



CHANGE SCHOOLS PARTNERSHIP

Scheme of Governance

| Issue | Date Issued | Date for Review |
|--------------|--------------------|------------------------|
| 1 | Autumn 2019 | Autumn 2020 |
| 2 | Autumn 2020 | Autumn 2021 |
| | | |

Table of Contents

| | |
|--------------------------------------------------------------------------|-----------|
| CHANGE Schools Partnership – Vision, Values and Ethos | 3 |
| Overview | 6 |
| Governance Arrangements – Members..... | 7 |
| Governance Arrangements – Board of Trustees | 8 |
| Governance Arrangements – Local Governing Bodies..... | 9 |
| Governance Arrangements – Executive Leadership Team | 10 |
| Summary – overview of decision making | 11 |
| Scheme of Delegation | 12 |
| Financial Authorisation Limits | 30 |
| Policy Responsibilities | 33 |
| Code of Governance..... | 34 |
| Roles and Responsibilities | 36 |
| Members | 36 |
| The Board..... | 39 |
| The Chair of the Board..... | 41 |
| The Executive Leadership Team | 42 |
| The CEO | 43 |
| Local Governance – the LGBs/Hubs | 44 |
| Local Leadership – the Executive Headteacher/Headteacher | 45 |
| Conduct..... | 46 |
| Code of Conduct for Trustees..... | 46 |
| Code of Conduct for Governors..... | 52 |
| Terms of Reference | 59 |
| Terms of Reference: Trust Finance and Audit Committee | 61 |
| Terms of Reference: Trust Pay and Human Resources Committee | 65 |
| Terms of Reference: Trust Pay Appeals Committee | 67 |
| Terms of Reference: Trust Standards Committee | 69 |
| Terms of Reference: Local Governing Bodies (LGBs) | 71 |
| Terms of Reference: Executive Leadership Team (ELT)..... | 73 |
| LGB High Level Summary of Activities | 74 |

CHANGE Schools Partnership – Vision, Values and Ethos

Our Vision:

“Aiming High – Changing Lives”

To develop a sustainable, growing organisation that is based upon **mutual partnership** and **shared values** to ensure that all children within the Partnership get the best possible provision leading to the best possible educational and wider outcomes.

Our Purpose:

| HIGH PRINCIPLES | CHILD-CENTRED | SAFE & SECURE |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>We will operate in accordance with our Articles of Association and ensure that our VISION, PURPOSE, VALUES and ETHOS are at the heart of everything we do.</p> <p><i>Aiming High – Changing Lives</i></p> | <p>We will value children’s creativity and individuality, and listen attentively to their views, opinions and feelings.</p> <p><i>Everyone has the right to respect</i></p> | <p>We will keep our children safe, secure and cared for.</p> <p><i>Everyone has the right to feel and to be safe</i></p> |
| BRILLIANT CURRICULUM | QUALITY OUTCOMES | NEXT STEP READY |
| <p>We will ensure that high standards in English and Mathematics are at the heart of a creative curriculum that equips children with the knowledge and skills through experience deep and profound learning for life.</p> | <p>We will aim to provide first-rate teaching in all lessons that enables children to learn and achieve extremely well.</p> <p>We will support children’s holistic development and work hard to overcome barriers to achievement and build their self-belief and self-confidence</p> <p><i>Everyone has the right to learn</i></p> | <p>We will ensure that children leave primary education ready, willing and able to successfully take the next step in their learning and the next step in their lives.</p> |

Our Core Values:

All our academies have shared Core Values that we expect to be demonstrable in everyone’s attitudes, behaviours and actions:

- **HOPE** – to be confident in our expectations of all that we can to achieve individually and together.
- **TRUST** - to develop relationships that are built on reliability, openness, honesty and living out the Core Values.
- **RESPONSIBILITY** - to have good judgment and the ability to make good choices and decisions.
- **RESPECT**- to show positive consideration for people and the planet; to be kind, tolerant and understanding.
- **COURAGE**- to have ability to try new things, overcome fear to undertake challenges; to be morally brave: being generous, fair, forgiving and compassionate.
- **PERSEVERANCE** - to show a ‘growth mindset’ despite difficulties, failures or obstacles; to seeing challenges as the opportunity to grow knowledge, skills and positive attitudes.

Ethos Statement:

Our ethos is based around the adoption of “Three Rights” and contextualises our Purpose and Core Values.

- The Right to feel and to be **SAFE**
- The Right to **LEARN**
- The Right to **RESPECT**

The Right to feel and to be SAFE

- ✓ We commit to making every school within CHANGE Schools Partnership a place where the children will feel and be safe.
- ✓ We will prepare children well to help them to stay safe for life beyond the school campus and online.
- ✓ We have a strong, child-centred staff team who will also show their own humanity.
- ✓ Our academies will be a relentlessly positive, safe and welcoming places to be; our staff will be both interesting and exciting. We will endeavour to sort out children’s concerns and worries responding to what they say to us.

