



Working together to create great places to learn and work

Stadhampton Primary School

School Governing Body

TERMS OF REFERENCE 2025 - 2026

1. Governance of Acer Trust Schools

- 1.1 The Board of Trustees of Acer Trust (Trust Board) is the non-executive body accountable for all aspects of the conduct and performance of the schools in the Trust. The responsibilities of the Trust Board are defined in the Acer Trust Governance Framework.
- 1.2 The Trust Board delegates the day-to-day management of Stadhampton Primary School and its delegated budget to the Headteacher and the school's Leadership Team. The School Governing Body is responsible for the oversight of the management of the school and its budget. It is the responsibility of the Trust Board to ensure that the governors are exercising their governance functions in line with the relevant duties.
- 1.3 As required by the Trustees, the School Governing Body will report to the Trust Board about how it is meeting its responsibilities, as defined in the Governance Framework, and the monitoring mechanisms that are being used to ensure that delegated duties are properly discharged.
- 1.4 The School Governing Body will carry out all its functions in accordance with the instructions of the Trust Board and within the principles set out in the Governance Framework.
- 1.5 The Trust Board has delegated relevant powers to the School Governing Body; all governors are responsible for contributing to the work of the School Governing Body in ensuring high standards of achievement for all children and young people. The purpose of the School Governing Body is to:
 - Ensure clarity of vision, ethos and strategic direction of the School, in line with the Trust's visions, principles and values as stated in Acer Trust Charter and Acer Trust Governance Framework;
 - Hold the Headteacher and school leadership team to account for educational performance of the School and the performance management of staff; and
 - Oversee financial performance and value for money within the School's budget.

2. Membership

- 2.1 The School Governing Body will consist of not less than 9 and no more than 15 Governors. The membership shall comprise:

- A minimum of two and maximum of four elected parent governors
 - Trust-approved governors (known as Community Governors)
 - The Headteacher as ex officio governor
 - A minimum of one and maximum of two elected staff governors
- 2.2 All governors, with the exception of the Headteacher, will serve a four-year term of office and shall be eligible for reappointment at the end of their first term, up to a maximum of two consecutive terms, apart from in exceptional circumstances and subject to an annual review of membership of the School's Governing Body, to ensure it retains a strong skill set.
- 2.3 The School Governing Body may continue to act notwithstanding a temporary vacancy in its composition.

3. Appointment and election of Governors

- 3.1 Parent Governors will be nominated and elected by the process described in the Acer Trust Procedures for the election of Parent Governors.
- 3.2 Staff Governors will be nominated and elected by the staff members in the school.
- 3.3 Trust-approved Governors will be nominated by the School Governing Body and approved by the Trust Board; or, if the school's circumstances require additional governance support, appointed directly by the Trust Board. Trust-approved Governors will be people who, in the opinion of the School Governing Body, have the skills required to contribute to the effective governance and success of the school.
- 3.4 Trust-approved Governors may also be parents of the school but will not be elected directly by other parents.
- 3.5 The School Governing Body will audit the skills needed and then decide how to recruit and select candidates for recommendation to the Trust Board for approval.
- 3.6 The only school employees eligible to be elected or appointed to the Governing Body are those listed above.

4. Governance arrangements

- 4.1 The School Governing Body will meet at least six times a year and will facilitate appropriate development and training events which governors are expected to attend.
- 4.2 The School Governing Body will elect from their number a Chair and Vice-Chair (or Co-Chairs), whose appointment will be subject to the approval of the Trust Board.
- 4.3 The Chair, Vice-Chair or Co-Chairs shall be elected at the last meeting of each year, for a term of one year. Chairs, Vice-Chairs and Co-Chairs shall be eligible for reappointment at the end of their term, subject to clause 2.2.
- 4.4 The School Governing Body will appoint a duly skilled and qualified clerk, whose appointment will be subject to the approval of the Trust Board.
- 4.5 The School Governing Body will choose the governance structures that best suit their needs. The School Governing Body may establish Committees and/or Link

Governors to oversee particular aspects of the school's functions, and also Working Groups as required to deal with specific projects/topics. The School Governing Body shall determine the terms of reference and membership of any such committees and groups.

- 4.6 Stadhampton Primary School has the following committees:
Headteacher Appraisal Committee
- 4.7 Non-voting associate members (such as members of the school's staff, governors of other Trust schools, or trustees) can be appointed to any of the Working Groups or Committees, subject to the **approval of the Governing Body and the usual pre-appointment checks**.
- 4.8 Governors will undertake training where necessary and form a pool from which ad hoc committees of no less than three governors can be drawn, if the need arises, in accordance with the school's policies and procedures to deal with matters including:
- Student discipline
 - Complaints appeals
 - Staff discipline and dismissal
 - Staff dismissal appeal
 - Staff grievance appeal
- 4.9 Elected staff governors may not sit on these ad hoc committees. As required, governors from one of the other Acer Trust School Governing Bodies may sit on ad hoc committees to ensure that the appropriate expertise is available in these committees.

