

Meeting terms of reference for the:

**GOVERNING BOARD**

## 1. INTRODUCTION

This document outlines the Terms of Reference for the Governing Board. It is designed to ensure effective governance, help clear decision-making processes and define the roles and responsibilities of the committee members.

## 2. PURPOSE

The purpose of these Terms of Reference is to:

- \* Define the scope and objectives of the board meetings.
- \* Establish the roles and responsibilities of board members.
- \* Ensure compliance with charity governance best practices and statutory DfE requirements.
- \* Provide a framework for effective decision-making and oversight.

## 3. SCOPE

These Terms of Reference apply to all ordinary meetings of the Governing Board, and are to be adhered to by all board members: Governors, CHF Executive Leadership Team (ELT) members and their colleagues.

The scope of the Governing Board is to discharge the delegated responsibility from the Trustee Board for the development and operational delivery of CHF's regulated education and social care services. As part of the 'sharing excellence and leading innovation' strategy workstream, the Governing Board will:

- \* Advise, challenge and support the Foundation's ELT and senior managers, holding them to account for the delivery of safe, high-quality education and social care services.
- \* Be well informed about regulatory frameworks and will ensure any requirements arising from regulatory inspections are implemented.
- \* Approve the annual school development plan and social care improvement plan.
- \* Monitor the eligibility criteria and best allocation of school and residential places.

## 4. FREQUENCY OF MEETINGS

The Governing Board shall meet 3 times a year. Additional meetings such as Governor-altogether meetings, can be convened at the request of the Chair.

## 5. NOTICE OF MEETINGS

A schedule of regular meetings shall be agreed upon annually, and provided to the Governing Board members at the beginning of the academic year.

The agenda and relevant documents shall be distributed to Governing Board members at least 7 days prior to the meeting.

## 6. QUORUM

The quorum for the Governing Board meetings shall be 5 Governors of which 3 must be Trustee Appointed Governors, and must include the Chair of Governors or the Vice Chair. The Governing Board meeting must include the Chief Executive, the Headteacher and the Director of Social Care, or their deputies.

If a quorum is not present, the meeting may be adjourned to another date or it can continue with the agreement of the Chair, but any decisions must be agreed by absent Governing Board members.

## 7. AGENDA

The agenda shall be prepared by the Chair of Governors and the Chief Executive.

Governing Board members may request items to be added to the agenda by submitting them to the Chair before the agenda for the meeting is finalised. Otherwise an item can be brought and discussed under Any Other Business.

The agenda shall include, but is not limited to:

- \* Approval of minutes from the previous meeting
- \* Review of action items
- \* Education, Social Care and Safeguarding Dashboard and specific KPIs,
- \* Performance digest including Risk Register, KPIs and financial update
- \* Report from Safeguarding Governor
- \* Minutes and reports from joint sub committees
- \* Equality and safeguarding reflection
- \* Board meeting impact consideration
- \* Summary of Tier 1 policies agreed this term
- \* Any other business

## 8. MINUTES

The Governance Manager or their deputy shall act as the clerk and record the minutes of each meeting.

Draft minutes shall be agreed by the Chair of Governors and then uploaded to the current portal "The Trust Governor" within 14 days after the meeting.

The minutes shall be approved at the subsequent Board meeting and signed by the Chair of Governors.

## 9. ROLES AND RESPONSIBILITIES

Chair of Governors:

- \* Support the Chief Executive in planning the agenda and papers required for each meeting.
- \* Provide leadership to the Governing Board, and keep the meeting to time.
- \* Ensure effective functioning of the Governing Board facilitating decision making as required.
- \* Facilitate constructive discussions, based on high challenge and high support.

Governing Board Members:

- \* Attend meetings and participate actively.
- \* Participate in training and appraisals.
- \* Review meeting materials in advance.

- \* Act in the best interests of the charity and its stakeholders.
- \* Maintain confidentiality as required.

Clerk:

- \* Ensure compliance with statutory and regulatory requirements.
- \* Prepare and circulate meeting agendas and documents.
- \* Record and distribute meeting minutes and follow up any actions.

#### 10. DECISION-MAKING

Decisions will usually be made by verbal agreement; a vote can be recorded if required. Decisions may also be made by email being circulated to all members and recorded in the minutes of the next meeting.

#### 11. REVIEW AND AMENDMENTS

These Terms of Reference shall be agreed in the first Governing Board meeting of the academic year, and reviewed annually thereafter. Any amendments must be approved by the Chair of Governors and the Board members.

#### 12. EFFECTIVE DATE

Academic year 2024 - 2025

#### 13. MEMBERSHIP

**Governors:**

All Trustee Appointed Governors  
Staff Governor  
Teacher Governor  
Futures' Parent Governor  
*Parent Governor (pupils)*  
*LA Rep. Governor*

**In Attendance:**

Chief Executive  
Director of Social Care  
Company Secretary  
Director of Specialist Services & Income  
Headteacher  
Director of People and Culture  
Director of Resources  
*Other senior managers as required*