

Local Governing Body Terms of Reference

1. INTRODUCTION

- 1.1 The Golden Thread Alliance (the “Trust”) is governed by a Board of Trustees (the “Trustees”) who are accountable to the Department for Education and has overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the schools operated by the Trust.
- 1.2 These terms of reference apply to all schools operated by the Trust.
- 1.3 In order to assist with the discharge of their responsibilities, the Trustees have appointed a Local Governing Board (“LGB”) for each school in the Trust. The LGB shall be a committee appointed pursuant to Articles 100 to 104 (inclusive) of the Articles of Association of the Trust (the “Articles”).
- 1.4 The Trustees may review these terms of reference at any time but shall review them at least annually.
- 1.5 These terms of reference may only be amended by the Board of Trustees.

2. CONSTITUTION AND MEMBERSHIP OF THE LGB

- 2.1 Members of the LGB shall be known as “Governors”.
- 2.2 The Trustees have the right to appoint such persons to the LGB as they shall determine from time to time.
- 2.3 The composition of the LGB shall be as follows: Headteacher/Head of School (or the Acting Headteacher/Head of School if no such person is appointed), up to 2 elected Parent Governors, 1 elected Staff Governor and up to 5 Governors appointed by the LGB.

3. RELATIONSHIP BETWEEN THE BOARD AND LGB

- 3.1 The LGB shall in carrying out its role:
 - 3.1.1 Promote high standards and aim to ensure that pupils are attending successful schools which provide them with a good education and supports their well-being;
 - 3.1.2 Be responsible to the Board for its actions and follow the expectations of Governors as laid down in the Code of Conduct;
 - 3.1.3 Aim to establish that it is competent, accountable, independent and diverse promoting best practice in governance; and
 - 3.1.4 Aim to ensure that Governors promote and uphold high standards of conduct, probity and ethics.
- 3.2 The Trustees shall support the work of the LGB by:
 - 3.2.1 Setting a clear strategic vision to allow the LGB to achieve its own aims and objectives within such vision;
 - 3.2.2 Ensuring that systems are put in place to allow the Governors to be presented with timely data to allow the LGB to analyse school performance in order to support and challenge the Headteacher/Head of School and the Senior Leadership Team of the school; and
 - 3.2.3 Ensuring that Governors have access to high quality training and development opportunities.
- 3.3 Without prejudice to the Trustees’ other rights to remove any Governor and the Trustees’ rights to amend these terms of reference at any time, where the Trustees have concerns about the performance of an LGB they may amongst other actions:
 - 3.3.1 Require the relevant LGB to adopt and comply with a governance action plan in such form as determined by the Trustees;
 - 3.3.2 Suspend or remove any or all of the matters delegated to the LGB;
 - 3.3.3 Suspend or remove any or all of the Governors of the relevant LGB.
- 3.4 Trustees may require a governance action plan where:
 - 3.4.1 There has been insufficient pupil progress which falls below that expected by the DfE’s Floor Standards; and
 - 3.4.2 Trustees consider that the rigour, challenge and support provided by the LGB are insufficient for the schools to maintain at least good progress.
- 3.5 The Trustees may vary the matters delegated where they consider that:
 - 3.5.1 The LGB has acted outside of its delegated powers and limitations;
 - 3.5.2 The LGB is in breach of these terms of reference; and
 - 3.5.3 The Department for Education Floor Standards have not been met.

- 3.6 The Trustees may remove Governors where the Trustees consider that:
- 3.6.1 The school is in material breach of its funding arrangements; and
 - 3.6.2 The LGB is in material breach of these terms of reference or has persistently breached these terms of reference.
- 3.7 The circumstances listed in paragraphs 4.4, 4.5 and 4.6 are illustrative only and shall not limit the rights of the Trustees to suspend or remove any or all of the matters delegated to the LGB or to remove a Governor.
- 3.8 The Chair of the LGB may attend a meeting of the Trustees, or nominate another Governor, if requested to do so by the Board.
- 3.9 Any Trustee may attend any meeting on the LGB as an observer and without voting rights.

