

INTRODUCTION

These Terms of Reference for the Local Governing Body of **[enter school name]** must be approved by the Trust Board of Directors (the '**Board**'). The Board will review these Terms of Reference annually. The Terms of Reference provide the framework within which the LGB shall operate.

Chess Valley Primary Learning Trust (the '**Trust**') is a charitable voluntary organisation which relies on volunteers, supported by an experienced team of staff. The size of the Trust and the number of academies for which it is responsible, in addition to its drive for accountability, means that it is a complex organisation with important layers of governance. The Terms of Reference and the Scheme of Delegation (the '**SoD**') for your Local Governing Body have been agreed by the Trustees of the Board of Chess Valley Primary Learning Trust and we request that you use it in partnership with all provided Trust documentation.

Remit: The role of a Local Governing Body is an important one. It is designed to provide focused governance for the school at a local level and the intention of the Trust Board is to ensure that the responsibility to govern the school is vested in those closest to the school and those who can more easily impact on appropriate decision-making. The LGB is required to monitor the school's key performance indicators and acts as an objective friend to the Headteacher and the Senior Leadership Team (SLT), providing challenge and support within the Board's accountability model.

The LGB carries out its functions in relation to the school on behalf of the Trust and in accordance with the policies of the Board and those delegated to the individual school. The act of delegation to the LGB is a delegation of power and duties rather than a delegation to forego responsibility.

Those academies within the Trust also have a duty in partnership with the Trustees to ensure that the school is accountable to the Diocese and operated as a Church of England school (where appropriate as a Church school). The LGB is also accountable to any persons or body who hold the land used by the school on trust to ensure that the objects of such trust are upheld, and the land is used for purposes which are consistent with the objects of the Trust.

Intervention: The LGB will work closely with the Trust Board and the Executive Team to promptly implement any advice or recommendations made by the Board in respect of standards and performance, particularly where areas of concern have been identified (either internally or by an external agency such as Ofsted).

The Trust Board reserves the right to review or remove any delegated power or responsibility conferred on the LGB (as a last resort) under its constitution and Terms of Reference, especially where serious concerns for the operation of the school are identified, including where:

- The safety of pupils or staff is threatened, including a breakdown of discipline.
- There are concerns about financial matters.
- There is insufficient progress being made against educational targets (including where the intervention of the Regional Director (the '**RD**') is being considered or actioned).
- There has been a breakdown in the way in which the school is managed and/or governed.

The Trust Board has the capacity to provide a 'Team Around the School' for a fixed period, including an interim governing body who will take responsibility for addressing the areas of concern.

COMPOSITION OF A LOCAL GOVERNING BODY

Within the governance structures of Chess Valley Primary Learning Trust, a majority composition of Diocesan approved directors, appointed by the Members, is in place.

Within this structure, the status and character of any school prior to joining the Trust will be protected, i.e., Voluntary Aided, Voluntary Controlled and Community schools will all have their original status protected.

The LGB for **[enter school name]** will comprise 10 appointed positions:

Type of Member	Number	Term of office	Election method
Headteacher	1	Indefinite	Ex officio appointment
Staff Governor	1	4 years	Staff appointed
Parent Governor	2	4 years	Parent election
Community/Foundation Governors	7	4 years	LGB proposed & Trust Board approval
Clergy (in church schools)	1	Indefinite	Ex officio appointment
Associate Governor (in previous community schools)	1	Annually	LGB proposed & Trust Board approval

