

## **Local Governing Board (LGB)**

### **Terms of Reference**

**Nurture Potential – Inspire Community – Deliver Excellence**

## 1. Introduction

The Terms of Reference as set out below are general in content and form part of a suite of documents adopted by the Transforming Lives Educational Trust (TLET) as the governance framework for the oversight and management of TLET's community of academies.

As such, these Terms of Reference must be read in conjunction with the Trust's:

- System of Governance and Working Practices
- Scheme of Delegated Authority (SoDA)
- Link Trustee Terms of Reference
- Code of Business Conduct

TLET has the charitable purpose of advancing education for the public benefit, and to this aim, the Trust Board provides:

- **Strategic leadership of the Trust:** defining the Trust's vision for high quality and inclusive education, and fostering the Trust's culture
- **Accountability and assurance:** overseeing operations and performance of the Trust, including the provision of education, pupil welfare, use of funding, financial performance and safe and well-maintained estates.
- **Engagement:** overseeing relationships with stakeholders, including the involvement of parents, academies and communities in decision-making.

The Trust Board is supported by Local Governing Boards (LGB) which are subcommittees of the Trust Board. LGB provide academy-specific oversight of standards and performance, acting as the eyes and ears of the Trust Board.

The authority and powers of the LGB cascade from the Trust Board as set out in the the Scheme of Delegated Authority (SoDA), which explains the powers retained by the Trust Board and the powers delegated to the CEO, the LGB, and the Academy Principals. For the avoidance of doubt, where a power is not expressly delegated to the CEO, LGB, or Academy Principals, it will be deemed to have been retained by the Trust Board.

## 2. Purpose

The purpose of the LGB, as a sub-committee of the Trust Board, is to support the effective management and continuous improvement of the Academy. It will do this by:

- Supporting and challenging Academy leadership in the delivery of high quality, inclusive education
- Providing the Trust's independent 'eyes and ears' assessment of day-to-day activities by reporting progress, risks, and issues to the Trust Board.

Promoting a spirit of openness and transparency, and through a balance of support and challenge, LGB are the 'critical friends' of the Academy.

## 3. Scope and Remit

LGB provide independent support, scrutiny, challenge, and proactive risk assessment to promote the performance of our Academies. The National Governance Association (NGA) refers to local governance having four key responsibilities, their 4Ss – *standards, stakeholders, safeguarding, and SEND*:

- **Standards – evidence-based assurance**
  - Quality of Education – overseeing the academy's curriculum intent, implementation, and impact
  - Behaviour and Attitude – assessing expectations of, and standards of, pupil behaviour and their attitude to education

- Personal Development – assessing opportunities beyond the curriculum and preparing pupils for “life in modern Britain”
- Leadership and Management – ensuring that values, policies, and vision are shared and inclusive
- Ensuring the effective implementation in the academy of local and TLET policies
- **Stakeholders – point of engagement for key academy groups**
  - Pupils – ensuring that the ‘pupil voice’ is heard and understood
  - Parents / carers – listening to parents and considering their point of view
  - Staff - listening to staff and considering their point of view
  - Community – being a link to the wider community and advocating for the Trust
  - Complaints – being a point of escalation for stakeholders in accordance with the TLET Complaints Policy
- **Safeguarding – ensuring effectiveness of policy and practice**
  - Policy – keeping up-to-date and reflected across academy activities
  - Compliance – including recruitment and Single Central Register; oversight of exclusion and suspension decisions
  - Implementation – providing evidence-based assurance that policy is followed and that there is a ‘culture of safeguarding’ throughout the academy
- **SEND – championing all forms of inclusion**
  - Pupil Premium – reviewing academy strategy, funding, and impact
  - SEN – reviewing provision for pupils with all inclusion needs
  - Inclusion – ensuring focus on outcomes for all pupil cohorts

Disciplines provided by the Trust central team (HR, Estates, H&S, IT, Finance) will not be a key focus for LGB, except when those services might impact on the delivery of high quality, inclusive education.

#### 4. Engagement with the Trust Board

The relationship between the Trust Board and the LGB is based on two-way engagement. The LGB provides academy-level intelligence to ensure that the wider Trust “knows their schools”, and the Trust Board will engage LGB in developing its strategy and plans.

