



Department
for Education

Clerking Competency Framework

**The knowledge, skills and behaviours
required to provide professional clerking
to the governing boards of maintained
schools, academies and multi-academy
trusts**

April 2017

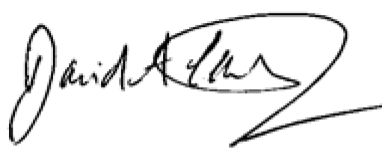
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Foreword

The Department for Education recognises the value of professional quality clerking to governing boards in maintained schools, academies and multi-academy trusts. As anyone who has experienced professional clerking will testify, it provides an invaluable contribution to the efficiency, effectiveness, productivity and compliance of the governing board. A professional clerk works in partnership with the chair to keep the board focused on its core strategic priorities, provides independent and expert advice and guidance to the board on its duties and functions, and delivers administrative support that makes everything work smoothly.

I am grateful to all of those who have worked with us to develop this new competency framework for professional clerking. Together with the updated Governance Handbook and the new Competency Framework for Governance it forms a trio of resources published in 2017 that set high expectations for the role and functions of governance in our education system. I make no apology for the stretch that many will feel in reading them. Our children deserve the best possible education, and everyone involved in governance – whether sitting on a board or providing clerking services to it – must strive for the highest professional standards. Only in setting high expectations for themselves can they set the very highest of expectations for our school leaders and the children they teach.

A handwritten signature in black ink, appearing to read 'David Carter', with a stylized flourish at the end.

Sir David Carter

National Schools Commissioner for England

Introduction

Effective governance provides strategic direction and control to schools, academies and Multi-Academy Trusts (MATs). It creates robust accountability, oversight and assurance for their educational and financial performance and is ambitious for all children and young people to achieve the very best outcomes.

The DfE recognises that professional-quality clerking is critical to the effectiveness of a governing board in fulfilling its core strategic functions:

- 1. Ensuring clarity of vision, ethos and strategic direction;**
- 2. Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and**
- 3. Overseeing the financial performance of the organisation and making sure its money is well spent.**

Professional-quality clerking is about much more than taking minutes to record the discussions and decisions of the board. It is also about providing governing boards with expert advice on governance, procedures and compliance and directly contributing to its efficient conduct. The voluntary nature of governance makes it all the more important that boards conduct their business efficiently to make the best possible use of everyone's time. Professional clerking has a vital role to play in meeting the administrative and procedural requirements of boards and enabling efficient and effective discussion and decision making.

About this framework

This competency framework provides non-statutory guidance from the Department for Education (DfE). It sets out the competencies required to deliver professional clerking in local authority (LA) maintained schools, federations, single academy trusts (SATs) and multi-academy trusts (MATs). It demonstrates the importance of professional clerking and the breadth and depth of knowledge, skills and behaviours needed to deliver it.

The framework should be read alongside the:

- [Governance Handbook](#), particularly the section explaining the key features of effective governance
- for those providing clerking to academy trusts, the [Academies Financial Handbook](#), and
- the [Competency Framework for Governance](#), given professional clerking will support the role and development of those directly involved in governance.

In addition, there are other organisations e.g. local authorities (LAs), [ICSA: The Governance Institute](#), [The Key](#), and the [National Governance Association](#) (NGA) that can provide helpful information about clerking.

Boards governing different types and sizes of organisation will have different clerking needs – for example the board of a large multi-academy trust will have greater need for expert advice and support in structuring and operating multifaceted governance arrangements. It is for the chair and the executive leader, together with the board, to consider which knowledge and skill areas outlined in the framework are most important for their clerk in their particular context and in relation to the scale and complexity of their organisation. Whatever their clerking needs, all boards should have high expectations for the professionalism of the service they receive.

Structure

The clerking competency framework begins with an overview of how clerking relates to each of the key features of effective governance¹. In the body of the framework, the knowledge, skills and effective behaviours are grouped under four competency headings: *understanding governance; administration; advice and guidance; and people and relationships*.

Terminology

Throughout the document references to:

- *professional clerking* should be taken to mean high-quality delivery of the board's clerking requirements, including advice on regulatory and procedural governance matters, tailored to each board and its context
- *the board* should be taken to mean the accountable body for the school or group of schools in England – in LA-maintained schools this will be the governing body; and in a SAT or MAT, it will be the board of trustees
- *trustees* mean the individuals who sit on the board of an academy trust and in some trusts will be known as directors
- *organisation* means the school, federation, SAT or MAT being governed
- *executive leaders* are those held to account by the board for the performance of the organisation. This may be the CEO, executive headteacher, headteacher or principal, as well as other senior employees, depending on the structure of the organisation

¹ DfE, *Governance Handbook 2017*, section 1, January 2017

- *local governing body (LGB)* means a committee of a MAT board that is established as such under the trust's articles of association to contribute to the governance of a school or schools in the MAT.

