

St. Paul's, the British School, São Paulo

**FUNDAÇÃO ANGLO BRASILEIRA DE EDUCAÇÃO
E CULTURA DE SÃO PAULO**



St. Paul's School

MANIBUS POTENTIA STUDIUM ANIMIS

**GUIDELINES FOR
GOVERNORS
MARCH 2015**

Contents

INTRODUCTION – background to the school.....	3
GOVERNANCE STRUCTURE.....	6
THE ROLE AND COMPOSITION OF THE BOARD OF GOVERNORS	7
PRINCIPLES OF GOOD PRACTICE FOR GOVERNORS.....	11
GOVERNOR SELF-EVALUATION	11
THE HEAD AND THE BOARD	12
GOVERNORS, THE BURSAR AND SUPPORT STAFF.....	16
QUALITY ASSURANCE (INSPECTION AND REVIEW).....	17
MEDIA AND COMMUNICATIONS.....	18
GOVERNOR LIABILITIES	18
GOVERNOR ETHICS AND CONFLICTS OF INTEREST	19
Appendix 1: Declaration of Interests Form	21
Appendix 2: Appointment of school governors	22

INTRODUCTION – background to the school

St. Paul's School is the British School in Sao Paulo. Founded in 1926 to serve the educational needs of the British Community, which it still does, it now admits, in addition, the children of Brazilian parents and those of other nationalities who seek a British education. The School consists of three sections, a Pre Prep School (children aged 3-6), a Prep School (pupils 7-11), and a Senior School (11-18). The UK National Curriculum is followed in the latter years of the Pre-Prep, in the Prep School, and the early years of the Senior School. All pupils in the Senior School study for the IGCSE Examinations and in the 6th Form for the International Baccalaureate Programme. Though the School's intake is broadly comprehensive, academic standards are high.

Mission and values

The fundamental aim of St. Paul's is to provide an excellent education for pupils. Being both a British and a Brazilian school brings an additional richness and ambition.

The School Motto is *Manibus Potentia Studium Animis*

"Strength is gained with our hands, but zeal is only acquired through our minds".

Mission Statement (2013)

"St. Paul's is a traditional, forward looking school seeking to nurture excellence, aiming to provide a high quality British and Brazilian holistic education, for the academic and personal development of pupils, within a framework of a caring community which shares a common set of core values."

The Board of Governors has an important strategic role to play in the leadership and management of the school. This is to help the Head, leadership and staff provide the best possible education for all pupils and use the resources and facilities to achieve the school's aims. Governors bring their experience, life skills and common sense to this task. In everything they do, they should aim to raise expectations of what can be achieved by every pupil and strengthen the involvement of parents and the wider community.

This involves setting the school's vision and aims, establishing, evaluating and maintaining the school's ethos, setting plans and policies, monitoring and evaluating school performance, promoting self-evaluation and supporting external inspection and review to sustain school improvement.

Pupils are encouraged to become independent, open-minded, well rounded individuals who embrace life-long learning and the school seeks to develop in them both the skills and the sense of responsibility to enable them to make a difference to the globalised world in which they live.

Underpinning these statements is a belief that the school should encourage and demand academic rigour, it should sustain and deliver high quality pastoral care, it should provide a wide range of curricular and co-curricular opportunities and nurture a strong sense of community and school spirit, so that all those within the school feel secure, confident and able to develop their interests and enthusiasms in a fulfilling way.

Our Values

We expect staff, pupils and all members of the school community to:

- | | |
|-------------------------------|-----------------------------|
| Show respect | Be honest |
| Have integrity | Be collaborative |
| Be thinkers | Become independent Learners |
| Develop a sense of self-worth | Be open-minded |
| Be resilient | Be caring |

These qualities are reflected in the IB Learner Profile and also in both the Golden Rules in the Pre-Prep and Prep Schools and the Code of Honour in the Senior School. For the staff, an agreed set of professional standards underpins the expectations and the conduct of all staff (academic and support) staff in their work (devised and adopted in February 2015).

Golden Rules (in Pre-Prep and Prep Schools):

- We are honest.
- We are gentle.
- We are kind and helpful.
- We listen to people.
- We work hard.
- We look after property.

