

Clerk to the Board of Directors/Governing Board

Salary: £55,000–£65,000 FTE.

Actual salary dependent on contracted hours – see below for details

Context

Wilkes Academy is in a significant period of organisational transition as it moves from being an owner-led institution to establishing a more formal and independent governance structure. This shift is essential to support the Academy's application for registration with the Office for Students (OfS) and to demonstrate compliance with the OfS Conditions of Registration, particularly those concerning governance, academic integrity, management, and oversight.

The creation of the **Clerk to Governors** role is central to this evolution. The Clerk will act as the independent, professional advisor to the Board, supporting the development of best-practice governance frameworks comparable to those used across the higher education sector. The postholder will ensure the Board operates effectively, receives high-quality information, meets its regulatory obligations, and adheres to principles of accountability, independence, and integrity.

This is therefore a pivotal new role supporting the colleges maturation from a founder-driven organisation to a regulated higher education provider with strong governance and demonstrable readiness for OfS registration and continued growth.

Working arrangements

The ongoing commitment is one day per week (or equivalent annualised hours), with flexibility to accommodate the Board and Committee meeting schedule.

However, the initial period of appointment will require a significantly greater time commitment. Wilkes Academy is preparing to submit its application for registration with the Office for Students by 1 July 2026. Between appointment and submission, the Clerk will need to support the finalisation of governance documentation, ensure the Board's records and processes are in good order for regulatory scrutiny, and work closely with the Chair to establish effective governance practice from the outset. We expect this phase to require approximately 10 days per month, reducing to the standard one day per week once the application has been submitted and the Board is operating at full capacity.

Candidates should be comfortable with this front-loaded commitment and should discuss availability for the initial period at interview.

Remuneration

Experienced candidates required

The role is remunerated at £55,000 per annum pro rata based on the ongoing commitment of one day per week.

To reflect the additional demands of the OfS registration period, we are offering a fixed-term uplift for the period from appointment to 31 July 2026. During this period, the Clerk will be remunerated at the same day rate for all days worked, up to a maximum of 15 days per month. This uplift will fall away automatically on 1 August 2026, at which point the role reverts to the standard one-day-per-week arrangement.

Days worked during the uplift period should be agreed in advance with The Chair / and newly appointed CEO and recorded monthly. Any days worked beyond the agreed monthly maximum will require prior written authorisation.

Reporting line

The Clerk reports to the Chair of the Board of Governors, The Clerk is accountable to the Board of Governors as a whole, with the Chair acting as the primary point of contact for governance matters. For operational and administrative matters, the Clerk works closely with CEO.

Job Purpose

The Clerk to the Governors is the principal governance professional for Wilkes Academy. Working to the Chair of the Board, the postholder will provide high-quality, independent advice and administrative support to the Board of Governors and its Committees to ensure that governance processes are effective, compliant, and aligned with Office for Students (OfS) regulatory expectations, validated programme requirements, and best practice in independent higher education governance.

The Clerk will play a key role in ensuring the Board demonstrates strong oversight of academic integrity, quality assurance, student outcomes, and all statutory and regulatory obligations. This includes maintaining robust records, ensuring decision-making processes are transparent, and enabling the Board to operate at a strategic level. It requires the postholder to confidently contribute to Board and its subcommittee meetings, intervening where necessary, on matters of governance.

: This role focuses on the governance of the Board of Governors and its committees. The Academic Board is separately serviced by [name/role]. The Clerk will work alongside [TO BE CONFIRMED] to ensure consistent governance standards across both bodies and to maintain clear reporting lines between them

Key Responsibilities

1. Governance Advisory Duties

- Act as the Board's governance expert, providing independent, authoritative advice on:
 - **Regulatory requirements**
 - Office for Students conditions of registration
 - Office for Students ongoing compliance and notifiable events
 - Relevant further education regulatory requirements, (including those of Ofsted and the Education and Skills Funding Agency- *check if relevant*)
 - **Constitutional and legal framework**
 - The Academy's Articles of Association
 - Companies Act 2006 and company law
 - Relevant education legislation
 - **Governance standards and practice**
 - The CUC Higher Education Code of Governance
 - Academic governance and integrity requirements
 - Sector best practice for independent higher education providers
- Advise the Chair and Board on whether governance structures, terms of reference, and membership remain fit for purpose, and recommend action where gaps or weaknesses are identified. .
- Advise on the cycle of business, committee planning, and annual work schedules.
- Provide and/or obtain appropriate legal advice for the Board and/or its individual members in regard to the conduct of the business of the Board or its sub-committees.

2. Support to the Chair

The Clerk plays a central role in supporting the effectiveness of the Chair of the Board of Governors. This includes:

- Meeting regularly with the Chair between formal Board meetings to review the governance cycle, discuss emerging issues, and ensure the Chair has the information needed to lead the Board effectively.

