



**Barnsole Primary Trust**

**Local Governing Board (LGB) Terms of Reference Version 3.0**

**Non-sponsored Academies**

**Introduction**

As a charity and company limited by guarantee, the Trust is governed by a board of trustees (the **Board**) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust (the **Academies** and each an **Academy**).

In order to support the effective operation of the Trust and the Academies, the Board has established a number of LGBs to which it has delegated certain of its powers and functions. These terms of reference (**Terms of Reference**) set out the constitution, membership and proceedings of the LGBs the Board has established.

The Board will review these Terms of References together with the membership of the LGBs at least once every twelve months.

These Terms of Reference may only be amended by the Board. The functions, duties and proceedings of LGBs set out in these Terms of Reference shall also be subject to any regulations made by the Board from time to time.

**Date last approved by the Board:** 02.10.2018

**Date for next review:** 02.10.2019

## **1 Establishing the LGBs**

1.1 The Board has resolved to establish LGBs for its Academies each as a separate committee of the Board. An LGB may act in respect of two or more Academies. The current list of LGBs and the Academies they operate in respect of is set out in Appendix 1.

## **2 Membership – LGBs**

2.1 Members of LGBs will be referred to as Governors.

2.2 Each LGB operating in respect of one Academy shall, unless the Board resolve otherwise, have a minimum of five members and a maximum of nine members.

2.3 Each LGB operating in respect of two or more Academies shall, unless the Board resolve otherwise, have a minimum of seven members and a maximum of thirteen members.

2.4 The membership of each LGB (each a **LGB Member**) shall be as follows (unless the Board resolve otherwise):

- at least two elected parent governors;
- one elected staff governor;
- the Head of School of the academy;
- up to five persons appointed by the Board.

2.5 The current LGB governors are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2.

2.6 The Trustees shall:

2.6.1 make all necessary arrangements for, and determine all other matters relating to, an election of parent LGB governors, including any question of whether a person is a parent of a registered pupil at an Academy. Any election of a parent member which is contested shall be held by secret ballot;

2.6.2 make all necessary arrangements for, and determine all matters relating to, the election of staff LGB governors.

2.7 The term of office for any LGB governor shall be four years, save that this time limit shall not apply to the Head of School. Subject to remaining eligible, any governor may put themselves forward for re-appointment or re-election (as the case may be).

2.8 Upon conversion/admission of a school, the Trust Board may appoint existing school governors to the LGB. Those appointed will serve out their pre-conversion/admission term of office.

### **3 Chairs of Committees**

3.1 The term **Chair** refers to the person appointed under this paragraph as chair of the relevant LGB.

3.1.1 the Trust Board will appoint the Chair of each LGB;

3.1.2 the LGB governors will elect a Vice Chair from among their members who will sit in for the Chair in his/her absence.

3.2 No person may act as Chair/Vice Chair under paragraph 3.1 if they are an employee of the Trust.

### **4 Authority, remit and responsibilities of the LGB**

4.1 Each LGB shall be responsible for the matters as set out in Appendix 3 **as delegated** by the Trust Board.

4.2 Each LGB is authorised by the Board to:

4.2.1 carry on any activity authorised by these Terms of Reference; and

4.2.2 seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.

4.3 Save with the consent of the Board, the LGBs may not establish sub-committees.

### **5 Proceedings of LGB meetings**

5.1 The LGBs will meet as often as is necessary to fulfil their responsibilities but at least three times a year.

5.2 Any two LGB governors can request that the Chair convene a meeting by giving no less than 14 days prior notice.

5.3 The quorum for the transaction of the business of LGB shall be three LGB governors provided that that at least one of them is a LGB governor appointed by the Board (not including staff governors or parent governors).

5.4 The relevant Head of School shall ensure that a clerk is provided to take minutes at meetings of the LGBs.

5.5 Every matter to be decided at a meeting of an LGB must be determined by a majority of the votes of the governors present and voting on the matter.