##### **LGB Reporting**

As the Trust Board’s ‘eyes & ears’, it is essential that helpful evidence accrued is shared with the Trust Board. There are two elements to this reporting:

- **Regular updates:**
  - LGB concerns – Chairs will share any key concerns that have been discussed at an LGB meeting. These should be sent to the Trust Board Chair and Clerk within 2 academy weeks of the LGB. These concerns could be actual or potential risks to the delivery by the academy of high quality, inclusive education, or operational matters which might need more co-ordination between academy and Trust centre.
  - LGB minutes – these should be shared with the Trust Board Clerk once the LGB Chair has confirmed the draft.
  - Providing the LGB’s Risk Register to the Audit and Risk Committee when requested
  - Annual Review – *this is currently under review and details will be added when agreed.*
- **Escalations**
  - The LGB Chair or Vice Chair can raise any important, urgent concerns directly with the Chair of the Trust Board. Decisions regarding what should / shouldn’t be escalated will be left to the judgement of LGB Chairs / Vice Chairs.

## **Board engagement with LGB**

The Trust Board shall support the work of the LGB by:

- setting a clear strategic vision to allow the LGB to set and achieve its own aims and objectives within such vision
- ensuring that systems are put in place to allow the Governors to be presented with timely and accurate data to allow them to analyse academy performance, and thereby to support and challenge the Principal and the senior leadership team of the academy
- ensuring that the Governors have access to high quality training or professional development informed by a skills audit
- providing selected LGB with a 'Link Trustee' (for which separate Terms of Reference exist). This provision is not an entitlement of each LGB within the Trust, and the appointment and continuing service of a Link Trustee is at the discretion of the Trust Board.

The Trust Board will provide regular updates to LGB via their Chairs and Vice Chairs:

- The Chair of the Trust Board will provide a summary of the key discussions following each Board meeting to the LGB Chairs and Vice Chairs who can decide whether and how they share these with other Governors. If there is confidential information not to be shared more widely, this will be marked accordingly. These will ideally be shared within 2 academy weeks of the Trust Board meeting.
- Chairs of Board sub-committees (Safeguarding Standards Committee, Audit & Risk Committee and Business Standards Committee) should share the output of their discussions where they are relevant to LGB and/or where the sub-committee would welcome 'eyes & ears' evidence from LGB.

## **5. Composition**

LGB shall normally comprise 9-11 Governors drawn from the academy, parents/carers, and the local community, with specific composition as follows:

- **Academy**
  - Academy Principal (or the CEO if no such person is appointed); **and**
  - Academy staff (2 Governors)
- **Parental** (2 Governors)
  - Parents/carers of children of the academy
- **Community/Business/Education** (4-6 Governors)
  - Business or educational professionals; **or**
  - Office holders of community organisations from the admissions priority area/s served by the Academy.

## **6. The role and duties of the Governors**

Governors work together to carry out the core responsibilities of the LGB. Governors should ensure that they are making a positive and meaningful contribution to the LGB by:

- attending meetings, reading papers, and preparing questions for senior leaders in advance
- undertaking induction training and developing knowledge and skills on an ongoing basis
- establishing and maintaining professional relationships with senior leaders and colleagues on the LGB
- getting to know the Academy, including visiting at least 2-3 times per year during academy hours
- Ensuring reasonable care, skill, and experience (individual and collective) is used in the running and management of the Academy
- Ensuring that all decisions are taken within the LGB's powers set out in the SoDA
- Always complying with the Code of Business Conduct which commits to the seven 'Nolan' Principles of Public Life

- Declaring any personal financial interest should they, or any child, stepchild, parent, grandchild, grandparent, brother, sister, or spouse of theirs or any person living with them as their Governor, be:
  - in the employment of the Trust, or
  - in receipt of remuneration or the provision of any other benefit directly from the Trust, or one of its academies, or
  - employed by a company tendering for or providing services to the Trust or its academies.

Governors are required to take part in regular self-review and are accountable for meeting their own training and development needs, raising with the LGB Chair if they feel appropriate training and development is not being provided.

The LGB Chair shall nominate a 'lead Governor' having specific oversight for Academy functional/operational areas such as Safeguarding, Pupil Premium / SEND, Health & Safety, Staff and Student Wellbeing, or to focus on a curriculum area. In so doing, it is on the understanding that responsibility for such areas is vested in all Governors and not solely that of the lead Governor.

