



**[NAME OF CATHOLIC EDUCATION TRUST]**

**SCHEME OF DELEGATION**

**EFFECTIVE DATE: [SEPTEMBER 2024]**

**COMMITTEE TERMS OF REFERENCE: LOCAL GOVERNING COMMITTEE**

## **COMMITTEE TERMS OF REFERENCE: LOCAL GOVERNING COMMITTEE**

### **1. Purpose**

- 1.1 A Local Governing Committee (LGC) shall be established for each of the Academies, except where the Trust Board determines in a particular case that more than one Academy should be governed by the same LGC in a federation model.
- 1.2 The purpose of the Local Governing Committee is to provide local accountability and day to day support and oversight of the Academy's leadership team.
- 1.3 The roles and responsibilities of the Local Governing Committee are set out in the Table of Key Delegated Responsibilities.

### **2. Constitution**

- 2.1 Governors appointed to a Local Governing Committee shall be appointed as follows:
  - 2.1.1 such number of **Foundation Governors** appointed by the Diocesan Bishop to ensure that the Foundation Governors outnumber all other Governors by at least 2;
  - 2.1.2 the **Headteacher** of the Academy (or Headteachers where the Academies are federated and there is no Executive Headteacher);
  - 2.1.3 up to 1 **Staff Governor**, elected or appointed through such process as the Local Governing Committee may determine;
  - 2.1.4 up to 1 **Parent Governor** (or up to 2 for any federated Local Governing Committee), elected by parents or carers of registered pupils at the Academy and being a parent or carer of a pupil at the Academy at the time when elected;
  - 2.1.5 up to 1 **Additional Governor** appointed by the Local Governing Committee with the approval of the Trust Board.
- 2.2 There is no power to co-opt Governors to the Local Governing Committee but advisers (including other members of staff in the Academy) may attend meetings provided they do not take part in any decision making.
- 2.3 All Governors must remain eligible to be a Governor according to their status and undertake to uphold the object and mission of the Trust and must comply with the Governor Code of Conduct appended to the Scheme of Delegation.

### **3. Term of Office**

- 3.1 The term of office for any Governor shall be 4 years (save that this time limit shall not apply to the Headteacher/Head of School, who will serve for as long as he or she remains in office). Subject to remaining eligible to be a particular type of Governor, any person may be re-appointed or re-elected to the Local Governing Committee.
- 3.2 A Governor shall serve for no more than 3 terms of office, except for any parish priest serving as a Foundation Governor who may serve for longer at the discretion of the Bishop.

### **4. Resignation and Removal of members of the Local Governing Committee**

- 4.1 A Governor shall cease to hold office if he or she resigns his or her office or is removed by the Bishop or in the case of any Governor who is not a Foundation Governor by the Trust Board (which the Trustees reserve the power to do without the need to provide any reasons for removal). Any vacancy on a Local Governing Committee will trigger an appropriate appointment or election and must be notified to the Trust Board and the Diocesan Education Service.
- 4.2 Any person who would not be eligible to be a Trustee in accordance with the Trust's Articles of Association will not be eligible for appointment or election to the Local Governing Committee and must resign from the Local Governing Committee if they become ineligible. Details of eligibility to serve as a Governor are set out in the Governor Code of Conduct and the Diocesan Protocols.
- 4.3 If any Governor is also an employee of the Trust and ceases to be employed to work at the Academy or within the Trust, then he or she shall be deemed to have resigned from the Local Governing Committee and shall cease to serve on the Local Governing Committee automatically on termination of his or her employment.
- 4.4 Where a person who serves on the Local Governing Committee resigns his or her office or is removed from office, that person or, where he or she is removed from office, those removing him or her, shall give written notice thereof to the Chair of the Local Governing Committee, copied to the Clerk to the Local Governing Committee.

## **5. Appointment of the Chair and Vice-Chair**

- 5.1 Subject to any direction by the Trust Board with the approval of the Diocesan Education Service, Governors shall each school year (typically at the first meeting of the year) elect a Chair and Vice-Chair from amongst the Foundation Governors.
- 5.2 The Chair and Vice Chair will cease to hold office if they no longer serve as a Governor. The same person cannot hold more than one office.
- 5.3 The Clerk to the Local Governing Committee shall act as chair during that part of any meeting at which the Chair and Vice Chair are elected.
- 5.4 Any election of the Chair and Vice Chair which is contested shall be held by secret ballot.

