

# AGB Terms of Reference

Last reviewed by the Board of Trustees  
13 December 2022



L.E.A.D. Academy Trust

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## Academy Governing Bodies: Terms of Reference and Delegations

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| Purpose                     | <p>The Trust Board is legally responsible for the performance of each Academy. The Board requires the active support of AGBs to ensure, through the AGB Toolkit, effective governance.</p> <p>The remit of the AGB is, within the framework of the AGB Toolkit, to:</p> <ul style="list-style-type: none"> <li>• provide assurance to the Trust Board that the quality of education, academy improvement, and the vision, ethos and strategic direction of their Academy are consistent with the educational objectives and Vision of the Trust;</li> <li>• hold school leaders to account for the quality of education and educational performance of the school;</li> <li>• establish a termly view of the quality of education at the Academy and of the effectiveness of the educational performance and (via the minutes of formal termly meetings) report this to the Trust Board, through the Performance and Standards Committee; and</li> <li>• advise the Trust Board (via the minutes of formal termly meetings and through the Performance and Standards Committee) of any concerns or emerging trends in relation to which Governors consider they have not received satisfactory assurance.</li> </ul> <p><i>Notes:</i></p> <p><i>The draft agenda for formal termly meetings of the AGB will be issued to AGB Chairs by the Governance Team. The agenda format and content is aligned with the remit of the AGB and is designed to enable Governors* to evidence that, through discussion of the issues listed on the agenda, including the challenges to and questions of the Headteacher (which will be captured in the minutes of the meeting) the AGB is fulfilling its' remit and actively engaging with the Academy. (See formal meeting section below).</i></p> <p><i>Governors are expected to have a good understanding* of the issues set out in the agenda and, through their knowledge of the school, parents and carers, pupils and the local community, be well placed to assess the quality of education and the educational performance of the Academy and the impact of Academy performance on learning.</i></p> <p><i>*an AGB Toolkit, Training and prompt sheets are provided for Governors to support them in this important role.</i></p> |
| Constitution and Membership | <p>Academy Governing Bodies shall comprise:</p> <ul style="list-style-type: none"> <li>• a minimum of one Community Member, appointment subject to approval by the Trust Board;</li> <li>• a minimum of two elected parent Members;</li> <li>• the Headteacher or Head of School (ex-officio) and the Executive Head where one is appointed;</li> <li>• up to two Staff Members (one member of teaching staff and one member of support staff); and</li> <li>• up to two co-optees, appointment subject to approval of the Trust Board.</li> </ul> <p>Minimum number of Governors : 7. Maximum number of Governors : 9 (unless in the event of an Executive Head being appointed or otherwise by specific Trust Board approval).</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |

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|                            | <p>Each AGB shall annually appoint a Chair and Vice-Chair, usually at the first formal meeting of each academic year. The initial appointments of these individuals is subject to approval by the Trust Board.</p> <p>AGBs shall not appoint Committees.</p> <p>The Trust Board reserves the right to suspend or dismiss an AGB and to appoint an Interim Academy Governing Body (IGB) should, in the opinion of the Trust Board, the quality of education and/or the educational performance of the Academy or the performance of the AGB warrant this.</p>                                                                                                                                                                                                                                                                                           |
| Governor Eligibility       | <p>Appointment of all Governors is subject to:</p> <p>Trust Governor eligibility criteria;<br/> Enhanced DBS check (to be carried out by the academy);<br/> The L.E.A.D. Governor election and/or appointment process;<br/> Annual acceptance of and compliance with the L.E.A.D. Governor Code of Conduct;<br/> Annual declaration of interests; and<br/> Active participation in the Governor Training Programme and completion of those training courses designated as mandatory.</p> <p><i>Note: A schedule of AGB membership is provided to each formal meeting. The purpose of this is to support succession planning and to ensure that Governor attendance and vacancy issues are addressed without delay. Appointments of all Governors must follow established Trust procedures (advice available from the central Governance Team).</i></p> |
| Quorum                     | <p>Any three governors shall constitute a quorum, provided always that Staff Members (including the Headteacher) do not form the majority of those present.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Frequency of Meetings      | <p><u>Formal Meetings</u></p> <p>These shall be held termly, usually in the second part of term. This will normally ensure that the AGB receives the most recent QA report. The dates for all formal AGB meetings shall be set annually by the central Governance Team in consultation with the Chair of each Academy.</p> <p>All formal meetings of the AGB shall be minuted by the Governance Professional who shall attend the meeting and advise the Chair and Governors throughout the meeting. Occasionally the Governance Professional will present items to the meeting.</p>                                                                                                                                                                                                                                                                   |
| Agenda for formal meetings | <p>The draft agenda for each formal meeting shall be set by the central Governance Team in accordance with an annual Programme of AGB Business. The Chair will be consulted on the draft agenda by the central Governance Team and/or by the Academy Governance Professional. It is for the Chair to liaise with the Headteacher on the draft and to make suggestions to the Governance Professional for adjustments to the draft. Additional items of local relevance may be added, subject to prior agreement with the Governance Team. Items will not normally be deleted from the draft because the content reflects the Annual Programme of AGB business and termly educational reporting requirements.</p>                                                                                                                                       |
| Informal Meetings          | <p><u>Engagement Meetings</u></p> <p>Each AGB shall meet informally at least once each term, or more frequently if Governors so wish ("Engagement Meetings"). These meetings will not be formally clerked but should be noted and reported to the next formal meeting.</p> <p>A Guidance Note on Engagement Meetings is available from the Governance Team. The meetings provide an opportunity for Governors to focus on a specific topic(s) of their choice relating to the</p>                                                                                                                                                                                                                                                                                                                                                                      |