Code of Honour:

As a Paulean I will strive to be:

- Honest
- Respectful
- Trustworthy
- Hardworking
- Kind

Strategic planning

Governors are key in developing and supporting the implementation of the strategic plan which is founded on five key aims and has a structure of 7 pillars. Regular discussion between the Board and leadership of the school creates opportunities to review the strategic plan and create targets for the coming year.

The strategic planks which support this vision are our key aims of:

- Creating an exciting, enriching, engaging and challenging curriculum for every pupil
- Providing a connected and continuous experience for pupils and staff, linking together the three phases of the school from 3 to 18

- Developing confident and assured young people, who are aware of their place in the world, their impact on it and on others
- Offering opportunities for every member of the school community to develop and learn
- Managing the operations and resources of the school in an efficient, responsible and sustainable way

The planks support seven pillars, creating a way forward for detailed planning and implementing change:

1. Quality of teaching (and staff development)
2. Quality of learning
3. Quality of pupils' personal development
4. Quality of co-curricular provision
5. Quality of staffing, facilities and resources
6. Quality of the sense of community and communication
7. Quality control

GOVERNANCE STRUCTURE

St. Paul's School (Escola Britânica de São Paulo) is maintained by the Fundação Anglo Brasileira de Educação e Cultura de São Paulo (FABEC).

The Statutes of the FABEC, as registered with the Brazilian Authorities, set out the following administrative structure:

HONORARY PRESIDENT

Her Majesty's Ambassador to Brazil

ADMINISTRATIVE COUNCIL

(Conselho Administrativo)

Trustees

(Comitê Estratégico)

There are four Trustees elected by former Chairmen of the British and Commonwealth Community Council (B&CCC) plus the current Chairman of the B&CCC who is appointed by the Trustees.

Her Majesty's Consul-General in São Paulo is also a member of the *Comitê Estratégico* but without voting rights

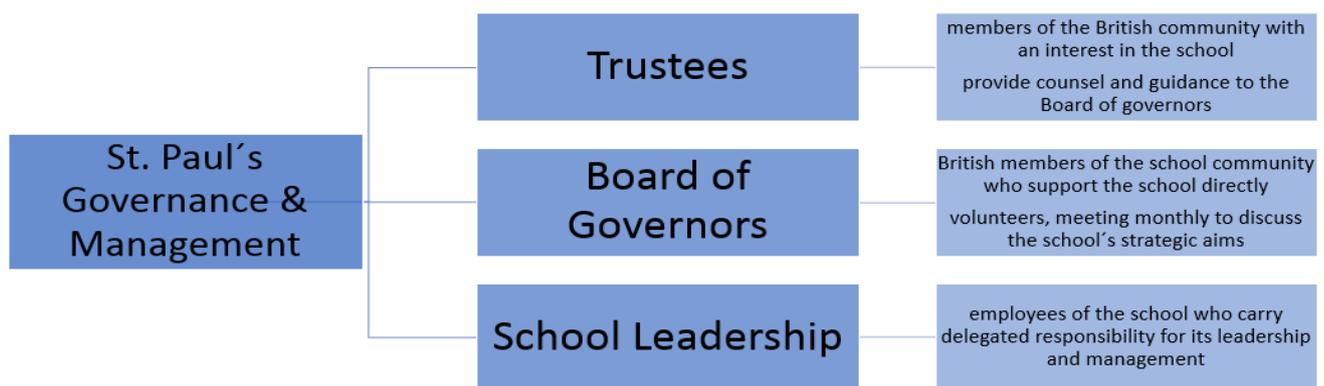
Board of Governors

(Comitê Operacional)

There are eight members, seven of which are appointed by the Trustees, plus the current Chairman of the B&CCC. The tenure of a School Board Member is one year with the possibility of re-election.

The Trustees may attend the School Board Meetings, but normally represented by only one of the Trustees

The Trustees will appoint, with no voting rights, one of its members to attend the School Board Meetings.



THE ROLE AND COMPOSITION OF THE BOARD OF GOVERNORS

Corporate Governance

The Board of Governors has many functions in relation to the school. In fulfilling these functions, the Board of Governors should support the aims and objectives of the school and act in its best interests.

In practical terms this involves oversight of the Head's *delegated responsibilities* to include the leadership and management of the school; for example, staff development and performance management, strategic planning, academic curriculum and resource planning and management, personal social and moral development of pupils (to include safeguarding and welfare), communications within and beyond the school and the provision of a broad, balanced and enriching curriculum and educational experience for every child.

