



Learning for Life Trust

Terms of Reference for the Local Governing Board

1. Introduction

- 1.1 Learning for Life Trust (the 'Trust') is governed by a Board of Trustees (the 'Trustees') who are accountable to the Department for Education and have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the academies operated by the Trust.
- 1.2 The following academies are currently operated by the Trust:
- Fairfield Primary School
 - Broughton Primary School
- 1.3 In order to assist with the discharge of their responsibilities, the Trustees have established a Local Governing Board ('LGB') for each of the academies. The LGB shall be a committee established 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 of the LGB's

- 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 LGB Governors will serve a period of four years, unless stated differently at the time of appointment. Staff and parent governors will be elected via a ballot. The Trustees reserve the right to remove governors.
- 2.4 Subject to clause 2.2, the composition of the Local Governing Boards for the Academies shall be as follows:
- 2.4.1 **the Headteacher of the Academy** (or such person delegated by the Board of Trustees);
 - 2.4.2 **up to 1 staff governor;**
 - 2.4.3 **up to 3 parent governors**
 - 2.4.4 **up to 6 co-opted governors.**
- 2.5 The procedure for the appointment and the removal of governors shall be as set out in Annex 1.

3. Proceedings of the LGB

The proceedings for meetings of the LGB shall be as set out in Annex 2.

4. Relationship between the Board and LGB

4.1 The LGB shall in carrying out its role:

- 4.1.1 promote high standards and aim to ensure that students and pupils are attending a successful school which provides them with a good education and supports their well-being;
- 4.1.2 be responsible to the Trustees for its actions and follow the expectations of governors as laid down by the Trustees, including (but without limitation) as set out in the Governor role description;
- 4.1.3 aim to establish that it is competent, accountable, independent and diverse that promotes best practice in governance;
- 4.1.4 aim to ensure that its governors promote and uphold high standards of conduct and confidentiality, probity and ethics.

4.2 The Trustees shall support the work of the LGB by:

- 4.2.1 setting a clear strategic vision to allow the LGB to set and achieve its own aims and objectives within such vision;
- 4.2.2 ensuring that systems are put in place to allow governors to be presented with timely and good data to allow the LGB to analyse Academy performance in order to support and challenge the HT/Head of School and the senior leadership team of the Academy; and
- 4.2.3 ensuring that the Governors have access to high quality training.

5. General Principles

5.1 In the exercise of its delegated powers and functions, the Governors of the LGB shall;

- 5.1.1 ensure that the Academy is 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 the Academy, any agreement entered into with the Secretary of State for the funding of the Academy and these Terms of Reference;
- 5.1.2 promptly implement and comply with any policies or procedures communicated to the LGB by the Trustees from time to time;
- 5.1.3 review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Trustees;
- 5.1.4 work closely with the Trustees and act with integrity, objectivity and honesty in the best interests of the Trust and the Academy;
- 5.1.5 be open about decisions and be prepared to justify those decisions;
- 5.1.6 keep confidential all information of a confidential nature obtained by them relating to the Academy and the Trust; and
- 5.1.7 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.

5.2 Each Governor shall be required to take part in regular self-review and is accountable for meeting his own training and development needs. It is a Governor's responsibility to

consider if, and raise any concerns where, he/she feels that appropriate training and development is not being provided.

- 5.3 Each Governor should comply with training as documented in the School Improvement Plan.
- 5.4 Governors shall be expected to report to the Trust against KPI's which have been set for the Academy and provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees may require from time to time.
- 5.5 The powers retained by the Trust and delegated from the Trustees to the LGB's are set out in the Scheme of Delegation.
- 5.6 For the avoidance of doubt, where a power is not expressly delegated to the CEO, any LGB or HT it will be deemed to have been retained by the Trust.
- 5.7 Trustees reserve the right to remove or alter any delegation at any time, whilst having due regard to, but not being bound by, the views of the LGB.
- 5.8 Notwithstanding the application of any provision of these Terms of Reference, if the Chair or Vice Chair of the LGB is of the opinion that a matter of urgency exists and a delay in exercising the function would likely be seriously detrimental to the interest of the Academy, any pupil or their parent or a person who works at the Academy, 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 CEO/HT.

6. LGB Business

The LGB shall consider the matters set out in Annex 3.

Annex 1-Appointment and Removal of Governors

1. Staff Governors

- 1.1 The Trustees shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the Academy and, where there are any contested posts, shall hold an election by a secret ballot.
- 1.2 All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Trustees. The Trustees may delegate the running of the election to the LGB

2. Parent Governors

- 2.1 Parent Governors of the LGB shall be elected by parents of registered pupils at the Academy. He or she must be a parent of, or have parental responsibility for, a pupil at the Academy at the time when he or she is elected.
- 2.2 The Trustees shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent governors. The Trustees may delegate the running of the election to the LGB.
- 2.3 Where a vacancy for a parent governor is required to be filled by election, the Trustees shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the Academy is informed of the vacancy and that it is required to be filled by election, informed that he/she is entitled to stand as a candidate, and vote at the election, and given the opportunity to do so.
- 2.4 Any election of persons who are to be the parent governors which is contested shall be held by secret ballot. The arrangements made for the election of the parent governors shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he/she prefers, by having his/her ballot paper returned to the Academy by a registered pupil at the Academy.
- 2.5 Where the number of parents standing for election is less than the number of vacancies, the Trustees may appoint a person who is a parent of a registered pupil at the Academy or, where it is not reasonably practical to do so, a person who is the parent of a registered pupil of another Academy run by the Trust.