The Right to LEARN

- ✓ We will aim to provide first-rate teaching in all lessons and strive for excellence in everything that we do;
- ✓ We will ensure that high standards in English and mathematics are at the heart of a broad and exciting curriculum;
- ✓ Each academy will be an unthreatening place of mutual respect where the children will receive personalised learning and will feel valued.
- ✓ We will encourage the children and celebrate their successes and efforts through striving for the highest quality outcomes.
- ✓ We will ensure that children leave primary education ready, willing and able to successfully take the next step in their learning and the next step in their lives.

The Right to RESPECT

- ✓ Children will be greeted by a friendly face every day and our staff will model positive, respectful relationships to them.
- ✓ The children will be given time to talk and we will thank them for their efforts and attitude.
- ✓ We will show interest in the child and actively listen to them. The children will have a voice at whichever academy they learn at and we will provide a supportive environment for them to learn and grow as human beings.

- ✓ We will support children's holistic development and work hard to overcome barriers and build their self-belief and self-confidence;
- ✓ We will be fair and consistent to every children and our academies will be places where there are smiles seen and laughter heard.

Key Features:

- There will be one company.
- Members are considered as guardians of the governance of the Trust – they have a hands-off role in terms of managing the Trust and act as a ‘check and balance’ on the performance of the MAT.
- Trustees have strategic oversight and ultimate responsibility for all management decisions within the MAT academies.
- A Local Governing Body (LGB) will be established by the Trustees for each academy or a ‘hub’ of Local Governing Bodies in the case of challenges with recruitment of Governors.
- Local Governing Body/hub role is to hold the Headteacher/Head of School to account for the educational performance of the school and its pupils and support the Board of Trustees with its vision, ethos, strategic direction and financial performance.
- An Executive Leadership Team chaired by the CEO is established as an operational board to support the management of the academies.
- If considered appropriate by the Board of Trustees it can establish a Chairs’ Group to facilitate communication across the MAT and between the Board of Trustees and LGBs.
- The Board will have the following Committees; Finance and Audit, Pay and Human Resources, Standards plus any others it determines appropriate.

Members:

- There will be at least five Members.
- Members rights are enshrined in Company law and Members may:
 - wind up the MAT
 - amend the Articles of Association
 - appoint Trustees to the MAT Board
 - by Special Resolution give directions to the Board (See Code of Governance)
 - remove any Trustee
- In the event that the MAT is wound up without enough assets to satisfy its creditors, each Member would be liable to pay up to £10 towards these debts
- Each Member agrees to further the vision and values of the MAT and comply with the Academies Financial Handbook in so far as it relates to Members.
- To ensure a suitable degree of independence between Members and the Board, no Member will also be a Trustee.
- Members will meet at least once a year for the AGM.
- Members are responsible for agreeing and approving the appointment of the Trust's Auditors.

MAT Board of Trustees:

- Trustees are responsible for the management and administration of the MAT and are accountable to the Members who act as a 'check and balance' on the performance of the MAT.
- There will be up to 9 Trustees, who will have been appointed by the Members.
- The Board's key responsibilities are:
 - ensuring clarity of vision, ethos and strategic direction
 - the financial performance of the Trust and making sure money is being well spent
- Each Academy within the Trust will have or share a Local Governing Body which will be a Committee of the Board. The Local Governing Bodies can delegate responsibilities to a sub-committee with the permission of the Board.
- The Board will establish Finance and Audit, Pay and Human Resources and Standards Committees and any others it considers appropriate.
- The Board will meet at least six times a year, provisionally once per half-term.

Local Governing Body (which in this Scheme of Governance should be read to mean hub should a hub be established)

- The Local Governing Body is responsible for:
 - holding the Headteacher/Head of School to account for the educational performance of the school and its pupils;
 - supporting the Board of Trustees with their responsibility in ensuring clarity of vision, ethos and strategic direction;
 - supporting the Board of Trustees with the financial performance of the Trust and making sure money is being well spent; and
 - ensuring the school is compliant with health and safety and safeguarding regulations.

this is by way of the powers delegated to it by the Trustees. The Local Governing Body composition can vary between schools, but the intention would be to have each Local Governing Body comprising of no more than 13 members. For a Local Governing Body with 13 members, the composition would be as follows:

- 2 elected parent governors
- 1 staff governor (desirable, but not essential)
- 8 co-opted governors appointed for the skills they can bring and which will contribute to the effective governance and success of their academy.
- Headteacher/Head of School
- Executive Headteacher (where applicable)

The Board will determine the composition of any LGB of any other size

- The Board will appoint one of the Governors as the Local Governing Body Chair.
- The Local Governing Body will appoint one of the Governors as the Local Governing Body Vice-Chair who, until such time as the Board make a new appointment in the event of the Chairman leaving office, will assume the responsibility of Chairman should the appointed Chairman be unable to act .
- The Local Governing Body will meet at least once per term.
- The CEO and other members of the MAT's Executive Leadership Team

Executive Leadership Team:

- The Executive Leadership Team (ELT) will comprise of The Chief Executive Officer, Director of Finance and Operations, Headteachers, Heads of School
- The Executive Leadership Team will be chaired by the CEO.
- The Executive Leadership Team’s key areas of collective responsibility will include:
 - Safeguarding (including Health and Safety)
 - Parental engagement (including marketing) and wider stakeholder management
 - Quality of education (including the curriculum)
 - Environment for learning (including Premises)
 - Pupil behaviour and attitudes and personal development
 - Inclusion and social justice
 - Academic outcomes
 - Leadership and management including:
 - Management of risk
 - Staff recruitment, performance management and retention
 - Professional development and succession planning
 - Financial sustainability and budgets
 - Statutory compliance
 - And any other such responsibility that the Board deems appropriate
- Other MAT employees and specialist support may be invited to attend ELT meetings where the expertise required lies beyond the team.