5.6 Each LGB governor present in person shall be entitled to one vote.

- 5.7 Where there is an equal division of votes the Chair shall have a casting vote.
- 5.8 A register of attendance shall be kept for each LGB meeting and published annually.
- 5.9 LGBs may invite attendance at meetings from persons who are not LGB governors to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 5.10 References in paragraph 5 to the “Chair” shall in the absence of the Chair be deemed to be references to the vice chair of the relevant LGB meeting.

## **6 Conduct of Committee members**

- 6.1 All LGB governors shall observe at all times the provisions of the Trust’s code of governance.

## **7 Members’ Interests**

- 7.1 LGB governors are required to declare any business or other interests in any item being discussed at a meeting.
- 7.2 Each LGB governor, if present at an LGB meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:
- 7.2.1 there may be a conflict between their interests and the interests of any of the Academies or the Trust;
  - 7.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
  - 7.2.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the LGB in relation to that matter) in a matter.

## **8 Disqualification & Removal of LGB Governors**

- 8.1 A person shall be ineligible for appointment to an LGB and, if already appointed, shall immediately cease to be a governor if the relevant individual:
- 8.1.1 is or becomes disqualified from holding office under the Trust’s Articles of Association;
  - 8.1.2 is or becomes disqualified from holding office as a governor of a school or academy;
  - 8.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
  - 8.1.4 is barred from any regulated activity relating to children;

- 8.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
  - 8.1.6 is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
  - 8.1.7 has been fined for causing a nuisance or disturbance on school/academy premises during the five years prior to or since appointment or election as an LGB member;
  - 8.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
  - 8.1.9 commits a serious breach of the Trust's code of governance or any standing order or protocol implemented by the Board;
  - 8.1.10 in the case of a LGB governor, is absent without the permission of the LGB Members from all their meetings held within a period of six months and the Trust resolve that his/her office be vacated;
  - 8.1.11 resigns his/her office by notice in writing to the relevant Chair;
  - 8.1.12 in the case of a Head of School, they cease to be the Head of School;
  - 8.1.13 in the case of a LGB governor, their term of office expires and they are not re-appointed.
- 8.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB governor by written notice to the relevant Chair.

## **9 Reporting Procedures**

- 9.1 Within 14 days of each meeting each LGB will:
- 9.1.1 produce and agree minutes of its meetings;
  - 9.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Board, (iii) any items for the information of the Board and (iv) items for further discussion by the Board,  
  
together the **LGB Reports**.
- 9.2 The LGB Reports can be agreed by LGB governors by email.
- 9.3 The LGB Reports will be sent to the Board within 14 days of each LGB meeting.

- 9.4 LGBs shall arrange for the production and delivery of such other reports or updates as requested by the Board from time to time.
- 9.5 Each LGB shall conduct an annual review of its work and the powers and functions delegated to it under these Terms of Reference and shall report the outcome and make recommendations to the Board.

### **Appendix 1**

#### **The Trust's LGBs**

<b>LGB</b>	<b>Academy</b>
<b>Barnsole Primary School LGB</b>	<b>Barnsole Primary School</b>
<b>Bligh Primary Schools (Infants &amp; Juniors) LGB</b>	<b>Bligh Primary School</b>
<b>Danecourt School LGB</b>	<b>Danecourt School</b>

## Appendix 2

### The Register of Committee Members

#### **Barnsole Primary School**

Paul Lucy – Chair/Parent Governor

Jennifer Shearman – Vice Chair/Trust Appointed Governor

Greg Lamb – Trust Appointed Governor

Karen Benstead – Staff Governor

Kerry Leverton – Parent Governor

Rev. Robin Selmes – Trust Appointed Governor

Lisa Taylor – Head of School

#### **Bligh Primary Schools (infants & juniors)**

Kathy Moon – Chair/Trust Appointed Governor

James Jefferson – Vice Chair/Parent Governor

Katherine Bonner – Parent Governor

Julie Lindsay – Trust Appointed Governor

Sophie Martin – Staff Governor

Christian Markham – Head of School

#### **Danecourt School**

Pam Jones OBE – Chair/Trust Appointed Governor

Marnie Clayton-Slater – Parent Governor

Jaya Dillon – Trust Appointed Governor

Penny Giles-McLoughlin – Vice-Chair/Trust Appointed Governor

TBA – Staff Governor

Kevin Ruddell – Acting Head of School

## Appendix 3

### Local Governing Boards (LGB)

Each academy has its own Local Governing Board to carry out some of its academy-level governance functions, although as trustees are not required to sit on LGBs, decision making is limited. Trustees will appoint the Chair, and ensure that two parents and a staff member are elected to each LGB.

