

Terms of Reference for The Governing Body– 2024-2025

The Terms of reference and the identity of the members will be available to the whole school community



NOTES	To be approved at the FGB on 12/12/2024	Shared and approved by the FP&GP Chair & Acting Vice-Chair	Shared and approved by the P&T Chair	Shared and approved by the L&WB Vice-Chair	Shared and approved by the Chairs Committee
	Full Governing Body	Finance, Premises & General Purposes Committee (inc. Audit)	Personnel and Training Committee	Learning and Wellbeing Committee	Appeals Panel
1. Membership					
1.1 The number of members.	<ul style="list-style-type: none"> Minimum membership as set out in the Articles of Association (50-58) The full membership is currently set at: <ul style="list-style-type: none"> Governors Appointed by Members – 4 Parent Governors – 6 Co-opted Governors – 9 to include at least 3 members of staff Headteacher - 1 	<ul style="list-style-type: none"> Determined by Full Governing Body The Chair of Governors and Headteacher will normally be members May include persons who are not Governors Majority membership to be made up of Governors Audit – 3 to 6 members, who must not be employees of the school. At least one member should have recent or relevant accountancy, or audit assurance experience. 	<ul style="list-style-type: none"> Determined by Full Governing Body The Chair of Governors and Headteacher will normally be members May include persons who are not Governors Majority membership to be made up of Governors 	<ul style="list-style-type: none"> Determined by Full Governing Body The Chair of Governors and Headteacher will normally be members May include persons who are not Governors Majority membership to be made up of Governors 	<ul style="list-style-type: none"> Normally three Governors, where practicable Staff Governors (including the Headteacher) and any Governor with prior knowledge of the issue being considered*, will be excluded from membership. A staff disciplinary appeal panel must have the same or more members than the disciplinary panel. * this could include personal knowledge of a student being permanently excluded, or involvement in investigations or other earlier stages of a process.
1.2 Quorum	<ul style="list-style-type: none"> 3 Governors or one third (rounded up) of Governors in post, whichever is greater. 	<ul style="list-style-type: none"> 3 Governors and Headteacher For Audit – 2 Governors who are not employees of the school 	<ul style="list-style-type: none"> 3 Governors 	<ul style="list-style-type: none"> 3 Governors 	<ul style="list-style-type: none"> 3 Governors or 2 Governors and 1 independent member.
1.3 Who appoints members	<ul style="list-style-type: none"> Governors are elected or appointed according to the Articles of Association (50-58) A Chair and Vice Chair are elected at the first meeting of the school year, according to Articles 82-85 	<ul style="list-style-type: none"> The Governors will appoint members and elect a Chair or Co-Chairs The committee will elect a Vice Chair, normally at the first meeting of the year Audit, Governors will appoint a Governor from those on the audit function, with the relevant skills / experience as Chair (not the Chair of Governors) 	<ul style="list-style-type: none"> The Governors will appoint members and elect a Chair or Co-Chairs The committee will elect a Vice Chair, normally at the first meeting of the year 	<ul style="list-style-type: none"> The Governors will appoint members and elect a Chair or Co-Chairs The committee will elect a Vice Chair, normally at the first meeting of the year 	<ul style="list-style-type: none"> The Governors will appoint members Panels will be appointed on the basis of Governor availability Once a panel has been selected, a Chair will be chosen from among the members
1.4 Review of membership		<ul style="list-style-type: none"> To be reviewed Annually 	<ul style="list-style-type: none"> To be reviewed Annually 	<ul style="list-style-type: none"> To be reviewed Annually 	<ul style="list-style-type: none"> Membership is reviewed with each panel required

