

Local Governing Body (LGB)

Terms of Reference

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1. Introduction

- 1.1 Endeavour MAT (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 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 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.
- 1.6 Whenever the pronouns “he” or “his” are used in this document they shall be deemed to mean whichever pronoun is applicable.

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 not more than 11 and shall comprise:
 - a) the Head Teacher of the school (ex-officio)
 - b) up to two Staff Governors
 - c) up to 2 Parent Governors
 - d) up to 6 Community Governors (whose appointment shall be subject to approval by the Trust.)

3. Relationship between the Trust Board and the LGB

- 3.1 The Trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement with the Department for Education and a Supplemental Funding Agreement in respect of the School (together the “Funding Agreements”) and so it is the Trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreements.
- 3.2 The Trustees are the charity trustees (within the terms of the Charities Act) 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.
- 3.3 The LGB shall be established by the Trustees pursuant to the Articles of Association of the Trust.
- 3.4 As described below, the Trust shall appoint the Chair of the LGB.

- 3.5** The LGB shall in carrying out its role:
- a) 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
 - b) Be responsible to the Board for its actions and follow the expectations of Governors as laid down in the Code of Conduct
 - c) Aim to establish that it is competent, accountable, independent and diverse promoting best practice in governance and
 - d) Aim to ensure that Governors promote and uphold high standards of conduct, probity and ethics.
- 3.6** The Trustees shall support the work of the LGB by:
- a) Setting a clear strategic vision to allow the LGB to achieve its own aims and objectives within such vision
 - b) 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 Head Teacher and the Senior Leadership Team of the school and
 - c) Ensuring that Governors have access to high quality training and development opportunities.
- 3.7** 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:
- a) Require the relevant LGB to adopt and comply with a governance action plan in such form as determined by the Trustees
 - b) Suspend or remove any or all of the matters delegated to the LGB
 - c) Suspend or remove any or all of the Governors of the relevant LGB.
- 3.8** Trustees may require a governance action plan where:
- a) There has been insufficient pupil progress which falls below that expected by the DfE's Floor Standards and
 - b) Trustees consider that the rigour, challenge and support provided by the LGB are insufficient for the schools to maintain at least good progress.
- 3.9** The Trustees may vary the matters delegated where they consider that:
- a) The LGB has acted outside of its delegated powers and limitations
 - b) The LGB is in breach of these terms of reference and
 - c) DfE Floor Standards have not been met.
- 3.10** The Trustees may remove Governors where the Trustees consider that:
- a) The school is in material breach of its funding arrangements and
 - b) The LGB is in material breach of these terms of reference or has persistently breached these terms of reference.
- 3.11** The circumstances listed in paragraphs 3.8, 3.9 and 3.10 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.
- 3.12** The Chair of the LGB may attend a meeting of the Trustees, or nominate another Governor, if requested to do so by the Board.
- 3.13** 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:
- a) Promptly implement and comply with any policies or procedures communicated to the LGB by the Trustees
 - b) Review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Trustees
 - c) Work closely with the Trustees and act with integrity, objectivity and honesty in the best interests of the Trust and the schools
 - d) Be open about decisions and be prepared to justify those decisions and
 - e) 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
- 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. Staff and parent governors will be appointed by election. Community governors will be recommended by the LGB, and approved by the Trustees. The Head Teacher will be an ex-officio member of the LGB

6. Term of Office

- 6.1 The term of office for any Governor shall be 3 years, with the exception of the Head Teacher
- 6.2 Subject to remaining eligible any person may be re-appointed or re-elected to the LGB.

7. Appointment and Removal of the Chair and Vice-Chair

- 7.1 The appointment of the Chair of the LGB will be undertaken by the Trust Board and the Vice Chair will be elected from among the LGB by its members
- 7.2 The term of office of the Chair and Vice Chair shall be 1 year. 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 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.
- 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. Meetings

- 8.1 The LGB shall meet once each term (for the avoidance of doubt this will constitute three regular meetings plus one review day per school year) and is empowered to call such other meetings as it feels necessary.
- 8.2 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 clear days' notice of the meeting and substitute such notice as he/she thinks fit.
- 8.3 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 Governor has access to the appropriate equipment.
- 8.4 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 appointment of any person serving on the LGB.

9. Quorum

- 9.1** The quorum for a meeting of a Local Governing Body, and any vote on any matter thereat, shall be four Governors (including at least one Community Governor), who are in each case present at the meeting and entitled to vote on the matters to be resolved. The Governors may act notwithstanding any vacancies in their number, but, if the numbers of Governors is less than the number fixed as the quorum, the continuing Governors may act only for the purpose of filling vacancies.
- 9.2** Any Governor shall be able to participate in meetings of the Governors by telephone or video conference provided that he has given reasonable notice to the Clerk and that the Governors have access to the appropriate equipment.

10. Voting

- 10.1** 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.
- 10.2** 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.
- 10.3** A resolution in writing, signed by a majority of 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.

11. Conflicts of Interest

- 11.1** 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).
- 11.2** 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.

12. Minutes of Meetings

- 12.1** The LGB shall meet once each term (for the avoidance of doubt this will constitute six times per school year) and is empowered to call such other meetings as it feels necessary.

- 12.2** 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.
- 12.3** 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, within 7 working days, made available to the Trust Board

13. Scope and Responsibilities of the LGB

- 13.1** The Board of Trustees has appointed the Local Body with its main purpose being to hold the Head Teacher/Head of School to account for the educational standards and performance of the school.