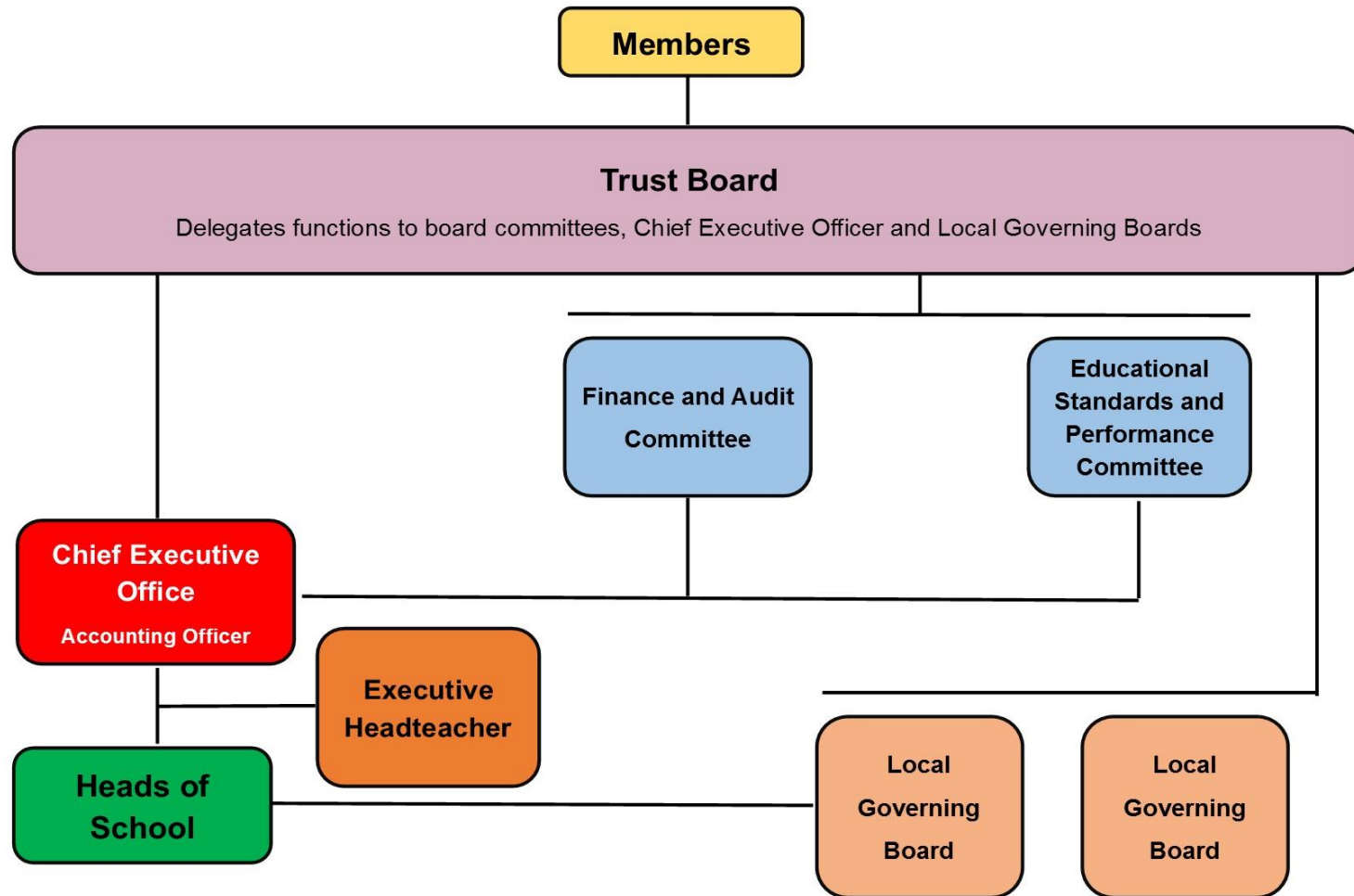
Delegated functions may include:

