

## Local Governing Committee Terms of Reference

The Trust Board will review these Terms of Reference, and the membership of the LGCs, annually. The next review is due by September 2026.

### 1. Purpose

- 1.1 As a charity and company limited by guarantee, the Trust is governed by a Board of Trustees who have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust.
- 1.2 In order to support the effective operation of the Trust and the academies, the Trust Board has established a number of committees to which it has delegated certain powers and functions.
- 1.3 The Trust Board has established two different types of committee:
  - Main Board committees which are established to deal with Trust wide matters, such as the Education, Performance and Standards Committee (EPSC), and the Finance, Risk and Audit Committee (FRAC)
  - Local Governing Committees (LGCs) which are established by the Trust Board to support the effective operation of the academies at the local level, to provide links to parents and carers and the community, as well as for providing additional scrutiny of how the Trust is managing its academies. The Trust Board has resolved to establish LGCs for its academies each as a separate committee of the Trust Board. An LGC may act in respect of two or more academies, if requested by the Trust Board.
- 1.4 The LGCs are:
  - A valued point of consultation and representation in the development of Trust policies.
  - The recipients of detailed information about how their academies are being managed.
  - Tasked with scrutinising management information, thus providing assurance to the Trust Board that the academy is:

- Operating within the ethos and values of the Trust and creating a positive climate for all stakeholders
- Working within agreed policies
- Meeting the agreed targets
- Engaging with stakeholders
- Acting as an ambassador for the Trust

1.5 The LGCs are outlined in the Articles of Association, Articles 100 – 104.

1.6 The Trust uses the term Governors for the LGC members.

## **2. Membership**

2.1 All Governors are formally appointed by the Trust Board, including in circumstances where they are elected by a stakeholder body or co-opted by the LGC.

2.2 Foundation Governors, in the Church of England academies, represent the historic link with the original church establishment of the academy. As such they are the custodians of its distinctive Christian ethos.

2.3 The Trust Board may appoint such independent persons as it deems fit to be Governors – including the Chair.

2.4 Each LGC operating in respect of one academy shall, unless the Trust Board resolve otherwise, have a minimum of seven members and a maximum of thirteen members.

2.5 An LGC operating in respect of two or more academies (an LGC cluster) shall, unless the Trust Board resolve otherwise, have a minimum of seven members and a maximum of fourteen members.

2.6 The membership of each LGC shall be as follows (unless the Trust Board resolve otherwise):

- Up to two Parent Governors (elected by the parent body)
- Up to one Staff Governor
- The Head
- Up to four Governors appointed by the Trust Board
- Up to five other Governors co-opted by the LGC

2.7 The membership of an LGC cluster shall be as follows (unless the Trust Board resolve otherwise):

- Up to one Parent Governor per academy (elected by the parent body)
- Up to one Staff Governor per academy
- Up to one Head per academy
- Up to one centrally appointed member per academy
- Up to one co-opted Governor per academy

- 2.8 Staff members (including Heads) cannot exceed 30% of the LGC membership.

### **Church Academies**

- 2.9 For previously voluntary aided (VA) academies<sup>1</sup>, all Governors (except elected Parent and Staff Governors) are appointed by the Trust Board with the consent of the Diocesan Corporate Member, and sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the academy. There is 50% church representation.
- 2.10 For previously voluntary controlled (VC) academies<sup>2</sup>, there is 25% church representation, the Foundation Governors are appointed by the Trust Board with the consent of the Diocesan Corporate Member, and all Governors sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the academy.
- 2.11 All Governors, on their appointment or election, and before exercising any duties, give a written undertaking to the Trust Board, and, for former VA and VC academies, the Foundation Governors and the Diocesan Corporate Member, to uphold the Object of the Trust.