4 DELEGATED POWERS

General principles

- 4.1 In the exercise of its delegated powers and functions, the Governors of the LGB shall:
- 4.1.1 Promptly implement and comply with any policies or procedures communicated to the LGB by the Trustees;
 - 4.1.2 Review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Trustees;
 - 4.1.3 Work closely with the Trustees and act with integrity, objectivity and honesty in the best interests of the Trust and the schools;
 - 4.1.4 Be open about decisions and be prepared to justify those decisions; and
 - 4.1.5 Keep all information of a confidential nature obtained by them relating to the schools and the Trust.
- 4.2 Each Governor shall be required to take part in regular self-review and is accountable for meeting their own training and development needs. It is a Governor's responsibility to consider and raise any concerns where, they feel that appropriate training and development is not being provided.
- 4.3 Governors shall be expected to report to the Trust against KPIs which have been set for the schools and provide such data and information regarding the business of the schools and the pupils attending the schools as the Trustees may require.
- 4.4 The powers retained by the Trust and delegated from the Trustees to the LGBs are detailed in the Trust's Scheme of Delegation.
- 4.5 For the avoidance of doubt, where a power is not expressly delegated by the Trustees it will be deemed to have been retained by the Trustees regardless of whether it is, or is not, specified in the Scheme of Delegation.
- 4.6 Trustees reserve the right to remove or alter delegated authority at any time, whilst having due regard to, but not being bound by, the views of the LGB.
- 4.7 Notwithstanding the application of any provision of these terms of reference, if the Chair of the LGB or the Vice Chair, in the Chair's absence, is of the opinion that a matter of urgency exists and any delay in exercising the function would be seriously detrimental to the interests of the school or any pupil or their parent or a person who works at the school, then they may exercise any function of the LGB which can be delegated to an individual or any function relating to the exclusion of pupils after consultation with the Chair of the Board of Trustees.

5. APPOINTMENT OF GOVERNORS

- 5.1 The Trustees may appoint additional Governors to the LGB through such process as they may determine provided that a total number of Governors who are employees of the Trust does not exceed one third of the total number of Governors.

6. TERM OF OFFICE

- 6.1 The term of office for any Governor shall be 4 years.
- 6.2 Subject to remaining eligible any person may be re-appointed or re-elected to the LGB.

7 RESIGNATION AND REMOVAL OF GOVERNORS

- 7.1 A person serving on the LGB shall cease to hold office if:
- a) He/she resigns office by giving notice in writing to the Chair of the LGB;
 - b) He/she ceases to be an employee of the Trust and is not appointed to the LGB as a non-employee;
 - c) He/she, if an employee of the Trust, is placed into capability or has a staff disciplinary procedure invoked;
 - d) Trustees terminate the appointment of a Governor whose presence or conduct is deemed by the Trustees, at their sole discretion, not to be in the best interests of the Trust or the school.

8 DISQUALIFICATION OF GOVERNORS OF THE LGB

8.1 A person shall be disqualified from serving on the LGB if he/she would not be able to serve as a Trustee in accordance with Articles 68 to 74, Articles 77 to 78, Article 79 and Articles 97 to 98.

9 APPOINTMENT AND REMOVAL OF THE CHAIR AND VICE-CHAIR

9.1 The Chair and Vice Chair of the LGB shall be appointed by the LGB annually.

9.2 The term of office of the Chair and Vice Chair shall be one year. Subject to remaining eligible to be a Governor, any Governor may be re-appointed as Chair or Vice Chair of the LGB.

9.3 The Chair and Vice Chair may at any time resign his/her office by giving notice in writing to the Trustees. The Chair or Vice Chair shall cease to hold office if:

- a) He/she ceases to serve on the LGB;
- b) He/she becomes employed by the Trust; or
- c) in the case of the Vice Chair, he/she is appointed to fill a vacancy in the office of the Chair.