- safeguarding;
- outcomes for pupils (including disadvantaged pupils and pupils with special educational needs and/or disabilities);
- personal development behaviour and welfare;
- leadership and management;
- the school development plan;
- working within agreed policies and procedures;
- engaging with stakeholders;
- being a point of consultation and representation;
- recruitment of staff;
- premises.

As a committee of the board, delegation can be removed at any time.



## Leadership and Governance Structure



<b>Leadership and Management</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Set strategic objectives of the Trust and Academies</b>	Determine – for the Trust and Academies	Develop – in the case of the Academies in consultation with LGB and Headteachers/Heads of School	Recommend	Consult – in the case of their Academy
<b>Deliver strategic objectives of the Trust and Academies</b>	Review	Deliver	Review	Deliver
<b>Scrutiny – review and challenge progress of the Trust against its strategic objectives and KPIs</b>	Review – progress of the Trust and Academies	Review – reports from the LGBs/Executive Headteachers/Headteachers/Heads of School Report – to Board	Review – progress of the Academy Report – progress to the CEO and Board	Report – progress of the Academy to the LGB
<b>Compliance: Funding Agreement – comply with all obligations including the Academies Financial Handbook</b>	Review	Deliver	Comply	Comply
<b>Compliance: Regulatory – with all regulations affecting the Trust (including all charity law, company law, employment law, and health and safety)</b>	Review	Deliver Report – to Board	Review	Deliver Report – to LGB and CEO
<b>Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds</b>	Determine – policies to ensure compliance Review	Deliver Report – to Board	Review	Deliver Report – to LGB and CEO

<b>Leadership and Management</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Compliance – completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions</b>	Determine – policies to ensure compliance Deliver		Deliver	
<b>Appointments of Trustees and Governors – ensuring processes are in place for appointment of directors (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)</b>	Determine – policies and criteria for the selection of Trustees and Governors Review – the Board’s own performance review Review – performance of the LGBs	Report – to the Board on the performance of the LGBs Review – annually the size, structure and composition and skills of LGBs Recommend – if appropriate, changes to the size and composition of the LGBs	Review – procedures for the election of staff and parent governors of the LGB Review – own performance	
<b>Appointment of the Responsible Officer and Audit Committee</b>	Deliver – appoint Responsible Officer and (if necessary) the Audit Committee	Deliver – the Responsible Officer role		
<b>Appointment of Clerk – Board and LGBs</b>	Deliver – appoint the Clerk to the Board and LGBs		Consult – in connection with the appointment of the LGB Clerk	
<b>Policies – review and approval of Trust Wide Policies (including admissions, DBS, charging and remissions policies, health and safety and safeguarding)</b>	Determine	Deliver – presenting policies to the Board for approval Report – material non-compliance to the Board	Review – all policies approved by the Board and Academy specific policies	Deliver – presenting Academy specific policies for approval by the LGB Report – non-compliance to the LGB and the CEO

<b>Leadership and Management</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Prepare terms of reference for LGB's and Committees</b>	Deliver Review - annually	Develop		
<b>Training programme for Trustees and Governors</b>	Deliver	Develop	Deliver	
<b>Setting trust wide procurement policies (for suppliers including HR and payroll providers and solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's Procurement Policy</b>	Determine	Deliver	Comply	Comply
<b>Setting academy specific procurement policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's Procurement Policy</b>	Determine	Review	Deliver – in accordance with Trust policy	Recommend
<b>Determining and allocating central services provided to the Academies by the Trust</b>	Determine (in consultation with the LGBs)	Deliver – on recommending the allocation of services to the Board	Consult	Consult
<b>Overseeing the effectiveness of services provided centrally by the Trust</b>	Review	Deliver and report to Board	Report – to the Board	
<b>Asset and Premises Maintenance Strategy – determining use of Academies' premises and ensuring premises are adequately maintained</b>	Determine – Trust-wide Policy	Recommend	Determine – Academy Plan in accordance with Trust Policy Review – delivery of Academy Plan	Deliver – in accordance with Academy Policy
<b>Acquiring and disposing of Trust land</b>	Deliver	Recommend		
<b>Changing use of Assets</b>	Deliver		Recommend to the Board of any changes to fixed assets used by the Academy	
<b>Arranging insurance for the Trust</b>	Review	Deliver		

