG) members

External members of the Governance Advisory Committee – GAC

Standing Orders

- The Chair shall normally be the CEO, unless otherwise agreed.
- Where necessary, and if approved by the Chair, members of the Board may appoint alternates to attend meetings at which they are unable to be present.
- Invited attendees will only participate in the deliberations as required by the Board and will not be entitled to vote on motions proposed.
- The Board will normally meet four times a year, usually in February, May, August and November. It may also convene formally on other occasions to address exceptional circumstances where applicable.
- Members are expected to attend meetings personally but may be permitted to attend via videoconference mediums on occasions where personal attendance is not possible.

- The Board shall only be considered quorate if half the total number (50%) of ex-officio members (rounded down to the nearest whole number if necessary) are in attendance. This includes attendance via videoconference.
- Non-executive directors should be appointed to ensure an external and independent perspective is brought to bear on the management and governance of the college and will normally serve for a period of 3 years (and up to a maximum of 3 terms).

Finance (sub-committee) Working Group

The duties of the Group shall be to:

1. Consider the annual operating budget and make recommendations to the Board.
2. Monitor and review current and projected levels of income and expenditure.
3. Receive and consider reports from the auditors relating to the annual financial statements.
4. Monitor cash flow performance, forecasts and overall liquidity.
5. Consider material financial risks and monitor financial sustainability.
6. Prepare and submit annually, under direction of the Board, audited financial statements to Companies House, and other external authorities as required.
7. Ensure 'value for money' and that public funds are managed appropriately.
8. Ensure financial data that may be submitted to Higher Education Statistics Agency (HESA), Student Loans Company (SLC), Office for Students (OfS), Office for Standards in Education (Ofsted), Department for Education (DfE), UK Visa and Immigration (UKVI) and any other relevant external organisation is accurate and complete.

Audit & Risk (sub-committee) Working Group

The duties of the Group shall be to:

1. Advise the board on the appointment and remuneration of the external auditors.
2. Discuss with the external auditors the nature and scope of the audit, review ongoing progress, assess risk and consider management responses.
3. Ensure that any significant variances have been thoroughly investigated and where appropriate advise that the regulator be informed.
4. Oversee the institution's policy on fraud, irregularity, prevention of bribery and anti-money laundering and receive reports on non-compliance.
5. Satisfy itself that suitable risk mitigation strategies are in place to ensure the sustainability of the institution and to promote efficiency and value for money.
6. Satisfy itself that effective arrangements are in place to ensure appropriate and accurate data returns are made to external stakeholders and regulatory bodies.

Nominations & Remuneration (sub-committee) Working Group

The duties of the Group shall be to:

1. Advise the Board on the framework and policy for the nominations, appointments, re-appointments and remuneration for members of all senior governance and management committees/boards and advisory groups.

2. Advise the Board on the design of performance related pay schemes, bonuses and incentive payments, including the determination of targets.
3. Review and note annually the nomination and remuneration trends across the College and where possible make comparison against other similar institutions.

College Leadership Group (CLG)

The CLG has 3 sub-committees reporting into it:

- Operations Risk Committee (addressing issues of H&S, Prevent, Safeguarding, SEND, Mental Health & Well-being and other general operational risks)
- Equality, Diversity & Inclusion Committee
- Technology & Innovation Committee

Terms of Reference

In broad terms, the role of the CLG is to:

1. Make proposals about the educational character and mission of the College, and for implementing the decisions of the Board of Directors.
2. Undertake all activities required for the organisation, direction and management of the College and leadership of its staff.
3. Oversee the management of all day-to-day academic matters (in consultation with the Academic Board) in order to maintain academic standards and drive quality improvements.
4. Prepare and report annual estimates of student numbers and income to the Board of Directors and manage budgets and resources within the expenditure estimates approved by the Board.
5. Ensure the safety and wellbeing of all learners, staff members and visitors.
6. Promote the growth of a diverse and inclusive work/study environment.
7. Ensure operational risks are identified, assessed, monitored and mitigated.
8. Monitor regulatory compliance.

