

The MILL School Local Governor Committee Terms of Reference

Introduction

As a charity and company limited by guarantee, The MILL School (the Trust) is governed by a board of trustees (the Board) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the individual schools maintained by the Trust.

In order to support the effective operation of the Trust and the Schools, the Board has established a number of committees to which it has delegated certain powers and functions. These terms of reference set out the constitution, membership and proceedings of the Trust's local governor committees (LGC).

In summary, the Board has established two different types of committee:

- **main Board committees** which are established to deal with Trust-wide matters such as Education; Finance and Resources, Risk and Audit; Remuneration (Board Committees); and
- **Local Governor Committees** which are established by the Board to support the effective operation of the Schools.

Local Governing Bodies outlined under the articles appointed pursuant to Articles 100, 101, 101A, 101B and 104 will be known in practice as Local Governor Committees (LGCs).

The Board will review these Terms of References together with the membership of the local governor committees at least once every twelve months.

These Terms of Reference may only be amended by the Board. The functions, duties and proceedings of LGCs set out in these Terms of Reference shall also be subject to any regulations made by the Board from time to time.

Date for next review: June 2019

1 Establishing the Committees

The Board has resolved to establish Local Governor Committees for its schools each as a separate committee of the Board. A Local Governor Committee may act in respect of one or more schools. For schools in need of a high level of support and direction from the Trust, a Transition Management Committee (TMC) will be established and employees of the Trust will be assigned to be included as members. The functions of these committees will mirror those of the Local Governor Committees (LGCs) though its members will – by virtue of their position within the Trust – exercise greater direction than an LGC. TMCs will have no delegated authority until agreed by the Board.

2 Membership

- 2.1 All local governor committee members are formally appointed by the Trust, including in circumstances where they are elected by a stakeholder body or co-opted by the committee.
- 2.2 The Trust may appoint such independent persons as it deems fit to be members – including the Chair - of Transition Management Committee, provided that the numbers in each category do not exceed those indicated for LGCs.
- 2.3 Each LGC operating in respect of one School shall, unless the Board resolve otherwise, have a maximum of eight members, in a primary school, and ten members in a secondary.
- 2.4 The membership of each LGC shall be as follows (unless the Board resolve otherwise):
 - Up to two parent members;
 - One staff members;
 - The School Headteacher;
 - Up to four persons appointed by the Trust;
 - Up to three other persons co-opted by members of the LGC
 - Church of England schools shall have 25% of its members appointed by the Diocesan Board of Education
- 2.5 **The Trustees shall:**
 - 2.5.1 determine all matters relating to an election of parent LGC Members, including any question of whether a person is a parent of a registered pupil at a School. When a vacancy arises, the Headteacher(s) will write to all parents at the Schools in question seeking parents to nominate themselves for the vacancy. Nominees will be asked to provide a personal statement identifying their skills and suitability for the role. This will be assessed against the current DfE Competency Framework prior to a decision on suitability. 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 Headteacher(s) will write to all parents at the Schools in question asking them to vote for their preferred candidate.

- 2.6 The LGC Members may co-opt 3 members and 1 staff member whose skills match areas of the current DfE Competency Framework.
- 2.7 The term of office for any LGC Member shall be four years, save that this time limit shall not apply to a Headteacher. Subject to remaining eligible, any member may put themselves forward for re-appointment or re-election (as the case may be).

3 Chairs

- 3.1 The term Chair refers to the person appointed under this paragraph as chair of the relevant local governor committee.
 - 3.1.1 the LGC Members shall at the first meeting of each academic year appoint an LGC Member to act as Chair of the LGC;
 - 3.1.2 the LGC Members will elect a temporary replacement from among the members present at the meeting in the absence of the Chair;
 - 3.1.3 the Trust shall appoint the Chair of a TMB.

4 Authority, remit and responsibilities of the Local Governor Committee

- 4.1 Each Local Governor Committee shall be responsible for the matters as set out in the Scheme of Delegation and below in Appendix A.
- 4.2 Each Local Governor Committee is authorised by the Board to:
 - 4.2.1 Carry on any activity authorised by these Terms of Reference; and
 - 4.2.2 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.
- 4.3 The establishment of any new sub-committees other than ad hoc working groups required to deal with specific issues, must be agreed in advance with the Trust CEO.

