



## JOB DESCRIPTION

<b>Department:</b>	Bursary
<b>Post:</b>	Clerk to the Governors and Compliance Officer
<b>Responsible to:</b>	Finance Director
<b>Additional responsibilities to:</b>	The Chair of Millfield School’s Governing Body
<b>Job Purpose:</b>	<p>The Clerk to the Governors is the school’s governance professional and a key operational support to the Finance Director. In addition to core governance responsibilities, the role assumes day-to-day ownership of specific compliance, insurance, data protection and policy functions in support of the Finance Director.</p> <p>The role ensures that governance and associated compliance oversight and processes are well-organised, compliant, transparent and properly documented, while preserving appropriate professional boundaries between governance, operations and decision-making.</p> <p>The role has a dual reporting line to both the Full Board, reporting to the Chair of Governors and the Finance Director.</p> <p>The Clerk to the Governors and Compliance Officer is responsible for ensuring that governance, compliance and associated risk management arrangements are carried out effectively and in accordance with the School’s Governing Instrument, relevant statutory and regulatory requirements, and recognised standards of best practice.</p> <p>The role combines governance support with oversight of key compliance (including SAR’s), policy and risk frameworks, enabling the Governing Body to discharge its charitable, regulatory and safeguarding responsibilities with confidence.</p> <p>While a legal background is desirable, the role ensures appropriate procedural and governance advice is provided and external professional advice is obtained where required.</p>
<p>The role of Clerk to Governors is extremely important. When performed with thoroughness and professionalism, it significantly enhances the quality, effectiveness and assurance of governance across Millfield.</p> <p>The postholder is accountable to the Governing Body and works closely with the Chair and Vice-Chair of Governors, Committee Chairs, the Head(s) and Finance Director (the Executive Group),</p>	

and other senior leaders. The Clerk is often the primary point of contact between Governors and the senior leadership teams and must operate with the highest standards of discretion and confidentiality.

In addition to acting as Company Secretary, the Clerk will provide oversight and advice on governance structures, regulatory compliance, policy assurance and risk management, supporting the Finance Director and Governing Body on both routine and strategic matters. The role is advisory and assurance-focused, ensuring that appropriate frameworks exist, are maintained and are reported effectively.

The purpose of this job description is to set out the current principal duties of the post. It does not detail every individual task, and employees are required to undertake such tasks and duties as are allocated to them from time to time in accordance with the role.

### **Key Responsibilities**

#### **1. Governance and Corporate Compliance**

- Ensure governance is conducted in accordance with the School's Governing Instrument, charity law and company law requirements.
- Review the Governing Instrument periodically and advise the Governing Body on proposed amendments where required.
- Liaise with the Executive (Heads and Finance Director) to ensure effective understanding of Governor expectations from agendas.
- Advise the Governing Body on its duties, powers and responsibilities as trustees, including safeguarding, regulatory and fiduciary obligations.
- Ensure appropriate governance structures are in place, including Committees and Working Groups, with clear Terms of Reference, delegated authority and reporting arrangements.
- Support the Governing Body in maintaining a clear Scheme of Delegation, Reserved Matters and decision-making framework, ensuring roles, responsibilities and authority levels are clearly defined and reviewed periodically.
- Support succession planning for the Governing Body, including maintenance of a skills and experience matrix, Governor induction, and regulatory compliance checks.
- Ensure compliance with Charity Commission and Companies House requirements, including statutory filings and serious incident reporting.

#### **2. Compliance, Policy and Risk Management**

- Oversee the School's compliance framework, ensuring proportionate systems are in place to monitor adherence to statutory, regulatory and governance requirements.
- Maintain oversight of the School's Risk Register, working with senior leaders to ensure legal, regulatory and safeguarding risks are identified, mitigated and appropriately escalated to Committees and the Governing Body.

- Oversee the Audit Register, ensuring internal and external audits, inspections and compliance reviews are tracked and reported to the Executive and Governors.
- Be responsible for the Policy Review Schedule, ensuring policies are reviewed regularly by owners, represent best practice, legally compliant and presented to the appropriate Committee or Governing Body for approval.
- Provide governance-level oversight of information governance, including data protection, records retention and confidentiality arrangements, ensuring appropriate assurance is provided to the Governing Body.
- Ensure appropriate registers are maintained, including conflicts of interest, related-party transactions and declarations, and that these are reviewed regularly by the Governing Body.
- Provide assurance to Governors that policy, risk and compliance arrangements remain current, proportionate and effective.

### **3. Meetings, Decision-Making and Records**

- Work with the Chair and Committee Chairs to plan agendas that support effective governance, decision-making and statutory oversight.
- Produce and maintain a Governing Body Year Planner, including an annual calendar of meetings and the cycle of agenda items for the Governing Body and its committees.
- Ensure timely preparation, circulation and accurate minuting of Governing Body and Committee meetings.
- Advise on governance procedures and decision-making protocols before, during and after meetings to support lawful and effective governance.
- Maintain accurate and complete records of decisions, actions, attendance and statutory governance documentation.
- Maintain and update the governors' area of the School website and shared governance folders.
- Attend school functions, including Governors' Dinners (the evening prior to each meeting of the Governing Body), where required to support governance effectiveness.
- Responsible for managing Governors' school visit schedules, including coordinating arrangements directly with School PA teams.
- Provide support for Governors' travel arrangements and meeting attendance.