## **6. Role of the Chair**

- 6.1 The Chair is expected to undertake the following:
  - 6.1.1 ensure the Bishop's wishes are fulfilled;
  - 6.1.2 provide a clear lead and direction for the Local Governing Committee;
  - 6.1.3 build an effective team, attracting individuals to the Local Governing Committee with necessary skills and experience, promoting equality and diversity, ensuring priority is given to those who can make a positive contribution to the Academy and the work of the Trust and who will provide a focus for driving up and maintaining high standards in the Academy;
  - 6.1.4 ensure new Governors are properly introduced to the work of the Local Governing Committee and the Trust more widely and to support their development as effective and valued members of the Local Governing

Committee maximising their contribution to the Academy and the Trust in doing so;

- 6.1.5 work closely with the Headteacher of the Academy to ensure there is proper challenge and encouragement of Governors and the Academy's senior leadership team;
  - 6.1.6 provide direct support to the Headteacher of the Academy and to both the Trust Chair and the Catholic Senior Executive Leader of the Trust in relation to any recruitment and performance management of the role of headteacher as well as the review of pay and conditions of service;
  - 6.1.7 provide support to the Trust Chair and the Catholic Senior Executive Leader in any decision to suspend or discipline the Headteacher or Head of School of the Academy;
  - 6.1.8 ensure that school improvement is the focus of all policy and strategy for the Academy, reminding Governors of this as often as necessary;
  - 6.1.9 hold the Governors to account, ensuring the business of the Local Governing Committee is conducted efficiently and effectively, chairing meetings, ensuring all Governors have the opportunity to contribute and are listened to with clear decisions being made when necessary, including reporting on the Local Governing Committee's effectiveness to the Trust Board as required;
  - 6.1.10 be available when there is a need to act quickly, taking, or supporting the Academy Headteacher (and if need be the Catholic Senior Executive Leader) in taking, urgent action and making decisions, subject to subsequent ratification by the Local Governing Committee (and/or Trust Board if need be) as necessary;
  - 6.1.11 act as a focal point and advocate for the Local Governing Committee, liaising as necessary with any regulatory body, the Local Governing Committee and those representing the wider community.
- 6.2 More details as to the role and responsibilities of the Chair are set out in the Governor Code of Conduct.

## **7. Duties of the Chair**

- 7.1 As the guardian of the Local Governing Committee's effectiveness, the Chair has a specific responsibility to ensure the following:
- 7.1.1 that reporting by the Academy Headteacher is clear, concise, appropriate and comprehensive, reducing unnecessary paperwork;
  - 7.1.2 that meetings of the Local Governing Committee are held regularly and there is a clear agenda which has been communicated to all Governors which focusses appropriately on strategic matters, acknowledging that when urgent meetings are required to discuss exceptional business that as much preparation as may be possible is made for these;
  - 7.1.3 that the business of the Local Governing Committee is conducted as openly and transparently as possible;
  - 7.1.4 that decisions taken by the Local Governing Committee are implemented and not circumvented;

- 7.1.5 that Governors adhere to the Governor Code of Conduct and that appropriate and firm action is taken where this appears not to be the case, including supporting the Trust Chair and the Diocesan Education Service when removal of a Governor is required;
- 7.1.6 that the Local Governing Committee undertakes regular reviews of any skills gaps or lack of experience and/or capacity and takes active steps to address these;
- 7.1.7 that the Local Governing Committee remains focussed on its strategic purpose and that individual Governors either as a group or committee or as individuals do not seek to become overly involved in operational matters or seek to disrupt the work of the Trust;
- 7.1.8 there is proper and adequate succession planning;
- 7.1.9 that any complaints about the Trust or the Academy, the actions of the Local Governing Committee or an individual Governor or the Headteacher or any member of the Senior Leadership Team are dealt with in a timely and effective manner.

