



# Virtual Governance Policy

**Approved by:** THE TRUST BOARD OF GREENSAND

**Date:** 18<sup>th</sup> May 2020

MULTI-ACADEMY TRUST

**Last reviewed on:** 10<sup>th</sup> July 2023

**Next review due by:** 30<sup>th</sup> July 2025

## Purpose of the Policy

Greensand Multi-Academy Trust (“the Trust”) has created this Policy to outline how meetings at both Trust and school level should be facilitated if it is necessary for meetings to take place remotely, or if one or more Governors, Trustees or Members within the Trust, are required to attend virtually for any single meeting. The Policy sets out how such meetings will be conducted in order to enable all Boards and Committees within the Trust to discharge their duties effectively and efficiently.

This Policy has been prepared in line with the requirements set out in the Trust’s Articles of Association and Funding Agreements, the Alternative Participation in Meetings Protocol and the Virtual Meetings Protocol published by Strictly 4S, and National Governance Association guidance.

These arrangements apply to all governance meetings at school and Trust level within the Trust.

For the purposes of this Policy, “meeting” is defined as either a properly convened:

- School Committee meeting; or
- Trust Board or Central Committee meeting; or
- Members’ Board meeting

## Alternative Participation in Face to Face Meetings

The Trust expects Governors, Trustees and Members within the Trust to be present at all of their respective Board/Committee meetings. Where this is not possible, Governors of the Trust’s School Committees are able to participate and vote virtually at meetings. At Trust level, Trustees are also able to participate and vote virtually at Board and Committee meetings and Members can participate virtually at Members’ Board meetings. Members are entitled to vote by proxy if they are unable to attend a meeting to vote in person.

Virtual participation includes, but is not limited to, telephone, Skype and video conference through e.g. Microsoft Teams or Zoom.

## Alternative Participation Protocol

- Governors, Trustees or Members may attend virtually for any single Board or Committee meeting.
- Notice of virtual participation must be given to:
  - the Clerk to the School Committee by the Governor who wishes to participate virtually; or
  - the Clerk to the Trust by the Trustee or Member who wishes to participate virtually.
- To ensure that appropriate arrangements can be made where possible, notice of virtual participation must be given to the relevant Clerk no later than 48 hours prior to the meeting, with a reason for non-attendance in person. **Note: In the event of an emergency, this notice requirement will not apply.**
- Virtual participation must only be requested through absolute necessity. It must not be utilised for convenience.

Unless in the case of an emergency situation, when all meetings can take place remotely, no Governor/Trustee/Member may attend more than two consecutive meetings virtually.

- The Chair of the Board/Committee will chair virtual meetings, and meetings in which some participants are attending virtually, in the same way as face-to-face meetings.
- Clerks will minute virtual meetings, and meetings in which some participants are attending virtually, in the same way as face-to-face meetings with the addition of a note that the meeting was held wholly or partly virtually.
- If a Clerk wishes to record a meeting to aid them with writing the minutes, they will ensure at the start of the meeting all Governors/Trustees/Members agree to it being recorded. Recordings will be handled in line with UK General Data Protection Regulation and will be deleted by the Clerk once they are no longer needed.
- Attendance virtually by a Governor, Trustee or Member will be subject to the approval of the Board/Committee at the beginning of the meeting. Approval will not be withheld without good reason. Where approval is withheld, the reason for this will be minuted and the individual informed immediately.
- For both those wishing to participate virtually for a single meeting, and for all virtual meetings, it is the responsibility of individual Governors, Trustees, Members, the Clerk and members of staff to ensure they are able to do so through a secure method in an environment conducive to confidential and private communication. **Anyone participating in a meeting using technology must declare that they are in an environment which is secure, and which protects confidentiality.**
- Virtual participation must be for the entire meeting and not just for specific agenda items or solely for voting purposes.
- It is the responsibility of those participating virtually to ensure they have a reliable connection and access to the appropriate equipment.
- If the communication connection fails and reasonable attempts to reconnect are unsuccessful, virtual participation will no longer be possible and the agenda will not be delayed. The Clerk will note the time that the connection was lost. The meeting may still proceed with its business provided it is otherwise quorate.
- Rules of quorum for meetings remain in place for all virtual meetings.
- Governors, Trustees or Members attending a meeting virtually will contribute to the quorum for the meeting. They may vote on any agenda item for which they have been fully present.
- Ensuring quorate meetings is the responsibility of the Clerk, who will monitor this throughout any meeting involving virtual participation by an individual(s), and throughout all virtual meetings. The Clerk will advise the Board/Committee if a meeting becomes inquorate. A meeting must be terminated immediately if it becomes inquorate and a further meeting convened by the Clerk within 7 days to deal with all agenda items that have not been disposed of.
- Where a Governor/Trustee/Member declares a conflict of interest, they will withdraw from the meeting by leaving the call. Once the Board/Committee is ready for the individual(s) to re-join the meeting, the Clerk will notify them by email, telephone call or text.

- All meeting participants will mute their microphone unless invited to speak by the Chair. Instructions will be outlined at the beginning of each meeting indicating what those attending should do if they wish to speak.
- Where there is no visual connection, all virtual meeting participants will always start their comments by stating their name.
- If there is to be a vote, all Governors/Trustees/Members should have relevant documents seven days prior to the meeting. The Chair will decide how to ensure that all eligible votes are sought. **Note: The seven-day period may be waived in the case of an emergency.**
- If there is to be a vote by secret ballot, this should be considered in advance of the meeting by the Chair and the Clerk. An appropriate secure and confidential method of conducting a secret ballot must be in place enabling all Governors/Trustees/Members (as appropriate) to vote. This can be via email, private telephone call or text message.
- If connection is lost before a vote, the individual(s) attending virtually will be deemed not to be present and will not be counted in that vote nor count towards the quorum.
- If there is no visual connection, the outcome of any vote taken through a show of hands will be communicated to the individual(s) attending virtually. The virtual attendee(s) will need to cast their vote by stating if they wish to vote in favour or against.
- Where a virtual secret ballot cannot be arranged, each Governor/Trustee/Member can decide to vote publicly or abstain.
- If all Governors/Trustees/Members lose connection to the meeting, the Clerk will postpone the meeting and reschedule.
- The Clerk will minute all decisions made during the meeting, the outcome of any votes, and whether anything needs to be ratified at a later date, for example due to loss of connection.
- At school level, the expectation is that the Chair/Vice Chair of the School Committee and Headteacher will always attend face-to-face meetings in person.
- At Trust level, the expectation is that the Chair/Vice Chair of the Trust Board/Committee and Chief Executive Officer will always attend face-to-face meetings in person.
- The Clerk will always attend face-to-face meetings in person.

**Note: In the event of an emergency, an exception would be made for the Chair/Vice Chair, Headteacher and Clerk to also participate virtually.**

### **Virtual Meetings in Emergency Situations**

Where a meeting is required to take place virtually as a result of an emergency, every effort will be made to enable all virtual attendees to access the meeting.

Virtual meetings will be minuted in the same way as other meetings, either by the Clerk being present virtually, or by a Governor/Trustee/Member (other than the Headteacher/Chief

Executive Officer), who is present taking the minutes. The minutes will be presented to the next meeting of that Board or Committee.

This Policy does not apply to any formal hearings e.g. pupil exclusion, parental complaint, where, if appropriate in all the circumstances, consent will be sought to conduct such a meeting virtually.

This Policy will be reviewed every two years, but any Governor, Trustee or Member of the Trust with any concerns about its operation, can request that it is reviewed at any time.

**Approved by the Trust Board of the Greensand MAT on Monday 10<sup>th</sup> July 2023**