

Terms of Reference for The Governing Body 2025-2026

The Terms of Reference and the identity of the members will be available to the whole school community



	Full Governing Body	Finance, Premises & General Purposes Committee including the linked Audit Committee	Personnel and Training Committee	Learning and Wellbeing Committee	Governance Panel	Remuneration Committee
1. Membership						
1.1 The number of members.	- Minimum membership as set out in the Articles of Association (50-58) The full membership is currently set at: - Governors Appointed by Members – 4 - Parent Governors – 6 - Co-opted Governors – 9 to include 2 members of staff - Headteacher - 1	FPGP - Determined by Full Governing Body - The Chair of Governors and Headteacher will normally be members - May include persons who are not Governors - Majority membership to be made up of Governors - At least one member should have recent or relevant accountancy, or audit assurance experience Audit 3 to 6 members, who must not be employees of the school	- Determined by Full Governing Body - The Chair of Governors and Headteacher will normally be members - May include persons who are not Governors - Majority membership to be made up of Governors	- Determined by Full Governing Body - The Chair of Governors and Headteacher will normally be members - May include persons who are not Governors - Majority membership to be made up of Governors	- Normally three Governors, where practicable - Staff Governors (including the Headteacher) and any Governor with prior knowledge of the issue being considered*, will be excluded from membership. - A staff disciplinary governance panel must have the same or more members than the disciplinary panel. * This could include personal knowledge of a student being permanently excluded, or involvement in investigations or other earlier stages of a process.	- Normally three Governors, where practicable - Staff Governors (including the Headteacher) must be excluded from membership - Any Governor with a conflict of interest in the matter being considered will be excluded from membership
1.2 Quorum	3 Governors or one third (rounded up) of Governors in post, whichever is greater.	- FPGP - 3 Governors and Headteacher - Audit – 2 Governors who are not employees of the school	3 Governors	3 Governors	3 Governors or 2 Governors and 1 independent member	3 Governors or 2 Governors and 1 independent member
1.3 Who appoints members	- Governors are elected or appointed according to the Articles of Association (50-58) - A Chair and Vice Chair are elected at the first meeting of the school year, according to Articles 82-85	- FPGP - The Governors will appoint members and elect a Chair or Co-Chairs - The committee will elect a Vice Chair, normally at the first meeting of the year. - Audit - Vice Chair of FPGP will automatically become the Chair of Audit and combine audit oversight with FPGP vice-chair duties - The Chair of FPGP will automatically become the Vice Chair of the Audit Committee and	- The Governors will appoint members and elect a Chair or Co-Chairs - The committee will elect a Vice Chair, normally at the first meeting of the year	- The Governors will appoint members and elect a Chair or Co-Chairs - The committee will elect a Vice Chair, normally at the first meeting of the year	- The Governors will appoint members - Panels will be appointed on the basis of Governor availability - Once a panel has been selected, a Chair will be chosen from among the members	- The Governors will appoint members - The Committee will elect a Chair, normally at the first meeting of the year

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		combine Chair and Vice Chair duties for the respective committees				
1.4 Review of membership		To be reviewed annually at the start of the school year	To be reviewed annually	To be reviewed annually	Membership is reviewed with each panel required	To be reviewed annually
1.5 Other members		- FPGP - Non-FPGP Committee Governors may attend, and may contribute but not vote - Audit - Non-FPGP Committee Governors may attend and contribute but not vote - School employees are not permitted to attend the Audit Committee	Any other Governor may attend, and may speak but not vote	Any other Governor may attend, and may speak but not vote	- Complaints panels must include an independent member (independent of the running of the school), who will be recruited from other Governing Bodies or the local community where suitably experienced / qualified people can be identified. Independent members will be expected to maintain a professional approach and to observe strict confidentiality. - For staffing issues, if the staff member is well known to Governors, Governors may consider including an independent panel member (or using an advisor).	- Independent members may be appointed where appropriate expertise is required - Independent members will be expected to maintain a professional approach and to observe strict confidentiality
1.6 SLT attendance	SLT staff with appropriate responsibility may attend as Advisors	- FPGP - SLT staff with appropriate responsibility may attend as Advisors - Audit – The Headteacher and Director of Finance and Resources will normally attend	SLT staff with appropriate responsibility may attend as Advisors	SLT staff with appropriate responsibility may attend as Advisors	SLT may attend panels to give evidence	SLT staff may attend to provide information but must withdraw when their own remuneration is being discussed
1.7 Additional advisors	Additional Advisors may be appointed subject to FGB approval	Additional Advisors may be appointed subject to FGB approval	Additional Advisors may be appointed subject to FGB approval	Additional Advisors may be appointed subject to FGB approval	HR or legal advisors may be included for difficult issues, who will not normally be voting members of the panel	HR or legal advisors may be appointed subject to FGB approval, particularly for complex pay decisions
2. Meetings						
2.1 Number of meetings	At least 3 meetings per School Year	FPGP - At least 6 meetings per School Year	At least 3 meetings per School Year	6 meetings per School Year, with 3 meetings focused on Learning and 3 on Wellbeing.	Panels will meet as required	At least 1 meeting per School Year, typically in the autumn term