## **8. Meetings**

- 8.1 The minutes of the proceedings of a meeting of the Local Governing Committee shall be drawn up and entered into a book (electronic or otherwise) kept for the purpose by the person authorised to keep the minutes of the Local Governing Committee and shall be signed (subject to the approval of the members of the Local Governing Committee) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:
  - 8.1.1 all appointments of officers made by the Local Governing Committee; and
  - 8.1.2 all proceedings at meetings of the Local Governing Committee and of committees of the Local Governing Committee including the names of all persons present at each such meeting.
- 8.2 The Chair shall ensure that copies of minutes of all meeting of the Local Governing Committee (and such of the subcommittees as the Local Governing Committee shall from time to time notify) shall be provided to the Catholic Senior Executive Leader and (if requested) the Diocesan Education Service as soon as reasonably practicable after those minutes are approved.
- 8.3 Subject to this Scheme of Delegation, the Local Governing Committee may regulate its proceedings as Governors think fit, provided at all times that there is openness and transparency in matters relating to the Local Governing Committee. The Local Governing Committee is expected to meet at least once a term but may meet more often if felt appropriate or if requested to meet by the Trust Board.
- 8.4 The Trust Board may direct the Local Governing Committee to allow either Trustees, any member of the Trust's Executive Team or a Governor from another Local Governing Committee in the Trust to attend meetings of the Local Governing Committee. Such persons may engage in discussion but will not be permitted to vote on any resolution of the Local Governing Committee.

8.5 Meetings of the Local Governing Committee shall be convened by the clerk to the Local Governing Committee. In exercising his functions under this Scheme of Delegation the clerk shall comply with any direction:

8.5.1 given by the Local Governing Committee; or

8.5.2 given by the Chair or, in his absence or where there is a vacancy in the office of chair, the Vice-Chair.

8.6 Any three Governors may, by notice in writing given to the clerk, requisition a meeting of the Local Governing Committee; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.

8.7 Each Governor shall be given at least seven clear days before the date of a meeting:

8.7.1 notice thereof and sent to each Governor at the email address provided by each Governor from time to time; and

8.7.2 a copy of the agenda for the meeting;

provided that where the Chair or, in his or her absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he or she directs.

8.8 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received notice of the meeting or a copy of the agenda thereof.

8.9 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Committee shall not be proposed at a meeting of the Local Governing Committee unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

8.10A meeting of the Local Governing Committee shall be terminated forthwith if:

8.10.1 the Governors so resolve; or

8.10.2 the number of Governors present ceases to constitute a quorum for a meeting of the Local Governing Committee in accordance with paragraph 6.10, subject to paragraph 8.12.

8.11 Where in accordance with paragraph 8.10.2 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

8.12 Where the Local Governing Committee resolves in accordance with paragraph 8.10.1 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Committee shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and it shall direct the clerk to convene a meeting accordingly.

## **9. Quorum**

- 9.1 The quorum for a meeting of the Local Governing Committee, and any vote on any matter thereat, shall be three. The proceedings of the Local Governing Committee shall not be invalidated by any vacancy on the board or any defect in the election, appointment or nomination of any Governor, providing the defect was not dishonestly made.
- 9.2 The Local Governing Committee may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.
- 9.3 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Local Governing Committee shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every Governor shall have one vote.
- 9.4 Where there is an equal division of votes, the Chair shall have a casting vote in addition to any other vote he or she may have.
- 9.5 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Committee, shall be valid and effective as if it had been passed at a meeting of the Local Governing Committee duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Committee and may include an electronic communication by or on behalf of the member indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Committee in writing of the email address or addresses which the Governor will use.
- 9.6 Minutes of meetings of the Local Governing Committee shall be published redacting any aspect which is confidential or it would not be appropriate to disclose in light of the Data Protection Act 2018.
- 9.7 Any Governor shall be able to participate in meetings of the Local Governing Committee by telephone or video conference provided that the Governor has indicated prior to the meeting a wish to do so and has provided appropriate details to enable this and the meeting has access to suitable equipment.

## **10. Notices**

- 10.1 Any notice to be given to or by any person pursuant to these Terms of Reference and more generally the Scheme of Delegation (including a notice calling a meeting of the Local Governing Committee) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In this Scheme of Delegation, "address" in relation to electronic communications, includes a number or address used for the purposes of such communications.
- 10.2 A notice may be given by the Local Governing Committee to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his or her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Governing Committee by the Governor. A member whose registered address is not within the United Kingdom and who gives to the Local Governing Committee an

address within the United Kingdom at which notices may be given to him, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him or her at that address, but otherwise no such member shall be entitled to receive any notice from the Local Governing Committee.

10.3A Governor present, either in person or by proxy, at any meeting of the Local Governing Committee shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

10.4 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.