



Meller Educational Trust
Aspiration, Compassion
& Excellence.

Local Governing Bodies: Constitution and Terms of Delegation

The Meller Educational Trust

Approved by: Trust Board

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1 Introduction

This constitution and terms of delegation has been made by the Trustees of The Meller Educational Trust (**Academy Trust**).

2 Remit

Broadly, the role of a Local Governing Bodies (**LGB**) is to provide focused governance for the Academy at a local level. It monitors the Academy's key performance indicators and acts as a critical friend to the Principal, providing challenge where appropriate.

The LGBs carry out their functions in relation to their respective Academy on behalf of the Trustees and in accordance with policies determined by the Trustees. The act of delegation from the Trustees to the LGBs is a delegation of powers and duties, and not a delegation or shedding of responsibilities.

Definitions

The Academy Trust, MET or the "company"	The multi academy trust called Meller Educational Trust, company number 06933010
Member academies (or simply "academies")	Academies or other institutions legally part of the MET, ie incorporated within the MET company. These will be subject to a supplementary funding agreement.
Sponsored academies	Academies or other institutions, including UTCs, who are not legally part of the MET, but contribute and participate to the multi academy trust as separate legal entities.

3 Composition of Local Governing Bodies

Each LGB comprises a maximum of 12 members (**Local Governors**), including:

- the Principal of the Academy
- at least one and up to two elected parents or guardians of a pupil at the Academy (**Parent Local Governors**)
- at least one and up to two employees of the Academy comprising one teacher member and one non-teaching staff member elected by employees of the Academy in accordance with paragraph 5.3 (**Staff Local Governors**)
- a representative nominated by the MET
- such other members as the Trustees decide

Each LGB shall have a Chair and a Vice-Chair.

The length of service of all Local Governors and the Clerk to the LGB shall be four years. Subject to remaining eligible to be a Local Governor, any Local Governor may be reappointed or re-elected at end of his or her term.

Every person wishing to become a Local Governor will be required to sign a declaration of acceptance and of willingness to act as a Local Governor, in the form set out in Appendix 1 or as prescribed by the Trustees from time to time, and shall make disclosures for the purposes of a criminal records check by the Disclosure and Barring Service.

Local governors are formally appointed by Trustees. Under normal circumstances, this will be on the recommendation of the chair of governors of the local governing body, but Trustees may appoint other trustees as they see fit, and can reject a recommendation. Removal of local governors will be in accordance with paragraph 5.7.

Local governors may be members of more than one local governing body, but not normally more than two governing bodies. No local governor may chair more than one LGB. The MET representative will not normally chair the LGB.

4 Commitment of Local Governors

Local Governors are asked to:

- prepare for and make an active contribution at meetings of the LGB
- champion the Academy in the local community
- familiarise themselves with the Academy's policies
- visit the Academy both during school hours (by prior arrangement with the Principal) and for evening events to get to know the Academy and to be visible to the Academy community; and
- attend training sessions for Local Governors, where possible.

5 Appointment and particular responsibilities of Local Governors

5.1 Chair

The Chair is appointed from the members of the local governing body by vote of the local governing board at the first meeting of each academic year. The term of office of the Chair is one year, but the Chair is eligible for reappointment at the end of that term.

The Trustees are entitled to remove the Chair from office at any time, although this would be without prejudice to the individual's position as a Local Governor.

The Chair will ordinarily meet with the Principal of the Academy and the Clerk to the LGB before the start of the academic year to plan the work of the LGB for the year.

The responsibilities of the Chair include the following:

- to chair meetings of the LGB
- to set the agenda for meetings with the Head and Vice-Chair
- to report to the Trustees in writing following each LGB meeting, if requested
- to give an oral summary of the LGB's deliberations if requested at meetings of the Board of Trustees; and
- to provide a direct link between the LGB and the Trustees.

In the event of a need to make genuinely urgent decisions between meetings on matters falling within the remit of the LGB, the Chair of Trustees, in consultation with the Chair of the LGB (or the Vice-Chair of the LGB in his or her absence), shall take appropriate action on behalf of the LGB. The decisions taken and the reasons for urgency shall be explained fully at the next meeting of the Board of Trustees and of the LGB.