And more specifically:

9. Delegate the management of risks relating to H&S (including: Prevent, safeguarding, SEND, mental health & well-being), ICT, building/security and consumer protection law to the Operations Risk Committee.
10. Delegate the responsibility for the development and implementation of Equality, Diversity and Inclusion strategy to the EDI Committee.
11. Delegate responsibility for the maintenance, planning, management and innovative use of ICT to the Technology & Innovation Committee
12. Liaise with heads of curriculum areas to ensure HR and learning resource needs are met.

13. Receive reports from departmental heads on key performance indicators.
14. Initiate and receive departmental development and growth plans and plan budgets accordingly.
15. Collate, analyse and report on departmental student enrolments, progressions, retention and achievement rates and present predicted income levels.
16. Regularly assess the College's compliance against the requirements of its awarding and regulatory bodies including those of the OfS, Ofsted, DfE, British Council and cife.
17. Ensure that students have the opportunity to contribute to the management and governance of the College, either through participation at board/committee meetings or through written submissions.

Membership

Ex Officio Members:

Chair – Jill Bainton

John Dalton (Co-Principal / Head of A levels)

Remi Ferguson (UFP Manager)

Paul Talan (HE Head of Centre)

Dr Julia Cushnir (Head of Sixth Form)

Nedaa Belal (Head of GCSE and Safeguarding Lead)

Zed Aberdash (IT Manager)

Clerk to the CLG

Attendance by invitation:

Other departmental heads and key personnel

External/Independent members of the Governance Advisory Committee – GAC

Student representatives, Parents/Guardians

Board of Directors (BoD) members (if required)

Standing Orders

- The Chair shall normally be the Co-Principal, unless otherwise agreed.
- Where necessary, and if approved by the Chair, members of the Group may appoint alternates to attend meetings at which they are unable to be present.
- Invited attendees will only participate in the deliberations as required by the Group and will not be entitled to vote on motions proposed.
- The Group will normally meet four times a year, usually in February, May, August and November. It may also convene formally on other occasions to address exceptional circumstances where applicable.
- Members are expected to attend meetings personally but may be permitted to attend via videoconference mediums on occasions where personal attendance is not possible.
- The Group shall only be considered quorate if half the total number (50%) of ex-officio members (rounded down to the nearest whole number if necessary) are in attendance. This includes attendance via videoconference.

The CLG has 3 sub-committees reporting into it:

1. Operations Risk Committee
2. Equality, Diversity & Inclusion Committee
3. Technology & Innovation Committee

Operations Risk Committee (ORC)

The rationale and purpose behind the College's Operations Risk Committee is to provide a framework and opportunity for senior and departmental management to meet and using existing regulatory compliance and statutory requirements as a baseline, to discuss, explore and examine the risks that the College faces, both internally and externally. Using the Committee as a vehicle for actions and risk mitigation, thereby reducing the College's risk exposure to what can be considered "acceptable levels" of risk. The categories of risks examined are various, but could be roughly contained within

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

the following:

1. Health and Safety including Prevent, Safeguarding, SEND, Mental Health & Well-being.
2. Consumer protection law and GDPR (on-going compliance)
3. Technological and communications
4. Building maintenance and security
5. Regulatory compliance in general

It is important to note that risks associated with academic matters are managed by the College's Academic Board and those related to strategic development and financial sustainability fall under the remit of the Board of Directors.

Equality, Diversity & Inclusion Committee (EDI)

The EDI Committee has responsibility for the development and implementation of Equality, Diversity and Inclusion strategy.

The Committee shall ensure that there is an integrated, proactive approach to equality, diversity and inclusion that meets the College's regulatory and legal duties, is informed by sector best practice and supports the achievement of the College's values and objectives.