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1.5 Other members		<ul style="list-style-type: none"> • Non-Governor Members may be entitled to Vote at Committee should Governors determine as such. • Any other Governor may attend, and may speak but not vote. • Audit – The Governing Body may appoint up to 2 non-Governor members 	<ul style="list-style-type: none"> • Non-Governor Members may be entitled to Vote at Committee should Governors determine as such. • Any other Governor may attend, and may speak but not vote. 	<ul style="list-style-type: none"> • Non-Governor Members may be entitled to Vote at Committee should Governors determine as such. • Any other Governor may attend, and may speak but not vote. 	<ul style="list-style-type: none"> • Complaints panels must include an independent member (independent of the running of the school), who will be recruited from other Governing Bodies or the local community where suitably experienced / qualified people can be identified. Independent members will be expected to maintain a professional approach and to observe strict confidentiality. • For staffing issues, if the staff member is well known to Governors, Governors may consider including an independent panel member (or using an advisor).
1.6 SLT attendance	<ul style="list-style-type: none"> • SLT staff with appropriate responsibility may attend as Advisors 	<ul style="list-style-type: none"> • SLT staff with appropriate responsibility may attend as Advisors • Audit – The Headteacher and School Business Manager will normally attend 	<ul style="list-style-type: none"> • SLT staff with appropriate responsibility may attend as Advisors 	<ul style="list-style-type: none"> • SLT staff with appropriate responsibility may attend as Advisors 	<ul style="list-style-type: none"> • SLT may attend panels to give evidence
1.7 Additional advisors	<ul style="list-style-type: none"> • Additional Advisors may be appointed subject to FGB approval. 	<ul style="list-style-type: none"> • Additional Advisors may be appointed subject to FGB approval. 	<ul style="list-style-type: none"> • Additional Advisors may be appointed subject to FGB approval. 	<ul style="list-style-type: none"> • Additional Advisors may be appointed subject to FGB approval. 	<ul style="list-style-type: none"> • Legal or HR advisors may be included for difficult issues, who will not normally be voting members of the panel.
2. Meetings					
2.1 Number of meetings	<ul style="list-style-type: none"> • At least 3 meetings per School Year • The dates of the meetings to be agreed at the beginning of the school year • Meetings will be convened by the Secretary as set out in the Articles of Association (108-126) 	<ul style="list-style-type: none"> • At least 6 meetings per School Year • The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year • Audit meetings will follow immediately after main committee business is completed. Governors who are employees may remain, but will not participate in discussions. 	<ul style="list-style-type: none"> • At least 3 meetings per School Year • The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year 	<ul style="list-style-type: none"> • 6 meetings per School Year, with 3 meetings focused on Learning and 3 on Wellbeing. • The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year 	<ul style="list-style-type: none"> • Panels will meet as required.
2.2 Agenda	<ul style="list-style-type: none"> • The Agenda is to be prepared by the Chair and Vice Chair in consultation with 	<ul style="list-style-type: none"> • The Agenda is to be prepared by the Committee Chairs and Vice Chair in 	<ul style="list-style-type: none"> • The Agenda is to be prepared by the Committee Chair and Vice 	<ul style="list-style-type: none"> • The Agenda is to be prepared by the Committee Chair and Vice Chair in 	<ul style="list-style-type: none"> • The agenda is set by the type of issue being addressed and will be

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	<p>the Headteacher and other members and SLT advisors.</p> <ul style="list-style-type: none"> The agenda arises from the Governors’ annual work plan, Governors’ initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors The Agenda is to be circulated to all members prior to each meeting 	<p>consultation with the Headteacher and other members and SLT advisors.</p> <ul style="list-style-type: none"> The agenda arises from the Governors’ annual work plan, Governors’ initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors Audit – A programme of work must be agreed to provide assurance on financial controls and risks, as per the Academies Financial Handbook The Agenda is to be circulated to all members prior to each meeting 	<p>Chair in consultation with the Headteacher and other members and SLT advisors.</p> <ul style="list-style-type: none"> The agenda arises from the Governors’ annual work plan, Governors’ initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors The Agenda is to be circulated to all members prior to each meeting 	<p>consultation with the Headteacher and other members and SLT advisors.</p> <ul style="list-style-type: none"> The agenda arises from the Governors’ annual work plan, Governors’ initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors The Agenda is to be circulated to all members prior to each meeting 	<p>drawn from the relevant policy / guidance (complaints / exclusions etc.)</p> <ul style="list-style-type: none"> Papers for panel meetings will be circulated according to the relevant policy, prior to each meeting.
2.3 Minutes of meetings	<ul style="list-style-type: none"> Minutes are to be taken and should record decisions, actions and other main points. Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on the Agenda for the next meeting. 	<ul style="list-style-type: none"> Minutes are to be taken and should record decisions, actions and other main points. Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on the Agenda for the next meeting. 	<ul style="list-style-type: none"> Minutes are to be taken and should record decisions, actions and other main points. Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on the Agenda for the next meeting. 	<ul style="list-style-type: none"> Minutes are to be taken and should record decisions, actions and other main points. Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on the Agenda for the next meeting. 	<ul style="list-style-type: none"> Minutes of Appeals Panel proceeding will remain confidential to panel members and directly interested parties until the related process has been completed. Notes from the complaints panel hearings will be kept on file by the Clerk, and available to Governors to view once the complaints process has been completed. Notes from permanent exclusions hearings will be kept on the student file.
2.4 Resolutions	<ul style="list-style-type: none"> Resolutions of the committee shall be decided upon by a majority of votes of the eligible members. Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote. No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body. 	<ul style="list-style-type: none"> Resolutions of the committee shall be decided upon by a majority of votes of the eligible members. Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote. No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body. 	<ul style="list-style-type: none"> Resolutions of the committee shall be decided upon by a majority of votes of the eligible members. Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote. No vote on any matter may be taken unless the majority of members present at the meeting 	<ul style="list-style-type: none"> Resolutions of the committee shall be decided upon by a majority of votes of the eligible members. Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote. No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body 	

