

GREATER NOTTINGHAM EDUCATION TRUST
TERMS OF REFERENCE FOR LOCAL GOVERNING BODIES
APPROVED BY THE TRUSTEES ON: THURSDAY, 31 MARCH 2016

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ACADEMY NAME: CARLTON LE WILLOWS

- 1 MODEL OF GOVERNANCE - THE TRUST, LOCAL GOVERNING BODY AND EXECUTIVE**
- 1.1 Governance and leadership of the Greater Nottingham Education Trust is distributed through three bodies; the Trust, Local Governing Body and the Executive Team
- 1.2 The Trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement with the Department for Education and a Supplemental Funding Agreement in respect of the Academy (together the “Funding Agreements”) and so it is the Trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreements.
- 1.3 The Trustees are the charity trustees (within the terms of section 177 of the Charities Act 2011) and are responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the Articles.
- 1.4 The Trust Board (Board) is responsible for ensuring that high standards of corporate governance are maintained. It will exercise its powers and functions with a view to fulfilling a largely strategic leadership role in the running of the Academies. This will allow greater opportunities for collaboration not only with regards to teaching but also in terms of the management of each Academy, including the procurement of goods and services.
- 1.5 The Local Governing Body is a committee of the Trust Board established pursuant to Article 101. The Local Governing Body will act in accordance with these Terms of Reference and the Scheme of Delegation for the Academy unless otherwise directed by the Trustees. It will be accountable to the Trustees for its decisions.
- 1.6 The Executive Team consists of the Chief Executive Officer, the Trust Finance and Operations Director and the Headteachers of the academies that are operated by the Trust and plays an important role in the day-to-day running and organisation of the Trust. Although the Executive Team it is not part of the formal governance structure, it advises and informs the Trustees through the Chief Executive Officer, who chairs meetings of the Executive Team, how the Trust can work better to serve the needs of all the academies operated by the Trust.

2 THE ROLE OF THE LOCAL GOVERNING BODY

- 2.1 The Local Governing Body is a committee of the main board of the Trust.
- 2.2 Each Academy has its own Local Governing Body, which is established by the Board in accordance with the Trust's Articles and will be subject to Terms of Reference set out below which will detail the responsibilities of the Local Governing Body and its relationship with the main board.
- 2.3 The Trust expects the Local Governing Body to ensure that the Academy is led and managed effectively to ensure the aims and values of the Trust as a whole are delivered upon.
- 2.4 The Local Governing Body operates under powers delegated to it by the Trustees and these powers may be withdrawn by the Trustees if the Local Governing Body has demonstrated that it is not fit for purpose.

3 LOCAL GOVERNING BODY – APPOINTMENT AND STRUCTURE

- 3.1 Membership of the Local Governing Body shall comprise no fewer than 9 and no more than 13 as follows:
 - (a) Up to 8 Governors appointed by the Trust
 - (b) The Headteacher
 - (c) A minimum of 2 elected Parent Governors
 - (d) Up to 2 staff
 - (e) As a sub-committee of the Board, Trustees can attend any meeting of a Local Governing Body

With regard to the appointment of the appointees of the Trust Board, the Trustees shall seek to ensure that the views of the Local Governing Body are taken into account.

- 3.2 The Local Governing Body may continue to act notwithstanding a temporary vacancy in its constitution
- 3.3 The length of a Local Governor's term of office shall be four years. A Local Governor may be re-appointed for consecutive periods not exceeding 12 years in total but thereafter a Local Governor shall not be eligible for re-appointment until one year after his or her retirement, unless agreed exceptionally by resolution of the Trustees that he or she shall be eligible to serve for a further consecutive term.
- 3.4 No person shall be qualified to be a Local Governor unless he is aged 18 or over at the date of his election or appointment. No current pupil of any of the Academies shall be a Local Governor.

