



# **St Laurence School**

**The Members of the  
Academy Trust**

**&**

**The Governing Body**

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**Instrument of Government  
& Scheme of  
Delegation**

derived from the  
Memorandum and Articles of Association

**1 September 2019**

## **Introduction**

### **Role of the Members of the Academy Trust**

The Members of the Academy Trust are made up of the Members of St Laurence School Academy Trust. The role of the Members of the Academy Trust is to ensure that the Objects of the Academy Trust are upheld through delegation of responsibility to the Governing Body.

### **Role of the Governing Body**

The Governing Body is made up of the Governors (also known as 'Trustees') of the St Laurence School Academy Trust. The Governing Body is responsible for setting strategic direction, ensuring accountability and evaluating performance in accordance with the Memorandum and Articles of Association of St Laurence School Academy Trust.

Acting as a 'critical friend', the Governing Body offers support and constructive advice but not at the expense of questioning proposals and seeking further information. The Governing Body expects open discussion about the main aspects of school life so that they can both challenge and support the School to do better.

Governors are not expected to be involved in the detail of day-to-day management of the School.

### **Role of the Senior Team**

The Senior Team is responsible for the internal organisation, management and control of the School.

The Senior Team acknowledges the role of the Governing Body as co-leaders of the School. The Governors establish the strategic framework and expect members of the Senior Team to report to them regularly on progress towards related targets.

### **Instrument of Government**

1. The name of the School is St Laurence School.
2. The School is an Academy.
3. The name of the Academy Trust is St Laurence School Academy Trust.
4. The Members of the Academy Trust and the Governing Body are governed by the Memorandum and Articles of Association of St Laurence School Academy Trust adopted on conversion to an Academy on 1 August 2011.
5. The Academy Trust's Objects are restricted to the following: to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by:-
  - a) establishing, maintaining, carrying on, managing and developing a school with a designated Church of England religious character offering a broad and balanced curriculum ("the Academy) conducted in accordance with the principles, practices and tenets of the Church of England both generally and in particular in relation to arranging for religious education and daily acts of worship (as required by the Funding Agreement) and in having regard to the advice of the Diocesan Board of Education; and

- b) maintaining, carrying on, managing and developing the long-standing heritage of the local community's engagement with education in Bradford-on-Avon and surrounding parishes of Winsley, South Wraxall, Atworth, Monkton Farleigh and Limpley Stoke and promoting education in subjects that address the needs of industry, commerce and technology particularly in relation to the Foundation's Charity Commission Scheme dated 31 October 1986.
6. The Members of the Academy Trust shall consist of:
- a) the Chair of the Governing Body representing the Governing Body of St Laurence School \*
  - b) the signatories to the Memorandum (Bath University and Wessex Water)
  - c) the Salisbury Diocesan Educational Trust (Foundation Member)
  - d) 1 person appointed by the Lord Fitzmaurice's Educational Foundation (Foundation Member)
  - e) Any additional other person unanimously appointed by the Members with the written consent of the Diocesan Board of Education
7. The Governing Body shall consist of:
- a) up to 6 Governors appointed by the Members of the Academy Trust
  - b) a maximum of 2 Staff Governors
  - c) a minimum of 2 and up to 4 Parent Governors
  - d) The Headteacher
  - e) A maximum of 1 Foundation Governor appointed by the Salisbury Diocesan Educational Trust
  - f) Up to 2 Foundation Governors appointed by the Lord Fitzmaurice's Educational Foundation
  - g) the Incumbent of the parish of Bradford on Avon Holy Trinity
8. The total number of Governors shall not be less than 3 nor more than 17
9. This Instrument of Government came into effect on 1 August 2011.
10. A copy of this Instrument of Government must be supplied to every Governor and every Member of the Academy Trust.

\* If the Governing Body chose to elect as Chair of Governors someone who was also a Foundation Member then that person would, in their capacity of Chair of Governors, be representing the Governing Body and not their own/a Foundation's interests. If that person felt unable to act in that capacity without a conflict of interest then they should not accept the appointment, as is the case already as a 'standard' Governor.

