

6. Terms of Reference – Local Governing Body

ROLE OF GOVERNORS

- 6.1 The Arbor Academy Trust has adopted an approach that each academy has its own LGB.
- 6.2 The LGB essentially performs an advisory role. Recommendations from an LGB will be considered by the Trust Board or one of its committees and either approved, with or without modifications, or rejected.
- 6.3 There will be between 6-8 members of an LGB. The size is dependent on the number of schools served by the LGB. A minimum of 50% of the membership will be parents. All members are appointed by the Trust Board. The Trust Board expects that all members will be active participants, making time to visit the academies, prepare for and attend LGB meetings and play a challenging but supporting role.
- 6.4 The **Scheme of Delegation** sets out the responsibilities that the Trust Board have delegated to a LGB. The powers reflect the Articles of Association signed by the members when the Arbor Education Trust was established. It may differ between LGBs depending upon whether academies served by the LGB were sponsored or not when joining the Trust. Therefore, each LGB will have its own Scheme of Delegation.
- 6.5 The **Terms of Reference:** describes what the a LGB needs to accomplish on an annual basis. It is a common document across all LGBs. It focuses on an agenda and programme of work for the responsibilities that have been delegated to it by the Trust Board. Key amongst these are the monitoring of the quality of teaching and learning taking place in each Academy, the safeguarding of all pupils and staff and relationships with local communities.
- 6.6 The **Code of Conduct:** sets out the high expectation that the Trust Board has on all those who volunteer to serve on an LGB. The Trust expects the highest standards of professionalism, courtesy, respect and adherence to standards of behaviour. The Trust reserves the right to remove any member of an LGB who is judged to have not met those standards.

CONSTITUTION

- 6.7 All members of the Local Governing Body are appointed by the Trust Board. The Local Governing Body for Davies Lane and Selwyn primary schools shall have the following members:
 - (a) One Staff Governor (see paragraph 6.11 below)
 - (b) The Head Teacher of each Academy served by the LGB
 - (c) Three parent governors for each Academy served by the LGB, elected or appointed by the Trust Board (see paragraphs 6.12 and 6.13 below)
 - (d) Up to 2 Board Governors appointed by the Trust Board.
- 6.8 The LGB may also recommend to the Trust Board the 1 non-voting co-opted members.

- 6.9 Any member of the Trust Board or Trust Executive Team shall be entitled to attend any meeting of the Local Governing Body. Any Trustee attending a meeting of the Local Governing Board with the consent and the direction of the Trust Board shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Body.
- 6.10 All persons elected or appointed to the Local Governing Body shall sign a written undertaking to the Trust Board to uphold the Vision, Values and Objectives of Arbor Academy Trust and abide by the Code of Conduct as drawn up by the Trust Board.
- 6.11 The election of the Staff Governor will follow a process determined by the Trust Board. All staff employed in the Academies served by the LGB (e.g. teaching or non-teaching) will have the right to stand for election and to vote. As Heads of School will be treated for all purposes as an ex-officio member of the LGB, they are not eligible to be a Staff Governor.
- 6.12 Parent Governors shall be elected by parents with registered pupils at the Academy and must be parents of a pupil at that Academy when elected. Except where required by the Trust Board, any matters relating to the election of Parent Governors, including any question of whether a person is a parent of a registered pupil at the school will be determined by the Local Governing Board.
- 6.13 If the number of parents standing for election is fewer than the number of vacancies, the Local Governing Board will recommend to the Trust Board a person who is the parent of a registered pupil at the Academy, or if that is not practical, a person who is the parent of a child of compulsory school age.
- 6.14 The Trust Board may appoint a person to be Co-opted Governor, as recommended by the LGB. A Co-opted Governor is a person who will serve on the LGB who has not been appointed or elected to serve on the LGB. The Trust Board may not co-opt a person who is employed at one of the Academies if the number of employees serving on the Local Governing Board (including any Head of School) would exceed one-third of the total number of persons serving on the Local Governing Board, including any Co-opted Governors.
- 6.15 The term of office for any person serving on the Local Governing Board shall be four years, save that this time limit shall not apply to
- (i) A Head of School who will serve for as long as he or she remains in office;
 - (ii) Persons who serve as Co-opted Governors who shall serve for 1 year only; and
 - (iii) Trustees.
- 6.16 Subject to remaining eligible to be a particular type of member of the Local Governing Body, any person can be re-appointed, re-elected or co-opted again.