14. Strategy

- 14.1** The LGB is responsible for setting and ensuring the vision and strategic direction of the school within the framework set by the Board of Trustees

15. Education

- 15.1** The LGB is responsible for:
- a) holding school leaders to account for the educational performance of each school
 - b) monitoring the remote learning provision on offer by each school
 - c) monitoring the Head Teacher/Head of School data reports as part of their school education performance monitoring
 - d) approving the draft Self Evaluation Form and School Development Plan and monitoring these for impact and generating progress reports regularly to the Board of Trustees
 - e) appointing one of the LGB Governors to be the Named SEND Governor
 - f) monitoring the number of exclusions on a termly basis and is also required to convene a panel of Governors to review any permanent exclusion or other exclusions as directed by the DfE guidance
 - g) the overall management of the Appeals stage (review by a Panel of Governors) of the Trust Complaints Procedure and dealing with complaints concerning any Governor
 - h) parental review through questionnaire or an open meeting on an annual basis.

16. Safeguarding

- 16.1** The LGB is responsible for:
- a) reviewing safeguarding arrangements in the school and receiving regular monitoring reports ensuring compliance and demonstrating good practice
 - b) appointing one of the LGB Governors to be the Named Safeguarding Governor
 - c) ensuring all LGB governors have access to and have read the Trust Safeguarding Policy and KCSIE Part 1
 - d) ensuring all LGB Governors have access to and attend safeguarding training
 - e) ensuring the Chair and Vice-Chair attend safer recruitment training

- f) monitoring health and safety practice in school through the review of internal and external H&S monitoring visits and reports
- g) monitoring there are adequate resources are available for H&S and that training opportunities are available and accessed as required
- h) reporting all issues of concern to the Education & Safeguarding Committee
- i) monitoring the success and impact of all school visits through Head Teacher/Head of School reports and seeking assurance that no child will be prevented from attending because of hardship or disability.

17. Governance and Compliance

17.1 The LGB is responsible for:

- a) annual self-evaluation of its performance
- b) annually appointing a Vice Chair of the LGB
- c) recommending "Community" Governors for approval by the Board
- d) ensuring that elections for Parents and Staff Governors take place and conform to a process as laid out by the Board of Trustees.

18. Finance and Resources

18.1 The LGB is responsible for:

- a) ensuring school level resources are applied appropriately
- b) consideration of the school's required funding and support to the Trustees in relation to the annual budgetary process
- c) seeking value for money and being able to demonstrate that value for money has been achieved
- d) monitoring and reviewing expenditure on a regular basis and ensuring compliance with the overall financial plan for the school
- e) assist the Trustees in complying with the provisions of the Funding Agreements where requested from time to time
- f) form a Pay Committee of three Governors to confirm the Head Teacher's recommendations regarding Staff/ Teachers' salaries
- g) implementation of Trust procurement policies insofar as they impact on the school
- h) maintenance of or putting in place appropriate arrangements for the maintenance of the school estate in accordance with the guidelines established by the Trust
- i) manage and monitor expenditure by the school in accordance with the policies of the Trust
- j) notify the Trust of any changes to capitalisable assets used by the school
- k) observe the established levels of delegation and protocols.

19. Budgets

19.1 Following LGB consideration, the budget is to be submitted to the Trustees for approval and, for the avoidance of doubt, the school budget shall not be effective until such time as it has been approved by the Trustees.

19.2 The LGB is required to work to cash limits as may be determined by the Trust and based on the approved budget.

- 19.3** Under no circumstances has the LGB the authority to borrow money other than with prior permission of the Trustees, the school budget is to be prepared such as to deliver a breakeven or better outturn.

20. Accounts and Audit:

- 20.1** The School shall keep, and the LGB shall oversee, proper records in relation to all financial transactions in respect of each financial year and shall provide the Chief Operating Officer (COO) with these and any reports, summaries or confirmations as may be requested and to the deadlines given.

21. Risk Management:

- 21.1** the LGB shall keep under review the school risk register, seek assurance that risk management within the school is effective and report to the Trust periodically such information as is requested regarding risk management.

22. Land and Asset Management

- 22.1** The Board of Trustees will consult the LGB of the respective school on any proposals in relation to the expansion of existing facilities/taking on new capital assets.
- 22.2** The LGB is responsible for reviewing the Health & Safety management and premises maintenance programme of the school.

23. Human Resources

- 23.1** The Board of Trustees will inform the LGB of any prospective significant changes to the staffing structure of the school.
- 23.2** The LGB is responsible for:
- a) being involved with shortlisting candidates for the position of Head Teacher/Head of School
 - b) providing a Governor to sit on interview panels for the Head Teacher/Head of School and Senior Leader appointments
 - c) hearing appeals where policies specify
 - d) providing Governors to sit on any disciplinary or grievance panel that falls short of gross misconduct
 - e) imposing sanctions through the disciplinary or grievance hearing procedure up to but not including dismissal
 - f) hearing appeals from school staff as per the Trust's policies and procedures

24. Staff Wellbeing

- 24.1** The LGB is responsible for reviewing and monitoring the impact of the range of strategies/initiatives in place to support Staff Wellbeing and Workload in the school.

25. Policies

- 25.1** The LGB is responsible for reviewing and approving policies pursuant to the policy cycle of review and delegation.
- 25.2** The LGB is responsible for reviewing or investigating any other matters referred to the LGB by the Trust Board.