Without limiting the general responsibilities as described above, the committee aims:

1. To develop and review the College's Equality, Diversity and Inclusion strategy and to drive and oversee the College's commitment to and progress on its delivery.
2. To monitor and report on the College's compliance with equality, diversity and inclusion legislation.
3. To plan, review and approve the College's annual information reporting of relevance to Equality, Diversity and Inclusion.
4. To make recommendations and support College staff and students in implementation of institutional level equality objectives and to monitor progress annually towards achieving these objectives.
5. To guide the College's approach to relevant charter mark activities.
6. To make recommendations for sharing best practice across the College.
7. To champion diverse representation on all institutional committees.
8. To receive and deliver reports and updates to the College Leadership Group as required including an annual report.

Technology & Innovation Committee (TIC)

The College's Technology & Innovation sub-committee is charged with the following:

1. To provide timely information to the campus community about planned changes that affect the College environment.
2. To work with curriculum teams and service areas to find and implement innovative IT solutions in order to improve efficiencies, quality and staff/student satisfaction levels.
3. To seek input from academic, administrative and student units regarding technology needs and concerns.
4. To provide input on decisions affecting campus technology.
5. To recommend policies for the use of the campus-wide network and other technologies, including computing, telephone, cable television, instructional technology and the WWW.
6. To recommend training and support for users of campus technologies.
7. To discuss the effect of technological changes and advances on the campus.

Governance Advisory Committee

The **Governance Advisory Committee (GAC)** shall provide advice and guidance to both the Board of Directors (governance) and the College Leadership Group (management) through its members' attendance to the quarterly meetings of these bodies, on matters relating to:

1. Developing the educational vision and mission of the college.
2. Developing the strategic direction and policy of the college.

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

3. Enhancing the quality of teaching and learning, student and graduate outcomes and student satisfaction.
4. Identifying new areas for development and innovation.
5. Reviewing risk and financial sustainability.
6. Regulatory compliance.
7. Diversity, inclusivity, H&S, safeguarding, SEND and well-being.
8. Ensuring that effective governance arrangements are maintained.

The GAC's contribution to the final point listed above, regarding the maintenance of effective governance arrangements, will be made through an annual meeting of GAC members to conduct a governance review. Findings will be reported back to the BoD, which in turn will inform the Board's annual review and audit.

Membership

Chair
External advisors

(appointed on the basis of specialist knowledge – legal, financial, academic, business, etc).

Standing Orders

- The Chair shall be elected by committee members, unless otherwise agreed.
- Members of the Committee may not appoint alternates to attend meetings at which they are unable to be present.
- Members will be invited to attend both Board of Directors' (governance) and College Leadership Group (management) meetings as per the instructions of the Chair of the BoD and in accordance with specified agenda items.
- Members will therefore normally be required to attend meetings four times a year, usually in February, May, August and November.
- GAC members will also convene formally as a group (independent of college directors and/or senior managers) to conduct an annual review of governance effectiveness. The outcomes of which will be reported to the BoD.
- Members are expected to attend meetings personally but may be permitted to attend via videoconference mediums on occasions where personal attendance is not possible.
- The appointment of new members will be subject to a 'fit and proper persons' test.

Publication of meeting minutes

Minutes from meetings of the governing body (Board of Directors) are published on the college's website. If necessary, some sections may be redacted if of a commercially sensitive nature. Minutes from all other boards, committees, sub-committees and working groups are typically posted on the college's VLE.

Review

This document will be reviewed according to governance procedural monitoring and review arrangements, which is typically conducted on an annual basis (internal) and every 3 years for an external/independent period.

Appendix B

Governance: areas of responsibility and oversight

In order to effectively manage the governance of the College and to hold the executive to account, members of the Governance Advisory Committee (GAC) have 10 domains of oversight responsibility. Ultimately, technical governance is down to the executive, so the purpose of the Governance Advisory Committee is to help set the strategic direction of the College, act as a "critical friend", and ensure that leadership and management run the College in an effective and efficient way. Advisory Committee members must also ensure that the executive and the SLT run the College in a manner that is in the best interests of the children in their care. As a boarding and day College, ensuring regulatory compliance is critical to the

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

safe and effective running of the College, and all those involved in the GAC are totally committed to safeguarding and creating a safe environment for students and staff to operate within.