Terms of Reference for The Governing Body 2025-2026

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	- The dates of the meetings to be agreed at the beginning of the school year - Meetings will be convened by the Secretary as set out in the Articles of Association (108-126)	- The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year - Audit - at least 3 meetings per school year, scheduled alongside FPGP. Governors who are employees may remain, but will not participate in discussions	The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year	The dates of the meetings to be agreed at the same time as the FGB meetings at the beginning of the school year		Additional meetings will be convened as required
2.2 Agenda	- The Agenda is to be prepared by the Chair and Vice Chair in consultation with the Headteacher and other members and SLT advisors. - The agenda arises from the Governors' annual work plan, Governors' initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors - The Agenda is to be circulated to all members prior to each meeting	- The Agenda is to be prepared by the Committee Chairs and Vice Chair in consultation with the Headteacher and other members and SLT advisors - The agenda arises from the Governors' annual work plan, Governors' initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors - Audit – A programme of work must be agreed to provide assurance on financial controls and risks, as per the Academies Financial Handbook - The Agenda is to be circulated to all members prior to each meeting	- The Agenda is to be prepared by the Committee Chair and Vice Chair in consultation with the Headteacher and other members and SLT advisors. - The agenda arises from the Governors' annual work plan, Governors' initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors - The Agenda is to be circulated to all members prior to each meeting	- The Agenda is to be prepared by the Committee Chair and Vice Chair in consultation with the Headteacher and other members and SLT advisors. - The agenda arises from the Governors' annual work plan, Governors' initiatives and from issues raised by the school staff, or other stakeholders which have been referred to the committee by the Headteacher and/or Governors - The Agenda is to be circulated to all members prior to each meeting	- The agenda is set by the type of issue being addressed and will be drawn from the relevant policy / guidance (complaints / exclusions etc.) - Papers for panel meetings will be circulated according to the relevant policy, prior to each meeting.	- The Agenda is to be prepared by the Committee Chair in consultation with the Headteacher (where appropriate) and HR advisors - The agenda will address matters relating to senior leadership pay and performance-related pay decisions - The Agenda is to be circulated to all members prior to each meeting
2.3 Minutes of meetings	- Minutes are to be taken and should record decisions, actions and other main points - Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation - The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on the Agenda for the next meeting	- Governance Professional will produce minutes for FPGP and Audit Committees and should record attendees, apologies, decisions, actions and other main points - Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation - The Governance Professional shall circulate the minutes following meetings and shall	- Minutes are to be taken and should record decisions, actions and other main points. - Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. - The Governance Professional shall circulate the minutes following meetings and shall include	- Minutes are to be taken and should record decisions, actions and other main points. - Confidential matters shall be recorded as Part 2 items and will be subject to restricted circulation. - The Governance Professional shall circulate the minutes following meetings and shall include previous minutes on	- Minutes of Governance Panel proceeding will remain confidential to panel members and directly interested parties until the related process has been completed - Notes from the complaints panel hearings will be kept on file by the Clerk, and available to Governors to view once the complaints process has been completed	- Minutes are to be taken and should record decisions, actions and other main points. - All matters shall be recorded as Part 2 (confidential) items and will be subject to restricted circulation

Terms of Reference for The Governing Body 2025-2026

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		include previous minutes on the Agenda for the next meeting	previous minutes on the Agenda for the next meeting	the Agenda for the next meeting	• Notes from permanent exclusions hearings will be kept on the student file	
2.4 Resolutions	- Resolutions of the committee shall be decided upon by a majority of votes of the eligible members - Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote - No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body	- Resolutions of the FPGP and Audit Committees shall be decided upon by a majority of votes of the eligible members - Where there is an equal division of votes, the Chair or acting Chair for the respective committee shall have the casting vote - No vote can take place at the committees unless the meetings are quorate	- Resolutions of the committee shall be decided upon by a majority of votes of the eligible members - Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote - No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body	- Resolutions of the committee shall be decided upon by a majority of votes of the eligible members - Where there is an equal division of votes, the Chair or acting Chair for the meeting shall have the casting vote. - No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body		- Resolutions of the committee shall be decided upon by a majority of votes of the eligible members - Where there is an equal division of votes, the Chair shall have the casting vote - No vote on any matter may be taken unless the majority of members present at the meeting are members of the Governing Body
2.5 Reporting		- A summary of key information and recommendations for decisions from FPGP and Audit Committees will be presented to the next FGB meeting. This will include monthly management accounts - A standing FGB item provides the FPGP and Audit Chairs the opportunity to update fellow Governors - Audit – in addition to the above, an annual summary report covering key findings and recommendations will be provided to the FGB	- A summary of key information and recommendations for decisions will be presented to the next meeting of the FGB - A standing FGB item provides the Chair the opportunity to update Governors at each FGB meeting	- A summary of key information and recommendations for decisions will be presented to the next meeting of the FGB - A standing FGB item provides the Chair the opportunity to update Governors at each FGB meeting	NB – Proceedings at any Governance-Panel meeting must be kept confidential, even from other members of the Governing Body, until the process and any related ongoing processes are complete. - Parents/carers, complainants etc. will be informed of the outcome of a panel hearing as soon as possible, but within five school days. - An overview report on complaints will be provided to the Governing Body. - Exclusions data is reported to the Learning and Wellbeing Committee	- A confidential summary report will be presented to the next meeting of the FGB (in Part 2 confidential minutes) - The report will confirm that pay decisions have been made in accordance with the Pay Policy, without disclosing individual salaries
3. Function						
	The Governors shall manage the business of the School, exercising all the powers of the Academy Trust as provided for by the Articles of Association in pursuance of the object of the	FPGP - responsible for monitoring the performance of the school's leadership in: - setting an appropriate budget - keeping within the agreed budget	The Committee will be responsible for the development and monitoring of all Human Resources matters, including:	The Committee will be responsible for the monitoring of all matters relating to the outcomes and wellbeing of students throughout the school, including receiving reports from	The Panel will consider issues such as: - Student Exclusions - Stage 3 Complaints - Pay Committee - Staff Disciplinary	The Committee will be responsible for making decisions on the pay and performance-related pay progression of the Headteacher and other senior leadership staff