### **Parent Governors**

- 2.12 The Trust Board, in all circumstances, shall determine all matters relating to an election of Parent Governors, including any question of whether a person is a parent of a registered pupil at an academy.
- 2.13 When a vacancy arises, the LGC Support Officer and the Head(s) will write to all parents at the academies in question seeking parents to nominate themselves for the vacancy.
- 2.14 Nominees will be asked to provide a personal statement identifying their skills and suitability for the role.
- 2.15 In the event that the number of suitably experienced nominees equals or is less than the number of vacancies on the LGC, the LGC can choose to appoint all (or any) of those nominated. If there are more nominees than places available, the LGC Support Officer and Head(s) will write to all parents at the academies in question asking them to vote for their preferred candidate.

### **Foundation Governors**

- 2.16 When a Foundation Governor vacancy arises, the LGC Support Officer will coordinate the process to recruit, with reference to the skills audit and the requirement to ensure that the breadth of foundation appointments is faithful to the Anglican heritage. The

---

<sup>1</sup> VA Voluntary aided, a state funded school in England and Wales in which a foundation or trust (usually a religious organisation) contributes to building costs and has a substantial influence in the running of the school. In most cases the foundation or trust owns the buildings.

<sup>2</sup> VC Voluntary controlled, a state funded school in England and Wales in which a foundation or trust (usually a Christian denomination) has some formal influence in the running of the school. Such schools have less autonomy than voluntary aided schools, in which the foundation pays part of any building costs.

Trust should ensure that there is sufficient Anglican communicant representation at the Trust Board.

2.17 Foundation Governor appointments require Diocesan Board of Education consent.

2.18 Foundation Governors must fall within one of the following:

- A regular member of the Church of England who is committed to upholding the ethos and values of the Church of England foundations of the church academies in the Trust.
- A regular member of one of the member churches of 'Churches Together in Britain and Ireland' who is committed to upholding the ethos and values of the Church of England foundations of the church academies in the Trust.
- In exceptional circumstances a person who is not a regular member of one of these churches, but is committed to upholding the ethos and values of the Church of England foundations of the church schools in the Trust.

2.19 A reference from the relevant church leader must be provided by everyone putting their name forward for consideration as a Foundation Governor. If this is not achievable, the nominee must be interviewed by the Diocesan Corporate Member. It is the role of the local clergy to interpret for their community the word 'regular' in relation to their church membership.

2.20 Any person employed by the Trust is not eligible to be a Foundation Governor.

2.21 The term of office for any Governor shall be four years, save that this time limit shall not apply to a Head. Subject to remaining eligible, any Governor may put themselves forward for reappointment or re-election (as the case may be).

### **Chairs**

2.22 The term Chair refers to the person appointed as chair of the relevant LGC.

2.23 The Governors shall at the first meeting of each academic year appoint a Governor to act as Chair of the LGC.

2.24 The Chair cannot be re-elected to the position for any longer than three years.

2.25 The Governors will elect a temporary replacement from among the Governors present at the meeting in the absence of the Chair.

2.26 No member of academy staff may be appointed to the role of Chair.

### **Vice Chairs**

2.27 The term Vice Chair refers to the person appointed as Vice Chair of the relevant LGC.

2.28 The Governors shall at the first meeting of each academic year appoint a Governor to act as Vice Chair of the LGC.

2.29 No member of academy staff may be appointed to the role of Vice Chair.

### **3. Quorum**

- 3.1 Meetings attended by five or more full members of the LGC shall be deemed as quorate providing that the majority of those attending are not employees.

### **4. Meetings**

- 4.1 The LGC will meet as often as is necessary to fulfil its responsibilities, but a minimum of six times a year, and will review the frequency of meetings as necessary or on the advice of the Trust.
- 4.2 The Chair of the LGC shall ensure that a governance professional is provided to take minutes at meetings.
- 4.3 Any resolution at a meeting of an LGC must be determined by a majority of the votes of the members present and voting on the matter.
- 4.4 Each Governor present in person shall be entitled to one vote.
- 4.5 Where there is an equal division of votes the Chair shall have a casting vote.
- 4.6 A register of attendance shall be kept for each LGC meeting and published annually on the relevant academy's website.
- 4.7 LGCs may invite attendance at meetings from persons who are not members to assist or advise on a particular matter or range of issues. Any member of the Trust Board or the executive team may also attend and speak at LGC meetings.
- 4.8 References to the Chair shall in the absence of the Chair be deemed to be references to the Chair of the relevant LGC meeting.

