



## Alpha Trust

### Local Governing Body (LGB) Terms of Reference

*These terms of reference are established in order to support the effective operation of Local Governing Bodies within the Alpha Trust.*

***These terms of reference may only be amended by the board of trustees. The functions, duties and proceedings of LGBs set out in these terms of reference shall also be subject to any regulations by the board of trustees from time to time.***

#### **1. The Trust and Local Governing Body**

- 1.1 The trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement with the Department for Education and a Supplement Funding Agreement in respect of the academies and so it is the trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreement.
- 1.2 The trustees are the charity trustees (within the terms of section 97(1) of the Charities Act 1993) and responsible for the general control and management of the administration of the trust in accordance with the provisions set out in the Articles of Association.
- 1.3 The Local Governing Body shall be a Committee of the trustees established pursuant to Articles of Association.

#### **2. Membership of the Local Governing Body**

- 2.1 Each LGB operating in respect of one academy shall, unless the board of trustees resolve otherwise, have a minimum of 10 and a maximum of 13 members.
- 2.2 Each LGB operating in respect of two or more academies shall, unless the board of trustees resolve otherwise, have a minimum of 12 and a maximum of 14 members.
- 2.3 The membership of each LGB (each a **LGB Member** or **Governor**) shall be as follows (unless the board of trustees resolve otherwise):
  - The Headteacher/ Principal
  - Two staff members of the academy
  - Up to four persons appointed by the board of trustees
  - Up to four other persons co-opted by members of the LGB
  - At least two parent members (not a requirement for Alternative Provision Academies) No parent (or carer) engaged in paid employment at any school within the Trust for more than 500 hours in any consecutive 12 month period (at the time of election or appointment) can stand for election/appointment as a parent governor of the same school. If a serving parent governor subsequently starts to work at the school for more than 500 hours in a consecutive 12 month period, they would serve out their term of office.



- 2.4 No more than one third of the Governors may be employees of the trust.
- 2.5 The current Governors are set out in the register of Governors maintained by the trust.
- 2.6 The trustees shall:
- make all necessary arrangements for, and determine all other matters relating to, an election of parent 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.
  - make all necessary arrangements for, and determine all matters relating to, the election and/or appointment of staff Governors
- 2.7 The Governors may only appoint co-opted members with the consent of the board of trustees. See Appendix 1 for process of appointing co-opted governors
- 2.8 The terms of office for any Governor shall be four years, save that this time limit shall not apply to the Headteacher/Head of School. Subject to remaining eligible, any member may put themselves forward for re-appointment (as the case may be).
- 2.9 The LGB may continue to act notwithstanding a temporary vacancy in its composition.
- 3. Chair and Vice Chair of Local Governing Body**
- 3.1 The chair and vice Chair of the LGB shall be appointed at the start of each academic year by the Governors.
- 3.2 LGBs may choose to appoint two vice chairs should the need arise
- 3.3 No person may act as chair under paragraph 2.1 if they are an employee of the trust.
- 3.4 Where the trust considers that there is not a suitable chair or vice chair from among the Governors they shall make the appointment.
- 4. Appointment of the Clerk to the Local Governing Body**
- 4.1 The clerk shall be appointed by the LGB for such term, at such remuneration and upon such conditions as they may think fit; and any clerk so appointed may be removed by them. The clerk shall not be a Governor. Notwithstanding this paragraph, the Governors may, where the clerk fails to attend a meeting of theirs, appoint any one of their number or any other person to act as clerk for the purposes of that meeting.
- 5. Authority, remit and responsibilities of the LGBs**
- 5.1 The powers and functions delegated by the board of trustees to the LGBs are set out in the scheme of delegation (S of D) as approved by the board of trustees and in summary include the following:



- *To oversee the running of the academies in terms of learning, standards, safeguarding, safety and wellbeing.*
- *To hold local academy leadership to account for academic performance, quality of care and provision.*
- *To oversee and monitor the effectiveness of learning strategies.*
- *To ensure that the academy or academies are conducted in accordance with the objects of the trust, the terms of any trust governing the use of the land which is used for the purposes of an academy, any agreement entered into with the Secretary of State for the funding of the academy or academies and these terms of reference.*
- *To consider budget monitoring information and make recommendations to the Executive Headteacher/Principal / Associate Principal in relation to any potential overspending.*
- *To act as a critical friend to the Executive Headteacher/ Principal / Associate Principal (including but not limited to advice in relation to annual budget proposals).*
- *To adopt financial prudence in managing the financial affairs of the trust in so far as these relate to the academy and are delegated to them in order to support the board of trustees and its committees in relation to proper use of funds and delivering high quality education provision.*
- *To represent the views of the community (including but not limited to), in discussions on budget issues that relate to community engagement and activity and make recommendations to the Executive Headteacher/ Principal / Associate Principal.*
- *To support the Executive Headteacher/ Principal / Associate Principal in recruitment and selection, grievance, disciplinary and exclusion process where appropriate.*
- *To promptly implement and comply with any policies or procedures communicated to the LGB by the board of trustees from time to time.*
- *To draw any significant recommendations and matters of concern to the attention of the board of trustees.*

## **6. Proceedings of LGB Meetings**

- 6.1 The LGBs will meet as often as is necessary to fulfil their responsibilities but at least three times a year.
- 6.2 All meetings shall be convened by the clerk to the LGB, who shall send to Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.
- 6.3 A special meeting of the LGB shall be called by the clerk whenever requested by the chair or at the request in writing by any three Governors. Where there are matters demanding urgent consideration, the chair or, in his/her absence the vice chair may waive the need for seven days' notice of the meeting and substitute such notice as he thinks fit.
- 6.4 The quorum for the transaction of the business of LGB shall be 6 Governors provided that at least one of them is a Governor appointed by the board of trustees (not including staff members or parent members).