The Board is responsible for determining the aims and overall conduct of the school and is accountable for the discharge of its responsibilities to pupils, parents and staff. Together with the leadership group it sets and reviews the policies, plans and procedures that will ensure the best possible education for present and future pupils of the school. The Board is responsible for ensuring the proper control of the school's finances. It is also responsible for ensuring compliance with regulation and Brazilian law (and to some extent UK education regulation insofar as it impacts on the British Schools Overseas standards). Governors should be kept up to date with major changes in laws that affect the operation of the school.

It is desirable that the Board should contain both men and women reflecting the co-educational nature of the school. Former pupils and parents have an important contribution to make although their numbers should not be too great. At all times they should act in the interests of the school. They are not 'representatives' of these groups, nor speak for the Head. Any questions from parents and others regarding the management of the school must be referred to the Head. Governors' experience should cover the major areas of expertise necessary for the oversight and running of the school. These will include finance, property, law, health and safety and education.

It is good practice for all governors to take responsibility for identifying those who might add to the skills and strength of the Board.

Information about the Board and its members appears on the school's website.

Induction of new Board members

The strength of the Board lies in the range of skills of its members and in their ability to work together as a team. Each governor has an equal right to participate, and to make up his/her own mind about the issues presented. But once decisions are taken, individual governors are bound by them and should be loyal to them. The business of the Board is confidential and breaches of confidentiality, however inadvertent, can cause embarrassment or damage to the school. In general the business, discussions and minutes of governors' meetings should be viewed as confidential, including what is discussed before a decision is taken.

New governors should familiarise themselves with the school and the issues which face the governance, leadership and management of the school. They should have a tour with either the Head or Bursar and meet senior staff. Presence at major school events is both helpful to governors and to the school who see the active involvement of the Board in school life.

Regular attendance at meetings is vital. To take part in informal discussions it is necessary to acquire good background knowledge of the school. Much of this should be provided by the Head's regular reports at governors' meetings. Governors should attend as many school functions as they can, to get the "feel" of the school and to become better known to staff and pupils. Governors are very welcome to visit the school at other times, for example to observe teaching and learning, by arrangement with the Head.

Individual governors should at all times be careful not to compromise the position of either the Board or the Head, or to disrupt the proper channels of communication within the school, by acting on their own. Governors need to appreciate that their responsibility is a collective one; individual governors have no authority or power other than what might have been specifically delegated by the whole Board.

The Chair of Governors

The Chair holds a key position, so, it is a prime responsibility of the Trustees to find the right person for the post. In addition to seeing that the business of the Board is conducted properly and the meetings are run efficiently, it is the Chair's task to get all governors to contribute and to work together as a team. S/he also has a vital role as "critical friend" in supporting, guiding and liaising with the Head, and sometimes the Bursar, and may have to take important decisions between governors' meetings. He or she should have regular meetings with, and be easily available to the Head.

The Clerk to the Governors

The Clerk to the Governors at St Paul's School is the Bursar (although the roles may be held by separate people). The Clerk is responsible for publishing a programme of meetings, and organising the agenda for meetings of the Board and its committees, at the wish of the Chair and with input from the Head and Bursar. The Clerk helps in implementing the decisions of the Board. The Clerk is loosely but helpfully regarded as the guide and guardian of the Board whose duties include convening the meetings and confirming the dates of subsequent meetings. It is the responsibility of the Clerk to draft the minutes for the approval of the Chair, to distribute them to governors and to ensure that the authorised version is filed along with reports presented at the meeting. The Clerk needs to be able to advise governors on procedural matters and must therefore be familiar with the requirements of the law, and the terms of the school's governing documents. The Clerk must also ensure that all terms of reference and other documentation related to the work of the Board are subject to regular review and updating.

Combining the role of Bursar and Clerk has the advantage of convenience as the Bursar will always be required to attend Board meetings to report on financial and other matters.

Board meetings

A programme of meetings of the Board should be published well in advance. The Board meets 10 times per year.

The agenda should include The Head's report and the Bursar's report. There should be items for the various areas of individual governor responsibility to report. Governors should be regularly informed of changes in the laws that have implications for the school.