- 3.5 A Local Governor shall cease to hold office if he becomes incapable by reason of illness or injury of managing or administering his own affairs.
- 3.6 A Local Governor shall cease to hold office if he is absent without the permission of the Local Governors from all their meetings held within a period of six months and the other Local Governors resolve that his office be vacated.
- 3.7 A person shall be disqualified from holding or continuing to hold office as a Local Governor if:
- 3.7.1 he has been declared bankrupt and/or his estate has been seized from his possession for the benefit of his creditors and the declaration or seizure has not been discharged, annulled or reduced; or
- 3.7.2 he is the subject of a bankruptcy restrictions order or an interim order.
- 3.8 A person shall be disqualified from holding or continuing to hold office as a Local Governor at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 3.9 A Local Governor shall cease to hold office if:
- 3.9.1 he would, by virtue of any provision in the Companies Act 2006 or section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision), be disqualified from acting as a trustee; or
- 3.9.2 he is otherwise found to be unsuitable by the Secretary of State under the provisions of the Funding Agreements.
- 3.10 A person shall be disqualified from holding or continuing to hold office as a Local Governor if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.
- 3.11 A person shall be disqualified from holding or continuing to hold office as a Local Governor where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- 3.12 After the Academy has opened, a person shall be disqualified from holding or continuing to hold office as a Local Governor if he has not provided to the Chair of the Trustees, by the date of the Local Governor's appointment or as soon as practicable thereafter, a disclosure and barring service certificate (previously known as a criminal records certificate) at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate

discloses any information which would in the opinion of either the Chair of the Trustees or the Chief Executive Officer confirm their unsuitability to work with children, that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.

- 3.13 Where, by virtue of these Terms of Reference a person becomes disqualified from holding, or continuing to hold office as a Local Governor; and he is, or is proposed, to become such a Local Governor, he shall upon becoming disqualified give written notice of that fact to the Clerk.
- 3.14 A Local Governor's term of office shall be terminated if:
- 3.14.1 he resigns by serving written notice to the Clerk;
 - 3.14.2 the Trustees terminate his appointment;
 - 3.14.3 he is removed by the persons appointing him (although this does not apply to elected staff or Parent Local Governors);
 - 3.14.4 in the case of a Staff Member, his employment is terminated;
- 3.15 The Local Governing Body may continue to act notwithstanding a temporary vacancy in its composition.

4 APPOINTMENT OF CHAIR AND VICE-CHAIR OF LOCAL GOVERNING BODY

- 4.1 The Chair of the Local Governing Body shall be appointed by the Trustees having sought views of the Local Governors.
- 4.2 The term of office of the Chair of the Local Governing Body shall be 1 year.
- 4.3 Subject to remaining eligible to be the Chair, any Local Governor may be re-appointed as the Chair for consecutive periods not exceeding 12 years in total. Thereafter, a Local Governor shall not usually be eligible for re-appointment as Chair until one year after his or her retirement, unless otherwise agreed by the Trustees.
- 4.4 The Vice-Chair of the Local Governing Body shall be appointed by the Local Governors from amongst their number for a term of 1 year. Subject to remaining eligible to be a Vice-Chair, a Local Governor may be re-appointed for further terms of office as Vice-Chair by the Local Governors.
- 4.5 If both the Chair and the Vice-Chair are absent from any meeting of the Local Governing Body, those Local Governors present shall appoint one of their number to chair the meeting.

5 RESPONSIBILITIES OF TRUSTEES AND LOCAL GOVERNORS

5.1 Compliance and Governance

5.1.1 The Trustees are required to:

- (a) ensure compliance with all statutory regulations and Acts of Parliament governing the operation of the Academy, including health and safety;
- (b) comply with the provisions of the Funding Agreements;
- (c) set the risk management strategy, considering strategic risks in the context of future Trust planning and decision making and reviewing the effectiveness of the risk management arrangements; and
- (d) determine the corporate planning and strategy for the Academy and the Trust in consultation with the Local Governing Body.

