



THE CONSORTIUM

ACADEMY TRUST

TERMS OF REFERENCE OF A LOCAL GOVERNING BODY

1. CHAIR AND VICE-CHAIR OF THE LOCAL GOVERNING BODY

- 1.1 For Strong academies, the governors of that academy will appoint the Chair and Vice-Chair of the Local Governing Body on an annual basis. For academies requiring support the Chair will be appointed by the Trust Board and the Local Governing Body shall appoint from within their number a Vice-Chair.
- 1.2 Subject to paragraph 1.4 of these terms of reference, the Chair or Vice-Chair shall hold office as such until their successor has been elected in accordance with this paragraph 1.1.
- 1.3 The Chair or Vice-Chair may at any time resign their office by giving notice in writing to the Local Governing Body. The Chair or Vice-Chair shall cease to hold office if:
 - 1.3.1 they cease to serve on the Local Governing Body;
 - 1.3.2 they are employed by the Trust whether or not at the academy;
 - 1.3.3 they are removed from office in accordance with the Scheme of Delegation; or
- 1.4 Where by reason of any of the matters referred to in paragraph 1.3, a vacancy arises in the office of Chair, the governors of the Local Governing Body or the Trustees of the Trust

(dependent on the status of the academy) shall at its next meeting elect one of their number to fill that vacancy.

- 1.5 Where by reason of any of the matters referred to in paragraph 1.3, a vacancy arises in the office of Vice-Chair, the governors of the Local Governing Body shall at its next meeting elect one of their number to fill that vacancy.
- 1.6 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.
- 1.7 Where, in the circumstances referred to in paragraph 1.5, 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 Local Governing Body shall elect one of their number to act as a Chair for the purposes of that meeting, provided that the person elected shall not be a person who is employed by the Trust whether or not at the academy.
- 1.8 Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.
- 1.9 The Chair or Vice-Chair may only be removed from office by the Trustees at any time or by the Local Governing Body in agreement with the Trustees.

2. CONFLICTS OF INTEREST

- 2.1 Any governor of the Local Governing Body who has, or can have, any direct or indirect duty or personal interest (including but not limited to any personal financial interest) which conflicts or may conflict with his duties as a governor of the Local Governing Body shall disclose that fact to the Local Governing Body as soon as he becomes aware of it. A person must absent himself from any discussions of the Local Governing Body in which it is possible that a conflict will arise between his

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).

2.2 For the purpose of paragraph 2.1, a person has a personal financial interest if they are 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.

2.3 Any disagreement between the governors of the Local Governing Body and the academy Headteacher shall be referred to the Trustees for their determination.

3. THE MINUTES

3.1 The minutes of the proceedings of a meeting of the Local Governing Body shall be drawn up by the person authorised to keep the minutes of the Local Governing Body; and shall be signed (subject to the approval of the governors of the Local Governing Body) at the next meeting by the person acting as Chair. The minutes shall include a record of:

3.1.1 all appointments of officers made by the Local Governing Body; and

3.1.2 all proceedings at meetings of the Local Governing Body including the names of all persons present at each such meeting.

3.2 The Chair shall ensure that copies of minutes of all meetings of the Local Governing Body shall be provided to the Trustees as soon as reasonably practicable after those minutes are approved in line with good practice to highlight the rigorous governance required in a successful academy.

4. ADVISORY COMMITTEES

4.1 The Local Governing Body may establish advisory committees as it sees fit but such advisory committees will not have any delegated powers or responsibilities.

5. DELEGATION

5.1 Provided such power or function has been delegated to the Local Governing Body, the Local Governing Body may further delegate to the Headteacher or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them in accordance with Appendix One of the Scheme of Delegation. Any such delegation may be made subject to any

conditions either the Trustees or the Local Governing Body may impose and may be revoked or altered.

6. MEETINGS OF THE LOCAL GOVERNING BODY

6.1 Subject to the Scheme of Delegation, the Local Governing Body may regulate its own proceedings.

6.2 The Local Governing Body shall meet at least four times in every school year including a results meeting used to review the academic performance of the academy in external examinations. Meetings of the Local Governing Body shall be convened by the Clerk to the Local Governing Body. In exercising their functions under the Scheme of Delegation the Clerk shall comply with any direction:

6.2.1 given by the Trustees or the Local Governing Body; or

6.2.2 given by the Chair of the Local Governing Body or, in his absence or where there is a vacancy in the office of Chair, the Vice-Chair of the Local Governing Body, so far as such direction is not inconsistent with any direction given as mentioned in 6.2.1 above.

6.3 Any three governors of the Local Governing Body may, by individual notice in writing given to the Clerk on similar matters, request a meeting of the Local Governing Body; and it shall be the duty of the Clerk to convene such a meeting as soon as is reasonably practicable and inform the CEO and Academy Headteacher.

6.4 Each governor of the Local Governing Body shall be given at least five working days before the date of a meeting:

6.4.1 notice in writing thereof, signed by the secretary, and sent to each governor of the Local Governing Body at the address provided by each governor from time to time; and

6.4.2 a copy of the agenda and relevant papers for the meeting;

provided that where the Chair or, in his absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.

- 6.5 The convening of a meeting and the proceedings conducted there shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.6 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Body shall not be proposed at a meeting of the Local Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.7 A meeting of the Local Governing Body shall be terminated forthwith if:
- 6.7.1 The majority of governors of the Local Governing Body so resolve; or
- 6.7.2 the number of governors present ceases to constitute a quorum for a meeting of the Local Governing Body in accordance with paragraph 6.10, and subject to paragraph 6.12.
- 6.8 Where in accordance with paragraph 6.7, a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the Clerk as soon as is reasonably practicable.
- 6.9 The quorum for a meeting of the Local Governing Body, and any vote on any matter, shall be 50% (rounded up to a whole number) of the total number of persons holding office on the Local Governing Body at the date of the meeting.
- 6.10 Every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the persons present. With the exception of governors appointed under paragraph 3.1.2.4 of the Scheme of Delegation, every governor of the Local Governing Body shall have one vote with the Chair having the casting vote if required.
- 6.11 A resolution via email, shall be valid and effective as if it had been passed at a meeting of the Local Governing Body. Such a resolution may consist of several documents in the same form, and may include an email by or on behalf of the Local Governing Body indicating his or her agreement to the form of resolution. Resolution via proxy voting is deemed valid when a confidential email from the governor's registered email address is received by the Clerk.
- 6.12 The Local Governing Body shall ensure that a copy of:
- 6.12.1 the agenda for every meeting of the Local Governing Body;
- 6.12.2 the draft minutes of every such meeting;
- 6.12.3 the signed minutes of every such meeting; and

6.12.4 any report, document or other paper considered at any such meeting,

are, as soon as is reasonably practicable, made available at the academy to persons wishing to inspect them. All Part A minutes will be published on the academy website.

6.12.5 any Part B minutes shall be made available to the Trust and the CEO, but not published on the academy website.

7. NOTICES

7.1 Any notice regarding a meeting of the Local Governing Body shall be given to its governors either personally, in writing by sending it by post addressed to the governor at their registered address or by leaving it at that address, or by sending it via email to an address for the time being notified for that purpose to the person giving the notice.

7.2 Verbal confirmation from the Clerk that an envelope containing a notice was properly addressed and posted, or proof that a notice contained in an email was sent to the registered email address, shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or the email was sent.

8. INDEMNITY

8.1 Subject to the provisions of the Companies Act 2006, every governor of the Local Governing Body acting in relation to the Trust shall be indemnified out of the assets of the Trust against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour; or in which he is acquitted; or in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.