## Summary Terms of Reference – Members of the Academy Trust

**Full terms of reference and responsibilities are laid out in the Memorandum and Articles of Association of St Laurence School Academy Trust**

The Members of the Academy Trust meet at least once per year and takes responsibility as follows:

### **Responsibilities of the Members of the Academy Trust**

- *To uphold the Objects of the Academy Trust under Article 4;*
- *To appoint and remove Members of the Academy Trust under Articles 12, 13 and 16;*
- *To appoint and remove up to 6 Governors of St Laurence School under Articles 46 and 50;*
- *To meet at least once per year and to hold an AGM under Article 19;*
- *To uphold the Memorandum and Articles of Association and submit any proposed changes to the Secretary of State and to the Foundation Members for written approval under Article 17.*

### **Quorum**

The quorum for any meeting of the Members of the Academy Trust is two Members.

## Summary Terms of Reference – the Governing Body

### Full terms of reference and responsibilities are laid out in the Memorandum and Articles of Association of St Laurence School Academy Trust

The full Governing Body meets seven times per year. However, many of its functions are delegated to committees which record decisions in minutes that are scrutinised at meetings of the Governing Body. Such decisions may be reconsidered if they are judged not to be in line with the School's common purpose, shared aims and core values.

The full Governing Body of St Laurence School takes responsibility as follows:

#### Key Responsibilities of the Governing Body

- *To appoint and remove the Chair and Vice-Chair of Governors;*
- *To appoint and dismiss the Company Secretary;*
- *To appoint and dismiss the Clerk to the Governors (if applicable);*
- *To meet at least three times per year;*
- *To appoint and remove up to 2 Co-opted Governors under Article 59 of the Articles of Association of St Laurence School Academy Trust;*
- *To maintain a register of Governors' business interests;*
- *To review annually the delegation of functions, terms of reference and membership of committees;*
- *To determine the nature of the Governing Body's non-statutory procedures.*
- *To review annually the delegation of functions, terms of reference and membership of the Governing Body and its committees;*
- *To determine the method of appointing Staff Governors under Article 50A;*
- *To maintain a register of Governor Interests.*

#### Other responsibilities

- *To approve the appointment of directors in and monitor the performance of any trading subsidiary, other companies or formal collaboration of which the Academy may be a member.*
- *To agree the establishment and disestablishment of trading subsidiaries and membership in other companies.*

- *To consider and approve or reject the audited financial statements;*
- *To recommend the appointment of the external auditors to the members;*
- *To consider and approve or reject the first budget plan for each financial year;*
- *To consider and approve or reject achievement targets for each academic year;*
- *To consider and approve or reject the School Development Plan each year;*
- *To consider and ratify or reject the appointment of the Headteacher and Deputy/ies;*
- *To consider and approve Religious Education provision in line with the locally agreed syllabus;*
- *To draw up the Instrument of Government, submit it to the Members of the Academy Trust and amend its content at any time;*
- *To publish any proposals for change in category and status of the School;*
- *To set the times of the School Day.*

### **Quorum**

The quorum for a meeting of the Governors, and any vote on any matter thereat, shall be any 3 Governors, or, where greater, any one third (rounded up to a whole number) of the total number of Governors holding office at the date of the meeting.

The quorum for the purposes of appointing a Parent Governor under Article 57, any vote on the removal of a Governor in accordance with Article 67 or any vote on the removal of the Chair of Governors in accordance with Article 91 shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Governors entitled to vote on those respective matters.

## Delegation to Governors Committees and Individuals

There are four committees reporting to every meeting of the full Governing Body:

- *Community and Ethos*
- *Finance, Facilities and Environment*
- *Standards*
- *Strategy*

Terms of Reference for all committees:

- *Membership will be determined at the first Full Governing Body meeting each academic year when the Chair of each committee will also be appointed;*
- *Committees may include non-voting associate committee members who are appointed only by the Governing Body; governors can attend other committee meetings, of which they are not members, as observers;*
- *The Vice Chair of each committee will be appointed at the first meeting in the academic year of each committee;*
- *Each committee will meet 6 times per year. These meetings will be programmed in advance and published in the School Calendar. Any extraordinary meetings will be called with due notice;*
- *Voting will be dealt with on a simple majority basis with the Chair of the committee having the casting vote in the event of a tie.*