The Head's report should go out with the agenda and other papers, and time should be allowed for an unhurried discussion of issues arising from it at the meeting. Governors and Head should ensure that it includes the best indicators of the school's performance and that, over a period of time, the Head's reports enable governors to discern the school's strengths and weaknesses. The report should contain an account of progress in meeting the objectives of the development plan, and any proposals for amendment of that plan. It may also contain other academic or pastoral issues that require review or decision by the governors. School policies should be reviewed regularly and new policies and procedures adopted by the Board.

The Treasurer and Bursar will present the management accounts including performance against budget at each meeting. The Bursar and Head will work together to create the budget which the Treasurer and Bursar will recommend to the Board. The Bursar and Treasurer have oversight of the capital spending, reserves and long-term investments. They will also be in a position to identify any danger signals and recommend appropriate action. The Board carries the ultimate responsibility for reviewing risks to which the school is exposed, and for the systems in place to mitigate them.

Governors may sometimes wish to confer in private. This can be done by including an item of private business at the beginning or end of the agenda, when the Head and/or Bursar are excluded. Such business conducted in their absence can naturally cause anxiety: the Board should keep it to a minimum and, as soon as possible afterwards, the Chair should tell those concerned, including the Bursar and Head, the substance of what was discussed.

The critical division between governance and management can easily be crossed, with potential for damage to key relationships and uncertainty as to where responsibility lies. It is the job of the school management to run the school according to the guidelines given them by the Governors. **The temptation of Governors to micro-manage must be resisted.**

Sub-committees

Sub-committees are set up as necessary to tackle particular issues and projects. These are not formalised within the statutes of the Board or the Foundation, but they play an important advisory and functional role none the less.

For example:

- ICT strategy committee – advises on infrastructure and software planning.
- Buildings committee – to monitor and direct the progress of buildings (ongoing)
- Staff benefits and remuneration committee – to ensure best use of resources and best practice in recruiting and retaining staff

PRINCIPLES OF GOOD PRACTICE FOR GOVERNORS

The responsibility of a Governor of an independent school is to gain a basic understanding of all aspects of the school's operation and then to initiate, or support, Board actions that will advance the standards and goals set forth in the school's statement of philosophy. The following should be seen as guiding principles.

1. A Governor's first obligation is to be informed about the school's history, goals, and current operations and concerns.
2. A Governor should come to meetings prepared, having read the minutes of previous meetings and other pertinent materials, and should participate in the consideration of all matters before the Board.
3. A Governor should not hesitate to ask questions. A full understanding of the issues is prerequisite to casting an informed vote.
4. The Board as a whole sets policy. An individual Governor should never seek to impose a personal agenda on a member of the school's Leadership or become involved in specific management or curricular issues.
5. A Governor must always respect the confidentiality of Board discussions.
6. Governors should volunteer for assignments as appropriate which may assist the Head or other senior leaders.
7. A Governor must guard against any conflict of interest, whether business-related or personal. Governors who are parents must take a particular care to separate the interests of the school from those of any child (particularly their own).
8. A Governor has a responsibility to support the Head actively and to demonstrate that support, within the school community.
9. The Governor who learns of a problem should bring that problem to the attention of the Head or Chair. A Governor should not attempt to deal with such a situation on an individual basis.
10. Every Governor has a responsibility to contribute to the improvement of the school.
11. Each Governor, not just those with nominated responsibility for finance, has a fiduciary responsibility for the funds entrusted to the school and for sound budgetary and resource management.

GOVERNOR SELF-EVALUATION

How effective is the Board as a whole?

It is good practice to review the effectiveness and composition of the board regularly using a self-evaluation structure as directed by the Chair.

THE HEAD AND THE BOARD

Appointing the Head

The quality of leadership is the single most important factor in the effectiveness of a school. Though today's schools are usually managed by teams, ultimate responsibility for leadership rests with the Head and his/her appointment remains the Board's most important single task. It is vital that when it comes to an appointment the Board is confident it has found the right person; if not, it is better to re-advertise the post.

The process takes time and governors need to be aware of the usual notice requirements from schools in the UK. Usually for existing heads, two terms notice must be given. If the governors feel they have the right person for the job it is better to have an interregnum if the new appointee has notice to work out in their existing school.

An outline timetable should be put together with advertisements, scheduled interviews for long and short lists and plans to fly the shortlist candidates to the school for the final interview. To avoid losing a favoured candidate the two sets of interviews should be held as close together as possible as many candidates will have several schools in their sights. It is particularly important that spouses are included at the shortlist stage when candidates visit the school. They need to get as full a picture as possible of living in São Paulo to minimise problems when the Head takes up the post.

