

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

Adopted by resolution of the Board on 16th July

1. Introduction

1.1 Finham Park Multi-Academy 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:

- Finham Park School
- Finham Park 2
- Finham Primary School
- Lyng Hall School
- Pearl Hyde Community Primary School
- Meadow Park School
- Lillington Nursery and Primary School
- Limbrick Wood Primary School

(each one the “Academy” or collectively the “Academies”).

1.3 In order to assist with the discharge of their responsibilities, the Trustees have established a Local Governing Body (“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 LGBs

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 Subject to clause 2.2, the composition of each Academy shall be as follows:

2.3.1 the Headteacher of the Academy (or the CEO / Executive Headteacher if no such person is appointed);

2.3.2 2 staff governors;

2.3.3 A minimum of 2 and up to 3 parent governors; and

2.3.4 up to 6 co-opted governors.

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

- 2.4 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 Trust 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;
 - 4.1.3 aim to establish that it is competent, accountable, independent and diverse and promotes best practice in governance;
 - 4.1.4 aim to ensure that its governors promote and uphold high standards of conduct, probity and ethics;
 - 4.1.5 Reflect and promote the vision of Finham Park Multi Academy Trust.
- 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 the governors to be presented with timely and good data to allow the LGB to analyse Academy performance in order to support and challenge the Headteacher and the senior leadership team of the Academy.
 - 4.2.3 Ensuring that governors have access to high quality training.
- 4.3 Without prejudice to the Trustees' other rights to remove any governor and the Trustees rights to amend these terms of reference at any time, where the Trustees have concerns about the performance of an LGB they may amongst other actions:
- 4.3.1 Require the relevant LGB to adopt and comply with a governance action plan in such form as determined by the Trustees;
 - 4.3.2 Suspend or remove any or all of the matters delegated to the LGB;
 - 4.3.3 Suspend or remove any or all of the governors of the relevant LGB;
- 4.4 The Trustees may require a governance action where:

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

- 4.4.1 The Academy has a deficit budget (both revenue and capital) in excess of £50,000;
- 4.4.2 The Overall effectiveness; effectiveness of leadership & management; quality of teaching, learning & assessment; or personal development, behaviour & welfare are below 'good' standards as reflected in the current Ofsted Framework for School Inspection;
- 4.4.3 the Academy is judged as "Requires Improvement" or is placed in any category following an Ofsted inspection or other external evaluation activity.
- 4.5 The Trustees may vary the matters delegated where:
 - 4.5.1 The LGB act outside its delegated powers and limitations;
 - 4.5.2 The LGB are in breach of these terms of reference;
 - 4.5.3 Any area(s) of significant concern is identified and monitoring indicates that the issue is not being resolved by the LGB.
- 4.6 The Trustees may remove governors where:
 - 4.6.1 The Academy is in material breach of its funding arrangements;
 - 4.6.2 The LGB is in material breach of these terms of reference or has persistently breached these terms of reference.
- 4.7 The circumstances listed in paragraphs 4.4, 4.5 and 4.6 are illustrative only and shall not limit the rights of the Trustees to suspend or remove any or all of the matters delegated to the LGB.

5 Delegated Powers

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;

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

- 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 their own training and development needs. It is a governor's responsibility to consider if, and raise any concerns where, they feel that appropriate training and development is not being provided.
- 5.3 Governors shall be expected to report to the Trust against Key Performance Indicators (KPIs) 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.
- 5.4 Annex 3 sets out the powers retained by the Trust and delegated from the Trustees to the LGBs, CEO / Executive Headteacher, and the Headteacher/Head of School.
- 5.5 For the avoidance of doubt, where a power is not expressly delegated to the CEO / Executive Headteacher, any LGB or Headteacher it will be deemed to have been retained by the Trust regardless of whether it is specified in Annex 3.
- 5.6 Annex 3 may be reviewed by the Trustees at any time but shall be reviewed at least annually. 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.
- 5.7 Notwithstanding the application of any provision of these terms of reference, if the Chair of the LGB or the Vice Chair, is of the opinion that a matter of urgency exists and a delay in exercising the function would likely be seriously detrimental to the interests 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 / Executive Headteacher.