3. Co-opted Governors

- 3.1 Co-opted Governors of the LGB shall be appointed by the Trustees. He or she must be:
- a) a person who lives or works in the community served by the Academy; or
 - b) a person who, in the opinion of the Trustees, has the necessary skills set and is committed to the government and success of the Academy.
- 3.2 The Trustees may not appoint an employee of the Trust as a co-opted governor.

4. Term of Office

- 4.1 The Term of office for any governor shall be 4 years, save for the HT of the Academy (as applicable) who shall remain a governor until he or she ceases to work at the Academy.
- 4.2 Subject to remaining eligible to be a particular type of governor, any person may be re-appointed or re-elected to the LGB.

5. Resignation and Removal

- 5.1 A person serving on the LGB shall cease to hold office if:
- a) they resign their office by giving notice in writing to the clerk of the LGB;
 - b) the HT or a staff governor ceases to work at the Academy.
 - c) the 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 Academy.
- 5.2 For the avoidance of doubt, a parent governor shall not automatically cease to hold office solely by the reason of their child ceasing to be a pupil at the Academy.

6. Disqualification of Governors of the LGB

- 6.1 A person shall be disqualified from serving on the LGB if he or she would not be able to serve as a Trustee in accordance with Articles 68 – 80 of the Articles.

7. Appointment and Removal of the Chair and Vice Chair

- 7.1 The Chair and Vice Chair of the LGB shall be appointed by the Trustees and may be removed from office by the Trustees at any time.
- 7.2 The term of office of the Chair and Vice Chair shall be 2 years. Subject to remaining eligible to be a governor, any governor may be re-appointed as Chair or Vice Chair of the LGB.
- 7.3 The Chair and Vice Chair may at any time resign their office by giving notice in writing to the Trustees. The Chair and Vice Chair shall cease to hold office if:
- a) they cease to serve on the LGB;
 - b) they are employed by the Trust whether or not at the Academy; or
 - c) in the case of the Vice Chair, they are appointed to fill a vacancy in the office of the Chair.
- 7.4 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.

8. Committees

- 8.1 Subject to the prior agreement of the Trustees, the LGB may establish sub-committees who may include individuals who are not members of the LGB, provided that such individuals are in a minority.
- 8.2 The LGB may establish its own sub-committees to facilitate the efficient running of the Academy and to tie in the overarching governance timetable of the Trust together with statutory requirements. The LGB may delegate to a sub-committee or any person serving on the LGB, sub-committee, the HT or any other holder of an executive office, such of their powers or functions as they consider desirable. Any such delegation may be made subject to any conditions either the Trustees or the LGB may impose and may be revoked or altered. The person or sub-committee shall report to the LGB in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the LGB immediately following the taking of the action or the making of the decision.
- 8.3 The LGB will review the sub-committee structure, Terms of Reference, constitution and membership of any sub-committee and all other delegations of power at least once each year, usually in the first meeting of the new academic year.

Annex 2 – Proceedings of the LGB

1. Meetings

- 1.1 The LGB shall determine how many meetings are required in each academic year, but as a minimum, it must meet at least once a term.
- 1.2 Meetings of the LGB shall be convened by the clerk 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 days' notice of the meeting and substitute such notice as he/she sees fit.
- 1.3 Any governor shall be able to participate in meetings of the governors by telephone or video conference provided that he/she has given reasonable notice to the clerk of the LGB and that the governors have access to the appropriate equipment.
- 1.4 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 election, appointment or nomination of any person serving on the LGB.

2. Quorum

The quorum for a meeting of the LGB, and any vote on any matter at such a meeting, shall be any three governors of the LGB, or, where greater, any one third (rounded up to a whole number) of the total number of governors of the LGB at the date of the meeting, which must include at least one governor appointed by the Trust.

3. Voting

- 3.1 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 in the votes, the Chair of the meeting shall have the casting vote. A governor may not vote by proxy.
- 3.2 Any governor who is also an employee of the Trust shall withdraw from that part of the meeting of the LGB at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 3.3 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.

4. Conflicts of Interest

4.1 Any governor who has or may have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest (as defined below) which conflicts or may conflict with their 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 their duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

4.2 A governor of the LGB has a Personal Financial Interest if they, or any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the governor or any living person living with the governor as their 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 Academy.

5. Minutes of Meetings

5.1 At every meeting of the LGB the minutes of the last meeting shall be taken as the first agenda item after any apologies and, if agreed to be accurate, shall be signed as a true record.