### **5. Remit and Responsibilities of the LGC**

- 5.1 To be responsible for the matters as set out in the Scheme of Delegation 2025 – 26.
- 5.2 Authorised by the Trust Board to carry on any activity authorised by these Terms of Reference and seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust, and all senior employees shall be directed to cooperate with any request made.
- 5.3 To demonstrate appropriate support and challenge by holding academy leadership to account for academic performance, quality of care and provision.
- 5.4 To monitor and support the academy in terms of learning, standards, safety and wellbeing. This includes identifying Link Governors that take on an area of focused responsibility
- Equality (SEND and vulnerable pupils)
  - Safeguarding
  - Finance

- Careers (secondary)
  - Health and Safety and Estates
  - Foundation (church academies)
- 5.5 To consider the performance of spending against budget as aligned to the educational performance. The LGC is not responsible for the performance of the academy budget but for supporting and challenging the Head to target budgeted spend aligned to the educational outcomes of the school.
- 5.6 To support the academy's senior management staff to deal with parental complaints pursuant to the Trust policy on parental complaints, and support the Head(s) in recruitment and selection, exclusions, grievance and disciplinary processes where appropriate.
- 5.7 To review the decisions of Heads of other academies within the Trust in exclusion cases where appropriate and, if requested, support recruitment panels.
- 5.8 To record visits to the academy / academies both during school hours (with prior arrangement with the Head) and for evening events.
- 5.9 To draw any significant recommendations and matters of concern to the attention of the Trust Board via the LGC Support Officer.
- 5.10 To nominate a member to sit on the Admissions Committee.
- 5.11 The establishment of any sub committees other than ad hoc working groups required to deal with specific issues must be agreed in advance with the CEO and have appropriate terms of reference. The Trust does not envisage the need for LGCs to have sub committees.

### **Foundation Governors**

- 5.12 As representatives of the church's role in the church academies within the Trust, Foundation Governors:
- Fully support, cherish, preserve and develop the distinctive Christian ethos of the church academy, ensuring a distinctive Christian vision and values which lead to effective practice and outcomes.
  - Take an active role in the Trust's self evaluations of church academies' progress against the SIAMS<sup>3</sup> schedule.
  - Ensure that collective worship and religious education at the church academies follow the appropriate guidelines and / or syllabus and are appropriately monitored.
  - Ensure that collective worship at the church academies is in accordance with the tenets and practices of the Church of England.
  - Ensure that the distinctive Christian ethos of church academies is encouraged and supported through the local community and reflected in policies and protocols, curriculum and activities.

---

<sup>3</sup> Statutory Inspection of Anglican and Methodist Schools

- Ensure that the School Improvement Plan includes a strategy for the development of areas reflected in church academies' SIAMS self evaluation documents.
- Support and challenge the leadership within the church academies in their links with the wider parish and community.

5.13 In an academy, the Governors undertake the responsibilities delegated to them by the Scheme of Delegation.

5.14 It is the responsibility of Foundation Governors to understand the Scheme of Delegation and to raise any issues relating specifically to Christian distinctiveness with the Foundation Trustees and Foundation Members, including the Diocesan Corporate Member, via the LGC Support Officer.

