

## APPENDIX D

**Terms of Reference  
Executive Governing Body for the  
Cluster of Academies  
St. Mary's Catholic Primary School Whitstable  
St. Gregory's Catholic Primary School Margate  
St. Joseph's Catholic Primary School Broadstairs**

### 1. Purpose

- 1.1 The Executive Governing Body ('the EGB') oversees strategic and financial matters, in particular where there are shared resources or accountabilities across Academies within the Kent Catholic Schools Partnership multi-academy trust ('the Trust').
- 1.2 The EGB will provide challenge and support for the Executive Principal and will ensure that economies and efficiencies of scale are achieved in all aspects of the working relationship between Academies within the cluster.
- 1.3 The EGB also holds senior leaders to account for robust 'quality of education' and outcome targets and ensures that statutory obligations are met, including those that it delegates to Academy Committees.

### 2. Duties

In addition to any delegated authority given to it from the Trust Board, the EGB shall;

Clarity of vision, ethos and strategic direction (delegated to Academy Committee)

- 2.1 Ensure a medium to long term strategy for school improvement and governance and ensure that there is a plan in place for achieving that strategy.
- 2.2 Ensure that all actions undertaken by the EGB and its Committees are consistent with the Trust's policies and procedures.
- 2.3 Ensure that the Academy Committee(s) monitor the educational and religious character, mission of each Academy and that it is consistent with the shared vision and strategy of the Trust.

Educational Performance

- 2.4 Participate in the recruitment of a new Executive Principal and make a recommendation to the Executive Team.
- 2.5 With the CEO or his/her delegate, participate in the appraisal discussions for the Executive Principal with advice from the Director of School Improvement or his/her representative and advise where disciplinary action may be required;
- 2.6 Review termly reports on the quality of teaching and learning and challenge/support where required.
- 2.7 Support the Executive Principal in the development and review of an appropriate structure for the Academy and for the appointment of Senior Academy staff to ensure that the Academy remains fully staffed.

Financial Performance

- 2.10 Review the Academy budget and three-year plan and recommend this to the Finance and Resources Committee for approval;

- 2.11 Monitor the financial performance of the Academy against the Academy budget;
- 2.12 Review the responses from the Executive Principal on audit reports;
- 2.13 Review contracts in line with the Scheme of Delegation and the agreed budget.

#### Governance

- 2.14 Publish up-to-date details of the structure and remit of the EGB including full names of governors and business and pecuniary interests and attendance records;
- 2.19 Recommend the appointment of a Clerk to the EGB to the Company Secretary;
- 2.20 Review and approve Academy specific policies ensuring that they are in line with the Trust Policy or Directive from the Archbishop and publish on the Academy website;
- 2.22 Note the Trust Policies and publish on the Academy website and monitor implementation;
- 2.23 Ensure systems are in place in line with the Trust's strategy at the Academy for effective communication with pupils, parents or carers, staff, parish or Diocese and the wider community;
- 2.24 Support the Executive Principal with regard to pay and performance recommendations for Academy staff, in line with the Pay and Reward Policy. Admissions
- 2.26 Approve and publish the Admissions Policy for each Academy.
- 2.27 Undertake consultation, publish admissions and determine arrangements as required in accordance with the School Admissions and Appeals Codes, this includes the Diocese guidance for Admissions to Catholic Schools
- 2.28 Make recommendations to the Trust regarding school expansion who will seek consent from Education Commission.
- 2.29 Make arrangements for determining and hearing admissions appeals
- 2.30 Ensure effective arrangements are in place for pupil recruitment

#### Health, safety, risks and estates

- 2.31 Ensure the risk register of each Academy is reviewed regularly and any issues of concern are reported to the Director of Finance and HR
- 2.32 Ensure that the Trust Health and Safety policy is implemented
- 2.33 Support the Director of Finance and HR in developing a long-term estate management strategy that has due regard to all advice from the Education Commission and current legislation.

### **3 Constitution, Membership and Quorum**

- 3.1 The EGB shall consist of no more than twelve (12) Governors including the Executive Principal.
- 3.2 The EGB may appoint other members from time to time providing the constitution does not exceed 12 and the ratio of foundation governors remains as plus two. The Chair/Clerk must inform the Company Secretary of any new appointment who will liaise with the Education Commission to ensure that the Governor is appointed correctly to the academies within the Cluster.
- 3.3 The Chair of the EGB may invite standing attendees to the Meeting to act as advisors or to present on matters but they shall not be members and they shall have no voting rights.

- 3.4 Other than an Academy Committee Chair or in exceptional circumstances as agreed by the Company Secretary, no other Member of an Academy Committee shall sit on the Executive Governing Body as a Governor but the Chair may choose to invite a Member of an Academy Committee within their cluster to present on specific matters to the EGB.
- 3.5 The quorum for EGB meetings shall be three (3) Governors, with at least two being Foundation Governors.
- 3.6 The minimum number of Governors required to be appointed at an EGB shall be six (6) where there is a cluster of two academies and eight (8) where there is a cluster of 3 academies.