5.2 Vice-Chair

The Vice-Chair is appointed by the local governing board. The term of office of the Vice-Chair is one year, but the Vice-Chair is eligible for reappointment at the end of that term.

The Trustees are entitled to remove the Vice-Chair from office at any time, although this would be without prejudice to the individual's position as a Local Governor.

The responsibilities of the Vice-Chair include the following:

- to deputise for the Chair in his or her absence
- to set the agenda for meetings of the LGB with the Chair, if requested; and
- to provide a link between the LGB and the Trustees.

In the absence of both the Chair and the Vice-Chair at a meeting, the LGB will elect a temporary Chair from among their number.

5.3 Staff Local Governors

The teacher member of the LGB shall be elected by the teaching staff at the Academy.

The non-teaching staff member of the LGB shall be elected by the non-teaching members of staff of the relevant Academy.

The responsibilities of the Staff Local Governors are to represent the interests and opinions of teaching and non-teaching staff at the Academy to the LGB.

5.4 Parent Local Governors

Parent Local Governors for each LGB shall be elected in accordance with the process set out below:

- when a vacancy arises, the LGB will write to all parents of pupils at the Academy seeking nominees for the vacancy. Nominees will be asked to provide a short statement about why they are interested in being a Parent Local Governor and their background and experience that makes them suitable for the role
- in the event that the number of nominees equals or is less than the number of vacancies on the LGB, the LGB can choose to appoint all (or any) of those nominated)
- if there are more nominees than places available, the LGB will write to all parents of pupils at the Academy asking them to vote for their preferred candidate.

A Parent Local Governor should be a parent of a registered pupil at the relevant Academy or where this is not reasonably practical, a person who is the parent of a child of compulsory school age.

The responsibilities of the Parent Local Governor are to represent the interests and opinions of the Parent Body of the Academy to the LGB.

5.5 Other responsibilities

Each LGB shall appoint from among its members individuals with specific responsibilities which shall include:

- a Local Governor with responsibility for special educational needs
- a Local Governor with responsibility for safeguarding
- a Local Governor with responsibility for finance
- a Local Governor with responsibility for the pupil premium; and
- a Local Governor with responsibility for health and safety.

These link governors should liaise with the principal and other local academy executives to monitor the risk management, application of policy and procedures, and progress and outcomes as appropriate. They should also report to the nominated MET Trustee responsible for these issues and, if appropriate, report to the Board of Trustees.

5.6 Clerk to the Local Governing Body

The LGB shall appoint a Clerk to the LGB who may not be a Local Governor. In the absence of the Clerk, the LGB shall elect a replacement for the meeting.

The responsibilities / functions of the Clerk to the LGB are as follows:

- convene meetings of the LGB including sending notices and papers of meetings
- attend meetings of the LGB and ensure minutes are produced
- maintain a register of members of the LGB including their terms of office and report any vacancies to the LGB
- maintain a register of business interests of LGB members
- maintain a register of Local Governors' attendance at meetings and report on non-attendance to the LGB
- report to the LGB as required on the discharge of the Clerk's functions; and
- perform such other functions as shall be determined by the LGB from time to time.

5.7 Ceasing to be a Local Governor

A Local Governor's term of office will be terminated if:

- any event or circumstance occurs which would disqualify him or her from the office of Trustee under the Articles were he or she to hold such office
- he or she has, without the consent of the LGB, failed to attend LGB meetings for a continuous period of six months, beginning with the date of the first such meeting he or she failed to attend and the Chair and the Vice Chair agree that the term of office should be terminated
- he or she resigns from office by notice to the Academy Trust
- he or she is removed by the person or persons who appointed him. This does not apply in respect of a person who is serving as a Parent Local Governor

- he or she is a Staff Local Governor who has ceased to be employed by the Academy Trust; or
- he or she is removed by the Trustees in circumstances where they consider (acting reasonably) that it is in the best interests of the Academy Trust to remove the Local Governor.

6 Convening meetings of the Local Governing Body

Meetings of the LGB will be held in each term, with between three and four scheduled meetings per academic year.