## 7. Term of Office

The term of office for all LGB Governors shall be 4 years, save for the Academy Principal who shall remain a Governor until they cease to work at the Academy. There is no maximum number of terms that a Governor can serve but re-election is required between terms.

The Chair and Vice Chair of LGB shall be nominated by the LGB and appointed by the Trustees and may be removed from office by the Trustees at any time. The term of office of the Chair and Vice-Chair shall be 2 years. Subject to re-appointment and remaining eligible, the maximum term of continuous office in either the Chair or Vice Chair role shall be 6 years, unless agreed otherwise by the Trust Board. An office holder may continue to serve as a Governor once their term as Chair or Vice Chair has come to an end.

## 8. Quorum

A duly convened LGB meeting at which more than 50% of voting members are present shall be competent to exercise all or any of the authorities vested in an LGB.

If the meeting is not quorate, any matter decided by the LGB will only be a recommendation and must be ratified by the Trust Board.

Every matter to be decided at a meeting 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. In the event of a tie, the Chair shall have the casting vote.

Any Governor who is also an employee of the Trust shall withdraw from any part of the meeting at which their employment or conditions of service (such as remuneration, promotion, retirement) are to be considered.

In exceptional circumstances, but at the discretion of the Chair, decisions can be made outside of an LGB meeting by email confirmation from individual Governors to the Chair and Clerk sufficient in number to meet the Quorum rules. Any decisions made in such a manner will need to be ratified at the next LGB meeting.

## 9. Governance Professional

The Chair of the Trust Board shall ensure a governance professional ('clerk') is available to support LGB meetings. The clerk shall not be a Trustee of TLET, a TLET Governor, or a TLET employee based at the Academy in question.

## **10. Frequency and Conduct of Meetings**

The LGB shall meet at least 4 times a year and at least once per term, although most will meet once in each half-term.

Governors shall declare their pecuniary and personal interests at the time of their appointment, the beginning of each academic year of their service, and undertake to update this register whenever new information needs to be disclosed to the LGB. This Declaration of Interests shall be published on the Academy's website. All persons in a position of governance are required to undertake an enhanced disclosure check from the Disclosure and Barring Service, known as a DBS check. This check must be undertaken to determine an individual's suitability for the role, and prior to the role commencing.

Meetings shall normally be face to face, however, if circumstance dictates, meetings can be facilitated via video conferencing. Hybrid meetings are permitted.

All meetings will be chaired by the Chair of the LGB. In the absence of the Chair, the meeting will be chaired by the Vice-Chair. In the absence of both the Chair and the Vice-Chair, the remaining Governors present shall elect one of their number to chair the meeting. Any member taking the role of Chair in the meeting shall have the powers allotted to the role of Chair as set out in this document.

The LGB may ask any or all of those who normally attend, but who are not Governors, to withdraw from the discussion of particular matters to facilitate open and frank discussion.

## **11. Attendance**

LGB Governors shall maintain a level of attendance to ensure proper business practice and continuity. Sustained irregular attendance of two consecutive absences and/or three within a year will prompt an attendance review with the Chair, which could result in termination of the Governor's term of office.

Members of the LGB may ask any other officials of the Academy and Trust to attend to assist it with its discussions on any particular matter.

A register of attendance shall be kept for the LGB and published regularly throughout the year on the Academy's website as part of its Declaration of Interests report.

## **12. Notice of Meetings**

Unless otherwise agreed, notice of each meeting shall be given no later than ten academy days before the date of the meeting. Papers confirming the venue, time, date, an agenda of the items to be discussed, and any relevant papers shall be made available no less than five academy days before the meeting either by email or on a dedicated governance web service (such as GovernorHub).

Where there are matters demanding urgent consideration, the Chair may waive the need for ten days' notice of the meeting and substitute such notice as they think fit.

In addition to its scheduled meetings, further meetings of the LGB may be called at the request of the Board or of the Chair of the Board. Furthermore, any three Governors, giving notice in writing to the clerk, may call a meeting of the LGB.

## **13. Monitoring of Terms of Reference**

The Trust Board, in consultation with the Chairs and Vice Chairs of the LGBs, will review these Terms of Reference to ensure that they remain fit for purpose and support the working practice of the Trust, subject to regulatory change requirements, every year. Any changes shall be approved by the Trust Board.

