

Standing Orders

1. The Standing Orders of the Education Workforce Council document its systems and procedures of corporate governance.
2. The Standing Orders are in four sections:
 - Section I – The Council and its Members
 - Section II - The Conduct of Meetings
 - Section III – Committees and the Delegation of Functions
 - Section IV – Financial Control
3. These Standing Orders supplement the provisions of the *Education (Wales) Act 2014* and related Regulations.
4. In these Standing Orders “the Council” refers to the Education Workforce Council and (where the context admits) a Committee of the Council acting under delegated powers.
5. These Standing Orders were adopted by Council on [date] and supersede all previous versions. They apply to any Council or Committee meeting held on or after [date].

Section I – The Council and its Members

The Council

6. The Council shall be known as the “Education Workforce Council” (EWC) or “Cyngor Y Gweithlu Addysg” (CGA).

Membership

7. The Council has 14 members, made up of:
 - seven members appointed by Welsh Ministers from nominees of organisations set out in Schedule 2 of the *Education Workforce Council (Membership and Appointment) (Wales) Regulations 2014*;
 - seven members appointed directly by Welsh Ministers.

Term of office and vacancies

8. The term of office of a member shall be specified by Welsh Ministers but shall not exceed 5 years. The term of office for current members is 4 years.
9. If a vacancy arises, the Welsh Ministers shall fill the vacancy in accordance with paragraph 8 of the *Education Workforce Council (Membership and Appointment) (Wales) Regulations 2014*.

Removal from office

10. A member may be removed from office by a majority vote of other members if, without good cause, the member has been absent from three consecutive Council meetings or the member has been absent from meetings for a period of six months or more starting with the date on which the member last attended a Council meeting, providing that the member has been given an opportunity to make oral representations at the Council. The member may choose to have this heard in Private Session.
11. A member shall cease to hold office if any of the criteria in paragraph 6(3) of Schedule 1 to the *Education (Wales) Act 2014* are met.

Chairperson

12. The Council will elect a Chairperson from amongst its number.
13. The Chairperson will normally serve a four year term of office. The Chairperson may resign at any time by giving notice in writing to the Chief Executive.
14. Details of the system for electing the Chairperson are set out in the Council’s *System for Election of Chairperson of Council*.

15. The Chairperson may be removed as Chairperson by a majority vote of at least two thirds of the Council members.

Observer status

16. Where such organisations exist, the Chief Executives of the General Teaching Councils for Scotland, Northern Ireland and the Republic of Ireland or their nominees will be granted observer status for the public business of Council on a reciprocal basis.

Meetings of Council

17. Meetings of the Council will be called by the Chief Executive and there will be at least three ordinary meetings in every calendar year.
18. Papers for the Council meetings will be made available to members, as far as possible, ten calendar days before a meeting is held.
19. The Chairperson may call a special meeting of Council at any time. The Chief Executive shall, except in cases of urgency, send the summons to such a special meeting to each member at least seven calendar days before the meeting.
20. The Chairperson may call a special meeting of the Council on the written request of at least two thirds of the members of the Council. The Chief Executive shall, except in cases of urgency, send the summons to such a special meeting to each member at least ten calendar days before a meeting.

Record of proceedings

21. Draft minutes shall be prepared of each Council meeting and circulated to the Chairperson as soon as possible for amendments.
22. The draft minutes of each Council meeting shall be embargoed until they have been approved by Council.
23. The minutes of any public meeting of the Council shall be placed on the Council's website as soon as possible once approved.

Sealing and proof of instruments

24. The application of the Seal of the Council shall be authenticated by the signature of the Chairperson and other persons authorised either generally or specifically by the Council to act for that purpose.
25. Any documents purporting to be an instrument made or issued by or on behalf of the Council and to be duly executed under the seal of the Council, or to be signed or executed by a person authorised by the Council, in that behalf, shall be received in evidence and treated, without further proof, as being so made or issued, unless the contrary is shown.