5.1.2 The Local Governors shall:

- (a) ensure that standards of attainment and progress by the students of the Academy are high;
- (b) take a strategic role in the governance of the Academy;
- (c) act as a critical friend to the Academy and provide support to the Headteacher and the staff;
- (d) monitor and evaluate the work of the Academy systematically and regularly in relation to:
 - (i) student outcomes;
 - (ii) teaching, learning and assessment;
 - (iii) personal, development, behaviour and welfare
 - (iv) effectiveness of leadership and management; and
 - (v) financial probity;
- (e) carry forward the Trust's vision, in a way appropriate to the specific qualities and community characteristics of the Academy;
- (f) implement actions required to comply with statutory regulations and the Funding Agreements; and
- (g) implement the policies agreed by the Trustees.

5.2 Appointments and Training

5.2.1 The Trustees shall:

- (a) appoint the Headteacher having sought the views of the Local Governors;
- (b) determine salary increases and work with the Local Governing Body to undertake performance management for the Headteacher (subject to the Headteacher's contract of employment);
- (c) acting through the Chief Executive Officer and taking account of appropriate HR advice:
 - (i) work with the Local Governing Body to determine salary increases for members of staff at the Academy;
 - (ii) work with the Local Governing Body to determine any restructuring of staff at the Academy;
 - (iii) determine terms and conditions of service for staff (the Trust is the employer of all staff and is responsible for procedures and terms and conditions of service for all employees including the setting of appropriate rules for the conduct of staff, in each case as developed with each Academy), changes to such policies and procedures being effected only after consultation with the Local Governing Body, Headteacher and staff groups where appropriate;
 - (iv) appoint the Chair of the Local Governing Body pursuant to paragraph 4.1 and appoint the Clerk (who shall not be a Local Governor) to the Local Governing Body save that the Local Governors, where the Clerk fails to attend a meeting of theirs, may appoint anyone of their number or any other person to act as Clerk for the purpose of that meeting;
 - (v) ensure that trustee and Local Governor training and evaluation is provided.

5.2.2 The Local Governors shall:

- (a) comply with the Trust's HR policies, including the process for local performance reviews for members of staff;
- (b) advise the Headteacher in the event that they consider that changes are required to staff terms and conditions (to be clear, Local Governors may not make any amendments to terms and conditions without the Trustees' consent).

5.3 Finances

5.3.1 The Trustees shall:

- (a) have oversight with regard to the finances of the Trust and the Academy, including, but without limitation, responsibility for compliance with the financial and accounting requirements detailed within the Funding Agreement;
- (b) review and approve the Academy's annual budget in consultation with the Local Governing Body;
- (c) determine, after consultation with the Local Governing Body, the extent of the services provided to the Academy by the Trust and how the costs for such services should be allocated, apportioned or retained;
- (d) comply with the Academies Financial Handbook including, but without limitation, determination of procurement policies for the Trust;
- (e) put in place guidelines for the local maintenance of assets and appropriate registers.

5.3.2 The Local Governors shall:

- (a) provide to the Chief Financial Officer (CFO), by 28th February, details to enable draft budgets to be considered by the Trustees and to be submitted to the DfE as required by the Funding Agreements and provide such further support in connection with the budgetary process as may be required. Except where prior permission has been obtained from the Trustees, the Academy budget is to be prepared to show break even or better;
- (b) comply with the final budget as notified by the Trust, including monitoring and reviewing expenditure on a regular basis;
- (c) manage the Academy's cashflow and monitor expenditure by the Academy in accordance with policies determined by the Trustees. Under no circumstances has the Local Governing Body the authority to borrow money.
- (d) maintain proper accounting records and the preparation of income and expenditure and balance sheets as required by the CFO;
- (e) assist the Trustees in complying with the provisions of the Funding Agreements where requested from time to time;
- (f) maintain or put in place appropriate arrangements for the maintenance of the Academy estate in accordance with the guidelines established by the Trust;
- (g) seek value for money and demonstrate that value for money has been achieved, including implementation of the Trust's procurement policies;

- (h) notify the Trust of any changes to fixed assets used by the Academy; and
- (i) observe proper levels of delegation and protocols, in conjunction with the CFO and Accounting Officer.