Terms of Reference for The Governing Body 2025-2026

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	Academy Trust. [Articles 107-117], and will agree constitutional matters and its own procedures for management of its business [Article 147 to 148] The Governing Body is responsible for ensuring that high standards of corporate governance are maintained. It shall exercise its powers and functions with a view to fulfilling a largely strategic leadership role in the running of the School. The Governing Body's responsibilities fall into three main groups: strategic direction, accountability, and management: Strategic direction: • policy development and strategic planning, including target-setting • agreeing policies for sound management and administration of the School • allocation of the School's financial, human and other resources • setting performance targets Accountability: • ensuring compliance with legal requirements • ensuring sound management of the School's finances and resources • setting the School's standards of conduct and values • holding the Principal/Headteacher to account for the performance of the School • establishing and maintaining a transparent system of prudent and effective internal controls • accounting to parents/carers and other stakeholders for the performance of the School.	• operating with the current Financial Standard. The FPGP will further: • Ensure it understands the effects of financial limitations on the school. • Oversee the management and allocation of resources available to the school to maintain, improve and develop the estate • Make general recommendations for maintenance that have financial impact FPGP will have delegated responsibility to review, amend and approve delegated policies, functions and other relevant areas. This will be agreed in the annual Scheme of Delegation, approved by the FGB. The FPGP Committee, under the area of 'General purposes', will include any items the Governing Body feel are appropriate to refer to the Committee. Audit Committee - to run alongside the FPGP Committee, with responsibility to: • Maintain oversight of the Academy Trust's financial, governance, risk management and internal control systems • Create an annual plan of audit and assurance activity • Monitor the effectiveness of the risk management plan and advise the FGB on risk management • Commission an annual report from the internal auditor, to include assessment and	• The provision of sufficient, appropriately qualified staff & staffing structures • Training and continuing professional development • Appraisal, pay and pay progression • Staff wellbeing • Governing Body and committee membership, appointments, induction, skills, experience, training and diversity. The Committee will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB. The Committee will also have delegated responsibility and decision-making powers for the specific responsibilities relating to the Pay Policy, as detailed in the Pay Policy	Link Governors responsible for monitoring specific areas related to learning and wellbeing. The Committee will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.	• Admissions Appeals The Panel will have delegated responsibility and decision-making powers for the reviewing and agreeing of the specific policies, functions and other areas as set out in the Scheme of Delegation, approved annually by the FGB.	as determined by the Governing Body. The Committee will have delegated responsibility and decision-making powers for: • Reviewing the Headteacher's performance and determining pay progression in line with the Pay Policy • Reviewing the performance and determining pay progression for other senior leaders as specified by the FGB • Ensuring all pay decisions are made in accordance with the School's Pay Policy and relevant statutory guidance • Considering recommendations from external advisors where performance review has been supported by external review The Committee will ensure all decisions are: • Fair, transparent and based on evidence of performance • Compliant with the School's Pay Policy and equality legislation • Properly documented with clear rationale for decisions
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	Management: • delegating such powers and functions as they consider are necessary to the Principal/Headteacher for the internal organisation, management and control of the School • ensuring training and induction of governors • monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon. Specific policies, functions and other areas are set out in the Scheme of Delegation, approved annually by the FGB	assurance assumptions on internal control systems and processes • Consider and generate a response to internal audit reports to discuss at Audit Committee • Update and advise FGB on findings and recommendations from the annual report, accounts and management letters of External Auditors The Audit Committee is authorised to • request any information it requires from any employee, external audit, internal audit, or other assurance provider. • obtain outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or the Trust Board				