- a. The membership of the LGB will be proposed by the LGB and approved by the Board unless the Board has complete delegation of the school.
- b. The usual term of office for Governors of the LGB will be 4 years. The exceptions are:
 - o The Headteacher (ex-officio governor)
 - o The nominated Clergy for church schools (ex-officio governor)
 - o Parent Governors where the registered pupil leaves the school
 - o Associate Governors (for community schools on annual appointment for 1 year)
- c. The governors of the LGB shall, upon their appointment or election, commit to the Members and Board of Directors to uphold the objects of the Company as set out in the Articles of Association and all policies and procedures agreed by the Trust or LGB.
- d. The Chair and Vice-Chair of the LGB will be nominated annually by the Governors of the LGB at its first meeting in each academic year. Approval will then be sought from the Board.
- e. In the absence of the Chair, Vice-Chair, or the Clerk at a meeting of the LGB, the LGB will agree a replacement for the meeting, this cannot however be the Headteacher.
- f. The Chair of the LGB will meet with at least one Board representative, the Trust CEO and the Clerk each school year to review the effectiveness of the LGB in relation to the school's development plan, agree training needs and discuss any other issues as appropriate.
- g. The LGB will meet as often as is necessary to fulfil its responsibilities but as a minimum, the LGB will meet at least once each term.
- h. The quorum for any meeting of the LGB, and any vote on any matter thereat, shall be any five of the governors of the LGB, or where greater, any one third (rounded to a whole number) of the total number of governors of the LGB at the date of the meeting. This includes the Headteacher or their representative.
- i. The Chair, Headteacher, and/or Clerk to the LGB will agree and circulate an agenda and any papers one week before a meeting of the LGB.
- j. It is assumed that each Governor of the LGB has read any papers, provided they have been circulated in accordance with the previous point (i).
- k. All recommendations and decisions made at a meeting of the LGB will be recorded in the minutes of the meeting. These will be published by the Clerk to Governor Hub the LGB once agreed by the LGBs and signed by the Chair of Governors and Headteacher.
- l. The Board can invite/request the Chair of the LGB to attend any Board meeting and present a summary of the issues discussed and recommendations made at any previous LGB meeting.
- m. Any Director of the School Trust may attend a meeting of the Local Governing Body.
- n. Only governors of the LGB and Directors of the School Trust will have a right to vote on those matters reserved for the LGB.
- o. Each governor of the LGB shall have one equal vote. Where there is an equal division of votes, the Chair of the LGB will have the casting vote.
- p. All decisions delegated to the LGB shall be determined by the Board and will be reviewed at least annually. Such decisions are included in the SoD.
- q. The LGB may further delegate its powers to Sub-Committees or Working Groups and Individuals provided such delegation is by specific resolution and Terms of Reference.

COMMITMENT OF LOCAL GOVERNORS

LGB governors are required to:

- a. Prepare for and make an active contribution at meetings of the LGB.
- b. Champion the School and the Trust and act as a representative of the Trust in the local community and at wider events where appropriate.
- c. Actively engage with the trustees through regular communication in connection with their specific link role.
- d. Agree to abide by the Trust's Code of Conduct.
- e. Familiarise themselves with the associated School and Trust policies.
- f. Visit the School both during school hours (with prior arrangement with the Headteacher) and for events outside of school hours to get to know the school and be visible and accessible to the school community.
- g. Attend scheduled meetings (a minimum of 75% attendance over the year including working groups), governor visits to the school, training sessions, and trust events, save in extenuating circumstances and where agreed in advance with the Chair of the LGB.

STAKEHOLDER VOICE

The LGB is expected to have regard to the voices of their various stakeholders (especially pupils, parents/carers and staff) and to put in place arrangements to receive feedback and to respond appropriately. This includes engaging stakeholders through defined governance arrangements (included elected parent and staff governors on the LGB) and more broadly.

Accessing and responding to the collective concerns of pupils is an important aspect of the work of the LGB and the Trust. The LGB is required to give due regard to issues that are raised through groups of pupils and management actions taken in response to these issues where appropriate and affordable.

APPOINTMENT AND RESPONSIBILITIES OF LOCAL GOVERNORS

CHAIR

The Chair is proposed by the local governors and approved by the Trust Board for a term of one year. The Trust Board, if necessary, has the power to remove the Chair from office at any time, although this would not necessarily affect the individual's position as a Local Governor.

The Chair (and Vice-Chair if appropriate) will ordinarily meet with the Headteacher of the School, and the Clerk at the start of the academic year to plan the work of the LGB for the year.

The responsibilities of the Chair include the following:

- To chair meetings of the LGB
- To set the agenda for meetings with the Headteacher (with support from the Clerk as required).
- To report to the Trust Board in writing following any LGB meeting, if requested
- To provide a direct link between the LGB, and the Trust Board.

In the event of a need to make genuinely urgent decisions between meetings on matters falling within the remit of the LGB, the Chair of the LGB (or the Vice Chair of the LGB in his or her absence) in consultation with the Trust CEO, shall take appropriate action on behalf of the LGB. The decisions taken and the reasons for urgency shall be minuted at the next meeting of the Trust Board and of the LGB.

VICE CHAIR

The Vice-Chair is elected by the local governors for a term of one year. The Trust Board, if necessary, has the power to remove the Vice-Chair from office at any time, although this would not necessarily affect the individual's position as a local governor.

The responsibilities of the Vice-Chair include the following:

- To deputise for the Chair in his or her absence
- To set the agenda for meetings of the LGB with the Chair, if requested
- To provide a link between the LGB and the Trust Board

In the absence of both the Chair and the Vice-Chair at a meeting, the LGB will elect a temporary chair from among their number (this cannot however be the Headteacher).