Pecuniary interests of members in contracts and other matters

26. The conduct of members will be governed by a *Code of Conduct and Best Practice for Members* agreed by the Council.
27. On taking office, members of the Council agree to declare any interests, which are relevant, or may be construed to be relevant, to their work as a member of the Council. These will be recorded in the Register of Members' Interests. Members also undertake to register any changes to those interests within four weeks of the change taking place.
28. Members of the Council also agree to declare their acceptance of any gifts, hospitality or other material benefits or advantages.
29. Members of the Council agree to declare as soon as practicable after a meeting begins if they have an interest, pecuniary or otherwise, in a matter under consideration. If the interest is a prejudicial interest, the member shall withdraw from the meeting during the Council's discussion or determination of that matter. Such withdrawal and the nature of interest shall be recorded in the minutes.
30. The responsibility for declaring interests rests with members alone.

Pecuniary interests of officers in contracts

31. The conduct of Council officers will be governed by a *Code of Conduct for Council Officers*.

Inspection of documents

32. Papers and minutes of Council and Committee meetings may be inspected in line with the *Data Protection Act 1998* and *Freedom of Information Act 2000*.

Inspection of land, premises or similar

33. Unless specifically authorised to do so by the Council or a Committee, a member of the Council shall not inspect any land or premises which the Council have the right or duty to inspect or enter upon, or issue any order respecting any works which are being carried out by or on behalf of the Council.

Variation and revocation of Standing Orders

34. Any motion to vary or revoke these Standing Orders shall when proposed and seconded stand adjourned to the next ordinary meeting of the Council.

Suspension of Standing Orders

35. Any of the preceding Standing Orders may be suspended so far as regards any business at the meeting where its suspension is moved, but shall not be suspended unless at least two thirds of the Council's members are present.

Section II – The Conduct of Meetings

General

36. Any power or duty assigned to the Chairperson in relation to the conduct of a meeting may be exercised by the person presiding at the meeting.
37. Where reasonably possible and not otherwise provided, these Standing Orders shall apply to Committees of the Council as they are applied to the Council.

Quorum

38. No business shall be transacted at a meeting of the Council or a Committee of the Council unless at least seven members of the Council or at least two members of the Committee are present.
39. Subject to 38, if during any meeting, the Chairperson, after counting the number of persons present declares that there is no quorum present, the meeting shall stand adjourned or issues may be discussed but no decisions may be made.
40. The consideration of any business not transacted shall be adjourned to a date to be agreed.
41. Where an immediate decision is required, the Chairperson may proceed with any business, although this shall not apply with the Audit and Scrutiny Committee.

Order of business

42. Except where on the grounds of urgency the Council may vary the order of business, the order of business at meetings of the Council shall be:
 - to choose a person to preside if the Chairperson is absent;
 - to receive any communications the Chairperson may desire to lay before the Council;
 - to receive and approve as a correct record, the minutes of the previous meeting of the Council, and to consider matters arising;
 - to receive any declarations of interest;
 - to receive and consider reports or minutes of Committees;
 - to receive and consider reports from officers of the Council;
 - to consider notices of motion in the order in which they have been received;
 - to consider any other business provided 72 hours' notice has been given to the Chief Executive.
43. Notices of motion must be sent to the Chief Executive at least 21 calendar days prior to the meeting taking place.

Rules of debate

44. A member shall direct his/her speech to the question and discussion or to an explanation or to a question of order.
45. Any amendments shall not have the effect of introducing a new proposal into or negating the motion before the Council.
46. A member may raise a point of order and shall be entitled to be heard forthwith. A point of order shall relate only to a breach of a Standing Order or statutory provision and the member shall specify the Standing Order or statutory provision and the way in which he/she considers it has been broken.
47. The ruling of the Chairperson on a point of order shall not be open to discussion.
48. Where there is a need for a vote on an issue or motion the Chairperson will invite members to vote via a show of hands. In the event of a tied vote, the Chairperson will have the casting vote. A record of the vote will be minuted.