Summary – overview of decision making

| | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Members</p> <ul style="list-style-type: none"> • Holding the Board to account • Appointing trustees to MAT Board. • Annually appointing the Chair. • Acting as ‘ambassadors’ for the MAT. • Monitoring the overall effectiveness of the MAT. • Sounding board for governance issues. <p>CEO</p> <ul style="list-style-type: none"> • Responsible for leading the development and delivery of the MAT’s long-term strategy. • Responsibility for all day-to-day management decisions and for implementing the MATs long and short-term plans. • Acting as a direct liaison between the Board and ELT. • Key communication role on behalf of the MAT with local stakeholders, regulatory bodies and government. • Executive responsibility for delivering excellent educational provision. • Executive responsibility for ensuring the proper use of public funds and acts as the Accounting Officer. • Executive responsibility for assessing and reporting to the Board on risks. • Responsible for all statutory requirements and compliance. <p>Trustees</p> <ul style="list-style-type: none"> • Strategic oversight, setting vision and policies for the MAT. • Ensuring appropriate governance and decision making. • Dealing with contractual relationships with third parties. • Ensuring CEO compliance with all regulatory requirements • Oversight of standards and outcomes of academies. • Oversight of finances and effective use of funds. • Setting appropriate targets and holding ELT and local leadership to account. • Agreeing and monitoring budgets. • Reviewing performance across the academies and the MAT. | <p>Local Governing Bodies</p> <ul style="list-style-type: none"> • Day-to-day oversight of running of the academies in terms of learning, standards, safety and wellbeing of pupils. • Carrying out the MAT’s vision policies and priorities. • Holding their academy leadership to account for academic performance, quality of care and provision. • Overseeing and monitoring the effectiveness of learning strategies. • Supporting the Board and its committees in relation to proper use of funds and delivering high quality educational provision. • Ensuring the school is compliant with health and safety and safeguarding regulations. <p>Executive Headteachers/Headteachers</p> <ul style="list-style-type: none"> • Provide professional leadership for the academy and secure its success and improvement, ensuring high quality education for all its pupils and good standards of learning and achievement. • Implementing the agreed policies and procedures laid down by the Board, including the implementation of all statutory regulations. • Advising the LGB on forward planning and quality assurance. • Provide leadership and management of the academy and its staff. • Managing the delegated budget and resources agreed by the Board. • Responsible for delivering excellent educational provision at the academy. |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Scheme of Delegation

Amended and adopted on 25 November 2020

This Scheme of Delegation set out the Trust's approach to delegations between the different layers of governance within the Trust.

In this Annex the phrases used have the following meanings:

Consult - the individual/group that should be consulted as part of the process of completing a particular task.

Deliver - the individual/group that has responsibility for undertaking the particular task delegated to them and reporting on its delivery at suitable intervals. In the case of the CEO/DFO this will be at Trust level. In the case of the Executive Headteacher/Headteacher/Head of School this will be at Academy level.

Determine - the individual/group that has primary responsibility for ensuring the particular task is completed and determining how the Trust and/or Academies (as appropriate) should undertake the task including determining appropriate milestones and targets to be reported against.

Develop - the individual/group that has responsibility for developing proposals relating to a task for discussion and approval by the appropriate decision-making group.

Recommend - the individual/group that should make recommendations as to how a particular task should be completed. In the case of (i) the CEO they will be making recommendations to the Board and/or LGB (as appropriate), (ii) the LGB they will be making recommendations in relation to their Academy to the Board, CEO and /or Executive Headteacher/Headteacher/Head of School (as appropriate) and (iii) the Executive Headteacher/Headteacher/Head of School will be making recommendations in relation to their Academy to the CEO and/or LGB (as appropriate).

Report - the individual/group that has responsibility for reporting on the delivery of tasks. In the case of (i) the CEO/DFO they will be making reports to the Board and/or LGB (as appropriate), (ii) the LGB they will be making reports in relation to their Academy to the Board and or CEO (as appropriate) and (iii) the Executive Headteacher/Headteacher/Head of School will be making reports in relation to their Academy to the CEO and/or LGB (as appropriate).

Review - the individual/group that has responsibility for reviewing whether a particular task is being carried out satisfactorily and where appropriate requiring action to be taken to ensure task is delivered appropriately. In the case of (i) the Board they will be reviewing the CEO, DFO and/or LGB (as appropriate), (ii) the CEO will be reviewing the Executive Headteacher/Headteacher/Head of School and (iii) the LGB will be reviewing the Executive Headteacher/Headteacher/Head of School and their leadership team.

