



KALEIDOSCOPE
Multi Academy Trust

**Terms of Reference for Local
Governing Bodies
September 2024**

Approved by: Kaleidoscope Trust Board	September 2024
Next review	September 2025

CONTENTS

1.	Introduction	3
2.	Constitution of the LGBs	3
3.	Proceedings of the LGBs	4
4.	Relationship between the Board and LGB	4
5.	Delegated Powers	6
A1.	Annex 1	8
A2.	Annex 2	11
A3.	Annex 3	13

1. Introduction

1.1 Kaleidoscope Multi-Academy Trust (the “Trust”) is governed by a Trust Board (the “Trustees”) who are accountable to the Department for Education, Education Skills Fund ESF and have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the schools operated by the Trust.

1.2 The following schools are currently operated by the Trust:

Ashcombe Primary School
Becket Primary School
Christ Church C of E Primary School
Crockerne C of E Primary School
Hutton C of E Primary School
St Martin’s C of E Primary School
Worle Village Primary School

1.3 In order to assist with the discharge of their responsibilities, the Trustees have established a Local Governing Body (“LGB”) for each of the schools. The LGB is a committee of the Trust Board. It is responsible to the Trust Board and must follow the principles, policies and direction of the Kaleidoscope Trust Board - who are the accountable body in law.

1.4 The Trustees may review these terms of reference at any time but they shall review them at least annually.

1.5 These Terms of Reference may only be amended by the Trust Board.

2 Constitution of the LGBs

2.1 Members of the LGBs shall be known as “Governors”.

2.2 The composition of the LGBs shall include up to 12 Governors, as follows:

Non-Church School	Church School - VC	Church School - VA
The Headteacher Up to 3 further Staff Governors Up to 4 Parent Governors Up to 4 Co-opted Governors	The Headteacher Up to 2 further Staff Governors Up to 3 Parent Governors Up to 3 Co-opted Governors Up to 3 Foundation Governors (25%)	The Headteacher 1 further Staff Governor Up to 2 Parent Governors Up to 1 Co-opted Governor Up to 7 Foundation Governors. (There must be more than 50% Foundation Governors in a VA School).

It is important that the makeup of the LGB is represented as detailed above and that some appointments are not made which can imbalance the Board. e.g. Parents/staff should not be Co-opted or Foundation Governors. If there are vacancies on the Board, then the above still applies.

2.3 The Trustees reserve the right to appoint such persons to the LGB as they shall determine from time to time.

2.4 The procedure for the appointment and the removal of governors shall be as set out in Annex 1.

3 PROCEEDINGS OF THE LGB

3.1 The proceedings for meetings of the LGB shall be as set out in Annex 2.

3.1.1. Any Trustee may attend a meeting of the Local Governing Body.

3.1.2 Each member of the LGB shall have one equal vote. Where there is an equal division of votes, the chair of the LGB will have the casting vote.

3.1.3 All decisions reserved for the LGB shall be determined by the Board and will be reviewed at least annually.

4. Relationship between the Board and LGB

4.1 The LGB shall in carrying out its role shall:

4.1.1 promote high standards and aim to ensure that students and pupils are attending a successful school which provides them with a good education and supports their well-being;

4.1.2 ensure that all KMAT Policies and Procedures are implemented within their school.

4.1.3 ensure that LGB Meetings follow the KMAT timetable and include the core agenda items and policies as communicated by the Governance Professional (Clerk to the Board).

4.1.4 be responsible to the Trustees for its actions and follow the expectations of governors as laid down by the Trustees;

4.1.5 aim to establish that it is competent, accountable, independent and fully representative of the community it serves, and promotes best practice in governance;

4.1.6 aim to ensure that its governors promote and uphold high standards of conduct, probity and ethics and follow the 7 Principles of Public Life (Nolan Principles)

4.1.7 in the case of Church Schools – demonstrating Christian distinctiveness and working with the agreed policies and principles of the Church of England and Diocese of Bath and Wells

4.1.8 form a panel to review complaints and exclusions.

4.1.9

4.1.10 support the recruitment process.