Who is this publication for?

This competency framework is for:

- governing boards and school leaders in all maintained schools, federations, academies and MATs
- anyone providing professional clerking services to a governing board, including company secretaries, who either undertake a clerking role or who work alongside someone who does
- organisations employing people to provide clerking services to governing boards
- local authorities (LAs)
- training providers designing and delivering training and other learning and development activities for governance.

The framework does not apply directly to those providing professional clerking to pupil referral units, sixth-form colleges or general further education (FE) colleges though they may find its general principles helpful.

This competency framework may be used by:

governing boards to:

- understand the role of professional clerking and how it can improve the quality of governance in an organisation
- help with recruiting a clerk
- set their clerk's objectives and inform their performance appraisal process
- identify where improvement may be required in the services they receive from their clerk.

individuals and organisations delivering professional clerking to:

- support individuals in assessing their own practice, skills and knowledge and identifying their development needs
- help organisations recruit and performance manage the people they employ.

training providers to:

- inform the design of training and development programmes for improving the quality and professionalism of clerking.

Review date

This competency framework will be kept under regular review and updated as necessary, including to reflect changes to policy.

Clerking competency framework

The role of the clerk

All academy trusts and maintained schools must appoint a clerk to their governing board as set out in their articles of association or in regulations, as appropriate. These legal documents define a specific set of functions and duties for the clerk, but do not provide a full description of professional clerking which is about ensuring the efficient functioning of the board by providing:

- administrative and organisational support;
- guidance to ensure that the board works in compliance with the appropriate legal and regulatory framework, and understands the potential consequences for non-compliance; and
- advice on procedural matters relating to the operation of the board.

Professional clerking may also involve designing structures and procedures for the sound governance of the organisation - particularly in larger and more complex organisations.

Professional clerks to governing boards should carry out their duties in line with the seven principles of public life ([Nolan principles](#)). They should also be mindful of their responsibilities under equality legislation, recognising and encouraging diversity and inclusion, and should understand the impact of effective governance on the quality of education and on outcomes for all children and young people.

Professional clerking to enable effective governance

Effective governance is based on [six key features as set out in the Governance Handbook](#). Professional clerking has a vital role to play in supporting each feature:

- **Strategic leadership** that sets and champions vision, ethos and strategy.

Professional clerking supports and challenges the chair to ensure the board focuses on strategic rather than operational decisions and flags up where the board is overstepping or deviating from its role. This enables the board to focus on its strategic role and to exercise its functions effectively and confidently. High-quality administration is critical to the efficient functioning of the board as the strategic decision-making body for the organisation. Professional clerking supports the chair to ensure that meetings are planned efficiently over the course of the school year; that papers are received in a timely manner; and that minutes contain a clear record of debate and decisions.

- **Accountability** that drives up educational standards and financial performance.

Professional clerking plays a crucial role in supporting the board to hold executive leaders to account. It provides guidance to the chair and board to help them identify the information they require and the questions they should ask of senior leaders. It works with senior leaders to provide the information and data that the board requires about education standards and financial performance in a timely manner. This gives the board the opportunity for detailed scrutiny of data before discussions and facilitates challenge of executive leaders about current performance and strategic priorities. Professional clerking also informs the board's accountability to others through minutes that provide evidence of challenge and scrutiny of the executive, and the board's overall ability and capacity to govern the organisation well.

- **People** with the right skills, experience, qualities and capacity

Professional clerking supports the board to recruit, induct and train individuals with the right set of skills. It reports on vacancies and appointments; maintains a comprehensive register of members; and gives efficient notice for removal and other procedural matters. This supports the board's succession-planning, can encourage members of the board to move on when appropriate to do so, and allows the board to act quickly to recruit when a vacancy arises. Professional clerking also involves maintaining a record of skills audits and the training that has been undertaken to help the board keep its skills up-to-date and build its capacity. In addition, professional clerking builds and maintains strong and effective working relationships with the chair and others to give the board confidence in the advice and guidance they provide.

- **Structures** that reinforce clearly defined roles and responsibilities

Professional clerking ensures that the board is properly constituted. It involves recording the structure, membership and terms of reference of each committee and ensuring these are available to everyone involved in governance. This helps the organisation to avoid the lack of clarity or the duplication of responsibilities that can so easily lead to dysfunctional or ineffective governance arrangements. Professional clerking includes the provision of impartial advice and support to the chair and board on appropriate governance structures and schemes of delegation.