- Briefing the Chair ahead of all meetings, drawing attention to any items requiring particular care, potential conflicts of interest, or matters where the Board may need additional guidance.
- Advising the Chair on governance procedure, regulatory obligations, and sector best practice, so that the Chair can exercise their role with confidence.
- Supporting the Chair in managing the boundary between governance and executive management, and in maintaining the Board's focus on strategic oversight rather than operational matters.
- Assisting the Chair with governor recruitment, induction, and the annual cycle of Board effectiveness review.
- Acting as a trusted and confidential sounding board on governance matters as they arise.

2. Board & Committee Servicing

- Plan, organise, and clerk all Board and Committee meetings, typically including:
 - Drafting agendas in consultation with the Chair and Principal
 - Commissioning and quality-checking papers
 - Preparing meeting packs and distributing them on time
 - Inviting Board members and managing/supporting their attendance
 - hotel, travel and subsistence management – Working alongside the CFO on budgets
- Support governors in meeting their attendance commitments by issuing invitations and papers in good time, sending reminders ahead of meetings, and flagging to the Chair where patterns of non-attendance may need to be addressed.
- Attend and minute all meetings, producing clear, accurate, action-focused minutes and sufficient to demonstrate how decisions were reached — including the key considerations, any dissent, and the basis on which the Board was satisfied to proceed.
- Track all actions and follow up with relevant staff to ensure timely completion.

3. Governance Administration & Record-Keeping

- Maintain secure and compliant governance records, including:
 - Minutes, decisions, and resolutions
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 - Maintain the Register of Interests for all Board members, ensuring it is kept current and that members are reminded of their obligation to disclose changes in circumstances as they arise.
 - Manage conflicts of interest actively at each meeting — reviewing declared interests against the agenda in advance, drawing relevant conflicts to the Chair's attention before the meeting opens, ensuring that any conflicts arising during discussion are recorded accurately in

the minutes, and advising the Chair on the appropriate course of action, including withdrawal from discussion or decision where necessary.

- Ensure the Board operates a clear conflicts of interest policy, that all members understand their obligations under it, and that the policy is reviewed at appropriate intervals.
- Governor attendance, training, and term-of-office records
- Coordinate the practical arrangements for governor recruitment, induction, and annual effectiveness reviews, acting on the direction of the Chair and ensuring processes are well-documented and compliant with good governance practice.
- Oversee governance-related policies and ensure timely updating and review.
- To act as the "Designated Person" under the Academy's Public Interest Disclosure Policy and Procedures.

4. Compliance and Reporting

- Maintain and manage the process for fit and proper person declarations for all Board members, ensuring records are kept up to date and that any changes in circumstances are identified and acted upon promptly.
- Coordinate the Academy's annual monitoring return to the OfS, working with the Principal and relevant staff to ensure submissions are accurate, complete, and made on time.
- Manage the Academy's notifiable events obligations, ensuring the Board and senior leadership understand what constitutes a notifiable event — including material changes to governance, significant financial difficulty, or serious complaints — and that any required notifications to the OfS are made promptly and in the correct form.
- Maintain a working knowledge of OfS E Conditions, which set out the requirements for an effective governing body, and advise the Chair and Board on whether governance arrangements continue to meet those requirements over time.
- Support the governance approval of statutory returns and regulatory submissions (e.g., OfS, QAA, validating partners).
- Ensure governors receive appropriate training on regulatory expectations and their responsibilities.
- Ensure the Board's agenda and papers reflect its oversight responsibilities for risk and assurance, drawing to the Chair's attention any gaps in the information being provided

5. Liaison and Communication

- Serve as the primary communication channel between senior leadership and the Board.
- Ensure the timely flow of high-quality information to governors.

- Maintain strong professional relationships with internal and external stakeholders, including validating partners, auditors, and regulatory bodies.

6. Professional Integrity & Independence

- Act with complete confidentiality, impartiality, and discretion.
 - Uphold and promote the Nolan Principles of standards in public life — selflessness, integrity, objectivity, accountability, openness, honesty, and leadership — as the foundation for the Board's conduct and culture.
 - Uphold ethical governance principles and promote a culture of accountability and transparency.
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Person Specification

Essential Experience

- Significant experience as a Clerk, Governance Professional, or equivalent in further/higher education, the public sector, or a regulated environment.
- Demonstrable experience supporting Boards, committees, or senior governance structures.
- Experience of working closely and discreetly with a Chair or equivalent senior non-executive leader
- Experience of identifying and managing conflicts of interest in a board or committee setting
- Proven ability to produce high-quality minutes, agendas, and governance documentation.
- Experience advising senior leaders and governors on compliance, risk, and regulation.

Essential Knowledge

- Strong understanding of:
 - Higher education governance frameworks
 - OfS regulatory conditions (or ability to rapidly acquire this knowledge)
 - Academic quality assurance and integrity oversight
 - Corporate governance and company/charity law principles
- Understanding of confidentiality, data protection (UK GDPR), and good governance practice.

Essential Skills & Attributes

- Outstanding written communication, with the ability to produce concise and accurate records.
- Strong organisational skills: able to plan meeting cycles, manage deadlines, and prioritise effectively.

- High attention to detail and a commitment to accuracy.
- Professionalism, integrity, and the confidence to provide impartial advice.
- Ability to work independently with minimal supervision.