<b>Leadership and Management</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community</b>	Review	Deliver – Trust-wide activities	Comply	Comply
<b>Academy Prospectus</b>		Review	Deliver	Recommend
<b>Trust Prospectus and website</b>	Review	Deliver		

Educational Standards	Trustees	CEO	LGB	Headteacher / Head of School
<b>Academy Development Plan - for each Academy in line with strategic aims of the Trust</b>	Determine – the Academy Development Plan in consultation with the appropriate LGB	Deliver – drafting and agreeing the Academy Development Plan	Recommend – Academy Development Plan to the Board	Work with the CEO in producing the Academy Development Plan Review – the Academy Development Plan
<b>Key Performance Indicators – setting and reviewing performance of the Trust and the Academies</b>	Determine – Trust-wide and Academy KPIs Review – performance against KPIs	Consult – with the LGBs and propose KPIs to the Board Receive reports – from the LGBs and report performance of the LGBs against KPIs	Recommend – targets for performance of the Academy to the CEO Review – performance of the Academy and report to the CEO Deliver – holding leadership to account for delivery against KPIs	Deliver – performance of the Academy against KPIs Report – performance of the Academy to LGB
<b>Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of pupil outcomes</b>	Review – the work of the CEO	Deliver – supporting the Academies and intervening where appropriate	Review – at the Academy	Review – management of staff to ensure teaching and learning objectives are met Report – strengths and concerns in the quality of teaching to LGB
<b>Curriculum – setting the curriculum for the Academies and reviewing its effectiveness</b>	Determine – curriculum and standards Review – effectiveness of the curriculum across Trust	Deliver  Recommend	Consult  Review	Deliver

<b>Educational Standards</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Pupil Premium – reviewing and challenging the value for money/use of the Pupil Premium in terms of pupil outcomes and narrowing the achievement gap</b>	Review	Report – to Board effectiveness of use of the Pupil Premium across Trust	Determine and Review – how Pupil Premium is spent at the Academy	Deliver Report – on effectiveness of use of the Pupil Premium
<b>Set Admissions Policy</b>	Deliver	Develop		
<b>Admission decisions</b>			Deliver	Consult
<b>Collective worship arrangements for school, without religious character</b>			Review	Deliver
<b>Pupil issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)</b>	Review	Review delivery	Receiving reports from the Headteacher/Head of School Review and hold exclusion panels for fixed term and permanent exclusions Report – any material issues to the Board and the CEO	Deliver – ensuring student issues are dealt with in accordance with Trust and Academy Policies Report – to the LGB on any material issues
<b>Academy Hours – setting the opening and closing times for the Academies</b>	Determine – in consultation with LGBs		Consult – with the Board	Comply
<b>Term Dates and length of school day</b>	Determine – in consultation with LGBs		Consult – with the Board	Comply
<b>School lunch – ensure provided to appropriate nutritional standards</b>			Review	Deliver
<b>Provision of free school meals to those meeting criteria</b>			Review	Deliver