Public access to meetings

49. Meetings of the Council will be open to the general public; however, the Council may discuss some issues in private. Copies of Council agendas, reports and other documents will be made available to the general public at Council meetings or, on request, in advance of the meeting. The public will be notified of the dates of Council meetings.
50. The Council may hold its business in camera where matters are more appropriately dealt with in that way. Such business will be agreed at the commencement of the public meeting of the Council. Private business will normally be heard after the public business.
51. Committee meetings are not open to the general public.

Language of meetings

52. Use of the Welsh language between Council members is encouraged and respected. Council and Committee meetings will normally be conducted through the medium of English, but members wishing to contribute in Welsh or bilingually will be facilitated through the use of simultaneous translation services.

Distribution of papers

53. The Council will provide copies of its papers to the General Teaching Councils for Scotland, Northern Ireland and the Republic of Ireland, where such organisations exist.

Disorderly conduct by a member

54. If, at a meeting, any member of the Council, in the opinion of the presiding Chairperson, is guilty of misconduct by persistently disregarding the rules of the Chairperson, or by behaving irregularly, improperly or offensively, or by wilfully obstructing the business of the Council, a member may move “that the member named be no further heard” or “that the member named leave the meeting” and the motion, if seconded, shall be put and determined without discussion.

Section III – Committees and the Delegation of Functions

Appointment of Committees and sub-committees and powers to delegate

55. The Council may arrange for the discharge of its functions in relation to any particular matter by a Committee appointed for that purpose, or the Chairperson or the Chief Executive. Every Committee may arrange for the discharge of any of its functions by a sub-committee of the Committee, or the Chairperson or the Chief Executive.
56. Every Committee arranging to discharge any function pursuant to paragraph 55 shall define the terms of reference of such arrangements including where the Committee has delegated powers and the extent (if any) to which decision making policy is being delegated.
57. The Council may make such arrangements as it thinks fit for the delegation of any of its powers to the Chairperson, or the Chief Executive. Provided that the Chairperson or the Chief Executive are hereby authorised, in those instances where it is not possible to call a meeting, that they may take any necessary action of whatsoever nature or kind, in the interest of the Council, exercising the powers contained in *the Education (Wales) Act 2014*. This includes the powers to appoint staff and enter into contracts. This is in addition to the general power and duty on the Chairperson and Chief Executive to take such action as is necessary in the best interest of the Council administering its relevant work.

Chairs of Committees

58. Committees of the Council shall have a member of the Council as Chair. A Committee may choose a person to preside over a meeting if the Chair is absent.
59. The Chairperson of the Council shall be the Chair of the Executive Committee.
60. The Chairs of the Registration & Regulation Committee and the Audit & Scrutiny Committee shall be appointed by the relevant Committee and subsequently confirmed by the Council. Every Committee, if it so desires, may elect a Deputy Chair who shall exercise the role and powers of the Chair when the Chair is absent.

Meetings of Committees

61. Meetings of Committees will be called by the Chief Executive and there will normally be at least three ordinary meetings of each Committee in every calendar year.
62. Papers for Committee meetings will be made available to members at least seven calendar days before a meeting is to be held.
63. The Chair of the relevant Committee, following discussion with the Chairperson of Council, may call a special meeting of that Committee. The Chief Executive shall, except in cases of urgency, send the summons to such a special meeting to each member at least seven calendar days before the meeting.

64. The Chair of the relevant Committee, following discussion with the Chairperson of Council, may call a special meeting of that Committee on the written request of three members of the Committee. The Chief Executive shall, except in cases of urgency, send the summons to such a meeting to each member at least seven calendar days before a meeting.
65. In order to minimise travel costs and time spent travelling Committee meetings may take advantage of telecommunications software e.g. Skype.