It is usual for the appointment to be conditional on a satisfactory medical report. As a condition of membership of HMC the contract will be seen and agreed by HMC who have guidelines to assist its drafting.

The confidentiality of a candidate's application is a priority. Throughout the selection process it is important to respect the sensitivities of both candidate and his/her current school.

The Chair should consult the outgoing Head on the timing and occasion of the announcement of his/her resignation or retirement. Similarly, once the new appointment has been made there will need to be agreement between the two schools on the manner and timing of the announcement.

Governors and the Head

The Board is concerned with aims, policies and plans. It looks to the Head and the senior team to help formulate and then to implement those plans and carry out the operational activities of the school. Acting within that framework, the Head and the senior team manage and administer the school with the support of the governors while recognising their accountability to them. In practice, the relationship can be complex. While the division between management and governance may not be amenable to precise definition, it is a vital distinction which needs to be clearly understood and observed. It is important that the Head, the key leader in the school, should not feel under constant, critical scrutiny and should be seen to have wide discretion in leading the school and determining its character. However, he or she must recognise the ultimate responsibility of the governors for the school's prosperity, and help them to exercise it. Partnership is the key.

Schools need a comprehensive set of policies. The more important policies are required by the Independent School Standards Regulations (and the British Schools Overseas standards) and their existence and implementation are subject to inspection. Other published policy statements are also essential for establishing the school's outlook and for ensuring consistency. They reduce the risk of disagreement and people know where they stand. The pay and conditions of staff, bursaries and scholarships, health and safety, behavioural expectations including alcohol and drugs are examples of areas where a clear statement of the school's attitudes and procedures are needed, and there are many more. Governors may initiate policies, but usually the Head will be aware of the need, consult staff and draw up a draft for the governors to approve. In the fields of curriculum and school routine the Board must be kept informed and made aware of major changes. Partnership will be essential when the policy relates to sensitive issues of parent relationships, the suspension or exclusion of pupils, for example, or the persistent non-payment of fees. Governors should review the list of policies regularly to make sure there are no gaps that could leave open the possibility of litigation. The school has a compliance committee which reviews policies and checks regulatory requirements against the British Schools Overseas standards.

It is the Head's responsibility in consultation with senior colleagues to appoint the teaching staff within the framework established by the governors. The framework will be a budgetary one, which may relate to a pupil-teacher ratio. Whilst the appointment of teaching staff is a matter for the Head, the contract of employment is with the governors who are the legal employers. While Heads rightly expect discretion over the choice of staff they must accept that the determination of the number of staff is a matter for governors. The Head may invite particular governors to assist in some senior appointments; the governors should expect to be kept informed of changes of personnel and, from time to time, to see a schedule of the teaching staff and their responsibilities.

The Deputy Head is appointed by the Governors although the Head will be closely involved in the selection and decision. A close, effective and productive relationship between Head and Deputy Head is vital and has a major impact on the smooth running of the school.

Establishment of the salary scales for staff is a governors' responsibility on which the Head would often be encouraged to advise. Teachers' contracts include a probationary period and if the Head decides, in a particular case, not to renew the contract when the period has been served, all such situations should be discussed with the Chair. In a disciplinary situation governors should be made aware of circumstances that could lead to their involvement in legal proceedings. However, care needs to be taken to ensure that a sufficient number of governors have no prior involvement in any issue relating to either staff or pupils which might lead to an appeal to the governors in order that the appeal is heard with strict independence.

The Head is inevitably a somewhat lonely figure as far as the school is concerned. Nowadays s/he is likely to work very closely with senior colleagues, but the Head bears the major load of responsibility and cannot take for granted popularity with, or personal support from, colleagues or parents. Indeed a wise Head will be very cautious over becoming too closely involved with parents socially. The Head therefore needs the confidence, support and encouragement of the governors who, from their different standpoint, are able to provide an objective view of his or her concerns. This burden of support falls particularly on the Chair, who should be generally available for consultation, and be able to provide a source of judicious support, guidance and encouragement.