Comply - the individual/group who will follow agreed policies and procedures.

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|------------------------------------------------|------------------------------|------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------------------------------------------|--------------------|--------------------|
| STRATEGY, LEADERSHIP AND GOVERNANCE | | | | | | | | |
| Strategic Objectives - set strategic objectives of the Trust and Academies | Determine - for the Trust | Develop - in the case of the Trust | | | Determine - in the case of their Academy | Develop - in the case of their Academy | | |
| Strategic Objectives - deliver strategic objectives of the Trust and Academies | Review - for the Trust | Deliver - in the case of the Trust | | | Review - for their Academy | Deliver - in the case of their Academy | | |
| Strategic Objectives - review progress of the Trust against its strategic objectives and KPIs | Review - for the Trust and Academies | Report - for the Trust | | | Report - for their Academy to the Trust's Standards Committee | Deliver - in the case of their Academy Report - to the LGB | | |
| Funding Agreement - compliance with the Trust's Funding Agreement including the Academies Financial Handbook | Review | Deliver | | Deliver | Comply | Comply | | |
| Regulatory Matters - compliance with regulatory matters (including charity law, company law, employment law and health and safety law) | Review | Deliver Report - to the Board | | Deliver Report - to the Board | Comply | Comply | | |
| Register of Business Interests - compliance with the Academies Financial Handbook in relation to the Register of Business Interests | Determine - policies to ensure compliance Deliver | | | | Deliver | | | Deliver |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Appointments - ensuring a process is in place for appointment of Members, Trustees and Governors (ensuring Trustees and Governors have the skills to run the Trust and Academies) | Determine - criteria for selection of Trustees and Governors Review - Board and LGBs performance | Report - performance of LGBs to Board Review - size, structure and composition of LGB Recommend - changes to size, structure and composition of LGB to Board | | | Review - own performance | | | Develop |
| Appointments - appointment of its Vice-Chairman, the Committees and Internal Auditors | Deliver | | | | | | | |
| Appointments - appointment of the Clerk. Establishment of LGBs and hubs and selection of their chairs. - | Deliver | | | | Consult | | | |
| Delegation - consideration of delegation of functions to individuals or committees | Deliver | | | | Consult | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------|------------------------------|---------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------------------------------------------|--------------------|-----------------------------------------------|
| Policies - review and approval of Trust policies | Determine Review | Deliver - presenting policies to the Board for approval (all other policies) | | Deliver - presenting policies to the Board for approval (those policies relating to Business Services) | | | | |
| Terms of Reference - prepare Terms of Reference for LGBs and Committees | Deliver Review | Develop - in consultation with the Governance Manager | | | Consult | | | Develop - in consultation with the CEO |
| Training - Programme for Trustees and Governors | Deliver | Develop - in consultation with the Governance Manager | | | Deliver | | | Develop - in consultation with the CEO |
| Trust External Representation - liaise with national bodies (DfE, ESFA, other MATs) to ensure the interests of the Trust are well represented | Review Report - to the Members | Deliver Report - to the Board | | Deliver Report - to the Board | | Deliver - in the case of their Academy Report - to the CEO/DFO | | |
| SAFEGUARDING | | | | | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|----------------------------------|------------------------------|-----------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|---------------------------------------|-----------------------------------------------------------------------|
| Keeping Children Safe in Education (KCSIE) - ensure all staff, Governors and Trustees read part 1 of the DfE's guidance and sign to declare as such | Determine | Review | | | | | Deliver - in the case of staff | Deliver - in the case of Governors and Trustees |
| Child Protection Training - ensure all staff receive regularly updated and appropriate child protection training | Determine | Review | | | | | Deliver | |
| Policies - establishing policies and procedures to support safeguarding | Determine | Review | | | | | Develop | |
| Online Safety - ensuring pupils have the opportunity to be taught about safeguarding, including online safety | Determine | Review | | | | Deliver | Develop | |
| Designated Safeguarding Lead - appoint an appropriate member of staff as Designated Safeguarding Lead | Determine | Review | | | | Deliver | | |
| Safer Recruitment Procedures - preventing people who pose a risk of harm from working with children by following safer recruitment procedures and carrying out DBS checks | Determine | Review | | Deliver - with assistance from Finance and HR Lead | | | | Deliver - in the case of DBS checks for Governors and Trustees |
| EDUCATION AND CURRICULUM | | | | | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------|------------------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|--------------------|--------------------|
| School Development Plan - setting for each Academy in line with the strategic aims of the Trust | Determine | Review | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| Performance - setting and reviewing progress against the Trust and Academies KPIs | Determine | Review | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes | Determine | Develop - for all Academies | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| Curriculum - setting the curriculum for the Academies in line with legal requirements and reviewing its effectiveness and establishing a Curriculum Policy | Determine | Develop - for all Academies | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - for their Academy | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|--------------------|--------------------|