Part of this involves members of the Governance Advisory Committee being familiar with:

- National Minimum Standards (NMS)
- Independent Schools Standards (Regulations)
- Ofsted Inspection Handbook

All members of the Committee are selected by the Executive because they have:

- Relevant experience in education
- Some experience of educational regulatory compliance
- Held (currently or previously) positions of responsibility relating to professional standards

All members must be screened as follows:

- Have clear enhanced DBS
- Show their passport and two forms of identity to confirm their address
- Barring checks
- Section 128 check
- Sign a document to confirm that they are a "Fit and Proper Person" for the role
- Annually sign a declaration (safeguarding)

Domains for governance oversight

1. Safeguarding – including Prevent and safe recruitment
2. Management and leadership (strategic intent and development , academic standards and outcomes)
3. Curriculum development and the quality of education (including core, PSHE, RSE, SMSC and BV, careers and teaching)
4. Health and safety
5. Communications - internal and with parents, including policies and development plans
6. Pastoral care (including SEND, mental health, medical issues and wellbeing)
7. Boarding (IP, inspection of building, H&S, food, boarders' wellbeing)
8. Complaints and countering bullying
9. Guardians
10. Admissions and attendance

None of these are mutually exclusive and there is significant overlap and interdependence between the domains.

Each member of the Governance Advisory Committee has been given a number of domains over which they will have oversight and responsibility. Two members have specific responsibility to ensure that the National Minimum Standards (NMS) are enforced.

There are currently 4 members of the Advisory Committee whose oversight responsibilities are grouped as follows:

Jill Bainton's domains oversight

- Safeguarding (including safer recruitment, Prevent Duty)
- Pastoral care
- Complaints and countering bullying

James Eytle's domains oversight

- Health and Safety
- Boarding (health and safety, food and hygiene, and role of HoB)
- Examinations*

Lindsay Badenoch's domains oversight

- Leadership and management
- Communications
- Admissions and attendance

Bill Brown's domains oversight

- Curriculum development and quality of teaching
- Guardians
- Boarding (IP, medical issues, and training of HP and implementation of NMS, risk assessments, role of House staff)

**James Eytle has been given specific governance oversight of the College's examination compliance owing to his experience in this area*

David Game College is committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. It is our aim that all students fulfil their potential.

Engagement between Governance Advisory Committee members will take place as follows:

- Learning walks and visits to become familiar with how staff go about their roles
- The Co-Principal will also provide the members with regular reports
- Attendance data
- Inspection of Single Central Record
- Inspection of Admissions register
- Review College Development plan
- Check all new major college publications
- Evaluate examination results
- Review university placement data and information on internships
- Review SEN information and survey reports
- Look at summaries of student and staff surveys
- Involvement in managing complaints (panel level)
- Safeguarding audit
- Inspection of safeguarding risk register
- To make checks on new employee files to ensure safe recruitment has been followed

Members of the Governance Advisory Committee are also able to sit in on other committee meetings:

- College Leadership Group
- Risk and Issue Committee
- Pastoral Care Committee

Training for members of the Governance Advisory Committee

All members of the Governance Advisory Committee must be trained in:

- Safeguarding – at least to level 2
- Prevent
- Governance and leadership for Boarding

Role of Chair of Governance Advisory Committee

The Chair of the Committee has to be informed by the Co-Principal of any significant developments at the College, pertaining to students, parents and staff.

The Chair would be contacted under the following scenarios:

1. A significant accident at the College or within the boarding house
2. The Missing Student Protocol is initiated
3. An outbreak of a serious illness within the Boarding House
4. A significant safeguarding issue within the College or Boarding House
5. If there is involvement of the LADO in the College
6. A serious reputational issue is facing the College
7. A serious student or parental complaint is raised
8. Serious safeguarding disclosures are made that are under investigation

John Dalton