

Hook-with-Warsash Church of England Academy

Governing Body Terms of Reference 2025/26



Signed:

Chair of Governors _____

Headteacher _____

Reviewed: July 2025

Date to be Reviewed: July 2026

“Let Your Light Shine”

To provide an inspirational environment based on Christian values where individuals can excel and flourish academically, socially and emotionally, preparing them for life’s journey.

HOOK-WITH-WARSASH C of E ACADEMY

GOVERNING BODY

TERMS OF REFERENCE

2025/26

In accordance with the Articles of Association of the Hook-with Warsash Church of England Academy (the Articles) which came into effect on the 1 September 2012 the Governing Body, also referred to as the Board of Directors, will consist of no fewer than 3 and no more than 20 members constituted as follows:

A minimum of 2 Parent Governors (elected by parents of registered pupils at the Academy)

Up to 4 Foundation Governors (appointed by the Foundation Members of the Academy Trust)

Up to 12 Appointed Governors (appointed by the Members of the Academy Trust)

Any Staff Governors (appointed by the Members of the Academy Trust) not exceeding one third of the total number of Governors

The principal (treated as an ex-officio Governor)

Up to 2 Co-opted Governors (appointed by the Governors)

At its first meeting of the Academic Year the Governing Body will agree who else should attend meetings in a non-voting, advisory capacity.

All Governors will be required to complete and sign annually a declaration of Due Diligence which will include:

- details of any pecuniary and other interests which may constitute a conflict of interests;
- an undertaking to promote the Objects of the Academy Trust as detailed in paragraphs 4a and 4b of the Articles;
- an undertaking to comply with the Governors Code of Conduct
- an undertaking to act independently from other Governors when making any decisions and to make decisions which represent the best personal view of what will most benefit the academy and its pupils;
- an agreement that their data will be held and used, as detailed, and to use and protect the data of other Governors in accordance with the General Data Protection Regulations and with the policies of the Academy.

These Terms of Reference seek to clarify and expand the provisions contained in the Articles and it is assumed that Governors are familiar with them. Consequently, the provisions will not be duplicated in the notes below

1. Membership of the Governing Body, its Powers and Responsibilities and the conduct of its meetings are to be in accordance with the current edition of the Academy Trust Handbook, published by the DfE and paragraphs 49-100 and paragraphs 105-123 of the Articles.
2. The Governing Body will meet formally generally twice but at least once a term.
3. Times and dates of meetings are to be determined by the Governing Body at the last Meeting in July for the following academic year. Additional or special meetings are to be arranged when necessary.
4. Any Governor who is unable to attend a meeting is encouraged to appoint a proxy to vote on his or her behalf. The Governor will then be regarded as present at the meeting. However, apologies may be offered without a proxy being appointed. Apologies will be noted as an agenda item of each meeting.

NB The noting of apologies does not imply acceptance and a Governor who is absent from meetings for more the six months, is liable to be disqualified, regardless of whether apologies have been offered or not.

5. The Governing Body will delegate many of its activities to committees, panels and working groups as appropriate. These will include governors and co-opted personnel as necessary. Any governor, who is not a member of a particular committee may attend any meeting of that committee in a non-voting capacity, although in exceptional circumstances he or she may be co-opted onto the Committee for that meeting and given voting rights.

Committees of the Governing Body are:

- a. Resources;
- b. Pupil Discipline, Curriculum and Early Years;
- c. Governance & Audit;
- d. Pay & Appraisal;
- e. Forging Links;

A Governing Body Working Group will be established when needed with the remit to:

- a. Market and Promote the Academy to ensure that the intake matches the PAN;
- b. Develop communications with the local community, including through the use of social media;

Governing Body Panels will be convened to hear matters related to:

- a. Admissions;
- b. Staff Discipline;
- c. Discipline and Grievance Appeals;
- d. Complaints;

as required.

Reports from Committees will normally be presented at each Full Governing Body Meeting, in the form of the minutes of the meetings circulated in advance, with the opportunity to question the chair of the Committee.

- 6. The Constitution, membership and powers of each Committee/working group will be agreed at the first Full Governing Body Meeting of the Academic Year in accordance with paragraphs 101-104 of the Articles. Such details will be formalised in published Terms of Reference.
- 7. The Governing Body may set up additional ad-hoc working groups, at any time, if it considers an item has arisen that falls outside the Terms of Reference of the existing Committees or working groups.
- 8. The Governing Body will approve the budget at the final meeting of the Academic Year, in preparation for the next year, and a revised Budget at the fifth meeting after the start of the Academic Year. Copies of the approved budget and the approved revised budget will be signed by the Chair of Governors
- 9. The Headteacher will present at least one written report to the Governors each term.
- 10. The Governing Body will conduct its business in accordance with the Business Cycle agreed at the first meeting of the Academic Year, thus ensuring that it complies with its Statutory and other responsibilities.
- 11. Items for inclusion on the agenda must be received by the Clerk to the Governors 21 days before a meeting. The agenda and calling notice for a Full Governors Meeting will normally be sent out not later than two weeks before the meeting, this complying with the Articles of Association. However, the Governing Body has agreed that, since all meeting dates are published in advance

(see paragraph 3 above), where appropriate an agenda may be distributed a minimum of one week in advance of the meeting.

12. Any other business will be an item on the governors' meeting agenda. However, items will be accepted only at the Chair's discretion and should normally be submitted to the clerk no later than one week before the meeting. Other items raised may be referred back for discussion at the next meeting of the appropriate Committee or Working Group before being considered by the Governing Body.
13. All Governors are required to complete an enhanced DBS check on taking office and to have this check renewed in the event of being re-appointed/re-elected for a further term.

Reviewed and Ratified July 2025

Date for Review July 2026