The Head will belong to one or more professional associations, whose code of conduct must be observed. Governors should encourage the Head to make full use of the support (including mentoring for a new Head) offered by that Association and encourage the Head to attend relevant conferences and courses. The Chair should arrange for the Head's appraisal, in line with the professional development and review process for all staff, and best practice for heads. Appraisal is a development tool, providing an opportunity for a frank discussion about the Head's perceptions of his or her work, the areas of relative strength and those which might be causing concern. It should identify how time might be used more effectively, what training or consultation might be helpful and what targets should be set for the next appraisal. If the full benefit - to Head and school - of the appraisal process is to be achieved, there should be strict confidentiality between Head and appraiser(s). Access to the written appraisal document should be agreed at the outset: normally only the Chair will have that prerogative and s/he will report to the Board.

Criticism of the Head may reach the ears of governors. Any complaint of apparent substance should be referred at once to the Chair. If a complaint amounts to a grievance, then the school's procedure must be followed. The Chair should talk things through with the Head, identifying the causes of dissatisfaction and, if appropriate, setting targets and offering training and support. In any case, three governors should be kept apart from the details of the situation in order to act as an appeal panel should that become necessary. It might also be wise to appoint a governor to act as pastoral support for the Head.

Subject to the Head's rights under the terms and conditions of employment, and under statute, the Board has a right to request the resignation of, or to dismiss, the Head if in its judgement the interests of the school demand it. In exercising this right, governors must have regard to the clauses in the school's governing document and in the Head's contract that prescribe the procedures to be followed; and they should always seek legal advice. The Head will be entitled to a fair hearing before an unbiased panel, accompanied by a friend, and the governors should satisfy themselves that the Head has access to professional and legal advice through the appropriate Heads' Association. Carefully following established procedures will prevent either party being surprised at any stage.

Other than in a case of serious misconduct (which might need to be reported to external authorities), it may be in the interests of both school and individual that the Board and the Head reach an agreed settlement rather than resorting to the prescribed procedures of investigation, hearing and appeal. In this way the Head's reputation and future career may be better secured, and the potential for damage to the school minimised. Lawyers are likely to be needed to ensure that matters of confidentiality, official statements and media enquiries are dealt with effectively: it will, in any event, be necessary to employ lawyers at the school's expense in drafting a compromise agreement under the terms of the employment legislation to safeguard the interests of both sides.

Independent schools have long emphasised the merits of the freedoms enjoyed by their governing bodies and Heads. Such twin freedoms require - and almost always receive - reinforcement from close and trustful co-operation between governors and Head. When such co-operation breaks down the school may suffer grave injury. The faults are rarely wholly on one side.

Reviewing the Head

The Chair has a responsibility to undertake regular review and appraisal of the Head. The appraisal process provides an opportunity for feedback to the Head on performance and to encourage professional dialogue, self-evaluation and improvement, and rapport. The Chair of the Board, in particular, directly liaises and meets with the Head both formally

and informally through the appraisal process. The Chairman should act as a “critical friend” to the Head, offering constructive advice and counsel when needed.

GOVERNORS, THE BURSAR AND SUPPORT STAFF

The Bursar

The Bursar is appointed by the Governors. The Head should have a voice, and be a member of the appointing panel, to ensure a strong working relationship is established.

From the Board’s point of view, the Bursar is usually second in importance only to the Head. The Bursar looks after the financial and property management of the school and is responsible for the efficient operation of all the ancillary services including, accounts, grounds, maintenance and catering. Governors must ensure that they receive adequate financial reports. It is clear that nothing but good personal relations and a clear understanding of the inter-dependency between the two can ensure the smooth running of a school.

The primary responsibility for the overall welfare of the school rests with the Head and it is important that that is seen to be the case. There will, however, be areas in which the responsibilities of Head and Bursar overlap. When a new appointment of Head or Bursar is made, the Board should take care to define as clearly as possible their respective spheres of responsibility and the working relationship between them which the Board expects. This is perhaps especially important when a new Head is appointed to a school with an established Bursar.

Support staff

As well as teachers, the school employs, and depends upon, a large number of support staff. These will include secretaries, teaching assistants, bursarial staff, ground staff, caterers, cleaners. It is important that the Board values these support staff and concerns itself with their welfare, pay and pension arrangements. To this end it may be useful for the Bursar to report annually to the Board on the work that s/he and they do. Where support functions are outsourced, the Bursar is responsible for liaising with the sub-contractors and ensuring that the outsourced staff are managed appropriately and that the service they provide is of an appropriate standard. At St. Paul’s School, the cleaning, maintenance and catering staff are outsourced to Sodexo.

