

TERMS OF REFERENCE FOR PAT LOCAL GOVERNING BOARDS (LGBS)

December 2024

*Together, creating opportunity
and aspiration for every child*



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1. The Trust

The Priestley Academy Trust is a charitable company limited by guarantee. It is governed by the Trust Board who is accountable to the Department for Education and the Trust has entered into a funding agreement with the Education and Supplementary Funding Agreement (ESFA). The Trust Board has overall responsibility and ultimate decision making for all the work of the Trust, including the establishing and running of the schools operated by the Trust.

The Trustees are the charity trustees (within the terms of section 177 of the Charities Act 2011) 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 of the Trust.

2. Purpose of the Local Governing Boards

In order to assist with the discharge of their responsibilities, the Trust Board has established an LGB for each school. The LGB shall be a committee established pursuant to Articles 100 to 106 of the Articles of Association of the Trust and will operate under the Trust's Scheme of Delegation. The Trust Board will review these terms of reference annually. These terms of reference may only be amended by the Trust Board.

3. Membership of the Local Governing Board

Membership of each LGB shall be determined by Trustees based on the requirements of the school setting. In most cases, the structure of the membership of the LGB will comprise of:

- Headteacher/Executive Headteacher/Head of School
- 1 Staff Governor (selected through a fair and transparent method, usually an election)
- Associated Governors (bringing specialist skills to the Board)
- 2 Parent Governors (elected as outlined in articles 53-56 of the Articles of Association)
- 4 Co-opted Governors

Where there are significant concerns about the performance of a school and/or LGB, the LGB may be dissolved and the Trustees will implement a smaller 'Interim Academy Board' to govern the school.

Co-opted governors

All governor appointments are subject to ratification by the Chair of the Trust Board.

A co-opted Governor is a person who, in the opinion of the Trust Board, has the necessary skills set and is committed to the governance and success of the school.

Parent governors

Parent governors shall be elected by parents of registered pupils at the school. They must be a parent/carer of, or have parental responsibility for, a pupil at the school at the time they are elected.

Where a vacancy for a parent governor is required to be filled by election, the school shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent/carer of a registered pupil at the school is informed of the vacancy and that it is required to be filled by election, informed that they are entitled to stand as a candidate, vote at the election and given an opportunity to do so.

Election of parent governors 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 they prefer, by having their ballot paper returned to the school by a registered pupil at the school.

Where the number of parents standing for election is less than the number of vacancies, the Trust Board may appoint a person who is the parent/carer of a registered pupil at the school or, where it is not reasonably practical to do so, a person who is the parent/carer/grandparent of a registered pupil of another school within the Trust.

4. Governors' Term of Office

Any Governor shall hold and vacate office in accordance with the terms of their appointment but (except in the case of the Headteacher) the length of their term of office shall not exceed four years.

Subject to remaining eligible to be a Governor, any Governor may be re-appointed or re-elected for a second term of office. The Trust Board will take into consideration the performance of the LGB when deliberating ratification of any Governor that is re-appointed or re-elected for a second term of office.

5. Resignation and Removal of Governors

A governor may at any time resign by giving written notice to the Headteacher, Chair or Clerk to the LGB.

The Trust Board may, at any time, terminate the appointment of any Governor whose presence or whose conduct fails to meet the Code of Conduct for Governors.

A governor may be removed from the LGB if there are concerns about their commitment and attendance at meetings. If a Governor misses more than three meetings during a 12 month period, a discussion will be held with them prior to a decision being taken about their continued involvement on the LGB.

A staff governor shall automatically cease to hold office if they cease to be employed at the school.

A parent governor shall not automatically cease to hold office if their child ceases to be a pupil at the school.

6. Persons Ineligible to be Governors

A serving Trustee on Trust Board shall not be a Governor unless selected to serve on an 'Interim Academy Board'.