### **4. Complaints, Appeals and Investigations**

- Support the Chair in convening and servicing complaints, appeals, disciplinary or grievance panels (including the identification of independent members where appropriate), ensuring procedures are followed fairly, consistently and in accordance with policy.

- Organise meetings and/or hearings of these panels, ensuring that relevant policies and procedures (e.g. the School's Complaints Procedure) are followed, papers are circulated in a timely manner, and accurate minutes are taken of any hearing.
- Act as secretary to panels where required and provide clear procedural advice to panel members before, during and after hearings.
- Maintain appropriate records and registers relating to complaints, appeals and panel proceedings, ensuring confidentiality and regulatory compliance.
- Liaise with external legal advisers, insurers or other professional advisers where necessary.

#### **5. Regulatory Legal Support**

- Provide oversight of subject access requests and data protection matters, manage SAR's end-to-end, working closely with the Finance Director and Head of Security to ensure statutory compliance.
- Support the Governing Body in overseeing whistleblowing and speaking-up arrangements, ensuring concerns are escalated, recorded and addressed in accordance with policy and regulatory expectations.
- Handle legal and insurance claims and enquiries on behalf of the Finance Director, coordinating external professional advice where appropriate.
- Act as a key point of coordination for governance matters arising from regulatory inspections, compliance reviews or external scrutiny, ensuring appropriate documentation, evidence and responses are provided to Governors.
- Horizon scan for changes in governance, charity, education or regulatory requirements that may impact the School and advise the Governing Body on implications.
- Undertake any other duties as may be reasonably required by the Governing Body, provided such duties are appropriate to the role.

#### **6. Recruitment, Training, Induction and Development**

- Ensure that the size, membership, skills and experience of the Governing Body and its committees are appropriate, having regard to skills, diversity and experience.
- Support the recruitment and appointment of new Governors, including the identification of suitable candidates, and manage the appointment and re-election of office-holders.
- Organise induction for new Governors, ensuring completion of all required checks and provision of relevant guidance and governance documentation.
- Ensure that all Governors are aware of their statutory responsibilities, particularly their responsibility for the safeguarding of all pupils at the School.
- Arrange and record regular training for Governors, with a particular focus on safeguarding, governance, compliance and risk.

- Give advice and support to Governors taking on new roles, such as Chair or Committee Chair.
- Support regular reviews of Governing Body and Committee effectiveness, including skills audits, self-assessment and external governance reviews where agreed.
- Support the continuous development of governance effectiveness through reviews, audits or other improvement activities as agreed by the Governing Body.

### **7. General and Safeguarding Responsibilities**

- Uphold the highest standards of confidentiality, integrity and professionalism at all times.
- Contribute to a positive culture of proportionate compliance, transparency and accountability aligned with the School's educational mission.
- Act at all times in accordance with the School's Safeguarding and Child Protection policies, promoting the welfare of children and young people.
- Attend meetings and school events as required to support governance effectiveness.

Meetings of the Governing Body are normally held in March, June and November, and most committees meet one month prior. In addition, an annual strategy review meeting is held in September. The AGM is normally held in March and at that meeting dates for the next year are fixed (the Clerk will liaise with the Head(s) and Finance Director over dates to ensure that they fit in with other school activities). Governors' and Committee meetings are normally held at either Millfield or Millfield Preparatory School.

### **PERSON SPECIFICATION**

- Proven experience in governance, compliance, legal administration, company secretarial or regulatory roles, or a closely related field.
- Strong understanding of charity, company and/or education regulatory and compliance frameworks.
- Exceptional organisational skills, with proven ability to manage complex information, statutory processes, deadlines and multiple priorities.
- Excellent written communication skills, including minute-taking and drafting clear, formal and legally robust documentation.
- High levels of professionalism, integrity and discretion, with sound judgement when handling confidential, sensitive or complex matters.
- Confident and credible in providing clear, proportionate procedural and compliance advice to Governors and senior leaders.
- Strong attention to detail, with the ability to maintain accurate records, statutory registers and governance documentation.
- Ability to build and sustain effective working relationships with a wide range of stakeholders at all levels.
- Proactive, self-motivated and able to work independently while prioritising workload effectively.
- Competent IT skills, including managing shared drives, document circulation and digital governance systems.
- Legal background desirable.

*Millfield School is committed to providing a safe and inclusive environment for all. We are a community that celebrates diversity, supporting our pupils and employees to be brilliant as individuals.*

*We are committed to safeguarding and promoting the welfare of children and young people and expects all staff and volunteers to share this commitment. Specific safeguarding responsibilities for this position are outlined in the job description. Offers of employment are subject to satisfactory safeguarding checks including, but not limited to, Enhanced DBS clearance. All positions within the school are exempt from the provisions of the Rehabilitation of Offenders Act 1974.*

*Be kind, be individual, be brilliant. Millfield School, where being an individual is recognised as the key to brilliance.*

I understand the duties and commitment statement listed above.

I require clarification of the duties listed above.

Signed:.....

Print Name: .....

Date:.....