4.1.11 provide a representative to advise the CEO as part of the Headteacher/Executive Headteacher/Executive Headteacher appraisal process.

4.1.12 report to the Board through the Governor representative attending the Chairs Forum.

4.1.13 support school leaders

4.2 The Trustees shall support the work of the LGB by:

4.2.1 setting a clear strategic vision for Kaleidoscope and its schools.

4.2.2 ensuring that systems are put in place to allow the governors to be presented with timely and good data to allow the LGB to analyse school performance in order to support and challenge the Executive Headteacher/Headteacher and the Senior Leadership team of the school; and

4.2.3 ensuring that the governors have access to high quality training.

4.3 Without prejudice to the Trustees' other rights to remove any governor and the Trustees rights to amend these terms of reference at any time, where the Trustees have concerns about the performance of an LGB they may amongst other actions:

4.3.1 require the relevant LGB to adopt and comply with a governance action plan in such form as determined by the Trustees;

4.3.2 suspend or remove any or all of the matters delegated to the LGB;

4.3.3 suspend or remove any or all of the governors of the relevant LGB;

4.4 The Trustees may require a governance action by virtue of the fact that:

4.4.1 the RAG Rating causes sufficient risk, causing the Trust Board to remove delegated roles.

4.4.2 the Trustees may vary the matters delegated where:

4.4.3 the LGB acts outside its delegated powers and limitations;

4.4.4 the LGB is in breach of these terms of reference;

4.5 The Trustees may remove governors where:

4.5.1 the school is in breach of its funding arrangements (which outlines the provision school must provide);

4.5.2 the LGB is in breach of these terms of reference;

4.6 the circumstances listed in paragraphs 4.4 and 4.5 are illustrative only and shall not limit the rights of the Trustees to suspend or remove any or all of the matters delegated to the LGB;

4.7 on the establishment of a Local Academy Council (LAC).

4.8 The Role of the Local Academy Council (LAC)

4.8.1 Where a school does not operate under 'delegated roles', the Trust Board will establish an advisory Academy Council in a school and will appoint the Chair and ensure parents are represented. The Academy Council will:

- Seek to understand how the school is led and managed: the Headteacher will report termly on how the school is fulfilling the trust's ethos, vision and strategy
- Act as the panel when reviewing the head's decisions on exclusions, and parents' complaints
- Be the consultative body for the school's stakeholders
- Represent the school's stakeholders
- Forge links with the community
- Act as an ambassador for the school

5 **Delegated Powers**

5.1 General Principles

In the exercise of its delegated powers and functions, the governors of the LGB shall:

- 5.1.1 Ensure that the school is conducted in accordance with the objects of the Trust, the terms of any Trust governing the use of the land which is used for the purposes of the school, any agreement entered into with the Secretary of State for the funding of the school and these terms of reference;
- 5.1.2 Promptly implement and comply with any policies or procedures communicated to the LGB by the Trustees;
- 5.1.3 Review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Trustees;
- 5.1.4 Work closely with the Trustees and act with integrity, objectivity and honesty in the best interests of the Trust and the school;
- 5.1.5 Be open about decisions and be prepared to justify those decisions;
- 5.1.6 Keep confidential all information of a confidential nature obtained by them relating to the school and the Trust
- 5.1.7 Be aware of the headline financial position of the school
- 5.1.8 Ensure the school is meeting the agreed targets.
- 5.1.9 Monitor and report that the school website complies with statutory and KMAT requirements, is clear, informative and promotes the school
- 5.1.10 Monitor and report that KMAT safeguarding procedures and training are in place.
- 5.1.11 Monitor and report that staff and pupil wellbeing is a high priority.
- 5.1.12 Monitor and report that the KMAT Health and Safety procedures and training are in place and followed and that health and safety audits are completed
- 5.1.13 Monitor and report that the school building is safe and well managed.
- 5.1.14 Monitor and report that the school has a broad and balanced curriculum and meets national and local requirements.

5.1.15 Ensure that the school meets statutory and KMAT requirements for supporting pupils with SEND and promotes best practice

5.2 Each governor shall be required to take part in regular self-review and is accountable for meeting their own training and development needs. It is a governor's responsibility to consider if, and raise any concerns where, he/she feels that appropriate training and development is not being provided.