STAFF GOVERNORS

The Staff Governor(s) of the LGB shall be nominated by the staff at the school. The responsibilities of the Staff Local Governors are to represent the interests and opinions of teaching and non-teaching staff at the School on the LGB.

ELECTED PARENT GOVERNORS

Elected Parent Governors for each LGB shall be elected in accordance with the Trust recommended process.

- When a vacancy arises, the LGB will write to all parents of pupils at the school seeking nominees for the vacancy.
- Nominees will be asked to provide a short statement about why they are interested in being a Parent Governor and their background and experience that makes them suitable for the role.
- If the number of nominees equals or is less than the number of vacancies on the LGB, the LGB can choose to appoint all (or any) of those nominated.
- If there are more nominees than places available, the LGB will write to all parents of pupils at the school asking them to vote for their preferred candidate.
- A Parent Governor should be a parent or carer of a registered pupil at the relevant School or where this is not reasonably practical, a person who is the parent of a child of compulsory school age.
- The responsibilities of the Parent Governor are to represent the interests and opinions of the Parent Body of the School on the LGB.

OTHER RESPONSIBILITIES

Each LGB shall appoint individuals with specific responsibilities and skills to compliment the portfolio roles of the Trust Directors/Trustees.

The local governor portfolios are:

1. Governance & Leadership (usually the Chair of Governors)
2. Finance (delegated school budgets)
3. Resources
4. Curriculum & Standards (including Christian Distinctiveness in Church Schools).
5. SEND & Inclusion
6. Safeguarding & Vulnerable Pupils
7. Admissions & Attendance
8. Development (including communications, community engagement & fundraising)

The Chair of Governors is asked to lead on governance & leadership (including appraisal of the Headteacher in line with the Trust policy).

CEASING TO BE A LOCAL GOVERNOR

A local governor's term of office will be terminated if:

- Any event or circumstance occurs which would disqualify him or her from the office of Trustee under the Articles of Association.
- He or she has, without the consent of the Chair, failed to attend LGB meetings for a continuous period of three meetings, beginning with the date of the first such meeting he or she failed to attend, and the Chair and the Vice Chair agree that the term of office should be terminated.
- He or she resigns from office by notice to the LGB and the Trust.
- He or she is removed from office by the Trust Board.

CONVENING MEETINGS OF THE LOCAL GOVERNING BODY

The Chair of the LGB shall give written notice of each meeting. An agenda and any reports or other papers to be considered at the meeting will be shared via Governor Hub seven clear days in advance of each meeting where possible. However, where the Chair determines there are matters demanding urgent consideration, it shall be sufficient if the written notice of the meeting states that fact and the notice, copy of the agenda and other papers are given within such shorter period as the Chair directs.

The convening of a meeting and the proceedings conducted at meetings shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.

VOTING AT MEETINGS OF THE LOCAL GOVERNING BODY

A meeting shall be terminated if the number of local governors present ceases to constitute a quorum. Where a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the Chair as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

Any local governor shall be able to participate in, and be counted as present for the purposes of the quorum, meetings by video conference provided that:

- He or she has given notice of their intention to do so at least 48 hours before the meeting.
- The LGB has access to the appropriate equipment.
- If after all reasonable efforts it does not prove possible for that local governor to participate by telephone or video conference, the meeting may still proceed with its business provided it is otherwise quorate.

Every question to be decided upon at a meeting of the LGBs shall be determined by a majority of the votes of local governors present and voting on the question. Votes tendered by proxy shall not be counted. Where there is an equal division of votes, the Chair has a casting vote.

The local governors may act notwithstanding any vacancies, but, if the number of local governors is less than the number fixed as the quorum, the continuing local governors may act only for the purpose of filling vacancies.

PERSONAL INTERESTS OF LOCAL GOVERNORS

Local governors shall complete a register of their business interests via Governor Hub which shall be reviewed annually and published on the school website.

Any local governor who has any duty or personal interest that conflicts or may conflict with his or her duties as a local governor shall:

- Disclose that fact to the LGB as soon as he or she becomes aware of it. A local governor must absent himself or herself from any discussions of the LGB in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the school and such duty or personal interest.
- Withdraw from any meeting for that item unless expressly invited to remain to provide information.
- Not be counted in the quorum for that part of any meeting.
- Withdraw during the vote and have no vote on the matter.

SUB-COMMITTEES/WORKING GROUPS OF THE LOCAL GOVERNING BODY

The LGB is a committee of the Trust Board but to carry out functions of the LGB effectively, they may establish some sub-committees/working groups. If required, these sub-committees/working groups must meet the Trust Board's structure of governance requirements. The LGB should determine the constitution, membership, and terms of reference of any sub-committee/working group it decides to establish and review them annually.