## 15. Related Documents [\[add as links\]](#)

[TLET System of Governance and Working Practices](#)

[TLET Scheme of Delegated Authority \(SoDA\)](#)

[TLET Code of Business Conduct](#)

[TLET Link Trustee Terms of Reference](#)

[TLET Governor Role Profile \[\\[to be developed\\]\]\(#\)](#)

[TLET Declaration of Pecuniary and Personal Interests](#)

[The ESFA Academy Trust Handbook \(updated annually\)](#)

[National Governance Association Skills Audit and Matrix](#)

[The Ofsted Education Inspection Framework](#)

[The DfE Governance Handbook](#) – an essential resource for governors and Trustees outlining roles and responsibilities for those governing. It also details the legal duties of the governing board of all state schools in England.

## Appendices

1. Governor recruitment
2. Annual Standard LGB Agenda

## **Appendix 1 – Governor recruitment**

- When a vacancy arises on LGBs, a new Governor can be recruited in a variety of ways.
- Vacancies occurring during the academic year are to be notified to the Trust Board by the Chair of LGB, with in-year appointments ratified by the Trustees at the closest scheduled meeting of the Trust Board to the appointment.
- Until ratified by the Trust Board, all LGB membership/ appointments are provisional.
- Trustees have the right to appoint such additional persons to LGBs as they shall determine from time to time.
- LGBs have the authority to appoint short-term roles. Where an LGB needs to engage short-term support arising from the requirement for a particular skill/expertise or for a specific project, such roles are deemed to be akin to ‘sub-contractors’ and, as such, not recognised by the Trust Board as LGB Governors.

### **Staff Governors**

- The academy Principal (or Trust CEO if no such Principal is appointed) shall automatically become a Staff Governor upon appointment.
- LGB shall invite nominations from all staff 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.
- All arrangements for the calling and conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined in advance by the Trust Board. The Trust Board may delegate the running of the election to the Principal.
- If the Trust Board delegates the running of the election to the Principal, the outcome of the election will be reported, including the number of votes cast, to the Trust Board.
- Regardless of whether the election is run by Principal or the Trust Board, the Trust Board will appoint the required number of Staff Governors.

### **Parent Governors**

- Parents of registered pupils/students at the academy shall elect Parent Governors of LGB.
- Parent Governor candidates must be parents or carers of pupils at the academy at the time when they are elected.
- Carers include legal guardians, grandparents, or adult siblings.
- All arrangements for the calling and conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined in advance by the Trust Board. The Trust Board may delegate the running of the election to LGB.
- If the Trust Board delegates the running of the election to LGB, LGB will report the outcome of the election, including the number of votes cast, to the Trust Board. Regardless of whether the election is run by LGB or the Trust Board, the Trust Board will appoint the required number of Parent Governors.
- Where a vacancy for a Parent Governor is required to be filled by election, LGBs shall take such steps as are reasonably practical to ensure that every person who is known to them to be a parent or carer of a registered pupil at the academy 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, and vote at the election, and given the opportunity to do so.
- 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 they prefer, by having their ballot paper returned to the academy by a registered pupil at the academy. [[could this be done online now?]]



## Co-Opted Governors

- Providing that the Trust Board has been informed of the vacancy, LGBs can, through proper and transparent advertising, recruit Co-Opted Governors to be formally appointed to LGB by the Trust Board.
- Co-Opted Governors must be:
  - a person who lives or works in the community served by the academy; **or**
  - a person who, in the opinion of the Trust Board, has the necessary skill set and is committed to the governance and success of the academy.
- Employees of the Transforming Lives Educational Trust are not eligible to be Co-Opted Governors.