The Clerk to the LGB shall give written notice of each meeting and circulate an agenda and any reports or other papers to be considered at the meeting at least seven clear days in advance of each meeting. However, where the Chair determines there are matters demanding urgent consideration, it shall be sufficient if the written notice of the meeting states that fact and the notice, copy of the agenda and other papers are given within such shorter period as the Chair directs.

Any two Local Governors may call a meeting by giving written notice to the Clerk, which includes a summary of the business they wish to carry out. It shall be the duty of the Clerk to convene a meeting as soon as reasonably practicable.

The Local Governors may invite persons who are not Local Governors (such as a member of a committee, any employee, any pupil, any professional adviser and any experts of any kind) to attend the whole or part of any meeting for purposes connected with the meeting.

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

The chair of each LGB should provide a short written report on its activities to the Board of Trustees at the end of each academic year.

7 Voting at meetings of the Local Governing Body

The quorum for meetings of the LGB and for any vote on a matter at such meetings is three governors

A meeting shall be terminated if the number of Local Governors present ceases to constitute a quorum. Where 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.

Any Local Governor shall be able to participate in, and be counted as present at for the purposes of the quorum, meetings by telephone or video conference provided that:

- he has given notice of his intention to do so detailing the telephone number on which he can be reached and / or appropriate details of the video conference suite from which he shall be taking part at the time of the meeting at least 48 hours before the meeting; and
- the LGB has access to the appropriate equipment

and provided that, if after all reasonable efforts it does not prove possible for that Local Governor to participate by telephone or video conference, the meeting may still proceed with its business provided it is otherwise quorate.

Every question to be decided upon at a meeting of the LGBs shall be determined by a majority of the votes of Local Governors present and voting on the question. Votes tendered by proxy shall not be counted.

Where there is an equal division of votes, the Chair has a casting vote.

The Local Governors may act notwithstanding any vacancies, but, if the number of Local Governors is less than the number fixed as the quorum, the continuing Local Governors may act only for the purpose of filling vacancies.

A resolution in writing, signed by all Local Governors entitled to receive notice of a meeting shall be valid and effective as if it had been passed at a meeting duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more Local Governors and may include an electronic communication by or on behalf of the LGB indicating his or her agreement to the form of resolution providing that the Local Governor has previously notified the LGB in writing of the email address or addresses which the Local Governor will use.

8 Personal interests of Local Governors

Local Governors shall complete a register of their business interests, which shall be reviewed annually.

Any Local Governor who has any duty or personal interest that conflicts or may conflict with his or her duties as a Local Governor shall:

- disclose that fact to the LGB as soon as he or she becomes aware of it. A Local Governor must absent himself or herself from any discussions of the LGB in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the Academy and such duty or personal interest
- withdraw from any meeting for that item unless expressly invited to remain in order to provide information
- not be counted in the quorum for that part of any meeting; and
- withdraw during the vote and have no vote on the matter.

9 Committees of the Local Governing Body

The LGB may establish committees to carry out certain functions of the LGB. The LGB must determine the constitution, membership and terms of reference of any committee it decides to establish and review them annually.

The establishment of any committees other than temporary, ad hoc committees required to deal with specific issues, must be agreed in advance with the Trustees.

10 Minutes

Attendance at each LGB meeting, issues discussed and recommendations for decisions shall be recorded and the minutes signed by the Chair at the next meeting of the LGB. The written record (once approved by the Chair of the relevant LGB meeting) shall be forwarded by the Clerk to the LGB to the Clerk to the Trustees as soon as is reasonably practicable.

11 Delegation to the LGB

The LGB shall have the roles set out in the Decision Making Matrix and any other role that the Trustees agree shall be carried out by the LGB and that is communicated in writing to the Chair of the LGB.

12 Intervention Rights

12.1 Intervention in times of concern

The Board of Trustees remains ultimately responsible for the Academy Trust and the conduct of the Academies. The operation of the various elements of governance and the Decision Making Matrix are crucial to its success. However, there will be circumstances (more the exception than the norm) where the Board of Trustees might need to intervene and, for example, withdraw delegated authority for a particular element of governance including a LGB.

In such circumstances, the Board of Trustees, along with the CEO and his or her team (the **Central Team**), would work closely with any Academy or Academies concerned and those involved in their governance who would be required to promptly implement any advice or recommendations made by the Board of Trustees and the Central Team.