A person is disqualified from holding or continuing to hold office as a Governor if that person:

- is under the age of 18 at the date of appointment or election
- is a current registered pupil
- is the subject of a bankruptcy restrictions order or an interim bankruptcy restrictions order, a debt relief restrictions order, an interim debt relief restrictions order or an undischarged sequestration
- has been declared bankrupt and/or their estate has been seized from their possession for the benefit of their creditors and the declaration or seizure has not been discharged, annulled or reduced
- has been disqualified from being a company director and/or a charity trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision)
- has been removed from office as an elected governor within the last 5 years
- is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order)
- has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which they by their conduct contributed to or facilitated
- has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011
- 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 disqualified from working with children or from registering for childminding or providing day care
- is disqualified from being an independent school proprietor, teacher or employee by the Secretary of State
- has been fined for causing a nuisance or disturbance on school premises during the five years prior to or since appointment or election as a governor
- refuses a request to make an application to the Disclosure & Barring Service for a criminal records certificate
- commits a serious breach of the Trust's Code of Conduct.

If a **parent governor**, they may not be

- an elected member of the local authority
- paid to work at the school for more than 500 hours in a year.

7. Appointment of Chair and Vice Chair of LGB

The LGB shall elect a Chair and Vice-Chair from among their number (with preference given to Co-opted Governors) every year.

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 is to act as Chair for all purposes. If both the Chair and the Vice-Chair are absent from any meeting, the LGB shall elect one of their number to act as chair for that meeting. The Clerk holds no voting rights even in the event of them chairing the meeting.

The Trustees may, at any time, relinquish the role of Chair or Vice-Chair from a Governor if they deem it necessary in the best interests of the Trust or the school.

Where a vacancy arises in the office of the Chair or Vice-Chair, the appointment/election procedures as laid out in this section will be executed as soon as is practicable.

Any Governor employed to work at the school or within the Trust cannot be Chair or Vice-Chair.

8. Responsibilities of Governors

The role of Governors is to carry the Trust's vision, policies and priorities forward, based on the specific qualities and community characteristics of each school. Governors are expected to question and challenge school leadership, to support the Trust Board and CEO in holding them to account.

In particular, and subject to the limitations set out above, the Trust Board has delegated the running of the school to the LGB and specifically the following duties as stated in the Scheme of Delegation:

Admissions

- Consulted on the Trust's admissions policy
- Consulted on the development of the school prospectus
- Consulted on school arrangements for pupil recruitment

Attendance (Pupils)

- Monitor school attendance and pupil absence data
- Consulted on the Trust's attendance policy

Curriculum, performance and standards

- Monitor progress towards school performance targets and escalate concerns to the Trust Board, via Chair
- Monitor progress and attainment data for all pupils, including all groups
- Consulted on school improvement and wider development plans and review progress
- Consulted on Trust education strategies
- Review school approaches to assessment, curriculum and inclusion
- Consulted on Trust's RSE policy

Behaviour and exclusion

- Approve the school's behaviour policy
- Monitor the effectiveness of the behaviour policy through KPI's for identification of any areas of concern
- Consulted on the Trust anti-bullying policy

- Ensure participation in pupil discipline committee meetings
- Review the pattern of behavior and exclusions at school level

Communications

- Consulted on (Chair only) all press responses at school level

Complaints

- Review complaints trends for school and report concerns to the Board
- Review complaints escalated to the Local Advisory Board (Stage 2)
- Ensure participation in panel to review escalated complaints (Stage 2)

Data Protection

- Review data on Freedom of Information requests, subject access rights requests and data breaches
- Report data protection concerns to SEG and Board of Trustees

Estates

- Consulted on proposed capital priorities and premises developments
- Receive capital build project updates

Equalities

- Review compliance with Public Sector Equality Duty – equality information and objectives
- Review the school's Accessibility Plan
- Consulted on equality information and objectives

Finance – compliance and risk

- Review sports and pupil premium spending and strategy, reviewing the impact of this additional funding

Financial Policies

- Consulted on the Trust's Charges and Remissions Policy

Financial - budgets

- Receive appraisal on the financial position of the school
- Consulted on (Chair as a minimum) school budgets and report to the LGB
- Consulted on school budget and staffing structures on an annual basis
- Review financial information presented in LGB meetings