5.4 Policies and Targets

5.4.1 The Trustees shall:

- (a) determine the policies for use by the Academy as detailed in the Scheme of Delegation (Annex 1);
- (b) determine the admissions policy and arrangements for the Academy in accordance with admissions law and DfE codes of practice (which is communicated to the Local Governors and implemented locally);
- (c) consider and evaluate performance against KPIs set by the Trust in relation to academics, finances and other matters;
- (d) determine the Academy's development plan; and
- (e) determine any additional financial and reporting targets for the Academy.

5.5 Generally

- 5.6 Each Local Governor shall act in the best interests of the Academy at all times.
- 5.7 No Local Governor shall act or omit to act in a way which would be prejudicial to the interests of the Academy or the Trust at any time, including any actions or omissions which might create bad publicity for the Academy or the Trust.
- 5.8 The Local Governors must keep confidential all information of a confidential nature obtained by them relating to the Academy and the Trust.
- 5.9 When a Local Governor becomes a Local Governor of an Academy within the Trust (following his or her appointment or his or her transfer from a maintained school), he or she shall be required to complete and sign a registration form (with details required for the Trust) in which the Local Governor agrees to comply with:
 - the Articles;
 - the Funding Agreements;
 - these Terms of Reference;
 - the Department for Education Governance' Handbook; and

- any terms of reference of sub-committees which may apply to that Local Governor.

5.10 Each Local Governor shall be required to attend training as referenced in paragraph 5.2.1(c)(v).

5.11 Each Local Governor shall also be required to take part in regular self-reviews and is accountable for meeting his or her own training and development needs. It is a Local Governor's responsibility to consider if, and raise any concerns where, he or she feels that appropriate training and development is not being provided.

6 CHIEF EXECUTIVE OFFICER

6.1 The Chief Executive Officer has been appointed by the Trustees to oversee and coordinate all Trust activities and to undertake the role of Accounting Officer. Trustees delegate to the Chief Executive Officer such functions and powers as are required in relation to securing the effective internal organisation, management and control of the Trust and its Academies, including the implementation, management and monitoring of all policies approved by the Trustees for the effective operation of the Academies.

7 RESPONSIBILITIES OF THE HEADTEACHER

7.1 The Headteacher shall be responsible to the Local Governing Body for the leadership and management of the Academy, including, in particular for:

- 7.1.1 implementing the agreed policies and procedures laid down by the Trustees and the Local Governing Body;
- 7.1.2 advising the Local Governing Body and the Trustees on strategic direction, forward planning and quality assurance;
- 7.1.3 advising the Local Governing Body and the Trustees and/or the Admissions Committee on the admission of pupils;
- 7.1.4 managing the delegated budget and resources agreed by the Trustees;
- 7.1.5 advising the Local Governing Body on the appointment of the Deputy Headteacher and such other senior posts as the Local Governing Body may determine;
- 7.1.6 the appointment of all other staff and (except to the extent directed otherwise by the Trustees and/or the Local Governing Body), the salary grading, allocation of duties, appraisal and discipline of all staff in accordance with the Trust's human resources policies and procedures and best practice for HR and recruitment;

- 7.1.7 the maintenance of good order and discipline by the pupils including their suspension and/or exclusion within the framework laid down by the Local Governing Body;
and
- 7.1.8 all such additional functions as may be assigned under the Headteacher's job description or contract of employment.

8 ROLE OF THE CHAIR

- 8.1 The Chair shall:
 - 8.1.1 meet regularly with the Headteacher;
 - 8.1.2 preside over efficient Local Governing Body meetings by establishing a sound sub-committee structure and effective working procedures; and
 - 8.1.3 be accountable to the Trustees for the operation of the Academy and shall meet with the Chief Executive Officer and the Trustees at such times as may be reasonably required.

