

The Role of the Clerk – Hand-out Notes

The role and the responsibilities of the Clerk are set out in statute and guidance and in practice the role is increasing in importance and gaining enhanced status in college governing. However, the role can sometimes be misunderstood both outside and inside the sector.

There must be provision in your Instruments & Articles –

- for a 'clerk' appointed by the Corporation, although they don't have to have that title;
- about the responsibilities of the Clerk
- for the Clerk to be independent and offer impartial advice.

The purpose of the clerk's role is to:

- *Provide advice to the governing body on governance, constitutional and procedural matters.*
- *Provide effective administrative support to the governing body and its committees.*
- *Ensure the governing body is properly constituted.*
- *Manage information effectively in accordance with legal requirements.*

The Clerk's role is also to:

- *receive written notice of the resignation of the Chair/Vice Chairs,*
- *receive written notice that a member wishes to resign,*
- *receive written notice that a governor has been disqualified from membership,*
- *maintain and make available on request, a register of interests of members,*
- *summon meetings of the Corporation, in writing, at least 7 days in advance and circulate an Agenda.*
- *The Clerk has the authority to act under the Financial Memorandum where they believe governor(s) are acting beyond their powers*

There is no one way of carrying out these duties as the Clerk since each Governing Board has its own ways of working. However, there are specific responsibilities, which the Clerk has to perform for the statutory management of meetings.

In practice, for all meetings of the Corporation and its committees, the Clerk should be responsible for –

- Convening the meeting;
- Preparing the agenda and distributing the paper;
- Taking and writing the Minutes; and
- Publishing the Minutes and other papers.

The Clerk should also –

- act as administrative support in connection with any proceedings to suspend or dismiss the holder(s) of a senior post;
- maintain records of the membership of the Corporation;
- monitor the membership to ensure that appointments are properly made;

- ensure that the Corporation remains 'quorate';
- make certain that the Corporation has established a proper scheme of delegation; and
- maintain a Register of Interest of Corporation members.

Best Practice suggests that Clerks should be –

- Competent to service the Corporation and its committees including being qualified to provide constitutional advice;
- Have sufficient time and be allocated sufficient resources to discharge the responsibilities of the Clerk
- Be able to act independently.

The role of the clerk is increasingly recognised as significant in the governance of colleges and sixth forms. The FE Commissioner's Reports on FE colleges identified at high risk, for example, indicate that the clerk has a very restricted role, limited only to governance & administrative matters. The former FE Commissioner stated that 'effective clerking is essential to good governance'.

The Clerk, as an independent officer of the Corporation, has a key role to play in ensuring that the College's system of checks and balances operates effectively' and has a pivotal role in ensuring good governance, especially following implementation of governance freedoms.

The Clerk is part of an agreed and clearly defined relationship between the Clerk, the Chair and the Principal, described by some as the 'triumvirate', which is a major contributor to effective governance. The success of this relies on good communication and mutual respect for each other's role within the triumvirate.

The Clerk can also have other roles –

- Mentor and Trainer – student governors, staff governors and governor induction and development
- Search and Succession-planning for the Corporation
- Change agent – stimulating and facilitating good governance. Clerks can be a powerful resource for levering improvement within the governance team – the power of self-assessment as a tool for improvement.

To actually do the job well, Clerk should have –

- A clearly defined role;
- The ability to remain independent and offer impartial advice;
- Support from their Chair;
- The ability to keep themselves up-to-date with developments in the sector
- Ready access to external advice, if needed.

Look after your Clerk -

- The clerk is accountable to the governing body. The Corporation (NOT the Principal) appoints the Clerk. The governing body cannot delegate any of its responsibilities to the clerk, but the clerk is expected to carry out administrative support to the governing body.

- At the outset it is important that the Clerk has the knowledge, information and the tools to do the job and equally know where to get help
- Invest in knowledge and development - the clerk should have the necessary skills and expertise to give the governing body the efficient administrative support and impartial advice and guidance on procedures to be followed at meetings and their duties and powers.
- Communicate – often!
- Appraise and evaluate
- It can be a lonely job - signpost them to support and guidance.

The clerk is the 'constitutional conscience' of the governing body and s/he should be accountable to the governing body. It is therefore important that there is a clear separation of functions and lines of reporting. The main responsibility for managing the relationship between the clerk and the governing body should rest with the chair of governors. Governing bodies need to make sure that the clerk receives adequate remuneration, is annually appraised, and receives appropriate training/support.