Financial - audit

- Receive feedback about the school from audit received (where appropriate)

Governance

- Consulted on the scheme of delegation
- Ensure skills audit and annual self-review of LGB performance setting out priorities for improvements in the next academic year
- Ensure maintenance of a register of all interests (pecuniary business and loyalty) of Advisory Board Members and publish this in accordance with regulation
- Report to the Trust Board following each meeting through the minutes

- Approve chair and vice chair of Local Governing Board
- Approve lead LGB roles for safeguarding, SEND, disadvantaged pupils and/or other roles as determined by the LGB
- Ensure management of the recruitment, induction and training of new LGB members
- Approve removal of LGB members for nonattendance

HR - Appraisal

- Ensure LGB governors participate in Headteacher appraisal process

HR - Pay

- Ensure presentation on hearings and appeals panels

HR - Policies

- Ensure presentation on hearings and appeals panels

HR - Recruitment

- Ensure representation on recruitment panel for headteacher appointments
- Ensure representation on the recruitment of other staff where appropriate

ICT and cyber security

- Receive termly updates on cyber security
- Ensure relevant training is undertaken by members of the Local Governing Board

Operations – Health and safety

- Monitor health and safety and first aid incidents
- Receive and monitor health and safety term reports
- Approve a link health and safety governor

Pupil Premium

- Review and challenge the school strategy for pupil premium expenditure, reviewing the impact of the additional funding
- Approve a link governor

Risk management

- Review school risk register and mitigation plans
- Review critical incident reports and contribute to the evaluation of the effectiveness of the emergency planning and recovery plan

Safeguarding

- Approve link safeguarding governor
- Review the effectiveness of safeguarding procedures
- Review safeguarding issues that are affecting the operation and development of the school
- Review safeguarding audit report and monitor progress of the action plan

School organisation

- Consulted on changes to 'school organisation' relating to:
 - School meals
 - School hours – start and finish times

- Length of school day
- Term dates
- Age range
- Capacity increase/PAN reduction
- Extended provision
- SEND
- Develop and submit business case for changes (to be agreed by the Trust Board)

Stakeholder engagement

- Review results of staff survey and action plan
- Ensure support for engagement with parents, pupils, community and LA
- Review results of parent and pupil surveys and action plans
- Monitor pupil engagement strategies
- Review the results of pupil surveys

SEND

- Monitor the impact and effectiveness of the SEND policy
- Review and approve the SEND Information Report and ensure compliance with the SEND Code of Practice
- Review school accessibility plan and its implementation, ensuring compliance with the requirements of the SEND Policy
- Review school SEND policy

Vision, values and strategy

- Ensure contribution to the revision and development of the Trust and school vision, values and strategy
- Monitor and support the implementation of the vision and ethos of the school
- Consulted on school strategic objectives annually
- Review progress against school strategy and KPIs
- Ensure compliance with requirements of the Trust Policy Matrix

Website compliance

- Review report on school's compliance with DfE website requirements

9. Governance

- Governors are not, and nothing within this document is intended to make them, charity trustees within the terms of section 177 of the Charities Act 2011.
- Each Governor shall act in the best interests of the Trust and school at all times.
- The Governors must keep confidential all information of a confidential nature obtained by them relating to the school and the Trust.
- The Trustees reserve the right to withdraw delegated powers from the LGB and disband it at any time.
- All Governors must be familiar and comply with the Trust's Code of Conduct for Governors, Trustees and Members and these Terms of Reference.
- Each Governor shall be expected to undertake training to ensure their skills and knowledge are up to date.

10. Governor Monitoring and Link Roles

In carrying out their duties as described in paragraph 10, it is expected that the Governors will undertake school monitoring visits separate to the meetings of the LGB. All Governors should complete a Trust Link Governor Visit Form, to be handed to the Headteacher in the first instance, before being shared with the LGB at the next meeting.

The LGB shall designate link roles to Governors to support monitoring of specific aspects. The aspects covered must include Child Protection and Safeguarding, SEND and Pupil Premium as described in the responsibilities above. The LGB may implement as many link roles as they deem appropriate and may combine link roles.