QUALITY ASSURANCE (INSPECTION AND REVIEW)

Inspections provide a valuable opportunity for governors to have an external assessment of their school. The inspections form a judgement on the quality of the education provided for the pupils and also determine whether the school complies with the Independent School Standards Regulations (ISSR) and / or British Schools Overseas (BSO) standards as appropriate. Governors are responsible for ensuring regulatory compliance and there needs to be a sufficient awareness within the Board of the Regulations in order to hold the senior staff to account. This is achieved through Board representation on the school's Compliance Committee. Inspection of governance is conducted against a set of criteria developed and published by the chosen inspectorate (ISI / Penta). The Chair and possibly other governors will be interviewed by the Reporting Inspector or by one of the team inspectors on issues of governance, such as the composition and work of the Board, the suitability of the committee structures to provide oversight, and their degree of involvement in the school. Any regulatory failing will inevitably compromise the judgement of the quality of governance. On the final afternoon of the inspection all governors will be offered the opportunity, along with the Head and senior staff, to hear a detailed oral report on the inspection. They will be able to ask for clarifications, and correct factual misunderstandings, but they should not expect to influence judgements contained in the report. Nothing of significance should appear in the written report which was not fed back during this final meeting.

During the few days of inspection various aspects of the school will be scrutinised and evaluated through examination of pupils' work, observation of lessons, discussions with pupils and their teachers and through the use of questionnaires. Policy documents and development plans will be scrutinised, communication systems and management and pastoral structures examined. Inspectors note and comment upon the behaviour of pupils, the quality of their relationships with teachers and other aspects of the school's ethos. The entire inspection process is carried out in relation to the school's ability to fulfil its own stated aims.

Governors will appreciate the stresses and strains that will be felt by the Head and staff during the period of the inspection. The inspection will be a time for the Board's own self-assessment; governors should continuously look at their own processes and procedures and consider how they will appear during the inspection.

The inspectorate will send copies of the inspection report to the Head, copied to the Heads' Association, to OFSTED and to the Department for Education (DfE). There are then two weeks before the report must be released to all parents and other interested parties.

This is to allow the Head and the Governors time to consider how best to manage publication of the report. Inspection reports are public documents, accessible from the inspectorate's website.

The Head will be asked by his/her professional Association to respond in writing to the report and to indicate what action will be taken on the recommendations it contains. This response is also sent to the DfE. In most cases that concludes the inspection process. Where the Association or the DfE is not satisfied that the school has taken appropriate or sufficient action, they may request that a follow-up visit by a Reporting Inspector is carried out, occasionally accompanied by another inspector, which can take place at no notice. Once the Association and DfE are satisfied, a notice to this effect can be posted on the web with the report. In the months following the inspection governors will want to assure themselves that lessons have been learned and action taken. They should see that the Head has an action plan incorporating the improvements to be made, the person(s) responsible for them, the time frames and the criteria that will indicate successful implementation. Parents should be kept informed of the steps being taken and progress made.

MEDIA AND COMMUNICATIONS

The responsibility for contact with the media should be centred on one person, usually the Head. The school engages a public relations company and any comments to the media should be discussed with them. The school also has a communications and engagement manager to manage and coordinate internal and external communications and the development of relationships with former pupils through the OP network.

If there is a crisis or a problem likely to give rise to publicity, it is essential to channel all communications with the media through that designated person, and all governors and staff should be advised of this. There may be occasions when the Chair should speak for the school, but otherwise governors should not normally become involved.

GOVERNOR LIABILITIES

Board members are not liable for the obligations and commitments undertaken by the FABEC. In developing the activities of the FABEC, the Governors will not discriminate on the grounds of nationality, race, colour, sex or religion. Governors must ensure that the financial statements of the FABEC be submitted annually for assessment by independent auditors.

GOVERNOR ETHICS AND CONFLICTS OF INTEREST

Board members play an important and sensitive role. They must make every effort to both generate a positive image of the school. Any criticisms they hear from members of the school community should be referred to the Head. Board members have individual opinions but must be objective and consider the benefits of a decision for development of the school community as a whole.

Confidentiality

Board members are required to keep in strictest confidence everything that comes to their knowledge, the sharing of which to others may cause harm to FABEC, the school, other Board members, the Head and staff or the pupils.