5.3 Governors shall be expected to report to the Trust against Kaleidoscopes RAG Rating document, which have been set for the school and provide such data and information regarding the business of the school and the pupils attending the school as the Trustees may require from time to time.

5.4 The powers retained by the Trust and delegated from the Trustees to the LGBs are detailed within the Kaleidoscope Scheme of Delegation 2023.

5.5 For the avoidance of doubt, where a power is not expressly delegated to the CEO, any LGB or Executive Headteacher/Headteacher it will be deemed to have been retained by the Trust regardless of whether it is specified in the Scheme of Delegation.

5.6 Kaleidoscope Scheme of Delegation may be reviewed by the Trustees at any time but shall be reviewed at least annually. Trustees reserve the right to remove or alter any delegation at any time, whilst having due regard to, but not being bound by, the views of the LGB.

ANNEX 1 – Appointment and Removal of Governors

1 Staff governors

1.1 The Trustees shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the school and, where there are any contested posts, shall hold an election by a secret ballot.

1.2 All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Trustees. The Trustees may delegate the running of the election to the LGB.

2 Parent governors

2.1 Parent governors of the LGB shall be elected by parents of registered pupils at the school. They must be a parent of, or have parental responsibility for, a pupil at the school at the time when they are elected.

2.2 The Trustees shall determine all other matters relating to, an election of the parent governors. The Trustees may delegate the running of the election to the LGB. Documents and procedures outlining this process are located on the Kaleidoscope Drive.

2.3 Where a vacancy for a parent governor is required to be filled by election, the Trustees shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the school is informed of the vacancy and that it is required to be filled by election, informed that he/she is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so. The Trustees may delegate the running of the election to the LGB

2.4 Any election of persons who are to be the parent governors which is contested shall be held by secret ballot. The arrangements made for the election of the parent governors shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if they prefer, by having their ballot paper returned to the school by a registered pupil at the school.

2.5 Where the number of parents standing for election is less than the number of vacancies, the Trustees may appoint a person who is the parent of a registered pupil at the school or, where it is not reasonably practical to do so, a person who is the parent of a registered pupil of another school run by the Trust.

2.6 An employee of the Trust cannot be a parent governor.

3 Co-opted governors

3.1 The LGB has delegated responsibility to appoint Co-opted Governors. They must be:

a) a person who lives or works in the community served by the school (This excludes parents);

or

b) a person who, in the opinion of the Trustees, has the necessary skills set and is committed to the government and success of the school.

3.2 An employee of the Trust cannot be a co-opted governor.

4 Foundation Governors

4.1 All Church of England Schools must have foundation governors. In the case of a former voluntary controlled school, foundation appointments will make up 25% of the Local Governing Body (LGB) and for a former voluntary aided school there must be more than 50% foundation governors in accordance with the relevant clause in the Supplemental Funding Agreement for the school and with Article 101B of the Articles of Association of the Academy Trust.

4.2 Prior to appointing a foundation LGB member the Academy Trust shall first notify the Bath and Wells Diocesan Board of Education (DBE) of its intention, and shall require the candidate to submit an application for approval by the DBE. No LGB foundation member may be appointed without the written approval of the DBE.

4.3 The Trustees may delegate the notification to the DBE of its intention to appoint a foundation member and the submission of an application for approval by the DBE to the LGB. Documents and procedures outlining the process can be found on the Diocese of Bath and Wells Website <https://www.bathandwells.org.uk/supporting-children/school-effectiveness/school-governance>.

4.4 An employee of the Trust cannot be a Foundation Governor.

5 Term of Office

5.1 The term of office for any governor shall be 4 years, save for the Executive Headteacher/Headteacher of the school (as applicable) who shall remain a governor until he or she ceases to work at the school.

5.2 Subject to remaining eligible to be a particular type of governor, any person may be reappointed or re-elected to the LGB.