With agreement of the LGB, link roles may be changed or removed as necessary.

11. Meetings of the Local Governing Board

The LGB shall meet at least four times in every academic year and shall hold such other meetings as may be necessary.

All meetings shall be convened by the Clerk to the LGB, who shall send to all of the Governors written notice of the meeting and a copy of the agenda and all reports at least seven clear days in advance of the meeting.

A special meeting of the LGB shall be called by the Clerk if necessary.

The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.

12. Quorum for LGB Meetings

Meetings of the LGB shall be quorate if three members, including at least one Co-opted Governor, are present.

A Governor who attends virtually online will be classed as in attendance and shall count towards the quorum.

If the number of Governors assembled for a meeting of the LGB does not constitute a quorum, the Chair can receive the information for those present or decide that the meeting shall not be held. No decisions can be made if the meeting is not quorate.

Subject to Article 6 of the Articles of Association and paragraph 20 of these Terms of Reference, any Governor with a conflict of interest or duties in respect of any matter to be discussed at the meeting shall not count in the quorum for that part of the meeting at which the relevant matter is discussed and shall withdraw from the meeting and not vote.

If, for lack of a quorum, a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if they think fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.

13. Attendance of the Local Governing Board

Governors are required to attend LGB meetings regularly. Irregular attendance will constitute grounds for removal from the LGB.

A Governor may be removed from the LGB if they miss more than three meetings during a 12 month period.

14. Proceedings of LGB Meetings

Every item to be decided at a meeting of the LGB shall be determined by a majority of the votes of the Governors present and voting on the question. Every Governor shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.

A Governor may not vote by proxy. However, votes will be accepted where the Governor is in attendance virtually online for the full discussion leading to the vote.

No resolution of the Governors may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

Any Governors with conflicts of interests or duties in accordance with Article 6 of the Articles of Association and these Terms of Reference must abide by the procedures in Article 6 and where required, withdraw from the meeting in respect of discussions in relation to which they have a conflict and not vote.

For the avoidance of doubt, 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.

15. Decisions Outside of LGB Meetings

Decisions may, at times, be required outside of the LGB meetings. In such circumstances Governors discussions, approval or voting can be done by email via the Clerk.

Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.

16. Conflicts of Interest

The income and property of the school must be applied solely towards the provision of the Objects as detailed in the Articles of Association. The restrictions which apply to the Trustees with regard to having a Personal Financial Interest shall also apply to the Governors.

The procedure detailed at article 6 of the Articles of Association shall apply to the LGB always provided that, in the case of a Personal Financial Interest for a Governor, the LGB may meet to authorise the benefit.

All Governors shall complete a declaration of interests form on joining the LGB. The register of interests shall be reviewed at the start of each academic year.

Any Governor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with their duties as a Governor shall disclose that fact to the Governors as soon as they become aware of it and this at the start of any meeting where that conflict relates to an agenda item. A Governor must absent themselves from any discussions of the Governors in which it is possible that a conflict will arise between their 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).

17. Headteacher's Report

The Headteacher will provide a written report providing an update on the school to each meeting of the LGB (excluding extra ordinary meetings). The Headteacher's report shall be sent to all of the Governors, with the written notice of the meeting and all other reports, 7 days in advance of the meeting.

18. Clerk

The Clerk will minute the proceedings and resolutions of the LGB and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Where the Clerk cannot attend a meeting, Governors can appoint any one of their number or any other person to act as Clerk for that meeting.

19. Minutes and Publication

At every meeting of the LGB the minutes of the last meeting shall be taken at the next meeting and, if agreed to be accurate, shall be signed as a true record.

The Clerk to the LGB shall ensure that a copy of the agenda for every meeting of the Governors, the signed minutes of every such meeting and any reports considered at any such meeting are made available to the school.

20. Performance Management

The CEO may advise the LGB about all matters concerning remuneration.

The performance review, performance management of the Headteacher will be reviewed by a Committee convened by the LGB.