| Pupil Premium - reviewing and challenging the value for money/ROI of the Pupil Premium in terms of educational outcomes and narrowing the gap | Determine | Develop - for all Academies | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| Catch Up Funding – reviewing and challenging the value for money/ROI of the Catch Up Funding in terms of educational outcomes and closing gaps in attainment of pupils affected by the Covid-19 pandemic | Determine | Develop - for all Academies | | | Review - for their Academy Report - to the Trust's Standards Committee | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| Admissions - setting Policy | Determine Review - for all Academies | Develop | | | Review - for their Academy | Develop - with the CEO | | |
| Admissions - considering application decisions and appeals | Review - for all Academies | Report - to the Board for all Academies | | | Review - for their Academy | Deliver - for their Academy Report - to the LGB | | |
| Admissions - monitor pupil numbers within the academies and take necessary actions | Review - for all Academies | Develop | | | Review - for their Academy Report - to the Trust's Standards Committee | Deliver - for their Academy Report - to the LGB | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|------------------------------|------------------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------------------------------|--------------------|--------------------|
| Behaviour - establish a Behaviour Policy and adhere to legal requirements in relation to imposing pupil exclusions | Determine | Review - for all Academies | Develop | | Review - for their Academy Report - to the Trust's Standards Committee | Deliver - for their Academy Report - to the LGB | | |
| Attendance - pupil attendance and punctuality in each Academy | Review - for all Academies | | Develop | | Review - for their Academy Report - to the Trust's Standards Committee | Deliver - for their Academy Report - to the LGB | | |
| Academy Hours - opening and closing times for each Academy and length of school day | Determine | Develop | | | Consult - with the Board | Develop - with the CEO | | |
| Term Dates - determining non-pupil days and parameters of the academic year | Determine | Develop | | | Consult - with the Board | Develop - with the CEO | | |
| School Lunch - ensuring school lunch nutritional standards are met and a provision is made for those who meet the free school meals criteria | Review - for all Academies | | | Deliver - for the Trust | Review - for their Academy Report - to the Trust's Standards Committee | Deliver - for their Academy Report - to the LGB | | |
| FINANCE | | | | | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------|----------------------------------|------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Financial Controls - ensure financial controls to ensure regularity, probity, procurement and value for money in relation to the management of public funds | Determine Review | Review | | Develop Deliver Report - to the Board | | Comply | | |
| Compliance – recommendation of the Trust’s auditors | Review Recommend - to Members | | | Develop Deliver Recommend - to the Board | | | | |
| Compliance - complying with internal and external audit requirements and other statutory matters | Determine Review | Review | | Develop Deliver Report - to the Board | | Comply | | |
| Funding Model - agree a funding model across the Trust and develop an individual funding model for each Academy to secure the Trust's financial health both in the short-term and long-term | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |
| Trust Annual Budget - formulating and setting the Trust wide budget | Determine Review | Review | | Develop Deliver Recommend - to the Board | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|----------------------------------|------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Academy Annual Budgets - formulating and determining the proportion of the overall budget to be delegated to each Academy (including uses of contingency funds/balances) | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Consult - with the DFO | | |
| Annual Budgets - monitoring expenditure and delivery of Annual Budgets and consider requests for supplementary expenditure | Determine Review | Review | | Deliver Report - to the Board | | | | |
| Reporting - financial reporting and KPIs | Determine Review | Review | | Develop Deliver Report - to the Board | | | | |
| Reporting - DfE and ESFA on financial matters in line with the Academies Financial Handbook | Review | Review | | Deliver Report - to the Board | | | | |
| Financial Regulations - delegated budgets and finances in the form required by Financial Regulations | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|---------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|----------------------------------|------------------------------|----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|--------------------|--------------------|
| Financial Policies - establish policies and procedures and ensure these comply with the Trust's financial and reporting requirements | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |
| Annual Accounts - approving annual accounts | Determine Approve | Review | | Develop Deliver Recommend - to the Board | | | | |
| Risk Register - maintain a Register for the Trust and each Academy | Determine Review | Review | | Develop - for the Trust Deliver Report - to the Board | Review - for their Academy Report - to the Trust's Standards Committee | Deliver - for their Academy Report - to the LGB | | |
| Investments - agree an Investment Management Policy in line with the Academies Financial Handbook and Financial Regulations | Determine Review | Review | | Develop Deliver Recommend - to the Board | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|--------------------------------------------------------------------------------------------------------------|-----------------------------------|---------------------------------------------------------------------------------------------|------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Central Services - determining and allocating central services provided to the Academies by the Trust | Determine Review | Review | | Develop Deliver Recommend - to the Board | | | | |
| Central Services - overseeing the effectiveness of services provided centrally by the Trust | Determine Review | Review | | Develop Deliver Report - to the Board | | | | |