<b>Human Resources</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Appointing the CEO</b>	Appoint			
<b>Appointing the Headteacher/Head of School at each Academy</b>	Approve – in consultation with the CEO/ LGBs	Recommend – sit on appointment panel along with [two] representatives of the relevant LGB	Recommend – [two representatives] to sit on the appointment panel with the CEO	
<b>Appointing of cross-Trust Staff (in line with recruitment policy)</b>	Review	Appoint and report to the Board		
<b>Appointing Academy Staff</b>			Appoint (in consultation with the Headteacher /Head of School)	Recommend
<b>Establishing Trust-wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations</b>	Determine  Review	Comply	Review	Comply
<b>Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust’s pay policy and all statutory regulations)</b>	Review – in respect of CEO Receive reports – in respect of appraisal arrangements and outcomes Review – any appeals in respect of the Executive Headteacher/ Headteachers/Heads of Schools and cross academy staff	Review – in respect of Executive Headteachers/Headteachers/ Heads of School and cross Trust staff (and any appeals from Academy staff) Review – Report – annually to the Board on appraisal arrangements and outcomes	Deliver – in respect of performance management of Headteacher/Head of School Review – any appeals in respect of all other staff Authorise – pay recommendations brought forward by the Headteacher/ Head of School	Review – in respect of all other staff Report – annually to the CEO on appraisal arrangements and outcomes



<b>Human Resources</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher / Head of School</b>
<b>Setting Terms and Conditions of Employment and Staff Handbook</b>	Determine – and consider any proposals by LGBs to make amendments	Recommend	Consult – report to Board on any suggested changes to the Academy’s terms and conditions	Comply
<b>Dismissing CEO, Executive Headteachers/ Headteachers/Heads of School, senior/ cross Trust staff (in accordance with the Trust disciplinary and capability policies)</b>	Review – in respect of CEO	Review – in respect of Headteachers/ Heads of School, cross academy staff and senior leadership teams of the Academies  Report – any dismissals to the Board	Review – in respect of the Headteacher/Head of School	
<b>Dismissing all other staff (in accordance with the Trust disciplinary and capability policies)</b>		Review Report – to the Board	Review (in consultation with the CEO) Report – to the CEO	Comply
<b>Reviewing discipline and grievance policy</b>	Review delivery	Recommend	Review - in line with Trust policy	

## Appendix – Delegations for Non-Sponsored Academies

In this Annex the phrases used have the following meanings:

**Comply:** the individual/group will follow agreed policies and procedures.

**Consult:** the individual/group that should be consulted as part of the process of completing a particular task.

**Deliver:** the individual/group that has responsibility for undertaking the particular task delegated to them and reporting on its delivery at suitable intervals. In the case of the CEO this will be at Trust level. In the case of the Executive Headteacher/Headteacher/Head of School this will be at Academy level.

**Determine:** the individual/group that has primary responsibility for ensuring the particular task is completed and determining how the Trust and/or Academies (as appropriate) should undertake the task, including determining appropriate milestones and targets to be reported against.

**Develop:** the individual/group that has responsibility for developing proposals relating to a task for discussion and approval by the appropriate decision-making individual/group.

**Recommend:** the individual/group that should make recommendations as to how a particular task should be completed. In the case of (i) the CEO they will be making recommendations to the Board and/or LGB (as appropriate), (ii) the LGB they will be making recommendations in relation to their Academy to the Board, CEO and/or Executive Headteacher/Head of School/Headteacher (as appropriate) and (iii) the Head of School/Headteacher they will be making recommendations in relation to their Academy to the CEO and/or LGB (as appropriate).

**Report:** the individual/group that has responsibility for reporting on the delivery of tasks. In the case of (i) the CEO they will be making reports to the Board and/or LGB (as appropriate), (ii) the LGB they will be making reports in relation to their Academy to the Board and/or CEO (as appropriate) and (iii) the Executive Headteacher/Head of School/Headteacher they will be making reports in relation to their Academy to the CEO and/or LGB (as appropriate).

**Review:** the individual/group that has responsibility for reviewing whether a particular task is being carried out satisfactorily and, where appropriate, requiring action to be taken to ensure task is delivered appropriately. In the case of (i) the Board they will be reviewing the CEO and/or LGB (as appropriate), (ii) the CEO they will be reviewing the Executive Headteacher/Head of School/Headteacher and (iii) the LGB they will be reviewing the Head of School/Headteacher and his leadership team.