Record of proceedings

66. Draft minutes shall be prepared of each Committee meeting and circulated to the Chair of the relevant Committee as soon as possible for amendments.
67. Draft Committee minutes will be reported to Council but presented to the relevant Committee for approval.

Limitations on delegations to Committees

68. Arrangements for the discharge of functions by Committees shall be subject to:
- reservations set out in paragraphs 69 and 70 below;
 - the observance of the Standing Orders;
 - the exercise of power in the name of the Council;
 - Committees reporting on their activities at the next convenient meeting of the Council, with recommendations to the Council on matters reserved to the Council.
69. The Council reserves to itself the exercise of its powers for:
- the approval of major policy documents and other matters of general policy or principle which the Council may from time to time declare a matter for their decision;
 - to make, revoke or amend Standing Orders;
 - to make arrangements for the discharge of the Council's functions by Committees.
70. The Council will normally discuss the following:
- any matters which have significant policy implications;
 - any matters on which the Welsh Government has sought the Council's advice;
 - any strategic documents dealing with the way in which the Council conducts its business, including, but not restricted to, the *Code of Conduct and Best Practice for Members* and Standing Orders;
 - the approval of the Council's Strategic Plan;
 - the making, revoking or amending of Standing Orders;
 - the making of arrangements for the discharge of the Council's functions by Committees.

Frequency of meetings

71. Subject to the power to call a special meeting, the Council shall normally determine how often a Committee shall meet.

Membership of Committees

72. Members will normally serve on Committees for up to four years. This may be extended with the agreement of the Chief Executive. Members may make a request to the Chief Executive to transfer to another Committee after one year. This request will be subject to vacancies existing on other Committees.

Attendance of members at Committees of which they are not members

73. Any member of the Council shall be at liberty to attend any meeting of any Committee of which they are not a member but cannot take part in the proceedings of that Committee unless the member has obtained the previous consent of the presiding Chair.

Terms of reference and delegation to Committees

74. The following (together with such additional or other Committees as may from time to time be determined) shall be the Committees of the Council, and shall consist of the number of members as the Council may from time to time determine.

Executive Committee

75. The Committee, acting with delegated powers, will be responsible for:
- overseeing the Council's internal operation including Standing Orders, its committee structure, staffing matters, accommodation requirements, including security arrangements and the Council's Information Systems strategy;
 - overseeing the development of the Strategic plan;
 - overseeing the development of the Operational plan, including approving the Council's budget;
 - overseeing the Council's Communication strategy;
 - any capital projects in excess of £100,000;
 - approving any major items of expenditure in excess of £100,000 in addition to those set out in the Operational Plan;
 - overseeing the Council's statutory schemes, for example in relation to Equality & Diversity and Welsh Language;
 - overseeing the Annual Report, Annual Accounts and Quarterly Reviews;
 - overseeing work undertaken under terms and conditions of grant for the Welsh Government;
 - developing advice to the Welsh Government and formal responses to stakeholder consultations on teaching and learning issues;
 - considering any other matters where requested to do so by the Council.

76. The Committee is accountable to the Council and will report by means of its minutes, which will normally be presented by the Chief Executive.

77. The Committee will consist of the Chairperson of the Council and up to four other Members of the Council. The Chief Executive and senior Council officers will normally attend the meetings.

Audit & Scrutiny Committee

78. The Committee, acting with delegated powers, will be responsible for:

- overseeing the Council's finance and administration procedures, including Financial Regulations, tendering arrangements and banking arrangements;
- considering all relevant reports by the Auditor General for Wales including reports on the Council's accounts, achievements of value for money and the response to any management letters;
- considering and advising on the Council's annual and long-term internal audit programme;
- discussing with the internal auditor the nature and scope of each forthcoming audit and ensuring that the external auditor has the fullest co-operation of staff;
- reviewing the effectiveness of the body's internal control system established to ensure that the aims, objectives and key performance targets of the organisation are achieved in the most economic and effective manner;
- considering internal audit reports, including value for money reports and the arrangements for their implementation;
- reviewing and making proposals for changes to the Standing Orders;
- commenting on the performance of internal and external auditors;
- overseeing the Council's Risk Management policy and Whistleblowing Policy;
- reviewing the operation of the *Code of Conduct and Best Practice for Members* and *Code of Conduct for Council Officers*;
- advising on accounting policies and accounts of the Council;
- considering any other matters where requested to do so by the Council.