There are six named Governors for monitoring specific aspects of the School's provision and reporting annually to the Governing Body as follows:

- *Collective Worship – to ensure that arrangements are in accordance with the Academy status of St Laurence School*
- *Special Educational Needs (SEN) – to ensure that provision is in accordance with the Academy Trust's policy on SEN;*
- *Sex, Drugs and Relationships Education (SRE) – to ensure that provision is in accordance with the Academy Trust's policy on SRE;*
- *Child Protection – to ensure that provision is in accordance with the Academy Trust's policy on Child Protection;*
- *Health and Safety – to ensure that the Academy Trust implements and complies with the published Health and Safety policy;*
- *Vulnerable Students – to ensure that provision is in accordance with the Academy Trust's arrangements for vulnerable students.*

## Terms of Reference - Community & Ethos Committee

The Community & Ethos Committee has wide-ranging responsibility for the well-being and personal development of all students with the aim that each student grows in to a confident individual and an engaged citizen.

### Delegated Powers

- *To approve Equality, Attendance and Behaviour Management policies;*
- *To monitor the spiritual, moral, social and cultural health of the school and the engagement of students;*
- *To monitor the expression of the Christian ethos of the school in line with the academy objectives including the quality of collective worship;*
- *To review proposals for change to Uniform policy;*
- *To approve Child Protection policy;*
- *To discharge the responsibilities of the Governing Body in relation to safeguarding and child protection;*
- *To set up Discipline Committee hearings to review all permanent exclusions and those of 15 days or more in one term or those where the opportunity to sit a public examination would be lost;*
- *To direct reinstatement of excluded students as agreed by the Discipline Committee following a hearing and review;*
- *To appeal against Department of Education (DfE) directions to admit certain students;*
- *To monitor the provision of free school meals and payment of educational maintenance allowances to students meeting the criteria;*
- *To monitor provision in the Restaurant (healthy eating/nutritional standards) and St Laurence Extra;*
- *To monitor provision and progress for Pupil Premium and other vulnerable student groups.*

### Membership

- Minimum of four Governors appointed by the Governing Body
- One Senior Team representative (in attendance / non-voting)
- Headteacher (ex-officio with full voting rights)
- Chair of Governors (ex-officio with full voting rights)

Quorum = 3

## Terms of Reference - Finance, Facilities & Environment Committee

The Finance, Facilities & Environment Committee has wide-ranging responsibility for the quality of the physical and learning environment managed within a secure and enabling financial framework. The FFE committee also acts as the audit committee of the Academy.

### Delegated Powers

- *To monitor the impact of the Health & Safety Policy and receive reports on related issues;*
- *To recommend the budget for approval to the Full Governing Body;*
- *To monitor I&E in year against budget, and monitor the cash position and cash forecast of the Academy;*
- *To implement and monitor the Reserves and Investments Policies;*
- *To set a Charging and Remissions Policy;*
- *To approve a capitalisation of assets procedure (e.g. capitalise all assets with a purchase cost in excess of £5,000);*
- *To approve significant financial proposals (e.g. contract proposals for liability in excess of £30,000; disposal of assets exceeding £5,000; debt write-offs exceeding £2,000, CIF bids);*
- *To monitor and review service level agreements of a significant or sensitive nature. To monitor and review contracts, e.g. for staff, cleaning, catering and grounds;*
- *To monitor and review Pupil Premium Expenditure;*
- *To recommend to FGB a development and maintenance plan for the site and for other significant assets;*
- *To monitor IT infrastructure, including data and system security, and to recommend to FGB and IT infrastructure and development plan;*
- *To approve the data protection policy and review compliance with current data protection legislation;*
- *To approve proposed arrangements for buildings and other insurance;*
- *To ensure compliance with the Academies Financial Handbook including associated policies, assurance of financial controls and procedures, and anti-fraud procedures;*
- *To make recommendation to the FGB on the appointment of the external auditor;*
- *To consider and provide comment on external audit reports and management letters to the FGB;*
- *To ensure a process is in place for the internal scrutiny of financial systems, controls, transactions and risks;*
- *To receive the Financial Controls and Assurance Reports (FCAR), and the comments from the Responsible Officer on the effectiveness of the financial procedures and controls; to review the recommendations together with the appropriateness of the management's response. These reports also to be reported to the governing body;*
- *To approve the data protection policy and receive and review reports from the data protection officer on compliance with current data protection legislation;*
- *To monitor and review the Academy's risk management process and to receive reports on the major risks and the measures in place to mitigate against these.*