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|                                   | <p>quality of education and educational performance and development of the Academy. The Chair should lead the selection of topics for the meetings in consultation with colleague Governors and the Headteacher.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Attendance                        | <p>The Headteacher shall attend all formal meetings of the AGB. At the discretion of the Chair, other members of staff (non AGB members) may attend and may participate in / present to the meeting. The Director of Schools, Deputy Chief Executive (Education) and any member of the central Governance Team may attend and report to any AGB meeting. The Governance Professional to the AGB shall be present throughout all formal meetings.</p> <p>Governors are expected to attend all formal AGB meetings. Where a Governor is unable to attend, apologies and reasons for absence must be reported to the Governance Professional who will report apologies for absence to the meeting and will ask Governors formally to accept (or not) the apology. This shall be reported in the Minutes. Failure to attend at least one formal AGB meeting within a period of six months (or non-acceptance by the AGB of the reasons for absence) may lead to dismissal as a Governor.</p> <p>For the avoidance of doubt, staff governors (with the exception of the Headteacher) <b><u>must</u></b> (unless otherwise directed by the Chair or requested by the Head with the consent of the Chair) withdraw from any AGB meeting at which any confidential staffing matter is discussed. Refusal to do so will be regarded as a breach of the Governor Code of Conduct.</p>                                                                                                                                                                                                                                                   |
| Termly Reports                    | <p>Each term, two key reports will be brought to the AGB for information, discussion, assurance and challenge:</p> <p><i>The QA Report</i> – the QA process is evaluative. It is based on the evidence the academy provides through completion of the QA template before the termly QA visit and the evidence seen and evaluated by the Director of Schools during the visit. The termly QA assessment is based on the evidence of impact of the education provision provided by school leaders.</p> <p>The template presents school performance and improvement data supported by narrative commentary and responses thereto provided by the Director of Schools and Headteacher. The report also reflects Ofsted inspection criteria (i.e. Quality of Education and Curriculum Intent, pupil Behaviour and Attitudes, Personal Development, Leadership and Management and Pupil Outcomes). The role of the AGB is to challenge and hold the Headteacher to account for the trends, educational performance, and progress against the improvement priorities identified in the report. (Governor training is provided to support this – see Appendix 2 of the AGB toolkit).</p> <p><i>The Report of the Headteacher</i> – a standard template has been developed for this, the purpose of which is to brief Governors on current and projected educational performance, developments subsequent to the previous QA report (if these are not already covered in the QA report) and to provide an update on the other issues within the remit of the AGB, as listed in the Authority and Delegated Function Section below.</p> |
| Authority and Delegated Functions | <p>The AGB is responsible for providing assurance to the Trust Board that the quality of education and academy improvement are consistent with the educational objectives and Vision of the Trust. The AGB is asked, on behalf of the Trust Board, to carry forward the quality of education and the vision, values and ethos of the Trust in a way appropriate to the specific qualities and community characteristics of each Academy. The AGB Toolkit explains how the AGB is asked to do this and sets out the AGB remit (aligned to the Ofsted Inspection Framework (September 2019)) in further detail.</p> <p><u>School Performance and Improvement</u></p> <p>The Headteacher is responsible for school performance and improvement and is accountable to the AGB, Director of Schools and the Deputy Chief Executive (Education), for this.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

School performance and progress towards improvement targets is assessed by the Director of Schools through the termly Quality Assurance (QA) process. Governors must use the AGB Toolkit and the QA report to effect their oversight and challenge. This is a key aspect of the role of the AGB.

Governors are asked to focus on:

- constructive challenge to the Headteacher and Academy leadership to account for the actions and outcomes listed in the Toolkit;
- understanding and reviewing progress in relation to Academy improvement targets, attainment and progress data and the comparison of these with outcomes elsewhere in L.E.A.D. and locally and nationally;
- understanding the issues facing the school, the parents and carers of children attending the school and the local community; and
- seeking assurance, and satisfying themselves that, appropriate and timely actions are being taken to deliver high quality education and academy improvement targets in addition to adherence to and delivery of the values, vision and ethos of the Trust, in a manner appropriate to the specific qualities and community characteristics of each Academy.

The AGB is asked also to take oversight, provide assurance and hold the Headteacher to account for:

#### Safeguarding, SEND and other vulnerable groups

For this purpose the AGB shall appoint a lead Governor(s) (i.e. a Named Governor(s)) with responsibility for oversight and assurance to the AGB as to the quality of education and performance of these groups. Training and a description for this role will be provided.