## **6. Conduct of Governors**

6.1 All Governors shall observe at all times the provisions of the Governance Code of Conduct.

## **7. Governors' Interests**

7.1 Governors are required to declare any business or other interests in any item being discussed at a meeting.

7.2 Each Governor, if present at a meeting, should disclose their interest, withdraw from the meeting and not vote on a matter if:

- there may be a conflict between their interests and the interests of any of the academies or the Trust,
- there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required, or
- they have a personal interest (this is where they and / or a close relative will be directly affected by the decision of the LGC in relation to that matter).

7.3 Governors who raise a complaint with the academy or Trust must step down from the LGC until resolution of the process. The return date will be decided in consultation with the CEO.

## **8. Disqualification and Removal of Governors**

8.1 A person shall be ineligible for appointment to an LGC and, if already appointed, shall immediately cease to be a Governor if the relevant individual:

- is or becomes disqualified from holding office under the Trust's Articles of Association
- is or becomes disqualified from holding office as a governor of a school or academy
- is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people

- is barred from any regulated activity relating to children
- is or becomes bankrupt or makes any arrangement or composition with their creditors generally, or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced
- is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed, or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974)
- has been fined for causing a nuisance or disturbance on school / academy premises during the five years prior to or since appointment or election as a Governor
- refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check
- commits a serious breach of the Trust's Governance Code of Conduct or any standing order or protocol implemented by the Trust Board, as determined by the Trust
- is absent without the permission of the LGC from all their meetings held within a period of six months
- resigns their office by notice in writing to the relevant Chair
- in the case of a Head, they cease to be the Head
- their term of office expires and they are not re-appointed.

8.2 The Trust Board shall have the right at its sole discretion to remove or suspend (on such terms as it sees fit) any Governor by written notice to the Governor and the relevant Chair.

8.3 The suspension from employment duties of any Governor who is an employee of the Trust shall have the effect of suspending their membership of the LGC.

8.4 Any Governor who is subject to a banning order issued by the Head shall be deemed to be suspended from the LGC for the duration of the ban.

8.5 The Chair of the Trust Board may suspend a Governor for up to 20 academy days where it is necessary to undertake an investigation into any alleged breach of the Governance Code of Conduct.

## **9. Policies, Compliance and Monitoring**

9.1 The LGC will review and be consulted on Trust policies in accordance with the Scheme of Delegation 2025 – 26.

9.2 The LGC has a responsibility to ensure Trust policies are implemented by the academy.

9.3 The LGC is responsible for receiving reports from academy leaders and visiting the academy. Monitoring responsibilities should be linked to the school's priorities.

## **10. Reporting Procedures**

- 10.1 Within seven days of each meeting each LGC will produce, and the LGC Chair agree, draft minutes of its meeting.
- 10.2 The LGC Chair will agree a summary report of each meeting, for the EPSC.
- 10.3 The Chair and Vice Chair of the LGC will contribute to the Chairs' Forum by sharing good practice, insights, and learning from the work of the LGC.
- 10.4 The LGC will carry out an annual skills audit in Term 4.
- 10.5 The LGC will carry out an annual self evaluation in Term 6.

## Appendix 1

### Trust Interim Board Terms of Reference

The Trust Board will review these Terms of Reference, and the membership of the TIBs, annually. The next review is due by September 2026.

#### 1. Background

- 1.1 The Trust Board may stand down an LGC and appoint a Trust Interim Board (TIB) in one or more of the following circumstances:
- In response to the outcome of an annual review of governance.
  - In response to the outcome of an Ofsted inspection where there is a rating decline or an academy moves into a category of serious weakness or requiring improvement.
  - In response to a serious weakness or decline in governance identified by the Trust Board.
  - A sudden or unexpected dip in the academy's mid term performance.
  - Any identified safeguarding concern within the academy.
- 1.2 The Trust Board will manage the process of standing down an LGC in liaison with the CEO, the Head, and the Trust governance team.

#### 2. Purpose

- 2.1 The main function of the TIB is to act as an interim board to ensure rapid and sustained school improvement in the short term.
- Following this, the TIB will transition to an LGC when the academy has been identified by the Trust Board to be in a position of stabilise or repair.