| Income Generation - formulating income generating activity at Trust and Academy level | Review | Review | | Develop Deliver Report - to the Board | | | | |
| HUMAN RESOURCES | | | | | | | | |
| Staff Structure - determine staff complement | Determine Review | Develop - for all Academies with the DFO/Headteacher Report - to the Board | | Develop - for all Academies with the CEO/Headteacher | Review - for their Academy | Develop - for their Academy with the CEO/DFO | | |
| Appointment - CEO | Appoint | | | | | | | |
| Appointment - Director of Finance and Operations | Appoint | | | | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Appointment - Executive Headteacher/Headteacher/Head of School | Appoint | | | | | | | |
| Appointment - Central Trust Staff | | Appoint | | | | | | |
| Appointment - Academy Staff | | | | | | Appoint | | |
| HR Policies - establish and review Trust HR policies, including Pay in accordance with appropriate regulations and employment law | Determine Review | Review | | Develop - for all Academies Recommend - to the Board | | Comply | | |
| Performance Management - setting Performance Management Policy and pay reviews (in line with the Trust's Pay Policy and statutory regulations) | Determine Review | Review | | Develop - for all Academies Recommend - to the Board | | Comply | | |
| Performance Management - undertaking annual performance management reviews | Determine Deliver - for CEO | Deliver - for Executive Headteacher/Headteacher/Head of School/DFO/Central Trust staff Review - for all staff | | Deliver - for Business staff | | Deliver - for Teaching and Support staff | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------------------------------------------------------------------|------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Staff Terms and Conditions - setting Terms and Conditions of Employment and Staff Handbook | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |
| Maintain - payroll system to ensure staff are paid accurately and on time as well as staff records, including Single Central Record | Determine Review | Review | | Develop Deliver Report - to the Board | | | | |
| Continuous Professional Development - establish schedule of CPD for all staff | Determine Review | Deliver - for Executive Headteacher/Headteacher/Head of School/DFO/Central Trust staff | | Deliver - for Business staff | | Deliver - for Teaching and Support staff | | |
| Strategy - provide support on legal HR/employment matters which would impact on the Trust (e.g., grievance, restructure, safeguarding) | Determine Review | Review | | Deliver Report - to the Board | | | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|------------------------------------------------------------------------|------------------------------|------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| Dismissal - CEO, Director of Finance and Operations, Executive Headteacher/Headteacher/Head of School and Central Trust Staff (in accordance with the Trust's Disciplinary and Capability policies) | Determine Review | Recommend - to the Board - in all cases except dismissal of CEO | | | | | | |
| Dismissal - Academy Staff (in accordance with the Trust's Disciplinary and Capability policies) | | Review Report - to the Board | | | | Recommend - to the CEO | | |
| PREMISES AND HEALTH, SAFETY AND WELLBEING | | | | | | | | |
| Asset and Premises Maintenance Strategy - determine use of Academies' premises and ensuring premises are adequately maintained | Determine | Review | | Develop Deliver Report - to the Board | | Comply | | |
| Trust Land - acquiring and disposing of Trust land | Determine | Recommend - to the Board | | | | | | |
| Assets - changing use of assets | Deliver | Consult - with the DFO/Executive Headteacher/H | | Consult - with the CEO/Executive Headteacher/H | | Consult - with the DFO/CEO | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------|-----------------------------------|----------------------------------|------------------------------|------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------|--------------------|--------------------|
| | | Headteacher/Head of School | | Headteacher/Head of School Recommend - to the Board | | | | |
| Insurance - procurement of insurance (including premises, contents, business interruption, employer liability) | Review | Review | | Deliver | | | | |
| Disaster Recovery - establish a Disaster Recovery Policy | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |
| Health and Safety - establish a Health and Safety Policy in line with legal requirements | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |
| Health and Safety - ensure regulations are followed and periodic inspections and audits are undertaken | Determine Review | Review | | Develop Deliver Recommend - to the Board | | Comply | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|---------------------------------------------------|------------------------------|------------------------------------------------|-------------------------------------------------------------------|---------------------------------------------------------------------------------------------------|--------------------|--------------------|
| Health and Safety – ensuring Academies have developed a Risk Assessment in response to the opening of schools during the Covid-19 pandemic in line with the DfE’s guidance | Determine | Develop - for all Academies | | | Review - for their Academy Report - to the Board | Develop - with the CEO Deliver - for their Academy Report - to the LGB | | |
| MARKETING AND COMMUNICATIONS | | | | | | | | |
| Branding - determine the Trust brand | Determine | Develop Recommend - to the Board | | | Consult | Consult | | |
| Prospectus - establish a prospectus for the Trust and its Academies | Determine Review | Develop Recommend - to the Board | | | Consult | Consult | | |
| Website - ensure Trust and Academies websites comply with legal requirements | Review | Review | | | Consult | Comply | Deliver | |
| Media and PR - oversee public relations activities to project the activities of the Trust and Academies to the wider community | Review | Deliver | | | Consult | Comply | | |
| Complaints - establish and review Complaints Policy in line with | Determine Review | Develop Recommend - to the Board | | | Consult | Comply | | |