## Membership

- Minimum of four Governors appointed by the Governing Body
- The DFO as Senior Team representative (in attendance / non-voting)
- Headteacher (ex-officio with full voting rights apart from when audit matters are discussed)
- Chair of Governors (ex-officio with full voting rights)

Quorum = 3

## Terms of Reference - Standards Committee

The Standards Committee has wide-ranging responsibility for development of successful learners through the educational experience and outcomes provided by the School and the efficiency and effectiveness of the teaching staff.

### Delegated Powers

- *To approve the overarching curriculum policy of the School;*
- *To approve Special Educational Needs (SEN) policy;*
- *To monitor curriculum strategies for meeting an individual's need through personalised learning, most able provision and SEN support;*
- *To monitor procedures underpinning the curriculum – setting, marking, reporting, SEN effectiveness, etc.*
- *To ensure provision of Religious Education is in line with the object of the Academy Trust;*
- *To review examination results and encourage attainment-raising strategies;*
- *To manage Governor visits to classrooms and receive reports;*
- *To monitor provision and progress for pupil premium students;*
- *To receive reports on Faculty Reviews and/or other quality assurance processes;*
- *To regularly receive presentations from curriculum leaders;*
- *To ensure that the statutory duties regarding careers are met, and to monitor their implementation;*
- *'To receive key stage data inputs for KS3- KS5;*
- *To review and approve exams and controlled assessment policies.*

### Membership

- Minimum of four Governors appointed by the Governing Body
- One Senior Team representative (in attendance / non-voting)
- Headteacher (ex-officio with full voting rights)
- Chair of Governors (ex-officio with full voting rights)

Quorum = 3

## Terms of Reference- Strategy Committee

The Strategy Committee meets prior to the other committees taking overall responsibility for delivering the vision and driving an agenda of continuous improvement across all areas; monitoring progress against plan and highlighting issues for the attention of full governing body, senior leadership team or another committee.

### Delegated Powers

- *To drive planning and continuous improvement in accordance with the Vision, and the School Improvement Plan;*
- *To review self-evaluation outcomes, recent Ofsted reports and the Governors' strategic priorities;*
- *To approve the Headteacher's dismissal, suspension or ending of suspension;*
- *To co-ordinate publication of information required of the Governing Body;*
- *To determine the pay spines of Headteacher, Deputy and Assistant Headteacher in accordance with the Schoolteachers' Pay and Conditions Document (SPCD);*
- *To appoint a pay panel to approve pay proposals for staff progression on their pay spines;*
- *To steer the fulfilment of the Governing Body's specific responsibilities;*
- *To carry out an annual self-evaluation exercise of the Governing Body;*
- *To work with the Headteacher and other members of the Senior Team on agenda setting for committees and other leadership concerns;*
- *To undertake other tasks as from time to time required by the Governing Body or requested by the Senior Team.*
- *To approve changes to the staffing structure with reference to the School's financial and curricular context;*
- *To consider and recommend to FGB to approve the School's pay and performance management policies;*
- *To monitor and assist with recruitment;*
- *To set up panels for Grievance, Disciplinary, Capability, Appeal, Staff Absence and all Termination of Employment (except Headteacher) procedures;*
- *To monitor staff welfare within the school and the impact of professional development opportunities.*

### Membership

- Chair of Governors
- Vice-Chair of Governors
- Headteacher
- Chair or Vice Chair from each of the other three Governor committees

Quorum = 4