The Board of Trustees reserves the right to review or remove any power or responsibility which it has delegated, in particular, in circumstances where serious concerns in the running of an Academy or Academies are identified (either internally within the Academy Trust or by a third party), including where:

- there are concerns about financial matters
- insufficient progress is being made against educational targets (including where intervention by the Secretary of State is being considered or carried out)
- there has been a breakdown in the way the Academy is managed or governed
- the safety of pupils or staff is threatened, including a breakdown of discipline; or
- the Board of Trustees considers such removal of power or responsibility appropriate in all of the circumstances.

12.2 The delegated budget

In line with their duties and responsibilities as trustees and directors and irrespective of the delegations set out in the Decision Making Matrix, the Board of Trustees shall be entitled to determine that a proportion of the budget in respect of the Academy be held centrally for the following reasons:

- to be allocated to the provision of central services received by the Academy
- in pursuance of the Academy Trust's reserve policy; and / or
- as otherwise may be determined by the Board acting reasonably and in the best interests of the Academy Trust.

13 Alterations

This constitution and these terms of reference may be altered by a majority resolution of the Trustees of the Academy Trust.

14 **Circulation list**

This constitution and these terms of reference shall be circulated to Trustees of the Academy Trust, all Local Governors, the Clerk to the LGB, and others at the discretion of the Chair of the Trustees of the Academy Trust or the Chair of an LGB.

This constitution and these terms of reference were approved and adopted by a resolution of the Trustees of the Academy Trust passed at a meeting held on 1 March 2017 and take effect from 1 March 2017.

Date of next review: March 2018

Appendix 1 Local Governor application and declaration

**Meller Educational Trust Local Governing Body
Local Governor Application Form**

Personal Details (please print)			
Title:		DoB:	DD/MM/YYYY
First Name:		Tel: (H)	
Surname:		Tel: (W)	
Address:		Tel: (M)	
		Email:	
Postcode:			
Any previous names or aliases (including maiden name):			

Other Information	
How did you find out about local governor vacancies? (eg. advertisement in the school newsletter, told by a friend, etc.)	
Are there any particular times when it would be either most convenient or difficult to attend meetings? <i>[insert the time of day your governing body meetings are normally held]</i>	
Please give details of any involvement with any Meller Educational Trust Academy/UTC e.g. children attending, business relationships, prior service as governor or staff. <i>(The Bushey Academy, Francis Combe Academy, Hertswood Academy, Watford UTC, The Harefield Academy, Global Academy)</i>	
Have you ever been or are you currently a governor?	Yes / No
If yes, please give details of the school, type of governor and period of office:	
Are you willing to attend training sessions?	Yes / No

Please answer the following questions to provide some background to your application

Why do you want to become a school governor?

What skills will you bring to the governing body?

Which aspects of education most interest you?

What do you think is most important in a child's education?

Is there anything else you would like to tell us about yourself? (eg. interests, membership of groups/societies, etc.)

Disqualification Criteria and Vetting

[*insert name of academy/UTC*] is an academy/UTC within The Meller Educational Trust, a Multi Academy Trust. Article 54 of the trust's Articles of Association (the Articles) state that a parent governor must either be:

- a parent of an individual pupil registered at the school; or
- an individual exercising parental responsibility of a registered pupil at the time of election or appointment.

In the interest of safeguarding children, the appointment is subject to an Enhanced Disclosure and Barring Service (DBS) check which is compulsory for trustees and school governors. The check must be completed within 21 days of the appointment. A governor can be disqualified from holding office if he/she fails to obtain a DBS check (Article 78).

No person shall be qualified to be a governor unless he/she is 18 years of age or over at the time of election or appointment. No current pupil of the school shall be a governor. A person cannot hold more than one governorship at the same school.