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2.5 Reporting		<ul style="list-style-type: none"> A summary of key information and recommendations for decisions will be presented to the next meeting of the FGB, to include the monthly management accounts for Chair of Governors' approval. A standing FGB item provides the Chair the opportunity to update Governors at each FGB meeting. Audit – in addition to the above, an annual summary report will be provided to the FGB by the internal scrutineer/auditor and areas reviewed by internal scrutiny / audit covering key findings, recommendations, and conclusions. 	<ul style="list-style-type: none"> A summary of key information and recommendations for decisions will be presented to the next meeting of the FGB. A standing FGB item provides the Chair the opportunity to update Governors at each FGB meeting 	<ul style="list-style-type: none"> A summary of key information and recommendations for decisions will be presented to the next meeting of the FGB. A standing FGB item provides the Chair the opportunity to update Governors at each FGB meeting 	<p>NB – Proceedings at any Appeals Panel meeting must be kept confidential, even from other members of the Governing Body, until the process and any related ongoing processes are complete.</p> <ul style="list-style-type: none"> Parents/carers, complainants etc. will be informed of the outcome of a panel hearing as soon as possible, but within five school days. An overview report on complaints will be provided to the Governing Body. Exclusions data is reported to the Learning and Wellbeing Committee
3. Function					
	<p>The Governors shall manage the business of the School, exercising all the powers of the Academy Trust as provided for by the Articles of Association in pursuance of the object of the Academy Trust. [Articles 107-117], and will agree constitutional matters and its own procedures for management of its business [Article 147 to 148]</p> <p>The Governing Body is responsible for ensuring that high standards of corporate governance are maintained. It shall exercise its powers and functions with a view to fulfilling a largely strategic leadership role in the running of the School.</p> <p>The Governing Body's responsibilities fall into three main groups: strategic direction, accountability, and management:</p> <p>Strategic direction:</p> <ul style="list-style-type: none"> policy development and strategic 	<p>The Committee will be responsible for monitoring the performance of the school's leadership in setting an appropriate budget, keeping within the agreed budget and operating with the current Financial Standard. The Committee will ensure it understands the effects of financial limitations on the school.</p> <p>The Committee will oversee the management and allocation of resources available to the school including, in particular the buildings, and consider recommendations for maintenance, improvement or development of the site, as well as other recommendations from school or other committees that have financial consequence.</p> <p>The Committee will have delegated responsibility and decision-making powers for the reviewing and agreeing of the</p>	<p>The Committee will be responsible for the development and monitoring of all Human Resources matters, including:</p> <ul style="list-style-type: none"> The provision of sufficient, appropriately qualified staff & staffing structures Training and continuing professional development Appraisal, pay and pay progression Staff wellbeing Governing Body and committee membership, appointments, induction skills, experience, training and diversity. 	<p>The Committee will be responsible for the monitoring of all matters relating to the outcomes and wellbeing of students throughout the school, including receiving reports from Link Governors responsible for monitoring specific areas related to learning and wellbeing.</p> <p>The Committee will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.</p>	<p>The Panel will consider issues such as student exclusions, stage 3 complaints and staffing issues.</p> <p>The Panel will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.</p>

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<p>planning, including target-setting;</p> <ul style="list-style-type: none"> • agreeing policies for sound management and administration of the School; • allocation of the School’s financial, human and other resources; • setting performance targets; <p>Accountability:</p> <ul style="list-style-type: none"> • ensuring compliance with legal requirements; • ensuring sound management of the School’s finances and resources; • setting the School’s standards of conduct and values; • holding the Principal/Headteacher to account for the performance of the School; • establishing and maintaining a transparent system of prudent and effective internal controls; • accounting to parents/carers and other stakeholders for the performance of the School. <p>Management:</p> <ul style="list-style-type: none"> • delegating such powers and functions as they consider are necessary to the Principal/Headteacher for the internal organisation, management and control of the School; • ensuring training and induction of governors; • monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon. <p>Specific policies, functions and other areas are set out in the Scheme of Delegation, approved annually by the FGB.</p>	<p>specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.</p> <p>The Committee will also consider under the heading of ‘General purposes’ such items as the Governing Body, its Chair or Vice Chair may feel are appropriate to refer to this Committee (as opposed to any other Committee)</p> <p>Audit – The Committee will also include the work of an Audit Committee. This will include maintaining an oversight of the Academy Trust’s financial, governance, risk management and internal control systems; monitoring the effectiveness of the risk management plan and advising the FGB on risk management; receiving an annual report from the internal auditor, to include an opinion on the degree of assurance that can be placed on the system of internal control; considering and commenting on the response of FPGP to internal audit reports (these will go to FPGP first); and advising the FGB on the Annual Report and Accounts and management letters of External Auditors.</p> <p>The Committee is authorised to</p> <ul style="list-style-type: none"> • request any information it requires from any employee, external audit, internal audit, or other assurance provider. • obtain outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or the Trust Board. 	<p>The Committee will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.</p> <p>The Committee will also have delegated responsibility and decision-making powers for the specific responsibilities relating to the Pay Policy, as detailed in the Pay Policy</p>		
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