- 6.17 The Trust Board has an absolute right to remove any person from the LGB, if at the discretion of the Trust Board, this is deemed appropriate or necessary for the continued good governance of the Trust.
- 6.18 A person serving on the LGB, or any Committee of the LGB, shall cease to hold office if he or she breaches the agreed Code of Conduct or any policies or procedures which apply to members of the LGB including any breaches of confidentiality.

SCHEME OF DELEGATION

- 6.19 The LGB may exercise the powers delegated to it by the Trust Board as set out in this Scheme of Delegation. The Trust Board reserves the right to amend any Scheme of Delegation in accordance with the provisions of the Companies Act 2006, the Articles of Association and any special resolution agreed by the Trust Board.
- 6.20 The Trust Board will determine all policies and procedures which it considers are strategic issues that affect the company and any of its Academies. For each LGB, the Trust Board is free to decide what constitutes a Strategic Issue having regard to all the circumstances. The following are deemed to be Strategic Issues for all Academies:
- (i) Appointment of members of the Executive Team, including Heads of School
 - (ii) The structure and functions of any local teams supporting Academies
 - (iii) Financial Management of the Trust and budget setting for each Academy
 - (iv) Procurement of all service contracts and goods
 - (v) Building and capital works
 - (vi) Training and development of staff employed by the Trust
 - (vii) Determination of curriculum, teaching and assessment policies and frameworks and quality standards and targets for each Academy
 - (viii) Matters falling within the power of any other sub-committee of the Trust Board
 - (ix) Any other matter notified by the Trust Board as being a Strategic Issue.

- 6.21 The LGB will have the following delegated powers:

- (i) Monitor and evaluate the education performance of any Academy served by the LGB against the defined criteria established by the Trust Board;
- (ii) Monitor and evaluate the safeguarding and wellbeing of pupils, staff and any visitors to each Academy in line with the Health and Safety and operating policies agreed by the Trust Board;

- (iii) Develop and maintain good relationships with the local communities, especially parents, for each Academy;
- (iv) Raise with the Trust Board for further investigation, consideration or request for additional resources to be allocated to address local issues in order to further enhance the quality of teaching and learning and standards achieved in any Academy.

6.22 These powers are explained in more detail in the following paragraphs.

6.23 *Ethos and Values:* The ethos and mission statement for every Academy in the Trust shall be the sole responsibility of the Members of the Trust. The LGB responsibility is to ensure that each Academy is conducted in accordance with the defined ethos and values in a consistent and rigorous manner.

6.24 *Finance:* The Trust Board has the power to withhold a percentage of the funds to each Academy provided by the Secretary of State to meet certain costs in undertaking their functions and meeting their responsibilities. This is known as the Top-slice and has been set at 5% for 2016-17. The creation and administration of the accounts for each Academy shall be the sole responsibility of the Trust Board. The LGB must ensure that no actions or activities contravene the requirements of the Academies Financial Handbook. The Trust Board will determine the restrictions of any in-year virement between cost centre headings. The LGB has no power to exceed the revenue budget for the school and must stay within the restriction on borrowing as set out in the Master Funding Agreement for the Trust. The LGB has the right to raise voluntary funds for an Academy but oversight and management will rest with the Trust Board as proper accounts have to be kept by the Company.