#### Complaints

The AGB as a body is not responsible for dealing with Complaints.

All complaints must be dealt with strictly in accordance with the Trust Complaints Policy and procedure. Governors receiving a complaint shall, in the first instance, refer the matter to the Headteacher (or to the Chair if the complaint relates to the Headteacher). Governors should bear in mind that they may be asked to serve on Complaints Panels: a Governor with prior involvement in, or knowledge of, a complaint will not be eligible to serve on a Panel appointed to consider that complaint. AGBs must not discuss any complaint – it is for the Chair and/or the Headteacher to follow established procedures.

#### Lead (“LINK”) Governors

In addition to lead governor(s) for safeguarding, SEND and other vulnerable groups, the AGB may appoint lead (or “LINK”) governors for other issues. The role of all “LINK” governors must be agreed between the Chair and the central Governance Team in order to ensure that it does not encroach on the operational/delegated authority of the Headteacher. Role descriptions for each “LINK” Governor will be developed by the Governance Team.

AGBs are asked to appoint lead Governors for Health and Safety and may be asked to make other appointments for which role descriptions will be provided.

#### Human Resource and Personnel Issues

*Human Resource/Staffing Matters* - are operational issues for which the Headteacher is wholly responsible and accountable to the Executive. Governors may however be called upon to participate in staff-related Panels – see below. The Headteacher will report, for information only, relevant staffing developments to the AGB. This will include arrangements for teaching.

*Staff Appointments* - the Headteacher has delegated authority to appoint staff within the constraints of the budget and the staffing structure agreed by the Trust.

Normally, the Chair (or the Chair's (non-staff) governor nominee) shall be invited by the Headteacher to participate in the interview process for appointments to all permanent teaching posts\*. However, whilst a governor present at an interview may comment on the merits of candidates, they shall not have a vote on the appointment. All governors present at interviews shall follow agreed HR procedures.

*\*NB: Primary Schools only. For Secondary Academies this relates to senior teaching staff only (i.e. posts at SLT level and above and any post with TLR).*

*Headteacher Appraisal* – the L.E.A.D. Executive is responsible for the annual appraisal and setting of targets for the Headteacher. The Chair of the AGB is expected to contribute to the process, including attendance at the annual Appraisal Meeting. To facilitate this process, the Governance Team will provide (annually) the AGB Chair with a standard template for completion and return. The template invites comments from the Chair on the performance of the Headteacher during the academic year and is issued in advance of commencement of the formal end of year Headteacher appraisal process.

#### Finance, Policies, Premises, Health and Safety and other operational matters

The annual school budget is issued by the Central Finance Team following discussions with the Academy Headteacher. The Headteacher is responsible, within the Scheme of Delegation, for management of the academy budget and the operational decisions relating to it.

The Headteacher is also responsible for delivery of academy policies and premises and health and safety management, subject always to these being within the policies and budget set by the Trust Board. Accountability for those decisions is to the Director of Schools (not the AGB). The Annual AGB Business cycle specifies when a summary report on these issues will be brought to a formal AGB meeting. Guidance available from the Governance Team.

#### Finance: Pupil Specific Grants directed by the Governance Team

The Headteacher is responsible and accountable to the AGB for the administration and deployment of these grants. The AGB is responsible for ensuring that a report evidencing the deployment, cost, effectiveness and impact of the grants is provided to Governors and that grant monies are directed at the most effective activities in terms of pupil learning and benefit and value for money. The AGB is encouraged to challenge use of these funds where it is not satisfied that monies have been put to best use or have not been used for the specific purpose intended.

*Note : Governors are not responsible or accountable for operational issues. In the event that Governors have concerns regarding the performance of, or operational issues at, the school these should be discussed at the formal AGB meeting for which purpose an item must be included on the agenda for the meeting. The discussion, including any actions the AGB considers may be required, shall be recorded in the minutes and brought to the attention of the Governance Team (and where appropriate to the attention of the Trust Board, through the Performance and Standards Committee). Alternatively, the Chair (or individual Governors) may raise any concerns directly with the Academy Governance Professional and/or central Governance Team.*

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| Governor Panels   | <p>All Governors may be called upon, subject to training, to serve on Trust Governor Panels relating to:</p> <p>Staff Grievances<br/>Staff Appeals<br/>Exclusions<br/>Complaints</p> <p>This list is not exclusive. Full training will be provided.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| Governor Training | <p>Governor Training is essential if AGBs are to effectively fulfill their remit. An Annual Programme of Governor Training, provided through the Governance Team with the support of the NGA online Governor training facility, is available. Some elements of this are mandatory. The extent of annual Governor Training will inform the yearly assessment of AGB effectiveness. AGBs are recommended to appoint a Governor Training lead as a point of liaison and support for Governors and as support for Governor Induction and maintaining up to date Governor Training records on Governor Hub. An item on Governor Training is included on the agenda for all scheduled meetings of each AGB.</p> |
|                   | <p><i>These Terms of Reference approved by the Board of Trustees, 13 December 2022.</i></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