| | CHANGE Board (Trustees) | Chief Executive Officer (CEO) | Executive Leadership Team | Director of Finance and Operations (DFO) | Local Governing Body (LGB)/Local Governor Hub | Executive Headteacher /Headteacher /Head of School | Compliance Officer | Governance Manager |
|------------------------------------------------------------------------------------------------------------------|----------------------------|--------------------------------------|------------------------------------|-----------------------------------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------|--------------------|----------------------------------------------------|
| legal requirements and ensure adherence | | | | | | | | |
| INFORMATION TECHNOLOGY AND DATA MANAGEMENT | | | | | | | | |
| Reporting - ensure core data required by the DfE/ESFA/Companies House is submitted on time and accurately | Determine | Deliver Report - to the Board | | Deliver - on matters relating to Business Services | Consult | Develop | | Deliver - on matters relating to Governance |
| GDPR - comply with legal requirements in relation to data management | Determine Review | Review | | | | Comply | Deliver | |
| Security - ensure measures are in place to secure all computerised data | Determine | Review | | | | Comply | Deliver | |
| Remote Learning – establish remote learning that meets requirements of the DfE. | Determine | Review | Develop - for all Academies | | Review - for their Academy Report - to the Board | Deliver - for their Academy Report - to the LGB | | |

Financial Authorisation Limits

Appendix from the Financial Regulations Autumn 2020

Expenditure Limits/Ordering Procedures

All expenditure limits apply to budgeted and approved items by the Board as detailed in section in 1.4i. Authorisation and approval limits apply to budgeted funds only.

Where expenditure is unbudgeted, approval must be sought from the Board (for expenditure exceeding £5,000).

Any contract being entered into should prior to signature be reviewed by the CEO or the DFO to ensure that there are no terms that are adverse or detrimental to the Trust. If a contract spans more than one year, the limits below apply to the total value over the life of the contract not the per annum cost. **Any contract that has an automatic renewal should be referred to the Board.**

| Process | Value | Delegated Authority | Supporting documents |
|----------------------------------------------|-------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| Purchase Order / Approval | Up to £100 | Caretaker | Emergency Repairs only- Receipt |
| Purchase Order / Approval | Up to £700 | Facilities Manager | Emergency Repairs only- Receipt |
| Purchase Order / Approval | Up to £500 | Budget Holder | Order document, best value having been sought |
| Order / spend Approval | Up to £2,000 | Finance Manager | Order document, best value having been sought |
| Order / spend Approval | Up to £5,000 | Headteacher/Head of School | 3 written comparable quotations for all items >£2,000 |
| Order/ spend approval | £2,001 - £10,000 | Director of Finance and Operations | 3 written comparable quotations for all items >£2,000 |
| Order/ spend approval | £10,001 – £20,000 | CEO | 3 written comparable quotations |
| Order / spend Approval | £20,001 - £50,000 | Chair of Board | 3 written comparable quotations |
| Formal Tender Process required | Over £50,000 | | Refer to Tendering Procedure section 5 |
| OJEU Tendering Procedure | Over £189,330 – Supplies/Services Over £4,733,252– Works Rates as at 1st Jan 2020 | | |
| Authority to accept other than lowest quote | Up to £10,000 | DFO/CEO, but must be reported to Board/Board Finance Officer | Supporting documentation held by the Finance Manager |
| Authority to accept other than lowest tender | Over £10,000 | Board | Tender process evidenced and documentation held for examination (see Tendering Procedure) |

Bank Mandates covering

Cheques/Standing Orders/Direct Debits/Electronic Banking payments

| Value | Delegated Authority | Additional Guidance |
|---------------|------------------------------------------------------|--------------------------------------------------------------------------|
| Up to £10,000 | Two signatories in accordance with mandate | Ensure bank mandate is agreed with Bank and copy held by Finance Manager |
| Above £10,000 | Two signatories with one being Chair of Board or CEO | |

Electronic Banking payments

Electronic banking should be processed by the Finance Manager and authorised for release by a second person, following the review of the invoices and bank details. The second authoriser should sign the payroll as authorisation and print the bank summary to be attached as evidence. This will usually be the DFO.

Budget Adjustment Approval

The budget will not generally be adjusted during the year, unless it is directed by the Board. Adjustments will be shown on the management accounts at the bottom of forecasts so that comparison can be made to the original budget.

Disposal of Surplus Stock, Stores & Assets

| Value | Delegated Authority | Additional Guidance |
|--------------|-----------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| Up to £250 | Finance Manager | Records/evidence held |
| Up to £2,000 | CEO/DFO/Head | Recorded on Inventory system/adjusted financial accounting system/Asset Register |
| Up to £5,000 | Local Governing Body | Recorded on Inventory system/adjusted financial accounting system/Asset Register Recorded minutes |
| Over £5,000 | Board of Trustees – referred by the Finance and Audit Committee | Recorded on Inventory system/adjusted financial accounting system/Asset Register Recorded minutes |

Write off of Bad Debts

| Value | Delegated Authority | Additional Guidance |
|--------------|-----------------------------------------------------------------|-------------------------------------------------------------------------------------|
| Up to £250 | Finance Manager | Advise DFO – supporting documentation required |
| Up to £1,000 | CEO/DFO | Advise Finance Manager/DFO – supporting documentation required |
| Up to £5,000 | Finance and Audit Committee | Recorded minutes Advise Finance Manager/DFO – including supporting documentation |
| Over £5,000 | Board of Trustees – referred by the Finance and Audit Committee | Recorded minutes Advise Finance Manager/DFO – including supporting documentation |

When assessing the write-off of bad debts, stock or assets, the Trust Board should consider if section 5.18 of the Academies Financial Handbook applies and if the Trust needs ESFA approval.