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

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 as set out in 1.3 - 1.5. The Trustees delegate the running of the election to the LGB.
- 1.3 Where a vacancy for a staff governor is required to be filled by election, the Trustees shall take such steps to ensure all eligible staff as determined in 1.1, are 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 an opportunity to do so.
- 1.4 The Headteacher shall make arrangements to meet all eligible nominees formally prior to the election process. The purpose of any meeting shall be for the Headteacher to highlight general responsibilities and explore any specific skills that may be required to complement those already possessed by governors, in addition to satisfying themselves that eligible persons are suitable to act as a member of the LGB.
- 1.5 Any election of persons who are to be the staff governors which is contested, shall be held by secret ballot. The arrangements made for the election of the staff governors shall provide for every person who is entitled to vote in the election to have an opportunity to do so by email to the Clerk, secure electronic voting system or, if they prefer, by post.

2 Parent governors

- 2.1 Parent governors of the LGB shall be elected by parents of registered pupils at the Academy. They must be a parent of, or have parental responsibility for, a pupil at the Academy at the time when they are elected.
- 2.2 The Trustees shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent governors. Subject to paragraph 2.4, the Trustees 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

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

that they are entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.

- 2.4 The Headteacher shall make arrangements to meet all eligible persons formally prior to the election process. The purpose of any meeting shall be for the Headteacher to highlight general responsibilities and explore any specific skills that may be required to complement those already possessed by governors, in addition to satisfying themselves that eligible persons are suitable to act as a member of the LGB.
- 2.5 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 email to the Clerk, secure electronic voting system, by post or, if they prefer, by having their ballot paper returned to the Academy by a registered pupil at the Academy.
- 2.6 Where the number of parents standing for election is less than the number of vacancies, the Trustees may appoint a person who is the 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 child of compulsory school-age.

3 Co-opted governors

- 3.1 Co-opted governors of the LGB shall be appointed by the Trustees. They must be:
 - a) Wherever possible, 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; or
 - b) a person who lives or works in the community served by 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 Headteacher and Head of School of the Academy (as applicable) who shall remain a governor until they cease 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;

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

- b) in the case of the Headteacher/Head of School or a staff governor, they cease 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 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 they would not be able to serve as a Trustee in accordance with Articles 68-80 of the Articles.

7 Appointment and removal of 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 or 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 Sub-Committees

8.1 Subject to the prior agreement of the Trustees, the LGB may establish subcommittees who may include individuals who are not members of the LGB, provided that such individuals are in a minority.

8.2 The LGB may delegate to a subcommittee or any person serving on the LGB, subcommittee, the Head of School or any other holder of an executive office, such

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

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 subcommittee 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 must inform the Trustees if they choose to alter their arrangements for sub-committee structures. The LGB must ensure that all Academy business is conducted and that the following key areas are subject to regular (at least once per term) discussion: Finance & Resource; Standards; Pay, Appraisal & Personnel; Health and Safety; Safeguarding; Training; SENd.
- 8.4 Model Terms of Reference for Finance and Resource; Standards; Pay, Appraisal & Personnel; Audit and Risk sub-committees are available from The Trust should they be required.

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

Annex 2 - Proceedings of the LGB

1. Meetings

- 1.1 The LGB shall meet at least once in every term and shall hold such other meetings as may be necessary. If the LGB does not have sub-committees, then it is expected that the whole LGB shall meet once every half 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 their absence, the Vice-Chair, may waive the need for seven days' notice of the meeting and substitute such notice as they think fit.
- 1.3 Any governor shall be able to participate in meetings of the governors by telephone or video conference provided that they have 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 of the 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 either in person or via video link or telephone 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.
- 3.2 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.
- 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

Finham Park Multi-Academy Trust (the Trust)

Terms of Reference

Local Governing Body (LGB)

16th July 2024

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 they become 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 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. Electronic signatures may be used.
- 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 Governance Professional to the Trust, using Governor Hub.