The establishment of any new sub-committees/working groups other than temporary, ad hoc committees required to deal with specific issues, must be agreed in advance with the Headteacher and CEO to protect workload issues from arising for school leaders.

MINUTES

Attendance at each LGB meeting, issues discussed and recommendations for decisions shall be recorded, and the minutes marked as signed on Governor Hub. The written record (once approved by the LGB) shall be published on Governor Hub as soon as is reasonably practicable and within the requirements of the SoD.

DELEGATION TO THE LGB

The LGB shall have the roles set out in this section and any other role that the Trust Board agree shall be carried out by the LGB. This will be communicated to the Chair of the LGB.

a. GENERAL

The governance of the school is delegated to the LGB who may exercise the powers of the Trust in so far as they relate to the school, subject to:

- The Articles of Association
- The agreed delegations within the Scheme of Delegation (SoD)
- Any restrictions in the Companies Act which requires a decision of the Members or the Trust Board
- Policies and procedures set by the Trust Board
- A specific decision of the Trust Board

The Trust Board and the LGB acknowledge that they each play a crucial role in the governance of the school and commit to working together in the best interests of the Trust and the school. They also acknowledge that the duties and responsibilities in relation to the operation of the Trust sit with the Trust Board and as such the Trust Board is entitled:

- To overrule a decision of the LGB (if necessary); and/or
- To remove delegated powers from an LGB if (in their reasonable opinion) they consider it to be in the best interests of the school or the wider Trust.

b. DECISION MAKING

The relationship between the Trust Board and the LGB is underpinned by the principles that there should be no duplication of governance and governance should be as close to the point of impact of decision-making as possible. The SoD provides further clarity as to who the decision makers are for different levels of decision.

c. FINANCIAL MATTERS

The LGB shall assess the annual budget for the subsequent financial year prepared by the CEO, Trust Finance Officer, Headteacher and finance team and submit the budget to the Trust Board for approval in accordance with the specified timeline.

Dependent on the level of delegation, the LGB shall have the power to expend funds which relate to the school as it considers in the best interests of the school and in accordance with the SoD and all other policies and procedures of the Trust.

The LGB shall have regard to:

- The Objects of the Trust and the restrictions attached to any grant funding.
- The school's developmental priorities as set out in the School Development Plan (SDP).
- Financial sustainability.

In line with their duties and responsibilities as trustees and directors, the Trustees shall be entitled to determine that a proportion of the budget in respect of the school be held centrally for the following purpose:

- To be allocated to the provision of central services received by the school.
- In pursuance of the School Trust's reserves policy.
- As otherwise may be determined by the Trustees acting reasonably and in the best interests of the Trust.

d. CONTRACTUAL AUTHORITY

The LGB is authorised to enter contracts on behalf of the Trust, after consultation with the CEO, and in so far as it relates to the school provided that:

- The contract does not exceed the value specified within delegated limits.
- The contract has been procured in compliance with the Trust's Procurement Policy and in accordance with the Academy Trust Handbook.
- Consideration is given as to whether the contract constitutes a 'related party transaction'.

The proposed contract does not relate to any contract or services provided by the Trust agreements unless, in the case of leadership and CPD support, it complements rather than duplicates the Trust offer or, in any other service area, the contract is of a low value and short term (in the view of the LGB acting reasonably) and the CEO has been consulted.

KEY FUNCTIONS OF THE LGB

The LGB is asked to carry out the following functions:

1. GOVERNANCE & LEADERSHIP to:

- Champion the Chess Valley Trust's vision and values in the school and to safeguard the health & wellbeing of all pupils.
- Support the educational character, mission and ethos of the school reflecting the wider character, mission, and ethos of the Trust.
- Ensure that the school has a vision for its future and a robust strategy for achieving it (in conjunction with Headteacher and CEO and Trust).
- Appoint (and remove) from its number, the Chair, Vice-Chair, and local governors with specific portfolio responsibilities.
- Appoint a Minutes Clerk.
- Review and amend the policies of the school (in line with any Trust prescribed policy).
- Implement a means whereby the school can receive and react to pupil, parental, and staff feedback.
- Establish and maintain relationships with members of the local community.
- Support, constructively critique and monitor the Headteacher & Senior Leadership Team in their work on the School Development Plan (SDP).
- Review and maintain a behaviour policy for the school.
- Convene a sub-committee to review the exclusion of a pupil by the Headteacher.
- Adopt the Trust policies and procedures as required.
- Deal with complaints at the relevant stage.