5. **Proceedings at School Governing Meetings**

- 5.1 The Chair is responsible for working with the Headteacher and the Clerk to prepare the agenda for each School Governing Body meeting.
- 5.2 All meetings shall be convened by the Clerk to the School Governing Body, who shall send to the Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.
- 5.3 In the event that the Chair is unable to attend a meeting of the School Governing Body, the Vice Chair will act as Chair for the meeting. If neither is available, the School Governing Body may elect a Chair for the meeting from those present.
- 5.4 The quorum for the School Governing Body will be a minimum of half the current membership rounded up to the nearest whole number.
- 5.5 If a quorum is not present within 30 minutes of the published start time of the meeting, the meeting may proceed for information only and no decisions may be taken. A further meeting shall be convened as soon as practicable to undertake any outstanding business.
- 5.6 Copies of agenda, papers and draft minutes will be made available to the Trust Board and to the School's Leadership Team.
- 5.7 Decisions shall be determined by a majority of votes of the Governors present. In

the event of a tied vote, the Chair will have a second or casting vote.

- 5.8 Governors are required to declare relevant interests in accordance with the Trust Conflicts of Interest Policy. Any conflict of interest must be declared at the start of the meeting or prior to the item being discussed. Governors must withdraw from the meeting if there is, or could be, a conflict of interest or a pecuniary interest.
- 5.9 A meeting of the School Governing Body shall be called by the Clerk as requested by the Chair or at the request in writing by any three Governors. 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 they think fit.
- 5.10 All governors will follow the adopted Code of Conduct.

6. Chair's Action

- 6.1 When it is not possible for a decision to wait until the next Governing Body meeting, and arranging an extraordinary meeting is impractical, the Chair, in consultation with the Vice Chair and Headteacher, may take a decision on behalf of the Governing Body. All such decisions will be recorded in writing and reported to the next Governing Body meeting.

7. Core Responsibilities of the School Governing Body

The School Governing Body shall have the following responsibilities:

7.1 Vision and ethos

- Co-create, establish and uphold the School's vision and ethos, in line with the Trust Charter.

7.2 Strategy

- Oversee the strategic direction and growth of the School, in line with the strategic direction of the Trust;
- Co-create, establish and oversee the implementation of strategy, including the School Improvement Plan;
- Set strategic school targets and monitor progress.

7.3 Performance

- Appoint and ensure performance management of the Headteacher, in conjunction with the CEO;
- Oversee the salary ranges and performance management of the school leadership team;
- Monitor educational standards and student welfare in the school and report any significant challenges or issues to the Trust Board;
- Secure financial sustainability by setting and monitoring school budgets and financial regularity, in line with the Trust's Financial Regulations, and reporting any significant challenges or issues to the Trust Board;
- Liaise with Ofsted in the event of a school inspection.

7.4 Compliance

- Adopt and ensure compliance with Trust policies;
- Establish school policies in line with the Trust's policy framework and ensure compliance;
- Oversee the school's compliance with statutory requirements such as employment law, health and safety, data protection and equality and diversity;
- Ensure high standards of corporate ethics in the school;
- Ensure appropriate risk management and business continuity for the school;
- Intervene and inform the Trust if the Headteacher fails to act to avoid a breach of statutory duty.

7.5 Governance

- Exercise a duty of care, skill and diligence in all governance activities;
- Avoid and/or actively manage conflicts of interest;
- Establish and implement appropriate governance structures for the School;
- Appropriately delegate responsibilities and decisions to the Headteacher and school leadership team.

8. Headteacher's Performance Management

- 8.1 Each governing body is responsible for putting in place arrangements for the Headteacher's Performance Management in consultation with the Trust CEO.
- 8.2 There will be a Governors' Committee to carry out the Headteacher's performance review, in accordance with the Trust's Pay Policy. This Committee shall include the Trust CEO.
- 8.3 The Headteacher's Performance Management Committee's procedures are laid down by the statutes governing the Headteacher's Performance Management.
- 8.4 The pay review of members of the Leadership Team falls under the school's Performance Management processes but the Headteacher's Performance Management Committee will review Leadership Team salaries and salary ranges to ensure that they are in accordance with the statutes.
- 8.5 The Headteacher's Performance Management Committee will meet at least twice a year to review the Headteacher's performance and pay; further meetings may be arranged as required.

Approved by the Governing Body on:

Signed: S. A. Huntley Chair of Governors Date: 14/7/25