5 Proceedings of Local Governor Committee meetings

- 5.1 The Local Governor Committee will meet as often as is necessary to fulfil their responsibilities but at least three times a year, ideally four times per year for LGCs and six times per year for TMCs, and to review the frequency of meetings as necessary or on the advice of the Trust.
- 5.2 Meetings attended by three or more members of the committee shall go ahead. Where fewer than three members attend, the Chair may determine whether the

number of members attending a meeting is sufficient for the committee usefully to discharge its responsibilities.

- 5.3 The relevant Headteacher(s) shall ensure that a clerk is provided to take minutes at meetings of the committee.
- 5.4 Any resolution at a meeting of a LGC must be determined by a majority of the votes of the members present and voting on the matter.
- 5.5 Each committee member present in person shall be entitled to one vote.
- 5.6 Where there is an equal division of votes the Chair shall have a casting vote.
- 5.7 A register of attendance shall be kept for each committee meeting and published annually on the relevant School's website.
- 5.8 Local Governor Committees 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 executive team may also attend and speak at Local Governor Committee meetings.
- 5.9 References to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant committee meeting.

6 Conduct of Committee members

- 6.1 All committee members shall observe at all times the provisions of the Code of Conduct.

7 Members' Interests

- 7.1 Local Governor Committee members are required to declare any business or other interests in any item being discussed at a meeting.
- 7.2 Each committee member, if present at a meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:
 - 7.2.1 there may be a conflict between their interests and the interests of any of the Schools or the Trust;
 - 7.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 7.2.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the committee in relation to that matter) in a matter.

8 Disqualification and Removal of Committee Members

- 8.1 A person shall be ineligible for appointment to a Local Governor Committee and, if already appointed, shall immediately cease to be a member if the relevant individual:
- 8.1.1 is or becomes disqualified from holding office under the Trust's Articles of Association;
 - 8.1.2 is or becomes disqualified from holding office as a governor of a school;
 - 8.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
 - 8.1.4 is barred from any regulated activity relating to children;
 - 8.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - 8.1.6 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);
 - 8.1.7 has been fined for causing a nuisance or disturbance on school/school premises during the 5 years prior to or since appointment or election as a Committee member;
 - 8.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
 - 8.1.9 commits a serious breach of the Trust's Code of Conduct or any standing order or protocol implemented by the Board, as determined by the Trust;
 - 8.1.10 is absent without the permission of the committee from all their meetings held within a period of six months;
 - 8.1.11 resigns his/her office by notice in writing to the relevant Chair;
 - 8.1.12 in the case of a Headteacher, they cease to be the Headteacher;
 - 8.1.13 their term of office expires and they are not re-appointed.
- 8.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any committee member by written notice to the member and the relevant Chair.
- 8.3 The suspension from employment duties of any committee member who is an employee of the Trust shall have the effect of suspending their membership of the committee.

- 8.4 Any committee member who is subject to a banning order issued by the Headteacher shall be deemed to be suspended from the committee for the duration of the ban.
- 8.5 The CEO may suspend a Local Governor Committee member for up to 20 school days where it is necessary to undertake an investigation into any alleged breach of the Code of Conduct.

9 Reporting Procedures

- 9.1 Within 7 days of each meeting each Local Governor Committee will produce and agree minutes of its meetings;
- 9.2 The Chair of the Local Governor Committee shall meet, or arrange for a deputy to meet, the Link Trustee and will report on the committee's work.
- 9.3 Each committee shall conduct an annual review of its work and shall communicate its findings to the Trust.

Appendix A: Remit and Responsibilities of the Local Governor Committees

The powers and functions delegated by the Board to the committees are set out in detail in the Trust's Scheme of Delegation as approved by the Board and in summary include the following which should be read in conjunction with the scheme of delegation:

- 1 To support and challenge the school's leadership.
- 2 To demonstrate appropriate challenge by holding school leadership to account for academic performance, quality of care and provision.
- 3 To monitor and advise on the running of the School in terms of learning, standards, safety and wellbeing. This includes identifying committee members that take on a special link responsibility in the following three areas:
Safeguarding, SEN, Grants (PP/PE).
- 4 To consider the performance of spending against budget.
- 5 To support the School's leadership staff to deal with parental complaints pursuant to the Trust policy on parental complaints and support Headteacher(s) in recruitment and selection, grievance and disciplinary processes where appropriate.
- 6 To review the decisions of Headteachers of other Schools within the Trust in exclusion cases where appropriate and, if requested, recruitment panels.
- 7 To record visits to the School/Schools both during school hours (with prior arrangement with the Headteacher) and for evening events.
- 8 To draw any significant recommendations and matters of concern to the attention of the Trust Board via the Link Trustee.