2. FINANCE (delegated school budgets) to:

- Appoint a local governor responsible for Finance to support good budget management.
- Monitor the school's delegated budget and liaise with the Trust Board's Chair of Finance.
- Monitor income and expenditure of delegated budgets.
- Monitor the impact of the PE & Sports Premium funding and action plan.
- Monitor the impact of the specific funding and action plans for school development priorities.
- Recommend to the LGB, the annual budget for submission to the Trust Board for approval.

3. RESOURCES to:

- Appoint a local governor responsible for Resources.
- Support the Trust Board in its monitoring and evaluation of the delivery of any central services/functions provided/procured by the Trust.
- Follow the Trust's policies for conducting termly site inspections to review and report on any health and safety and/or security issues for the buildings and premises, including any external inspections of play equipment.
- Liaise with the relevant staff member with responsibility for premises in the management of local repairs & maintenance issues including ensuring a safe school environment.
- Review the implementation of the above policy and ensure that appropriate risk assessments are being carried out in the school.
- Work with the Trust to ensure the school is adequately resourced – and work to maximise the allocation within the school budget to achieve value for money and effective use of all the school's resources.
- Seek and support allocations of additional funding through parental donations and/or fundraising.
- review and provide support in relation to the contracts register, liaising with and supporting Trust's contracts.
- Provide support in terms of scoping, assessing potential projects and/or opportunities.

4. CURRICULUM AND STANDARDS to:

- Appoint a local governor responsible for Curriculum and Standards.
- Monitor the teaching, learning & curriculum policy proposed by the Headteacher (to the extent that it is consistent with the Trust-wide policy) and Senior Leadership Team (SLT).
- Ensure effective processes are in place for monitoring the quality assurance of teaching and learning, the curriculum, inclusion, and the sharing of good practice across the Trust's schools.
- Monitor the data reported from the Senior Leadership team relating to standards of achievement.

5. SEND & INCLUSION to:

- Appoint a local governor responsible for SEND and Inclusion.
- Monitor and review the school's SEND and Inclusion policy.
- Provide oversight of the implementation of the policy within the school and compliance with the Equality Act & Disability Discrimination Act requirements.

- Ensure effective arrangements are in place for pupil support and representation.
 - Support the Trust strategy for extended services at the school where relevant.
6. SAFEGUARDING & VULNERABLE CHILDREN to:
- Appoint a local governor responsible for safeguarding and vulnerable children.
 - Review and maintain a child protection policy for the school (consistent with the trust-wide & local authority/government policy)
 - Monitor the school's adherence to safeguarding & child protection policies including safe and secure record keeping.
 - Ensure the completion of the single central record.
 - Support the Headteacher and monitor the impact of support for children in receipt of pupil premium.
7. ADMISSIONS & ATTENDANCE to:
- Appoint a local governor responsible for admissions and attendance.
 - Undertake consultation, publish admissions and determine arrangements as required in accordance with the school admissions and appeals codes.
 - Ensure all decisions made regarding admissions are taken by at least two nominated governors.
 - Ensure effective arrangements are in place for successful recruitment of new pupils.
 - Review attendance and pupil absences.
8. DEVELOPMENT to:
- Appoint a local governor responsible for development, communication, and community activities, including fundraising and liaison with the parent body.
 - Ensure systems are in place at the school for effective communication with pupils, parents or carers, staff, local church (where relevant for church schools), and the wider community including the support of a local parent association.
 - Ensure the effective implementation of the trust's data protection policies and procedures in the school.
 - Encourage & support the involvement of parents & other stakeholders in fundraising activities for the benefit of pupils and staff at the school.

STAFFING & WELFARE

In addition to the eight identified governor roles, the LGB will support the Headteacher with staffing matters, including workload considerations and wellbeing to:

- Support the Headteacher in the development and review of an appropriate staffing structure for the school and for the appointment of school staff to ensure that the school is fully staffed in accordance with that structure.
- Ensure that there is effective communication between the Headteacher and the CEO.
- Ensure that the Trust's policies on all HR matters are implemented in the school.
- Monitor the implementation of the Trust's policies at the school for HR matters including the appointment, induction, and annual appraisal/review of staff, pay review process and procedures for dealing with disciplinary matters, grievances, and dismissal.

TRUST CLERK/CLERKING SUPPORT

The Trust Board shall appoint a Clerk to support good governance. Each LGB should appoint a Minutes Clerk. The responsibilities / functions of the Trust Clerk include:

- Support the Chair and Headteacher in providing the agenda template, then drafting and setting the agenda for meetings.
- Collate registers of governor attendance from meetings and report on attendance to the Trust Board.
- Maintain Trust Governor Hub.