



Local Governing Body Terms of Reference 2025 – 26

The Local Governing Body (LGB)

The Board of directors has established Local Governing Bodies as Committees of the Pope Francis Catholic Multi Academy Company (PFMAC) (Articles of Association 100). The PFMAC has a scheme of delegation which sets out both responsibilities and accountability of the Board, the Executive, Local Governing Bodies (LGBs) and school leaders.

LGBs do not have statutory responsibilities in the way that the governing body in a stand-alone local authority school has, but it has responsibilities delegated to it by the PFMAC Board, which are set out in the PFMAC's governance documents. Governors are dedicated to a single school and the community that it serves. Because of this they get to know their school and serve as a local sounding board and decision-making body. Not having statutory responsibilities allows our LGBs to concentrate even more on the one absolute priority – providing excellent Catholic education for our children. Our governors support and challenge their school leaders in the traditional way that all governors do but, by spending less time on policies and paperwork, they can spend more time understanding the specific needs of their school and the community it serves and adapting their activities accordingly.

The Directors determine and approve the delegation of powers, responsibilities and duties to the Local Governing Body and review this Scheme of Delegation regularly (Article 105). The directors may change the governance of a school where it has serious cause for concern including

- Standards of performance of pupils at the school are unacceptably low
- Serious breakdown in the way the school is governed or managed
- Safety of pupils or staff is threatened
- Financial mismanagement or failure to operate within budget
- An individual governor or governors are not abiding by the Code of Conduct

Membership and Quorum

In its Academy Trust Governance Guide the DfE gives the following guidance on the size of LGBs, "An effective board is focused and no larger than is needed to have all the necessary skills to carry out its functions effectively. DfE's preference is for smaller boards that help the board be cohesive, dynamic, and able to act more decisively on delivering its agreed strategic priorities".

Local Governing Body Constitution:

At least six Foundation Governors appointed by the Archbishop (or as many more are required to ensure that the number of Foundation Governors exceeds the number of all other Governors by at least 2.)

One Foundation Governor position must be made available to the Parish Priest

One member of staff

Two Parent Governors

The Headteacher

Clerking

A professional clerk to the LGB will be appointed to minute meetings and ensure effective governance, by providing support, guidance and advice to the board.

Terms of Office

All governors except for the Headteacher will have a term of office of four years from the date of their election or appointment. The Headteacher remains a member of the LGB whilst in post.

Election of Chair and Vice-Chair

At the first LGB meeting of the academic year an election shall be held to elect a Chair and Vice-Chair for a term of office of one year. Both the Chair and Vice-Chair must be Foundation Governors. However, where a LGB is unable to appoint a Chair the Board of Directors reserves the right to do so.

Meeting Minutes

Minutes will be drawn up by the designated clerk. In circumstances where the clerk, or an appropriate substitute, has not been able to attend the meeting a governor or other attendee may be nominated to act as minute-taker for that meeting. The minutes will be approved at the next meeting. Following their approval, the minutes will be marked as 'signed' on the GovernorHub system. A copy of the non-confidential minutes will be available for inspection within the school on request.

Committees

The LGB should consider annually its preferred Committee structure. The work of the LGB may be conducted during the full LGB meeting, by a Committee or by an individual representative. The decision should be clearly recorded and the LGB must follow the relevant Terms of Reference whatever model is adopted.

Additionally, the LGB must appoint one governor to participate in the Headteacher's Performance Review and provide for an Admissions Committee to consider admissions applications.

LGB Meetings

The LGB must meet at least three times each year, once each term. Meetings will usually be convened by the chair, but any three governors can put a request to the clerk to convene a meeting and the clerk must do so.

At least seven days before the meeting all governors must be provided with a copy of the agenda and all papers to be discussed at the meeting. Papers should only be tabled at meetings, or distributed less than seven days in advance of the meeting, in exceptional circumstances which are agreed as such by the Chair of the LGB. When the Chair considers the issue(s) to be discussed to be urgent they can call a meeting with less than the usual seven days' notice.

The quorum for a LGB meeting, which is the number of governors who need to be present for the meeting to be valid, will be 50% of the number of governors on the LGB at that time, not including any vacancies, rounded up to the nearest whole number. The quorum for a committee meeting is three governors, at least two of whom do not work at the school. The

quorum for the Headteacher's Performance Review is one governor (alongside the other participants), and must not be employed by the PFMAC.

LGB Decisions

Every question to be decided at a LGB meeting, or one of its committees, will be decided by a simple majority of the governors present; no votes can be cast by proxy. Other than in contested ballots for the role of Chair and Vice Chair, votes will usually be determined by a show of hands, unless a secret ballot is requested by the Chair or any governor present. If there is an equal division of votes the Chair of the Meeting will have a second and casting vote.

In between meetings the LGB can make a decision by way of a written resolution. This is a document signed by every governor. In practice this may be a number of identical documents, and electronic signatures (or email confirmations from the confirmed email addresses declared on GovernorHub for each governor) are acceptable.

In circumstances where there is a risk of a serious detriment to a pupil, a pupil's family, a member of staff or the school as whole, and it is not reasonable to call a meeting or reach a decision by written resolution the Chair can make a decision on behalf of the LGB. Any decisions taken in this way must be reported and minuted at the next LGB meeting.

Meeting Documents

The agenda for every meeting of the LGB, all reports and documents for each meeting and the signed minutes of meetings will be made available, as soon as possible after each meeting, for inspection at the school, by anyone who asks to see them. This does not apply to any paper or minute that the LGB has decided is confidential; confidential matters include anything relating specifically to a pupil or potential pupil and their family, a member of staff or a potential member of staff.

Meeting Attendance

The following are entitled to attend meetings of the LGB:

- All elected, appointed or ex-officio governors of the school;
- Any Director (with the agreement of the PFMAC Board);
- The Catholic Senior Executive Lead (CSEL) of the PFMAC or their representative;
- Any PFMAC staff at the request of the CSEL;
- The Clerk to the LGB;
- Anyone else, with the permission of the LGB.

Governors can participate in meetings of the LGB, and committee meetings, by telephone or video conference, provided that they have arranged this in advance and it has been possible to make appropriate arrangements. A governor participating virtually will count towards the quorum for the meeting as if they were in attendance in person. If a secret ballot takes place, arrangements should be made for governors attending virtually to make their views known privately to the Clerk to the Meeting; if, after all reasonable efforts, it does not prove possible for the person to participate by telephone or video conference, the meeting may still go ahead as long as it is otherwise quorate.

The LGB can also agree for meetings to be conducted entirely via a virtual meeting platform.

Review

These Terms of Reference will be reviewed annually by the PFMAC Board of Directors.

Further documentation

These Terms of Reference should be read in conjunction with the following documents:

- Scheme of Delegation
- Governance Handbook
- Annual schedule of LGB business
- Scheme of Delegation of Financial Authority
- The PFMAC Articles of Association
- Committee Terms of Reference