A person is disqualified from holding or from continuing to hold office as a governor if they:

- Are detained under the Mental Health Act 1983;
- Have failed to attend meetings for six months;
- Are bankrupt;
- Are subject to a disqualification order or disqualification undertaking under companies legislation or an order concerning insolvency;
- Have been removed from the office of trustee for a charity on grounds of misconduct or mismanagement or from being concerned in the management or control of any body;
- Are included in the list of those considered by the Secretary of State as unsuitable to work with children;
- Are subject to a direction of the Secretary of State under section 142 of Education Act 2002;
- Are disqualified from working with children or from registration for child minding or providing day care;
- Have received a sentence of imprisonment (whether suspended or not) for a period of not less than three months (without the option of a fine) in the five years before becoming a governor or since becoming a governor;
- Have received a prison sentence of 2.5 years or more in the 20 years before becoming a governor;
- Have at any time received a prison sentence of five years or more;
- Have been fined for causing a nuisance or disturbance on school premises during the five years prior to or since appointment or election as a governor;
- Refuse to make an application for a criminal records certificate (or Disclosure and Barring Service (DBS) check).

Data Protection

Your data will be used in accordance with the principles set out in the Data Protection Act 1998 and from 25 May 2018, the new General Data Protection Regulation. The information that you provide on this form will be held on a computerised database. We will use your information for the following purposes:

- providing your details to the DfE through the “Get information about schools” portal
- for publishing on the academy/UTC/Trust Board website in accordance with current statutory guidance
- for mailing information to you as and when required for the purposes of governance.

Declaration

I confirm that I, **[insert name]**, wish to be a Local Governor in respect of The Meller Educational Trust and **[insert academy name]** in accordance with the Terms of Reference for Local Governing Bodies prescribed by the Trustees of the Academy Trust from time to time.

I have read the summary of regulations above and the Terms of Reference for Local Governing Bodies (and by extension the Memorandum and Articles of Association of the Academy Trust) and confirm that I am not disqualified from serving as a Local Governor by reason of any provision contained within those documents and, that in the event that I am appointed to the local governing body, I will notify the clerk to the governing body immediately should I become disqualified during my term of office. I understand that it is an offence to serve as a school governor whilst disqualified.

I agree to the information given on this form being recorded and used by the Meller Educational Trust (and by extension, the schools within the Trust and associated with it through umbrella trust arrangements) in accordance with the Data Protection Act and, from 25 May 2018, the General Data Protection Regulation. I confirm that this information is correct and complete to the best of my knowledge and belief.

I also confirm that I understand that I must disclose any personal interest I may have in any matter to be discussed at a meeting of the Local Governors in accordance with paragraph 8 of the Terms of Reference for Local Governing Bodies (or as prescribed by the Trustees of the Academy Trust from time to time).

Signed

Date

Please complete and return to:

Clerk to Trustees
Meller Educational Trust
c/o Watford UTC
18 Colonial Way
Watford, Herts WD24 5PT

Appendix 2 Reserved matters

The Reserved Matters are:

Members	
(subject to such other consents / requirements as might be required by law or the Funding Agreement)	
1	To change the name of Academies or the Academy Trust
2	To change the Objects (which would require Charity Commission and Secretary of State consent in any event)
3	To change the structure of the Board of Trustees
4	To amend the Articles of Association
5	To amend this Scheme
6	To pass a resolution to wind up an Academy or the Academy Trust
7	To appoint the auditors (save to the extent that the Trustees may make a casual appointment)
Trustees	
(subject to such other consents / requirements as might be required by law or the Funding Agreement)	
8	To change the name of the Academies
9	To determine the educational character, mission or ethos of the Academies
10	To adopt or alter the constitution and terms of reference of any committee of the Board of Trustees
11	To terminate a supplemental funding agreement for an Academy
12	To establish a trading company
13	To sell, purchase, mortgage or charge any land in which the Academy Trust has an interest
14	To approve the annual estimates of income and expenditure (budgets) and major projects
15	To appoint investment advisors
16	To sign off the annual accounts
17	To appoint or dismiss the Director of Finance, the Chief Executive Officer, the Principals, the Company Secretary or the Clerk to the Trustees
18	To settle the division of executive responsibilities between the Trustees on the one hand and Chief Executive Officer, the Principals and the Finance Director on the other hand, and to settle the division of executive responsibilities between those individuals
19	To do any other act which the Funding Agreement expressly reserves to the Board of Trustees or to another body (including for the avoidance of doubt, terminating the Funding Agreement or any part of it)
20	To do any other act which the Articles expressly reserve to the Board of Trustees or to another body
21	To do any other act which the Board of Trustees determine to be a Reserved Matter from time to time