The constitution should be within the following remit:

<b><u>Executive Governing Body (2 academy cluster)</u></b>	<b><u>Executive Governing Body (3 academy cluster)</u></b>
1. Foundation Governor *	1. Foundation Governor *
2. Foundation Governor *	2. Foundation Governor *
3. Foundation Governor	3. Foundation Governor *
4. Foundation Governor	4. Foundation Governor *
5. Foundation Governor	5. Foundation Governor
6. Foundation Governor	6. Foundation Governor
7. Foundation Governor (Chair of an Academy Committee – Academy 1) *	6. Foundation Governor (Chair of an Academy Committee – Academy 1) *
8. Foundation Governor (Chair of an Academy Committee – Academy 2) *	7. Foundation Governor (Chair of an Academy Committee – Academy 2) *
9. Staff Governor (Executive Principal) *	8. Foundation Governor (Chair of an Academy Committee – Academy 3) *
10. Parent Governor *	9. Staff Governor (Executive Principal) *
11. Foundation/ Parent / Staff / Co-Opted Governor	10. Parent Governor *
12. Foundation/ Parent / Staff / Co-Opted Governor	11. Foundation/ Parent /Staff/ Co-Opted Governor
	12. Foundation/ Parent /Staff/ Co-Opted Governor
* Governor required. (minimum number 6 in total)	* Governor required. (minimum number 8 in total)

#### **4 Appointment of Chair and Vice-Chair**

- 4.1 At the first meeting of the EGB each Academic year, the members shall elect a Chair and Vice Chair from among their number of Foundation Governors. The Chair nomination will be approved by the Trust Board in accordance with the Scheme of Delegation.
- 4.2 The Chair and Vice-Chair shall hold office for one (1) year, and until the first meeting of the EGB of each Trust year.
- 4.3 At the end of the term of office, the Chair and Vice-Chair shall be eligible for re-appointment, subject to a maximum of 9 re-appointments, or a total of 9 years, unless agreed otherwise by the Trust Board of Directors.
- 4.4 If the Chair and Vice-Chair are absent from any meeting, the remaining members of the EGB shall choose one of their number to act as Chair for that meeting.

#### **5 Secretary**

- 5.1 The Clerk shall act as Secretary to the EGB and will ensure that the EGB is provided with the relevant information and papers in a timely manner to enable full and proper consideration to be given to the issues.

#### **6 Voting Arrangements**

- 6.1 Each member of the EGB shall have one vote which may be cast on matters considered at the meeting. Votes may only be cast by members attending the meeting.
- 6.2 If a matter that is considered by the EGB is one where a member, either directly or indirectly has a personal interest, that member shall not be permitted to vote on that matter.
- 6.3 Except where he/she has a personal interest, the Chair of the Committee shall have a casting vote.

## **7 Frequency of Meetings**

- 7.1 The EGB shall meet at least four (4) times per year at appropriate intervals. Additional meetings may be called as and when required.

## **8 Notice and Minutes**

- 8.1 Meetings of the EGB shall be convened by the Clerk at the request of any of its members, with the approval of the Chair, or at the request of the Chair if they consider it necessary.
- 8.2 The Clerk will normally circulate the agenda and papers for meetings at least five (5) working days before the date of the meeting.
- 8.3 The Clerk shall minute the proceedings and decisions of all meetings of the EGB, including recording the names of those present, absent and those in attendance.
- 8.4 Draft minutes of the meeting will be circulated promptly to the Chair. Once approved by the Chair, minutes will be circulated to all other members of the EGB unless it would be inappropriate to do so in the opinion of the Chair.
- 8.5 The Clerk will also provide a summary of the meeting proceedings and provide this in a summary slide together with the minutes of the EGB meeting and send these to the Trust Board, via the Company Secretary ([mboniface@kcsp.org.uk](mailto:mboniface@kcsp.org.uk)).

## **9 Authority**

- 9.1 The Board has delegated the powers, authorities and discretions to the EGB as set out in this Terms of Reference and the Scheme of Delegation.
- 9.2 The EGB may sub-delegate (unless expressly prohibited by the Board) some of its powers and authorities, including the establishment of Academy committees to analyse particular issues or themes and report back to the EGB.
- 9.3 The EGB has authority to investigate any matter relating to the set of Academies for which it represents. It also has authority to:
- 9.3.1 seek any information it requires from any Officer or Employee related to an Academy which it represents in order to perform its duties;
  - 9.3.2 invite any member of the Academy Committee, Employee of the Trust Office to attend meetings of the EGB; and
  - 9.3.3 escalate any matter of concern to the Trust Board or a Board Committee via the Company Secretary.

## **10 Other Matters**

- 10.1 The EGB shall;

- (a) have access to sufficient resources in order to carry out its duties, including access to the Company Secretary for assistance, as required;
- (b) be provided with appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members;
- (c) oversee any investigation of activities which are within its terms of reference;
- (d) work and liaise as necessary with the Board and all Committees of the Board; and
- (e) arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure that it is operating at maximum effectiveness.

## 11 Reporting Procedures

11.1 The EGB shall report to the Trust Board after each meeting.

The EGB shall review these terms at least annually and recommend any changes to the Board.

Reviewed by the EGB on [ ] 2018.

Approved by the Board on 17 October 2018.