Parental interest

Most Board members are parents of children enrolled at the school. As parents they should make every effort to suppress their particular views based on the reports or experience of their own children. They should also treat with caution information they may receive from other parents about events or practices which may not be based on established fact. They should attempt to remain objective at all times and see the institution as a whole rather than be concerned about any one particular age group or area or individual.

Personal interest and beliefs

While it is vital that Board members express their own particular viewpoints, it is not acceptable for an individual to press for something which comes from a highly personal belief system (psychological, educational, religious, social or political). Nor is it acceptable, when discussing matters of strategy and development (which may involve matters of finance, curriculum development or the school's location), that parent members should consider their own personal income, their personal preferences or the location of their own home.

Referral of criticisms, doubts and concerns

Board members who have a concern should inform the Chairman who shall promptly and discreetly refer to the Head for his/her review and recommendation, any and all suggestions, criticisms, complaints, communications or comments regarding the policies and administration of the school or the Head's performance of his/her duties. The Head shall report to the Chair the action that has been taken over such items that have been referred to.

Conflicting interests

Board members shall have no financial or other interests that conflict with the interests of the school. In any case, the Board shall decide whether or not a conflict of interest is substantial and whether it warrants any special measures, such as requiring the member to refrain from voting on a particular issue, or in an extreme case, requesting their resignation.

It is the responsibility of Board members to declare any circumstances that might create a potential conflict of interest between themselves and the school.

On appointment or co-option to the Board, members are required to sign a form agreeing to abide by the Board's ethics as listed above, particularly with regard to confidentiality and conflicts of interest, and the Principles of Good Practice for the Board and School Governors

Appendix 1: Declaration of Interests Form

Name:

Signature:

Position in the FABEC:

Date:

Please answer all questions in detail and use a separate sheet if necessary

QUESTION	ANSWER
1. Please give details of any of the following:	
Directorships held by you, including non-executive directorships, in companies that provide goods or services to the school or may seek to do so in the future.	
Total or partial ownership of companies, businesses or consultancies that provide goods or services to the school or foundation or may seek to do so in the future.	
Majority shareholding or controlling shares held by you in an organization which provides goods or services or does business with the school	
Position of authority in a non-governmental organization which collaborates with, or seeks to collaborate with the school.	
Ownership or partial ownership of any interest in land or property used by the school, or likely to be used by it	
Contractual or professional relationship with any employee or director of the school?	
2. Do you occupy a position, paid or unpaid, in the service of a provider of goods or services to the school? If yes, please specify.	
3. Does your wife/husband or any of your immediate relatives (grandparents, parents, brothers and sisters, sons or daughters, grandsons or granddaughters, in-laws or any person living in your household for whom you provide material support - meaning the direct or indirect provision of more than 25% of that person's income in the prior calendar year) have any of the interests or position detailed in paragraph 1 or 2 above? If so, please give details of any such interests.	
4. Do you occupy a position of authority in relation to anyone who has donated money to the school? If yes, please specify.	

Appendix 2: Appointment of school governors

The Trustees appoint the governors in consultation with the Chair. The appointments, which are made at the beginning of each year's first term in July, are communicated to the Community at the Annual General Meeting of the British & Commonwealth Community Council, (B&CCC) in December of each year. The B&CCC is the organisation representing the Community interest in the two foundations, FUNDAÇÃO BRITÂNICA DE BENEFICÊNCIA and FUNDAÇÃO ANGLO BRASILEIRA DE EDUCAÇÃO E CULTURA DE SÃO PAULO. The recommendations for appointments are based on proven skills in areas of expertise that can be of value to the school, their commitment to education and interest/participate in the British and Commonwealth community affairs in Sao Paulo. In addition under the statutes of the foundation, the Governor must hold, or have the right to hold a British Passport, or have a parent or parents who hold or have/had the right to hold a British Passport. The reason for this distinction is that the original investment in both foundations was through donations and British investors, dedicated to the education and welfare of the British Community residing in Sao Paulo. It is the role of the British Community residing in Sao Paulo to protect these investments passed down to us over the years.

The Trustees also appoint the Chair and Vice Chair, whilst the Chair assigns a specific responsibility to each Governor within the Board.

Drafted June 2012

Reviewed May 2015

Adopted by the Board, June 2015