6.25 *Educational Performance:* The LGB must have regard at all times to application and adherence to the teaching and learning strategies and policies determined by the Trust Board for each Academy. The LGB will hold the Head of School and Academy staff to account for meeting the standards defined for the Academy in line with the Trust objectives and strategic ambitions for educational performance. The LGB must report to the Standards Committee of the Trust Board the reasons for and actions to address any deviation from the standards set by the Trust Board and must follow the advice and recommendations issued by the Trust Board in respect of raising standards. The LGB and Trust Board will work together to ensure that the progress made by every pupil in each academy is optimised and that each Academy is working to achieve an “Outstanding” Ofsted Judgement and once achieved, to maintain and improve upon this performance.

6.26 Premises: The Trust Board will determine the capital programme for each Academy, but the LGB can put forward recommendations on priority work. The Trust Board will have the responsibility of insuring the land and buildings and taking any decisions concerning the disposal or acquisitions of land to be used by an Academy. The Trust Board will determine any changes to the capacity of the Academy in respect of pre-statutory and statutory age pupils,

having consulted with the LGB. The prime function of the LGB will be the safety of the users of the buildings and facilities. In this respect the LGB will actively monitor and oversee the application of all safeguarding policies and practices at each Academy. This to include participating and reporting back on link visits and required training.

6.27 Human Resources Management: The Trust Board is responsible for the appointment of the Head of School. The Chief Executive or her named representative has the power to attend any appointment to the senior leadership team of an Academy and has the right to veto any appointment if she is not satisfied that an applicant is suitable for the post concerned. The Trust Board will determine through the job description such powers and functions as are required by the Head of School for the internal organisation, management and control of each Academy. Policies relating to Pay, Terms and Conditions of Employment, Performance Management, Recruitment, Capability, Disciplinary and Complaints procedures will be determined by the Trust Board and the LGB is expected to rigorously implement them. The LGB shall be responsible for the appointment and management of all other staff to be employed at each Academy. This to include procedures for the performance management and professional and personal development of all staff other than those with senior leadership responsibilities.

6.28 Extended Schools Agenda: The LGB shall be responsible for undertaking any activities as part of the Academy's "extended schools agenda" or any other activity that generates income for the Academy. However, in doing so the LGB must act in a manner which is consistent with any policy set by the Trust Board, having regard to the viability of such activities and any financial implications that could impact negatively on the core objective of raising standards.

6.29 Intervention and Removal of Delegated Responsibility: The Trust Board and the LGB acknowledge the value of maintaining a good working relationship in order to achieve the best possible educational outcomes for all pupils and to focus on achieving this at all times. Following a review of performance, standards, operational effectiveness or the behaviour and conduct of the LGB or threatened intervention by the Secretary of State, the Trust Board reserves the unfettered right to intervene and review or remove any power or responsibility conferred on the LGB under this Scheme of Delegation. This could include the immediate dissolution of the LGB and the replacement by an Interim Executive Board whose membership would be determined by the Trust Board. Both the Trust Board and LGB agree to discuss openly any situation that may arise and use their best endeavours to agree measures to resolve any concerns in a timely and effective manner. This may include clear advice and

recommendations from the Trust Board which the LGB would be expected to implement in full.

TERMS OF REFERENCE

6.30 The LGB is a committee of Arbor Academy Trust. Its prime function is to assist the Trust Board and the Standards Committee in achieving the objectives and delivering the policies and procedures in relation to curriculum provision, safeguarding performance, standards, communication and parental and local community engagement.

6.31 Purpose: The implementation and monitoring of the Trust Board's

- (i) Teaching and Learning Strategies (including IT)
- (ii) Development Plan for the Academy which impacts directly in standards and raising achievement.
- (iii) Policy and provisions for Daily Collective Worship and Religious Education Policy matters in relation to the curriculum
- (iv) Policy and Provisions for Sex and Relationship Education
- (v) Communication Policy and protocols
- (vi) Policy in relation to Behaviour and Ethos
- (vii) Policy in relation to staff development and appraisal
- (viii) Delegation of responsibility for Safeguarding, Health & Safety, Pastoral Care, Attendance, Safer Recruitment, Spiritual, Moral, Social and Cultural Development and Extended Services.