9.4 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the Chair for the purposes of the meeting. Where the Vice Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice Chair, the Governors of the LGB shall elect one of their number to act as chair for the purposes of that meeting.

10 MEETINGS

10.1 The LGB shall meet a minimum of three times during the academic year and shall hold such other meetings as may be necessary.

10.2 Meetings of the LGB shall be convened by the Governance Professional to the LGB, who shall send the Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. Where there are matters demanding urgent consideration, the Chair or, in his/her absence, the Vice-Chair, may waive the need for seven clear days' notice of the meeting and substitute such notice as he/she thinks fit.

10.3 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof or any defect in the appointment of any person serving on the LGB.

10.4 Any Governor shall be able to participate in meetings by telephone or by any suitable electronic means and by which all those participating in the meeting are able to communicate with all other participants. A person so participating by telephone or other communication shall be deemed to be present in person at the meeting and shall be counted in a quorum and entitled to vote. Such a meeting shall be deemed to take place where the largest group of those participating is assembled or, if there is no group which is larger than any other group, where the Chair of the meeting is located at that time.

10.5 A register of attendance shall be kept for each LGB meeting and published annually.

11 QUORUM

11.1 The quorum for a meeting of the LGB, and any vote on any matter at such a meeting, shall be any three of the Governors of the LGB, or, where greater, any one third (rounded up to a whole number) of the total number of Governors on the LGB at the date of the meeting.

12 VOTING

12.1 Every matter to be decided at a meeting of the LGB shall be determined by a majority of the votes of the Governors present and entitled to vote on the matter. Every Governor shall have one vote. Where there is an equal division of votes, the Chair of the meeting shall have the casting vote. A Governor may not vote by proxy.

12.2 Any Governor who is also an employee of the Trust shall withdraw from that part of any meeting of the LGB at which their remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.

12.3 A resolution in writing, signed by all the Governors shall be valid and effective as if it had been passed at a meeting of the Governors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Governors.

13 CONFLICTS OF INTEREST

13.1 Any Governor who has, or may have, any direct or indirect duty, related party or personal interest [including but not limited to any Personal Financial Interest (as defined below)] which conflicts or may conflict with her/his duties as a Governor of the LGB shall disclose that fact to the LGB as soon as he/she becomes aware of it. A person must absent themselves from any discussions of the LGB in which it is possible that a conflict will arise between his/her duty to act solely in the

interests of the school and any duty or personal interest (including but not limited to any Personal Financial Interest).

- 13.2 A Governor of the LGB has a Personal Financial Interest if he/she, or any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the Governor or any person living with the Governor as his or her partner, is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the schools.

14 MINUTES OF MEETINGS

- 14.1 The LGB shall meet three times during the academic year as a minimum and shall hold such other meetings as may be necessary and will report directly to the Board of Trustees.
- 14.2 At every meeting of the LGB the minutes of the last meeting shall be taken as the first agenda item after any apologies and declarations of interests, and, if agreed to be accurate, shall be signed as a true record.
- 14.3 The Governance Professional to the LGB shall ensure that a copy of the agenda for every meeting of the Governors, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Auditor of the Trust.

SCOPE AND RESPONSIBILITIES OF THE LOCAL GOVERNING BODY

The Board of Trustees has appointed a Local Governing Body for each school in the Trust with its main purpose being to hold the Headteacher/Head of School to account for the educational standards and performance of the school.

The LGB will carry out this function by:

Strategy

- Setting and ensuring the vision and strategic direction of the school within the framework set by the Board of Trustees.