#### 3. Membership

- 3.1 The Trust Board does not adopt a one size fits all approach and is committed to appointing TIBs which are productive, focused groups.
- Members will be invited to join by the Trust Board and CEO on a case by case basis in accordance with the required skill and knowledge and the needs of individual academies.
- 3.2 Members will be required to adhere to the Trust's Governance Code of Conduct. The CEO will appoint the Chair of the TIB from the members of the Executive Board.

#### Church Academies

- 3.3 All Governors are appointed by the Trust Board.

- 3.4 For previously voluntary aided academies, Governors (except elected Parent and Staff Governors and executive) are appointed with the consent of the Diocesan Corporate Member, and sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the academy. The TIB has 50% church representation.
- 3.5 For previously voluntary controlled academies, the TIB has 25% church representation. The Foundation Governors are appointed with the consent of the Diocesan Corporate Member, and all Governors sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the academy.
- 3.6 All Governors give a written undertaking to the Trust Board and the Diocesan Corporate Member to uphold the Object of the Trust.

#### **4. Quorum**

- 4.1 TIB meetings shall be deemed as quorate with a minimum of 3 Governors in attendance.

#### **5. Responsibilities of the TIB**

- 5.1
- Secure effective leadership for the academy.
  - Work with the academy / Trust leadership team on assessing the needs of the academy, specifically in the areas of teaching and learning, outcomes, safeguarding, behaviour, and safety.
  - Develop and monitor plans to drive academy improvement including working with the Head, SLT, and staff.
  - Develop and monitor safeguarding plans and ensure any safeguarding issues are addressed rapidly and effectively.
  - Develop and monitor plans in accordance with Trust policy, to tackle any HR, financial, or business process issues, which are having an impact on the performance of the academy.
  - Support the transition to an LGC once the TIB is no longer required.
  - Nominate a Governor to sit on the Admissions Committee.
  - Local policy approval.

#### **The Role of the Head**

- 5.2 It is expected that the Head and SLT will fully co-operate with the TIB and work in partnership to secure rapid improvement to the academy.
- 5.3 The Head must provide the TIB with regular information on the performance of all aspects of the academy and must comply with any reasonable request from the TIB for information.
- 5.4 It is for the TIB to determine the range, content and regularity of the Head's reports.
- 5.5 The TIB may request any member of the SLT to attend its meetings to provide information on the performance of any aspect of the academy for which they are responsible.

## **The Role of the TIB Chair**

- 5.6 The Chair of the TIB shall be appointed (or removed) by the Trust Board and shall be required to lead the TIB in meeting their responsibilities.
- 5.7 The Chair shall be held accountable by the Trust and must report to the Trust Board on the work of the TIB as required.

## **6. Conduct**

- 6.1 The TIB will conduct its business in an open and transparent way and in accordance with the principles of standards in public life as determined by the Nolan principles.
- 6.2 The TIB is a corporate body and consequently no individual (not even the Chair) has the power to act alone, unless delegated to do so by the TIB and the Trust Board where there may be a conflict of interest.
- 6.3 Where functions have been delegated to an individual, or a group, they must report back to the TIB on actions taken under delegation at the earliest possible opportunity.
- 6.4 The TIB remains responsible for any action undertaken on its behalf under delegation.
- 6.5 Individual members of the TIB must respect confidentiality.

It is for the TIB to determine which parts of meetings and the associated minutes should remain confidential.

Serious breaches of confidentiality may result in the Trust removing an individual member from the TIB.

## **7. Reporting Procedures**

- 7.1 Minutes of the meeting approved by the TIB Chair shall be forwarded to the Company Secretary and Governance Coordinator within 7 days and will be made available for the Trust Board to view.
- 7.2 The TIB should also provide a summary report identifying:
- decisions made
  - recommendations to the Trust Board
  - items for the information of the Trust Board
  - items or further discussion by the Trust Board