6.32 Scope:

- (i) Monitor and review the impact of curriculum development and the Academy action plans such as the School Improvement Plan and Ofsted Action Plan.
- (ii) Monitor and review the implementation of Sex Education and Collective Worship Policies
- (iii) Agree and make recommendations to the Standards Committee of the Trust Board for the annual statutory and non-statutory pupil performance targets and monitor and review progress.
- (iv) Monitor and review information on performance of each Academy for the School Profile.
- (v) Review reports to parents on pupil progress and ensure that statutory requirements are met.
- (vi) Seek the views of parents about the Academy, present these views for comment and action at LGB meetings and report back to parents through defined structures and media for gathering views.
- (vii) Review ways in which home-school links can be improved.
- (viii) Implement and keep under review policies relating to the community use of the Academy and partnership arrangements with community groups.

- (ix) Review and monitor the impact and effectiveness of any parent association.
- (x) Monitor and review parent engagement activities and training.
- (xi) Review and monitor the impact of the wider curriculum activities including booster classes, Saturday schools and any additional intervention.
- (xii) Monitor and review the implementation of the extended offer to pupils e.g. after school clubs, school performances, competitive sports and school journeys. Ensure that liaison with local children centres and outside agencies is robust and fit for purpose.
- (xiii) Monitor and review all Safeguarding, Health & Safety, Inclusion, Behaviour, Attendance and Extended Services to ensure their effectiveness in meeting the needs of pupils in the Academy
- (xiv) Implement and monitor the Safeguarding policy and procedures to ensure they meet the All London Child Protection Procedures and the Local Safeguarding Children Board procedures. Ensure there is a designated link lead member for Safeguarding.
- (xv) Monitor and review the effectiveness of the implementation of Trust Board Equality Policies e.g. behaviour, anti-bullying, race and gender equality and whistleblowing, ensuring that all staff and parents are familiar with them.
- (xvi) Monitor and evaluate the effectiveness of inclusion management and provision in relation to pastoral care, SEN, EAL, FSM/Pupil Premium, G&T, looked after children and vulnerable groups against OFSTED outstanding judgements and ensure value for money for funding.
- (xvii) Monitor and evaluate the effectiveness of the Spiritual, Moral, Social and Cultural provision on offer to pupils and engage with the school council for their views.
- (xviii) Implement and monitor Trust Board policies relating to Site Security and Safer Recruitment and Vetting so that each Academy provides a safe environment.
- (xix) Monitor and evaluate pre-school provision both in terms of effectiveness in meeting objectives and value for money.
- (xx) Provide feedback on monitoring and evaluation on any of the above to the Trust Board in a timely manner, making recommendations where appropriate for consideration by the Trust Board.

6.33 Operational Matters:

- (i) The LGB will meet at least once per term with much of the meeting dedicated to Teaching and Learning and standards. A report on progress towards agreed action plans and targets set by the Trust, using a standard template will be completed and forwarded along with the draft minutes of the meeting within 7 working days. To the Trust Board. Copies of approved minutes shall be forwarded to the Trust Board as soon as possible after approval.
- (ii) Members of the LGB at their first meeting each school year will elect a chair and vice-chair. Persons employed by the Company or a Trustee of the Company shall not be eligible to be elected as chair or vice-chair. The Trustee shall act as chair during any part of the meeting at which the chair is elected. Any contested election shall be by secret ballot.