Education

- Holding School Leaders to account for the educational performance of the school through robust and appropriate support and challenge.
- Undertaking regular monitoring in school and providing all Governors with a written report.
- Monitoring the Headteacher/Head of School data reports and Senior Leaders reports as part of their school education performance monitoring.
- Approving the draft School Development Plan and monitoring for impact and generating progress reports regularly to the Board of Trustees.
- Monitoring the number of pupil suspensions and exclusions on a termly basis and convening a panel of Governors to review any permanent exclusion or other suspensions as directed by the Department for Education guidance.
- Monitoring the number of complaints on a termly basis and managing complaints (including convening a panel of Governors) pursuant to the Trust Complaints Procedure.
- Parental review through questionnaire or an open meeting on an annual basis.

Safeguarding

- Reviewing safeguarding arrangements in the school and receiving regular monitoring reports ensuring compliance and demonstrating good practice.
- Appointing one of the LGB Governors to be the Named Safeguarding Governor.
- Ensuring all LGB governors have access to and have read the Trust Child Protection and Safeguarding Policy and parts 1 and 2 of the Department for Education statutory guidance "Keeping Children Safe in Education" (KCSIE).
- Ensuring all LGB Governors have access to and attend safeguarding training.
- Ensuring the Chair and Vice-Chair attend safer recruitment training.
- Monitoring pupil attendance.
- Monitoring health and safety practice in the school through the review of internal and external health and safety monitoring visits and reports.
- Monitoring there are adequate resources available for health and safety and that training opportunities are available and accessed as required.

- Monitoring the success and impact of all school visits through Headteacher/Head of School reports and seeking assurance that no pupil will be prevented from attending because of hardship or disability.

Governance and Compliance

- Annually appointing the Chair and Vice Chair of the LGB.
- Appointing Governors (pursuant to para 2.3 of these terms of reference).
- Carrying out biennially, or when there are significant membership changes within the LGB self-evaluation of its performance with the outcome formally communicated to the Board.
- Reviewing the annual audits of the school website to ensure statutory compliance.
- Ensuring that elections for Parents and Staff Governors take place and conform to a process as laid down by the Board of Trustees.
- Monitoring the annual General Data Protection Regulations report and raising any concerns with the Board of Trustees.

Finance

- Monitoring the impact of Special Educational Needs and Disability (SEND) funding in the school to ensure pupils' SEND needs are met and will report any concerns to the appropriate Committee and/or Board of Trustees.
- Monitoring the impact of Pupil Premium Grant (PPG) funding on closing the gap for disadvantaged pupils and report any concerns to the appropriate Committee and/or Board of Trustees.
- Monitoring the impact of the catch up/recovery premium funding and reports any concerns to the appropriate Committee and/or Board of Trustees.
- Monitoring the impact of Sports Premium Funding and reports any concerns to the appropriate Committee and/or Board of Trustees.

Land and Asset Management

- Being consulted on any proposals in relation to the expansion of existing facilities/taking on new capital assets.
- Reviewing the health and safety management and premises maintenance programme through regular monitoring.

People

- Being consulted on any prospective significant changes to the staffing structure of the school.
- Convening a panel of Governors, where appropriate, to support the hearing and/or appeal process in relation to staff processes (including, but not limited to, grievance, capability, probation, disciplinary) pursuant to policies as laid down by the Board of Trustees.
- Shortlisting candidates for the position of Headteacher/Head of School and providing a Governor to sit on interview panels for the Headteacher/Head of School and Senior Leader appointments.
- Ensuring the Chair/Vice Chair joins the performance management review panel for the Headteacher/Head of School.

Community

- Advocating for the school within their local community and championing the school.

Staff Wellbeing

- Reviewing and monitoring the impact of the range of strategies/initiatives in place to support staff wellbeing and workload in the school.

Policies

The LGB is responsible for reviewing and approving policies pursuant to the policy cycle of review and delegation.

The LGB is responsible for reviewing or investigating any other matters referred to the LGB by the Board of Trustees.

The annual review of these Terms of Reference was carried out in Autumn 2022 and approved by the Board of Trustees on 12th December 2022.