9 CONFLICTS OF INTEREST

- 9.1 The income and property of the Academy must be applied solely towards the provision of the Objects as detailed in the Articles. The restrictions and procedures which apply to the Trustees in the Articles with regard to having a Personal Financial Interest shall also apply to the Local Governors.
- 9.2 Any Local Governor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a Local Governor shall disclose that fact to the Local Governors as soon as he becomes aware of it. A Local Governor must absent himself from any discussions of the Local Governors in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

10 MEETINGS OF LOCAL GOVERNING BODY

- 10.1 The Local Governing Body shall meet at least once in every term, and shall hold such other meetings as may be necessary. A quorum must be present, being the minimum of three or one third of the Local Governors.
- 10.2 All meetings shall be convened by the Clerk, who shall send to the Local Governors and to the Chief Executive Officer written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.

- 10.3 A special meeting of the Local Governing Body shall be called by the Clerk whenever requested by the Chair or at the request in writing of any three Local Governors or of the Chief Executive Officer. Where there are matters demanding urgent consideration, the Chair or, in his absence, the Vice-Chair may, with the approval of the Chief Executive Officer, waive the need for seven clear days' notice of the meeting and substitute such notice as he thinks fit.
- 10.4 The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.
- 10.5 If the number of Local Governors assembled for a meeting of the Local Governing Body does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the Local Governing Body the number of Local Governors present ceases to constitute a quorum, the meeting shall be terminated forthwith.
- 10.6 If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.
- 10.7 Every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the Local Governors present and voting on the question. Every Local Governor shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
- 10.8 A Local Governor may not vote by proxy.
- 10.9 No resolution of the Local Governing Body may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- 10.10 Any Local Governor who is also an employee of the Trust shall withdraw from that part of any meeting of the Local Governing Body at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 10.11 A resolution in writing, signed by all the Local Governors (or all of the members of a committee of the Local Governing Body), shall be valid and effective as if it had been passed at a meeting of the Local Governing Body or (as the case may be) a committee of Local Governing Body duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Local Governors (or the members of a committee, as the case may be).
- 10.12 Any Local Governor shall be able to participate in meetings of the Local Governors by telephone or video conference provided that he has given reasonable notice to the Clerk and that the Local Governors have access to the appropriate equipment.
- 10.13 Minutes must be prepared of all Local Governing Body meetings and meetings of all sub-committees. Drafts of those minutes must be sent to all attendees and to the Chief Executive

Officer no later than 14 days after the date of the meeting. Final minutes, as approved by the Local Governors, must be sent to the Chief Executive Officer and the chairman of Trustees within 7 days of approval.

11 DELEGATION OF FUNCTIONS AND COMMITTEES

- 11.1 The Local Governing Body shall ensure the Academy has a named governor for Special Educational Needs and Disabilities (SEND), Safeguarding, Health and Safety, Looked After Children and Careers and Employability. These governors will be given a named employee of the Academy within whom they can liaise with to develop their knowledge and expertise in order to monitor the Academy's activity and compliance in these areas.
- 11.2 The Local Governing Body shall establish:
- 11.2.1 A Pupil and Personnel, Finance and General Purposes, Strategic Development and
- 11.2.2 such other committees as are necessary to carry out its responsibilities (which would include other Trust wide responsibilities including Health and Safety), as determined by the Local Governing Body and/or the Trust,
- (together, "**Committees**") and, subject to paragraph 11.2, the powers of any such Committees, and membership shall be determined by the Local Governing Body in accordance with any guidance or policies of the Trust.
- 11.3 The Pupil and Personnel Committee, Finance and General Purposes Committee and Strategic Development Committee shall be established in accordance with terms of reference that will be developed by the Local Governing Body and approved by the Trustees. Any derogation to such model constitutions may only be made with the consent of the Trustees. Further model committee constitutions may be introduced from time to time, which the Trust shall require to be adopted.
- 11.4 Membership of the Committees in paragraph 11.2 shall include the Headteacher.
- 11.5 The Committees may include non-voting members who are not Local Governors.
- 11.6 Except where it is otherwise constrained within its terms of reference, a Committee may invite attendance by persons who are neither Local Governors nor committee members where such attendance is considered by the members of the Committee to benefit its deliberations.
- 11.7 Copies of the minutes of Committee meetings are to be circulated to all Local Governors and those who are entitled to attend Local Governing Body meetings.
- 11.8 Subject to this Terms of Reference, the Scheme of Delegation and the Articles, the Local Governing Body may assign tasks to subsets of the Local Governing Body who may work independently of the Local Governing Body to develop plans, review provision or form recommendations. These groups will not have delegated powers to make decisions on behalf

of the Local Governing Body but will simply feed back to the Trustees who may or may not act on their recommendations.