79. The Committee is accountable to the Council and will report by means of its minutes, which will normally be presented by the Committee's Chairperson.

Membership and attendance

80. The Chairperson and members of the Audit & Scrutiny Committee shall be Council members appointed by the Council and at least one lay member (defined as any person other than a member or an employee of the Council) as required under paragraph 20 of Schedule 1 of *the Education (Wales) Act 2014*. The Chair of the Committee shall be a member of the Council other than the Council's Chairperson. The Committee will consist of four members of Council and at least one lay member.

81. Representatives from both the Wales Audit Office and the Council's appointed internal auditors may attend all Audit & Scrutiny Committees in an advisory capacity only.
82. The Chief Executive and the Deputy Chief Executive (*Finance, HR and Corporate Services*) will normally attend the meetings.
83. The Committee may ask non-members to withdraw to facilitate open discussion of particular matters.

Access

84. The representative of Internal Audit and of the Wales Audit Office will have free and confidential access to the Chair of the Audit & Scrutiny Committee.

Frequency of Meetings

85. The Audit & Scrutiny Committee will meet three times a year. The Chair of the Committee may convene additional meetings as they are deemed necessary.
86. In addition to the normal programme of Audit & Scrutiny Committee meetings determined by the Council, the representative of the Wales Audit Office may request a meeting if he or she considers one necessary.

Authority

87. The Audit & Scrutiny Committee is authorised by the Council to investigate any activity within its terms of reference, and to seek any information it requires from Council officers, who are requested to co-operate with the Committee in the conduct of its enquiries.

Information requirements

88. The Audit & Scrutiny Committee will be provided, as appropriate, with:
 - reports summarising any significant changes to the organisation's Risk Register;
 - progress reports from the internal auditors summarising:
 - work performed (and a comparison with work planned);
 - key issues emerging from Internal Audit work;
 - management response to audit recommendations;
 - changes to the internal audit plan;
 - any resourcing issues affecting the delivery of Internal Audit objectives;
 - progress reports from the Wales Audit Office representative summarising work done and emerging findings;
 - proposals for the Terms of Reference of internal audit;
 - the internal audit strategy;
 - Internal Audit Reports and Annual Report;
 - Quality Assurance reports on the internal audit function;
 - overseeing any whistleblowing incidents

- the draft accounts of the organisation;
- the draft Corporate Governance Statement;
- reports on any changes to accounting policies;
- the Wales Audit Office's management letter;
- reports on any proposals to tender for audit functions;
- reports on co-operation between internal audit and the Wales Audit Office.

89. In addition, the Committee shall be provided with such papers as are appropriate for it properly to fulfil its functions, as listed in paragraph 78 above.

Registration & Regulation Committee

90. The Committee, acting with delegated powers, will be responsible for:

- overseeing the registration process and maintenance of an accurate Register;
- overseeing the development and maintenance of the EWC Database including the security of and access to the data on the Register;
- overseeing the administration of the award of Qualified Teacher Status and the issue of Induction certificates;
- overseeing the accreditation of ITE programmes in Wales;
- considering analyses of the balance and composition of the education workforce in Wales in order to advise Council;
- keeping under review the Code of Professional Conduct and Practice;
- keeping under review the Council's Disciplinary Procedures and Rules, Registration Rules and Guidance and Procedure for the Hearing of Induction Appeals;
- considering emerging issues and training needs with regard to Council's Fitness to Practise work;
- considering any other matters where requested to do so by the Council.