- 6.5 If the number of Governors assembled for a meeting of the LGB does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the LGB the number of Governors present ceases to constitute a quorum, the meeting could continue with routine business but not take any votes on matters that require a vote (these will be deferred to the next meeting).
- 6.6 Every matter to be decided at a meeting of a LGB must be determined by a majority of the votes of the members present and voting on the matter.
- 6.7 Each Governor present in person shall be entitled to one vote.
- 6.8 Where there is an equal division of votes the chair shall have a casting vote.
- 6.9 A Governor may not vote by proxy.
- 6.10 A register of attendance shall be kept for each LGB and published annually.
- 6.11 LGBs may invite attendance at meetings from persons who are not 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.
- 6.12 Any Governor shall be able to participate in meetings of the LGB by telephone or video conference provided that he has given reasonable notice (up to the day before the meeting if this has been agreed) to the clerk and that the Governors have access to the appropriate equipment.

## **7. Conduct of Governors**

- 7.1 All Governors shall observe at all times the provisions of the Alpha Trust Code of Conduct.

## **8. Governors' Interests**

- 8.1 Governors are required to declare any business or other interests in any item being discussed at a meeting.
- 8.2 Governors, if present at a LGB meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:
- there may be a conflict between their interests and the interests of any of the academies or the trust
  - there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required, or
  - 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

## **9. Disqualification and Removal of Governors**

- 9.1 A person shall be ineligible for appointment to a LGB and, if already appointed, shall immediately cease to be a member if the relevant individual:



- is or becomes disqualified from holding office under the Articles of Association
- is or becomes disqualified from holding office as a governor of a school or academy
- is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people
- is barred from any regulated activity relating to children
- 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
- 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)
- has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as a Governor
- refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check
- commits a serious breach of the code of conduct or any standing order or protocol implemented by the board of trustees
- in the case of a Governor, is absent without the permission of the Governors from all their meetings held within a period of six months and the Governors resolve that his office be vacated
- resigns his/her office by notice in writing to the chair
- in the case of a Headteacher/ Principal, they cease to be the Headteacher/ Principal
- in the case of a Governor, their term of office expires and they are not re-appointed

9.2 The trustees shall make the right, at their sole discretion, to remove or suspend (on such terms as they see fit) any Governor by written notice to the chair.

## **10. Reporting Procedures**

10.1 Within **10 school days** of each meeting each LGB will produce and the chair / deputy chair agree minutes of its meetings.

10.2 The LGBs will send to the board of trustees, copy of their minutes within **14 school days** of each meeting.

10.3 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 of trustees.

## **11. Amendment of Terms of Reference**

11.1 This document will be subject to review at least once every twelve months.

## **12. Copies of Terms of Reference**



12.1 A copy of this document shall be given to every Governor and shall be available for inspection upon request by members of staff during normal office hours at the offices of the academy and the trust.

### **13. Effective Date**

13.1 These terms of reference shall come into effect, in relations to a LGB, on the establishment of the LGB or where revised on a date specified by the trustees.

## **APPENDIX 1**

### **PROCESS FOR APPOINTING CO-OPTED GOVERNORS**

**There are two types of appointment.**

#### **1. LGB co-opted governors that have to be approved by trustees**

- Governors request a personal statement of the candidate with relevant skills/experience included where possible as justification
- Governors discuss and agree whether a candidate would be suitable at an LGB meeting
- The appointment as an LGB co-opted governor is recommended to the trustees in the LGB minutes
- When the minutes are sent to the Clerk of the Trustees for the trust board meeting any such recommendations are highlighted so they can be identified for the board meeting (personal statement to be provided too)
- In the meantime (and in accordance with the regulations) the new candidate can attend any LGB meetings but will not be a governor and so will not have any formal voting rights until the trustees appoint them. Should any confidential items be discussed at the meeting the candidate must be asked to leave the meeting during this time.
- All trustee appointed governors are then noted in the Trustees Report that the Clerk to the Trustees issues after the meeting so that governors are notified

#### **2. Trustee Appointed Governors**

- Trustees request a personal statement of the candidate with relevant skills/experience included where possible as justification
- The proposed candidates are discussed and appointed (or not) at the next trustees' meeting
- All trustee appointed governors are then noted in the Trustees Report that the Clerk to the Trustees issues after the meeting so that governors are notified

**APPROVED BY TRUSTEES**

**23 March 2021**