## Appendix 2 – Local Governing Board Annual Standard Agenda

LGB 1 / Term 1A	LGB 2 / Term 1B	LGB 3 / Term 2A	LGB 4 / Term 2B	LGB 5 / Term 3A	LGB 6 / Term 3B
<b>1. Meeting Administration</b>					
1.1 Welcome and apologies	1.1 Welcome and apologies	1.1 Welcome and apologies	1.1 Welcome and apologies	1.1 Welcome and apologies	1.1 Welcome and apologies
1.2 Annual declarations (inc. GIAS update)	1.2 Declaration of interests	1.2 Declaration of interests	1.2 Declaration of interests	1.2 Declaration of interests	1.2 Declaration of interests
1.3 Declaration of interests & annual Code of Conduct	1.3 Approval of minutes	1.3 Approval of minutes	1.3 Approval of minutes	1.3 Approval of minutes	1.3 Approval of minutes
1.4 Approval of minutes	1.4 Matters arising / Action Log	1.4 Matters arising / Action Log	1.4 Matters arising / Action Log	1.4 Matters arising / Action Log	1.4 Matters arising / Action Log
1.5 Matters arising / Action Log					
<b>2. Academy Evaluation Statement (AES)</b>					
2.1 Self Evaluation Statement (SEF): review and approve	2.1 Scrutinise AES	2.1 Scrutinise AES	2.1 Scrutinise AES	2.1 Scrutinise AES	2.1 Scrutinise AES
2.2 Academy Development Plan (ADP): review and approve		2.2 Review ADP			2.2 Review ADP
<b>3. Policies &amp; Strategies</b>					
3.1 Review & approve local policy annual schedule	3.1 Approve: <ul style="list-style-type: none"> <li>Examination policies suite (secondary only)</li> <li>Attendance Policy</li> <li>Early Years Framework Policy (primary only)</li> </ul>	3.1 Approve: <ul style="list-style-type: none"> <li>Curriculum information for 2024-25</li> <li>Feedback Policy</li> <li>Homework Policy</li> <li>Online Safety Policy</li> </ul>	3.1 Approve: <ul style="list-style-type: none"> <li>Educational Trips &amp; Visits Policy</li> <li>Carers Guidance Policy</li> <li>Equality &amp; Diversity Statement (inc. annual review of objectives)</li> </ul>	3.1 Approve: <ul style="list-style-type: none"> <li>Relationships &amp; Education Policy</li> <li>Children with Medical Needs Policy</li> <li>First Aid Policy</li> <li>Children Looked After Policy</li> </ul>	3.1 Approve <ul style="list-style-type: none"> <li>Behaviour Policy</li> <li>Anti-Bullying Policy</li> <li>Physical Intervention and Restraint Policy</li> </ul>
3.2 Approve: <ul style="list-style-type: none"> <li>Admissions Arrangements 2024/25</li> <li>Safeguarding &amp; Child Protection</li> <li>SEND Information Report</li> <li>Pupil Premium Impact 2022-23 &amp; Strategy 2023-24</li> <li>Sports Premium Impact 2022-23 &amp; Strategy 2023-24 (primary only)</li> <li>Uniform Policy</li> </ul>					
<b>4. Presentation from invited leader/s</b>					
4.1 Consider ADP and invite relevant leader to next meeting	4.1 Consider ADP and invite relevant leader to next meeting	4.1 Consider ADP and invite relevant leader to next meeting	4.1 Consider ADP and invite relevant leader to next meeting	4.1 Consider ADP and invite relevant leader to next meeting	4.1 Consider ADP and invite relevant leader to next meeting

<b>5. Governor Matters</b>					
5.1 Safeguarding training (inc. KCSiE)	5.1 Feedback from governor visits, inc. monitoring reports	5.1 Feedback from governor visits, inc. monitoring reports	5.1 Feedback from governor visits, inc. monitoring reports	5.1 Feedback from governor visits, inc. monitoring reports	5.1 Feedback from governor visits, inc. monitoring reports
5.2 Agree governor training needs	5.2 Pay awards: review & approve		5.2 Risk Register Review		5.2 Risk Register Review
5.3 Agree schedule of visits to the academy, inc. monitoring visits (using TLET templates*)	5.3 Risk Register Review				5.3 NGA Skills Audit
5.4 Nominate to key governor positions: <ul style="list-style-type: none"> <li>• Chair (if applicable)</li> <li>• Vice Chair</li> <li>• Safeguarding</li> <li>• SEND</li> <li>• EYFS (if applicable)</li> <li>• Vulnerable pupils</li> </ul>					
<b>6. Information/Additional Items</b>					
6.1 Agree LGB feedback to Trust Board	6.1 Agree LGB feedback to Trust Board	6.1 Agree LGB feedback to Trust Board	6.1 Agree LGB feedback to Trust Board	6.1 Agree LGB feedback to Trust Board	6.1 Agree LGB feedback to Trust Board
6.2 Any other Business	6.2 Any other Business	6.2 Any other Business	6.2 Any other Business	6.2 Any other Business	6.2 Any other Business
<b>7. Next Meeting</b>					
<b>8. Agree Confidential Items</b>					