

## **Aylsham Learning Federation**

### **Governing Board Terms of Reference**

**All boards, no matter what type of school or how many schools they govern, have three core functions:**

- a. Ensuring clarity of vision, ethos and strategic direction;**
- b. Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and**
- c. Overseeing the financial performance of the school and making sure its money is well spent.”**

DfE Governors' Handbook January 2017

#### **Safeguarding**

This Governing Board is committed to safeguarding and promoting the wellbeing of the students of Aylsham Learning Federation and together with the Executive Headteacher, Heads of School and all staff will ensure that the highest priority is given to following guidance and regulations to safeguard our children and young people. All governors, staff and volunteers working within Aylsham Learning Federation will be required to undergo an Enhanced Disclosure from the Disclosure and Barring Service.

#### **Section A: Terms of Reference**

(incorporating seven essential features of effective governing boards (GB))

1. To ensure the right people with the necessary skills, time and commitment, and sufficient diversity of perspectives to ensure internal challenge, all actively contributing in line with clearly defined roles and responsibilities under an effective chair and an explicit code of conduct, and with active succession planning.
2. To develop clear governance structures with tightly defined remits, particularly in relation to functions delegated to committees or other bodies.
3. To ensure clear separation between the strategic and operational in terms of the role of the GB and its federation leaders.
4. To ensure a positive relationship between the GB and its federation leaders enabling robust constructive challenge on the basis of a good understanding of objective data particularly on pupil progress, staff performance and finances.
5. To ensure the support and advice of an independent and professional clerk.

6. To ensure robust processes for financial and business planning and oversight and effective controls for compliance, propriety and value for money.
7. To develop processes for regular self-evaluation, review and improvement including; skills audits, training and development plans, and independent reviews as necessary.

## **Section B. General Notes**

### **Membership**

1. This shall be as set down in the agreed Instrument of Government.
2. The GB will determine, and review annually at the first meeting of the academic year the terms of reference, and membership of the GB.
3. The GB may appoint Associate Members to any of its committees; such Associate Members will have voting rights on the committee to which they are appointed. Associate Members may attend meetings of the GB but do not have the right to vote at GB meetings.
4. Positions shall normally be filled when they become vacant, unless the GB agrees otherwise for specific reasons.
5. Governors may only be suspended or removed by the GB in accordance with Procedural Regulations.

### **Chairing**

1. The GB shall annually, at the last meeting in the academic year, elect the Chair of Governors and Vice Chair(s) from its membership. The term of office of both Chair and Vice Chair must be agreed before each is elected but care should be taken that any candidate for appointment still has the relevant term of office available to fulfil the agreed timescale.
2. Neither the Executive Headteacher, Heads of School nor any other person who works at the federation may be elected as Chair or Vice Chair of Governors.
3. If the Chair or Vice Chair resigns in-year, governors shall be informed as soon as possible and an election shall be held at the start of the next full GB meeting but the term of office must again be agreed before election.
4. The election of Chair and Vice Chair shall be by secret ballot administered by the Clerk.
5. In the absence of the Chair of Governors at a full GB meeting the Vice Chair shall preside.

6. The Chair or Vice Chair of Governors may be removed by a majority vote of the GB, following the formal process outlined in the relevant legislation (see DfE Governors' Handbook).
7. Committee membership and chairing of the committees will be decided at the last full GB meeting of the academic year.

### **Chair's Action**

The Chair – or Vice Chair if the Chair is unavailable or the position is vacant – can make decisions on the GB's behalf using the power of "Chair's Action" (Regulation 8 of the Role, Procedures and Allowances Regulations). Such decisions must be reported to the GB at the first available opportunity and the power should only be used where any delay would be likely to be seriously detrimental to the interests of:

- The federation
- Any pupil at the federation or his/her parent
- Or a person who works at the federation

### **Attendance**

1. Governors should attend full GB meetings wherever possible.
2. Apologies should be sent to the Chair and Clerk before the meeting and will be considered for acceptance at the meeting.
3. Apologies can not be accepted retrospectively unless by agreement of the GB at the next full meeting.
4. Non-attendance at full GB meetings without the consent of the GB for a period of six months (starting at the minutes showing the first meeting 'missed') will lead to automatic disqualification as a governor of the federation.
5. Members of the Senior Leadership Team may attend any GB or committee meeting by invitation unless otherwise advised by the Chair prior to the meeting.

### **Quorum**

The quorum is 50% of the **filled places** on the GB, rounded up where necessary.

### **Meetings**

The full GB shall meet at least once per school term.

### **Voting**

1. Is by simple majority of those governors present at the meeting by show of hands.
2. In the event of a 'tie' the Chair has a second, or casting, vote

3. A decision to change the name of the federation or school requires a unanimous vote. In this instance governors who are unable to attend may vote by proxy via another governor attending the meeting.

## **Delegation**

1. The GB can delegate certain of its statutory functions to a committee, an individual governor who is not the Executive Headteacher, or to the Executive Headteacher where the function to be delegated does not directly concern the Executive Headteacher (whether or not they are a governor). The GB shall agree the level of delegation to its committees and this will be reflected in the committees' terms of reference. The delegation of functions must be reviewed annually.

Functions that can be delegated to a committee but cannot be delegated to an individual include those that relate to:

- The alteration, discontinuance or change of category of maintained schools
- The approval of the first formal budget plan of the financial year
- School discipline policies
- The exclusion of pupils (except in an emergency when the Chair has the power to exercise these functions)

The GB cannot delegate any functions relating to:

- The constitution of the GB (unless otherwise provided by the Constitution Regulations 2012)
- The appointment or removal of the chair and vice-chair
- The delegation of functions
- The establishment of committees
- Staffing matters unless otherwise provided by the School Staffing (England) Regulations 2009
- Making and reviewing a written statement of principles which the Executive Headteacher must have regard to when determining the behaviour policy

The GB can still perform functions it has delegated and can overturn a decision made by a committee or individual.

2. The GB or its committees may set up a working party; a working party cannot take any decisions or have delegated powers but can bring recommendations to the GB or the committee it reports to.
3. The GB will establish the following panels:
  - a. Pupil Discipline
  - b. Staff Grievance
  - c. Staff Discipline
  - d. Staff Discipline Appeal
  - e. Complaints
  - f. Executive Headteacher's Performance Review

and will agree their terms of reference annually.

### **Training**

Governors will attend the induction training hosted by Educator Solutions as soon as practicable after appointment to the GB. All governors will undertake to attend relevant training in the course of each academic year to address any gaps in the skill base of the GB.

### **Clerking**

1. The GB shall appoint a clerk for the full GB and for committee meetings.
2. In the absence of the clerk a governor may clerk the meeting, but this shall not be the Executive Headteacher or Heads of School.