5.2 The clerk 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 Clerk of the Trustees.

6. LGB Business and use of Sub-committees

The LGB may decide on its own committee structure, although guidance can be given by the Trust where requested. LGB business is detailed in Annex 3 below. If the LGB decides to delegate its function to sub-committees then the Terms of Reference must comply with the proceedings set out in this Annex. The Trust appreciates new schools joining the MAT may not have sub-committees and will be supportive of different structures providing the LGB business is covered and the LGB is able to adhere to the Trust's KPI reporting requirements.

Annex 3 – LGB Business

General Terms

- To act on matters delegated by the Trust in accordance with the Trust Scheme of Delegation.
- To liaise and consult with the Trustees where necessary.
- To contribute to the School Improvement Plan.
- To consider safeguarding and equalities implications when undertaking all committee functions.
- To conduct an annual self-review of LGB performance.
- To agree an annual schedule of business for the LGB.
- To ensure all governance requirements are published on the school's web page.
- To review and monitor the School's Risk Register against the Trust's Risk Policy.
- To agree the school's vision and values, priorities and KPI's for Trust approval.
- To audit and report on school level matters of compliance.
- To ensure robustness in benchmarking and academy value for money.

Financial Policy and Planning

- To review and monitor the income and expenditure throughout the year of all delegated and devolved funds against the annual budget plan through discussion and reports from the School Business Manager.
- To receive at least termly budget monitoring reports from the Head Teacher or School Business Manager.
- To receive auditor's reports relating to the LGB and action as appropriate in response to findings.

Premises

- To provide support and guidance for the LGB and the HT on all matters relating to the maintenance and development of the premises and grounds, including Health and Safety.
- To ensure that an annual inspection of the premises and grounds takes place and a report is received identifying any issues.
- To review the report and set out a proposed order of priorities for maintenance and development.
- To arrange professional surveys and emergency work as necessary.

Note – The Head Teacher is authorised to commit expenditure without the approval of the committee in any emergency where delay would result in further damage or present a risk to health and safety of pupils or staff. In this event, the Head Teacher would normally be expected to consult the LGB Chair at the earliest opportunity.

- To create a project committee where necessary to oversee any major developments.
- To establish and keep under review an Accessibility Plan and a Building Development Plan in accordance with Trust Policy.
- To review, adopt and monitor a Health and Safety Policy.
- To ensure that the LGB's responsibilities regarding litter, refuse and dog excrement are discharged according to Section 89 of the Environmental Protection Act 1990, so far as is practicable.

Staffing

- To ensure that the school is staffed sufficiently for the fulfilment of the School Improvement Plan and the effective operation of the school through discussion and reports from the Head Teacher.
- To review the operation of the Trust's Appraisal Policy in relation to staff and to deliver in consultation with the CEO the Trust's appraisal procedures for the Head Teacher.
- To review the implementation of the Trust's Pay Policy.
- To ensure that any non-Trust staffing procedures follow current equalities legislation.
- To review the implementation of Trust Policies for dealing with staff discipline and grievances.
- To monitor Trust procedures for staff discipline and grievance and ensure that staff are kept informed of these.
- To review the implementation of staff selection procedures, ensuring that they conform with safer recruitment practice.
- To oversee any process leading to staff reductions.
- To consult with the CEO in respect of the school's annual and longer-term salary budgets and other costs relating to personnel, e.g. training, through discussions and reports with the Head Teacher and the School Business Manager.

Standards

- To recommend for approval to the Trustees the:

-  School Self Evaluation documents
-  School Improvement Plan
-  Targets for school improvement

These documents together with information gained through the LGB's programme of visits, discussion and reports from SLT and staff will enable the LGB to:

- Review, monitor and evaluate the full curriculum offered by the school.
- Monitor and evaluate the impact of teaching on rates of pupil progress and standards of achievement through discussion and presentations by the SLT of the school.
- Monitor and evaluate rates of progress and standards of achievement by pupils, including any underachieving groups through reports, presentations and classroom visits.
- Set priorities for improvement with SLT, and monitor and evaluate the impact of improvement plans which relate to the committee's area of operation.
- Develop and review policies identified within the school's policy review programme and in accordance with its delegated powers (e.g. sex education and pupil behaviour/discipline).
- Monitor and evaluate the effectiveness of leadership and management; receiving general information on appraisal programme and agreed targets.
- Monitor and evaluate the impact of the agreed programme for continuing professional development on improving staff performance.
- Monitor and evaluate provision for all groups of vulnerable children (e.g. looked after children) and ensure all their needs have been identified and addressed, and to monitor their progress and achievement.
- Ensure that the requirements of children with special needs are met, as laid out in the Code of Practice through the receipt of termly reports from the Head Teacher/SENDCo and an annual report from the SEND governor.
- Carry out an annual review of the Assessment Policy, ensuring that the policy is operating effectively.

- Consider recommendations from external reviews of the school (e.g. Ofsted or commissioned reviews) and agree SLT's planned actions resulting from these reviews.
- Ensure that all children have equal opportunities through observation, reports and visits.
- Advise on the proposed funding priorities necessary to deliver the curriculum.
- Monitor the school's publicity, public presentation and relationships with the wider community.
- Identify and celebrate pupil achievements as part of the school's programme for this.
- Oversee arrangements for educational visits as presented by the named co-ordinator

Reviewed by the Board of Trustees September 2023