6 Resignation and removal

6.1 A person serving on the LGB shall cease to hold office if:

- a) They resign their office by giving notice in writing to the clerk of the LGB;
- b) the Headteacher or a staff governor ceases to work at the school;
- c) the Trustees terminate the appointment of a governor whose presence or conduct is deemed by the Trustees, at their sole discretion, not to be in the best interests of the Trust or the school.

6.2 For the avoidance of doubt, a parent governor shall not automatically cease to hold office solely by reason of their child ceasing to be a pupil at the school.

7 Disqualification of governors of the LGB

7.1 A person shall be disqualified from serving on the LGB if he/she would not be able to serve as a Director in accordance with Articles 68-80 of the Articles.

8 Appointment and removal of Chair and Vice Chair

8.1 The Chair and Vice Chair of the LGB shall be elected by the LGB.

8.2 The term of office of the Chair and Vice Chair shall be 1 year. Subject to remaining eligible to be a governor, any governor may be re-appointed as Chair or Vice Chair of the LGB.

8.3 The Chair and Vice Chair may at any time resign their office by giving notice in writing to the Trustees. The Chair or Vice Chair shall cease to hold office if:

- a) They cease to serve on the LGB;
- b) They are employed by the Trust whether or not at the school; or
- c) In the case of the Vice Chair, they are appointed to fill a vacancy in the office of the Chair.

8.4 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the chair for the purposes of the meeting. Where the Vice Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice Chair, the governors of the LGB shall elect one of their number to act as chair for the purposes of that meeting.

9 Committees

9.1 The business of the LGB should be conducted at a meeting of the full LGB and not in separate committees (with the exception of the ad-hoc establishment of a Pay, Complaints, and Exclusion Committee). All Governors should be informed of the resources, staffing, buildings, headline financial position, health and safety, standards, teaching/learning, curriculum, Christian ethos (if a Church School) safeguarding, SEND provision at their school. This should be recorded at minuted LGB meetings, using the Kaleidoscope agendas and pro-formas.

ANNEX 2 – Proceedings of the LGB

1 Meetings

- 1.1 The LGB shall meet at least 4 times each year and shall hold such other meetings as may be necessary.
- 1.2 Meetings of the LGB shall be convened by the Governance Professional to the LGB, who shall send the governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. Where there are matters demanding urgent consideration, the Chair or, in their absence, the Vice-Chair, may waive the need for seven days' notice of the meeting and substitute such notice as he thinks fit. The LGB Agenda shall follow the Kaleidoscope LGB Agenda – sent by the Governance Professional (Clerk to the Board) to the Kaleidoscope Board. This will ensure all statutory business and policies are addressed as detailed within the Academies Year Planner and Kaleidoscope Policy document.
- 1.3 Any governor shall be able to participate in meetings of the governors by telephone or video conference provided that they have given reasonable notice to the Governance Professional of the LGB and that the governors have access to the appropriate equipment.
- 1.4 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof or any defect in the election, appointment or nomination of any person serving on the LGB.

2 Quorum

The quorum for a meeting of the LGB, and any vote on any matter at such a meeting, shall be over 50% of the governors of the LGB.

3 Voting

- 3.1 Every matter to be decided at a meeting of the LGB shall be determined by a majority of the votes of the governors present and entitled to vote on the matter. Every governor shall have one vote. Where there is an equal division of votes, the Chair of the meeting shall have the casting vote. A governor may not vote by proxy.
- 3.2 Any governor who is also an employee of the Trust shall withdraw from that part of any meeting of the LGB at which their remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 3.3 A resolution in writing, signed by all the governors shall be valid and effective as if it had been passed at a meeting of the governors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the governors.

4 Conflicts of Interest

- 4.1 Any governors who have or may have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest (as defined below)) which conflicts or may conflict with their duties as a governor of the LGB shall disclose that fact to the LGB as soon as he becomes aware of it. A person must absent himself from any discussions of the LGB in which it is possible that a conflict will arise between their duty to act solely in the interests of the school and any duty or personal interest (including but not limited to any Personal Financial Interest).
- 4.2 A governor of the LGB has a Personal Financial Interest if he, or any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the governor or any person living with the governor as their or her partner, is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the Academy.
- 4.3 A Pecuniary Interest form must be signed annually (or in the case of new governors when they start their role) and any Pecuniary Interests must be declared at the start of all meetings.