- (iii) Any member of the LGB who has or can have a direct or indirect duty or personal interest which conflicts or may conflict with their duty as a member of the LGB shall disclose that fact to the LGB and absent themselves from any discussion where there is a possibility that the conflict will arise.
- (iv) Any conflict between members of the LGB, including any members of any sub-committee of the LGB and the Head of School shall be referred to the Trust Board for their determination.
- (v) The LGB may establish sub-committees, but the constitution, membership and proceedings are subject to approval by the Trust Board and reviewed annually. Additional persons who are not members of the LGB can be co-opted onto a sub-committee as an associate member. However, the majority of the members of any such sub-committee must be members of the LGB or Trust Board.
- (vi) The quorum for any vote will be one-third rounded up to a whole number of the total number of persons holding office on the LGB at the date of the meeting. At least one Trustee **or member employed by the trust** must be present for a quorum.
- (vii) The quorum shall be two-thirds rounded up to a whole number of the total number of persons holding office on the LGB at the date of the meeting for the purpose of appointing a Parent Governor, a vote to remove a person from the LGB or to remove the Chair of the LGB. At least one Trustee must be present for a quorum.
- (viii) Any member of the LGB shall be able to participate in meetings of LGB by telephone or video conference provided that at least 24 hours' notice prior to the meeting has been given. A member may also vote by proxy through another member provided there is written confirmation at least 24 hours before the meeting.
- (ix) Any decisions taken by a vote shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the LGB shall have one vote. Where there is an equal division of votes, the chair of the meeting shall have a casting vote in addition to any other vote they may have.

CODE OF CONDUCT

6.34 The Local Governing Board exists to assist Arbor Academy Trust Board in ensuring the successful delivery of the Trust's objectives in all the Academies served by the LGB. As such, the LGB is accountable to the Trust for the conduct of those Academies and for promoting high standards. The Trust Board expects all governors to:

- (i) promote best practice in governance;

- (ii) ensure that all members promote and uphold high standards of conduct, probity and ethics; and
- (iii) Act in accordance with the Trust's Articles of Association, the scheme of delegation and this code of conduct.

6.35 To this end, the LGB is expected to use "The Good Governance Standard for Public Services" as its guide to good governance and also as a tool to regularly assess the strengths and weaknesses of the local governance arrangements. In addition, all members of the LGB will uphold the seven principles of public life as identified by the Nolan Committee on Standards in Public Life.

6.36 Therefore, this means in practice that all members of the LGB will:

- (i) fulfil their responsibilities and duties in good faith and
 - In the best interests of all the Academies served by the LGB;
 - Secure the proper and effective use of the Academy's property;
 - Act personally in all respects;
 - Act within the scope of any authority given to them by the Trust Board or LGB by law, by regulations or by the Articles of Association; and
 - Use the reasonable skill and care when making decisions.
- (ii) act in accordance with the Articles of Association.
- (iii) commit to Arbor Academy Trust's vision, values and objectives, contribute to and share responsibility for decisions taken by the LGB, read LGB agenda papers and attend meetings, training sessions and other relevant events.
- (iv) declare all interests they may have in accordance with the Articles of Association, governance and general law and to comply with any rules requiring withdrawal from a meeting, where required, because of that interest.
- (v) respect the confidentiality of information that they have access to as a member of the LGB and to keep such matters confidential, until instructed otherwise.
- (vi) accept that as an individual member of the LGB, they have no powers to act on behalf of the LGB, unless the LGB have delegated such powers to them and in the case of staff and parent governors this includes consultation on and feedback to staff and parents respectively on matters which are being considered by the LGB.

6.37 Every member of the LGB is under a duty to report any breach of the Code of Conduct or any grounds for believing a breach in the Code of Conduct has occurred to the LGB Chair (or the Vice-Chair if the allegation is about the Chair). Failing to report a breach of the code is in itself a breach of the Code of Conduct. Any breach will be investigated with rigor and may result in suspension or removal from the LGB. In signing up to be a member of a LGB, each member agrees to participate fully in any investigation carried out and to abide by any sanction that may be imposed on them by the LGB or Trust Board.