91. The Committee is accountable to the Council and will report by means of its minutes, which will normally be presented by the Committee's Chair.

92. The Committee will consist of a Chair who shall not be the Chairperson of Council, and up to four other members of the Council. The Chief Executive and Deputy Chief Executive (*Qualifications, Registration and Fitness to Practise*) will normally attend the meetings.

Fitness to Practise Committees

93. Statutory arrangements governing the Council's responsibilities in determining a person's suitability to be registered and fitness to practise are set out in *the Education Wales (Act) 2014* and related Regulations. They cover the Council's responsibilities for dealing with:

- allegations of professional misconduct, incompetence or where a teacher has been convicted of a relevant offence;
- determining whether an applicant for registration is suitable or not;

- appeals by newly qualified teachers who fail assessment against the end of induction standards.

94. The Council's procedures and rules for dealing with its responsibilities are set out in the relevant documents:

- Disciplinary Procedures and Rules;
- Registration Rules;
- Guidance and Procedures for the Hearing of Induction Appeals.

ITE Accreditation Board

95. Statutory arrangements governing the Council's responsibilities for accrediting ITE programmes are set out in the *Education (Wales) Act 2014*, as amended and related Regulations. They cover the Council's responsibilities for dealing with:

- Accrediting ITE programmes;
- Monitoring compliance of ITE programmes;
- Withdrawing ITE programmes;
- Charging fees.

96. The Council's procedures for dealing with its ITE accreditation responsibilities are set out in relevant documents.

Section IV – Financial Control

General

97. This section of the Standing Orders is supplemented by a detailed internal Finance Manual, agreed by the Chairperson and Chief Executive.

Financial Administration

98. The Executive Committee will be responsible for overseeing the Council's finances. The Audit and Scrutiny Committee is responsible for overseeing the Council's systems and procedures, and for ensuring the Council achieves quality and value for money in its activities.

99. The financial plans of the Council will be set out in its Strategic and Operational plans. Performance reports will be brought before the Executive Committee of the Council. Reports on significant virement of expenditure will be brought to the Executive Committee.

100. The accounts will be subject to audit by the Wales Audit Office, and this will be arranged as soon as practicable after the end of the financial year on 31 March. The annual accounts will be presented to the National Assembly for Wales by the 31 August following the end of the financial year.

Annual Reports

101. The Council must report annually the discharge of its functions for each financial year, by the 30 November. The report must be submitted to Welsh Ministers who then lay a copy before the National Assembly for Wales.

Audit

102. An internal audit function shall be arranged to carry out an examination of accounting, financial and other operations of the Council. This will include an independent review and appraisal of systems and procedures, both financial and non-financial, in operation to ensure they accord with this part of Standing Orders and accord with best practice.

Procurement of goods and services

103. The process of acquisition by the Council of goods, services, consultancies or research from external firms, organisations or individuals will:

- be undertaken in a manner that is ethical, legal, accountable and compliant with European procurement limits;
- targeted towards continuing improvements in value for money, based on the whole life cost and quality of goods and services;
- be compliant with the purchasing procedures of the Council as detailed in the internal Finance Manual. This compliance will ensure that all goods and services

over a certain threshold are procured via competitive tender. The form of competition must be appropriate to the value and complexity of the goods and services to be acquired.

Authorisation of payments

104. Authorisation to make payments out of the bank accounts of the Council is set out in the Finance Manual.
105. Clear written instructions are contained within the internal Finance Manual as to the posts of officers empowered to authorise expenditure, and the points which should be checked before authorisation is given.

Income

106. The Deputy Chief Executive (*Finance, HR and Corporate Services*) is responsible for ensuring that adequate machinery exists for the collection and bringing to account of all receipts. Receipts will include grant funding, registration fees, bank interest and other miscellaneous income.

Assets

107. The internal Finance Manual of the Council contains detailed instructions as to the procurement, safeguarding and disposal of assets, both tangible and intangible