5 Minutes of meetings

- 5.1 At every meeting of the LGB the minutes of the last meeting shall be taken as set out on the KMAT Agenda Template and, if agreed to be accurate, shall be signed as a true record. These minutes will follow the Kaleidoscope format as explained by the Governance Professional.
- 5.2 The Clerk to the LGB shall ensure that a copy of the agenda for every meeting of the governors, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of the previous meeting and any report, document or other paper considered at any such meeting are, within 14 days, be sent to the Governance Professional for the Trust, Aimee Cooper - acooper@kaleidoscopemat.co.uk.

ANNEX 3 - Overview of LGB Roles and Activities (This is detailed in full within the Scheme of Delegation)

Key Activities	Typical Inputs
<p>Understanding the Trust's vision & ethos</p> <ul style="list-style-type: none"> - The Trust's [vision and ethos statement] - The school's vision and ethos statement (this includes and builds upon the Trust's) 	<p>Understanding the Trust's vision & ethos</p> <ul style="list-style-type: none"> - The Trust's vision & ethos audit - The school's vision & ethos audit
<p>Understanding the community</p> <ul style="list-style-type: none"> - Understanding what services currently exist & where the gaps are - Understanding local issues & needs - Understanding how the school relates to the wider learning community 	<p>Understanding the community</p> <ul style="list-style-type: none"> - Community audit - Parent & student voice - Reviewing contextual data - PTA/Friends of the school etc.
<p>Understanding the school</p> <ul style="list-style-type: none"> - Student attainment & progress Curriculum - Student behaviour, attendance & safety - Quality of teaching & learning - Continuing Professional Development (CPD) 	<p>Understanding the school</p> <ul style="list-style-type: none"> - Kaleidoscope KPI data - Performance data - National averages/floor standards - Ofsted reports - Attendance reports - Training reports - School Self-Evaluation (SEF) - School visits from MAT & external advisors
<p>Working with the Headteacher</p> <ul style="list-style-type: none"> - Assist in setting priorities for school improvement - Support the Headteacher for developing, reviewing, monitoring the school Christian vision and that it is theologically routed. (Church Schools) - Positively challenge and proactively support the Headteacher and Leadership Team 	<p>Working with the Headteacher</p> <ul style="list-style-type: none"> - School Development/Improvement Plan - Local aspirations and community needs - School Self-Evaluation (SEF) - Reviewing monitoring reports - Conducting staff/pupil interviews and questionnaires - Parent & student voice
<p>Reviewing actions</p> <ul style="list-style-type: none"> - Know the improvement targets and strategies - Know the allocation of resources - Know the headline financial position for current and future years - Know how to review progress - Know how Pupil Premium (PP) is used - Know how SEND pupils are supported and achieving 	<p>Reviewing actions</p> <ul style="list-style-type: none"> - School Development/Improvement Plan - View the Financial Management Report - Pupil Premium report - SEND report - School Assessment Workbook - Benchmarking data - MAT visit reports

Undertaking specific responsibilities

LGB Members are encouraged to be linked with key curriculum and/or other areas of interest/work, e.g.:

- Exclusions
- SEN and vulnerable pupils (PP)
- Safeguarding
- Health and Safety

LGB Members may also be involved with:

- Hearing complaints
- Attending grievances & appeal hearing

Undertake key training



Undertaking specific responsibilities

LGB Members with link responsibilities are expected, in line with good practice, to be familiar with the policy relating to their area of work and the status of their area within the school. They may conduct audits and support with reviewing risk assessments. Where audits have taken place, they will monitor that any actions are completed.

- Safeguarding Governor meets with - DSL/Leaders 3x per year.
- Health and Safety Governor joins audits 3x per year.
- Attend panels when they arise.
- Undertake required training

Undertake key training

- Be familiar with the KMAT Governor Handbook
- Understand required training accessed on the National College, NGA and Diocese (for Church schools)