- **Compliance** with statutory and contractual requirements

Professional clerking provides knowledgeable and confident support to the board to ensure compliance (and an understanding of the consequences of non-compliance) with the relevant legal frameworks, contractual obligations and governance requirements of the organisation. This includes ensuring that proper processes are followed, decisions are correctly made, statutory policies are in

place and that a record of policies; along with copies of policies and procedural documents approved by the board are maintained and accessible as required.

- **Evaluation** to monitor and improve the quality and impact of governance

Professional clerking provides an audit trail to contribute to any review of the effectiveness of the board's governance. This includes comprehensive minutes of meetings that record the board's discussions and decisions, and records of individuals' attendance and the actions that have been taken to address any skills gaps. Boards can use any self-evaluation or external review to assess how the clerking service they receive contributes to the effective governance of the organisation. At an individual level, evaluation will allow the clerk to reflect on their contribution to effective governance and whether they are meeting the standards expected of them.

Knowledge, skills and effective behaviours

Competency 1: Understanding governance

Why it's important: A sound understanding of the board's duties and responsibilities; governance legislation and procedures; and the wider context in which the board is operating will enable the clerk to make an important contribution to the effectiveness of the board. It will result in better quality advice on legal and procedural matters related to governance; make for more accurate recording of discussions and decisions; and enable more efficient use of the board's time.

Knowledge and understanding

- a. the key features of effective governance and the core functions of the board as set out in the [Governance Handbook](#) and the knowledge, skills and behaviours in the [Competency Framework for Governance](#)
- b. the specific duties and functions of the clerk as set out in legislation or articles of association as appropriate
- c. the key themes of national education policy and the local education context
- d. the relevant duties on boards under education and employment legislation and any related guidance
- e. in SATs or MATs, the requirements of charity and company law, the [Academies Financial Handbook](#)
- f. the board's responsibilities with regard to Equalities and Health and Safety legislation
- g. the board's duties, the organisation's policy and internal procedures and any responsibilities of the board within it, relating, but not limited to:

- i. whistleblowing
 - ii. safeguarding
 - iii. Disclosure and Barring Service (DBS) checks
 - iv. Companies House records and returns (where applicable)
 - v. Edubase entries relating to the governance of the organisation
 - vi. the publication of information about governance on the organisation's website
- h. the board's responsibilities relating to record-keeping and the provision of data, including the Data Protection Act 1998 and the Freedom of Information Act 2000 and how these apply to the recording and retention of information relating to the operation of the board
 - i. the purpose of, and frameworks for, the board's accountability to and relationship with others (including DfE/ESFA, Ofsted, and the LA/Diocese where applicable) and the clerk's role in ensuring evidence is available to support this
 - j. in SATs an MATs, the trust's funding agreement(s) and articles of association; in maintained schools, the instrument of government for the organisation and in organisations where this is applicable, the Trust Deeds
 - k. the governance structure of the organisation including its legal structure and constitution and procedures relating to the conduct of governance; its scheme of delegation for governance arrangements; and what this means for how and where decisions are made and communicated
 - l. the board's strategic priorities (and where applicable, the charitable objects) for their organisation
 - m. the culture, values and ethos of the organisation and, where appropriate, that of the foundation trust including in relation to any religious character
 - n. the code of conduct for the board
 - o. the pupil performance and financial management information which the board will use to hold leaders to account.

Competency 2: Administration

Why it's important: professional clerking ensures that the processes and procedures of governance are administered efficiently. Taking care of the basics enables the chair and the board to make more effective use of their time and focus on strategic matters. Professional clerking involves developing a forward plan with the chair so that board members are well prepared for meetings and executive leaders are able to provide the right information for discussion. High-quality paperwork leads to better-informed decision-making, and clear record-keeping enables compliance and accurate reporting to others within, and outside, the organisation.

Skills and effective behaviours

- a. uses excellent time and project management skills to deliver efficient arrangements for board and/or committee meetings ensuring that agenda and papers are shared in a timely manner
- b. uses technology effectively to streamline planning and administration activity for the board
- c. promotes effective use of project management tools, including risk registers, to support the chair in planning ahead and preparing for future meetings
- d. identifies priorities, anticipates issues which may arise and draws these matters to the chair's attention and proposes recommendations
- e. uses a range of methods for recording and presenting information, deciding which is appropriate for the type of information and the audience
- f. evaluates the effectiveness of their administrative systems and processes to ensure they are meeting the needs of the board and to make improvements where necessary
- g. pays attention to detail, particularly when reviewing or proof-reading the agenda and board papers for clarity and accuracy before they are circulated
- h. is well prepared for meetings having read all relevant papers and followed up on actions and matters arising from previous meetings
- i. checks that meetings will be quorate and if not advises accordingly
- j. makes good judgements about which discussion points to capture in the minutes and is aware of the importance of recording dissenting voices or challenges from the board, and records all decisions to produce accurate minutes and actions from the meeting
- k. has the confidence to challenge the board in the event that meetings are not conducted in a proper or orderly manner or the programme of work does not embody the principles of good governance
- l. is aware of the importance of confidentiality and where and how this applies to discussions and documentation
- m. maintains or assists in the maintenance of accurate registers (e.g. register of interests, gifts and hospitality) and is able to access these or provide relevant information from them when asked by the board
- n. ensures systematic and organised filing procedures to manage documentation and puts in place clear processes for retention and retrieval of information in accordance with legal requirements for records management
- o. maintains a high standard of work and calm demeanour, even when under pressure, ensuring information is complete and accurate
- p. ensures the safe custody and proper use of any corporate seal(s).