12 ACCOUNTS AND AUDIT

12.1 The Local Governing Body shall:

12.1.1 keep proper accounts and proper records in relation to the accounts; and

12.1.2 prepare in respect of each financial year of the Academy a statement of accounts.

12.2 The statement of accounts shall give a true and fair account of the state of the Academy's affairs at the end of the financial year and of the Academy's income and expenditure during the financial year.

12.3 The accounts (including any statements prepared under this paragraph) shall be audited by persons appointed in respect of each financial year by the Trust.

13 RULES AND BYELAWS

13.1 The Local Governing Body shall have power to make rules and bye-laws in respect of the government and conduct of the Academy as it shall think fit. Such rules and bye-laws shall be subject to the provisions of this document and to approval by the Trustees.

14 AMENDMENT OF TERMS OF REFERENCE

14.1 These terms of reference are drafted and maintained by the Trust. The Trustees may make amendments to these terms of reference from time to time. In the event that amendments are made, the Trust shall notify the Chair of each Local Governing Body, who shall be expected to make the other Local Governors aware of such changes.

14.2 This document shall be subject to review at least once every 12 months.

15 EFFECTIVE DATE

15.1 These Terms of Reference shall come into effect, in relation to a Local Governing Body, on the establishment of the Local Governing Body.

16 INTERPRETATION

16.1 In this document:-

“Academy”	means the Academy which is part of the Greater Nottingham Education Trust;
“Articles”	means the Articles of Association of the Trust;
“Chief Executive Officer”	means the person appointed by the Trustees as an employee to oversee and co-ordinate all Trust activities and having the job title of Chief Executive;
“CFO”	means the person appointed by the Trustees as an employee to oversee the financial aspects of the Trust (for GNET this is the Finance and Operations Director);
“Clerk”	means the person appointed to act as clerk to the Local Governing Body;
“Funding Agreements”	has the meaning given to it in paragraph 2.1;
“Headteacher”	means the member of staff at the Academy who is appointed by the Trust (in accordance with the terms of this document and his or her contract of employment, as may be amended from time to time) to have overall day to day control of and responsibility for the leadership and management of the Academy;
“Governance Handbook”	means the handbook, published by the Department for Education
“Local Governor”	means a member of the Local Governing Body;
“Local Governing Body”	means the local governing body for the Academy, being a committee of the main Trust Board, constituted as provided by paragraph 3 of this document;
“Parent Local Governor”	means a Local Governor elected or appointed in accordance with Articles 54 – 56;

“Personal Financial Interest”	means any interest in the employment or remuneration of, or the provision of any other benefit to, a Local Governor as further detailed within Article 6 of the Articles;
“Scheme of Delegation”	means the scheme of delegation established by the Trust in respect of the Academy (as amended from time to time by the Trustees), setting out the level of decision-making permitted for the overall governance and management of the Trust and the Academy;
“Secretary”	means the Secretary of the Trust or any other person appointed to perform the duties of Secretary to the Trust (for GNET this is the Finance and Operations Director);
“Staff Member”	means a member elected to the Local Governing Body by members of staff of the Academy;
“this document”	means these Terms of Reference;
“the Trust”	means Greater Nottingham Education Trust, company number 07539214; and
“the Trustees”	means those persons appointed as directors (under company law) and trustees (under charity law) of the Trust.

16.2 Unless the context requires otherwise, a reference to:-

16.2.1 a numbered paragraph is a reference to the paragraph so numbered in this document (or the sub-paragraph, as the case may be), and

16.2.2 words importing one gender shall include any other gender, the singular number shall include the plural and vice versa and the headings are included for convenience only and shall not affect the construction of this document.