Competency 3: Advice and guidance

Why it's important: Access to timely and accurate advice and guidance, or signposting to expert advice where appropriate, contributes to better and more efficient decision-making and helps the board to manage the risk of non-compliance with legal and regulatory frameworks. Appropriate advice and guidance reduces the risk the board gets drawn into or distracted by operational matters, helping it stay focused on its strategic functions. Professional clerking gains the confidence and respect of the board by being proactive in keeping knowledge current; is aware of relevant and reliable sources of information; and is clear about when to provide advice themselves and when to recommend external or specialist advice.

Skills and effective behaviours

- a. is aware of sources of information relevant to the context and circumstances of the board and can discern what level and type of information it is appropriate to provide to support board discussions
- b. knows how to use the internet or other resources to find information and is aware of the importance of checking whether information is from a credible source
- c. puts in place processes for systematically identifying, and sharing with their board, any changes to relevant legal, regulatory or compliance requirements
- d. is systematic in their approach to informing the board about training and development opportunities
- e. provides the board with impartial advice and guidance that is clear, well-organised and logical before, during and after meetings as necessary
- f. can explain clearly, when required, the legal and contractual duties and responsibilities of the board
- g. knows where and how to access specialist third party advice or guidance, including legal advice, as directed by and on behalf of the board
- h. understands how and where conflicts of interest and loyalty (financial, non-financial, real and perceived) may arise and, where appropriate, provides advice to the board on how these can be addressed
- i. is aware of the potential consequences of non-compliance and knows how to intervene and/or escalate where there are concerns about non-compliance which may not have been addressed by the board
- j. has the confidence and credibility to speak out, or alert the chair, when the board is at risk of overstepping its strategic role or where board behaviour is not in line with the code of conduct
- k. knows how and with whom outside of the organisation to share concerns where they suspect misconduct of the board or individuals on the board.

Competency 4: People and relationships

Why it's important: Professional clerking plays an important role in ensuring that the board has accurate records of its people and their skills and can contribute to induction and training of new board members. In addition, professional clerking builds and maintains professional working relationships with the board which is the foundation for providing impartial advice and support. Good relationships are also essential to establishing open communication and ensuring smooth information flow between the board, the executive leaders and, where required, staff, parents and the local community.

Skills and effective behaviours

- a. develops and maintains effective professional working relationships with the chair, the board and executive leaders
- b. uses appropriate influencing skills to gain the board's confidence
- c. builds relationships with key contacts within, and external to, the organisation where required by the board
- d. establishes clear channels of communication for sharing board information within the organisation and, where appropriate, with external contacts and partners
- e. is aware of the importance of robust, constructive challenge both in meetings and in the wider organisation, and supports the board in developing a culture where challenge is welcomed
- f. uses knowledge of governance to contribute to board discussions on design of governance and committee structures that are fit for purpose and appropriate to the scale and complexity of the organisation, ensuring that decisions on structure are recorded and shared across the organisation
- g. understands the importance of succession planning and can advise the board on expiry of an individual's term of office and the impact of this on the board's capacity and skills mix
- h. establishes, in discussion with the board, open and transparent vacancy filling processes and procedures for election and appointment, facilitates these where required and records the outcome
- i. is aware of tools and methods for carrying out evaluation of board skills and co-ordinates the administration of regular board skills audits, collating responses and advising the chair and board on skills gaps and strategies for addressing these
- j. contributes to the coordination of effective learning and development opportunities for those involved in governance, including induction and continuing professional development
- k. understands the value of board self-evaluation and helps facilitate this through accurate record-keeping of attendance and non-attendance and knowledge of board members' active participation in governance

- I. demonstrates a commitment to developing and improving their own knowledge and skills including through self-review (against agreed objectives where appropriate); learning from others to improve their own practice; sharing their skills with others, including board members; and undertaking relevant training and development opportunities.



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