Authorisation and Approval of Returns & Reconciliations

| Return | Delegated Authority | Time Frame |
|-----------------------------------------|--------------------------------------------------------------------|-------------------------------------------------------------|
| VAT Return | Finance Manager | Monthly in accordance with HM Revenue & Customs timetable |
| Bank Reconciliation | Complete by Finance Manager, signed off and approved by DFO | Monthly |
| Funding Reconciliation | Monitored by the DFO through the production of management accounts | Monthly |
| Local Authority Returns | As per advice and guidance issued by LA. | As per advice and guidance issued by LA. |
| ESFA Returns | DFO/CEO/Accounting Officer | As per advice and guidance issued by ESFA |
| Teachers' Pensions Monthly Contribution | Finance Manager/HR Manager/Payroll Provider | Monthly in accordance with Teachers' Pensions timetable |
| PN11 / LG Pension (Deficit) | Finance Manager/Payroll Provider | Monthly in accordance with advice and guidance issued by LA |

Other Monetary Limits

| | Limit | Additional Guidance |
|--------------------------------------------------------------------------------------|----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Mileage Allowance for all expenses | HM Revenue & Customs approved rate | As per advice and guidance issued by HMRC |
| Petty Cash/Card Imprest | £600 (per school) | Monthly Claims procedures - Monthly Reconciliation – LBM reporting to Finance Manager |
| Procurement Card | In accordance with Budget holder limits | All procurement card transactions returned monthly to Finance Manager by the LBM/Admin Support countersigned by Finance Manager as all documentation received |
| Safe Cash/Cheque Limits | £5,000 | Detailed by Insurance Provider (RPA) |
| Inventory Register | £1,000 plus items that are portable and attractive | Any queries to be directed to the Facilities Manager |
| Asset Register | £2,500 | Depreciated in accordance with the Financial Statements Accounting Policy. Register updated annually by DFO |
| Special Payments as specified in section 5.5/5.6 of the Academies Financial Handbook | Under £50,000 | To be approved by Trustees |
| Special Payments as specified in section 5.5/5.6 of the Academies Financial Handbook | Over £50,000 | Reported to ESFA as set out in the Academies Financial Handbook |

Policy Responsibilities

| Trust Policies with personalisation for each Academy | Trust Policies |
|--------------------------------------------------------|------------------------|
| Admission Arrangements | Assessment |
| Attendance | Complaints |
| Educational Visits | Data Protection/GDPR |
| Health and Safety | Finance policies |
| Managing Medicines in schools and Early Years settings | Freedom of Information |
| Medicine and Supporting Pupils with Medical Conditions | Home School Agreement |
| Safeguarding and Child Protection | HR policies |
| | Inclusion |
| | Intimate Care |
| | Lettings |
| | Managing Behaviour |
| | Records Management |
| | Risk Management |
| | RSHE |
| | SEND |

Introduction

In order to support the effective operation of CHANGE Schools Partnership (the **Trust**) and the academies within the Trust this document summarises:

- The role and responsibilities of the Trust’s Members, the Trust’s Board of Trustees, the Chair of the Trust, the CEO and other senior employees together with the Local Governing Bodies established by the Trustees; and
- The expectations of the Trust in respect of the conduct of Trustees and Local Governors.

In this Scheme, the following phrases have the following meanings:

| Phrase | Meaning |
|------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Academy | An academy maintained by the Trust and Academies refers to all of the Trust’s academies. |
| Accounting Officer | The CEO of the Trust who is appointed by the Board to act as the Trust’s accounting officer as required by the ESFA pursuant to the Financial Handbook. The Accounting Officer is responsible for ensuring appropriate oversight of financial transactions of the Trust. |
| Articles | The Articles of Association of the Trust. |
| Board | The Board of Trustees of the Trust. Members of the Board are known as Trustees . As the Trust is a company the Trustees are also Directors under company law. |
| Board Committee | A committee, other than an LGB, established by the Board to help it fulfil its responsibilities. |
| CEO | The person appointed by the Board as the Chief Executive Officer. |
| Chair | The person appointed as Chair of the Board pursuant to the Articles. |
| Director of Finance and Operations | The Trust’s head of finance and capital assets who is appointed by the Board to act as required by the ESFA, pursuant to the Financial Handbook. The Director of Finance and Operations (DFO) should play both a technical and leadership role, including ensuring sound and appropriate financial governance and risk management arrangements are in place, preparing and monitoring of budgets, and ensuring the delivery of annual accounts. |
| Executive Leadership Team | The operational group comprising of key members of the Trust’s senior managers to support the effective operation of the Trust and the Academies including, but not limited to, the CEO, DFO, Executive Headteachers, Headteachers and Heads of School. |
| Financial Handbook | The Academies Financial Handbook issued by the Education Skills Funding Agency (as amended annually). |
| Funding Agreement | The Master Funding Agreement and the Supplemental Funding Agreement entered into between the Trust and the Secretary of State for Education in respect of the operation of the Academies. |

| Phrase | Meaning |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Governance Handbook | The Governance Handbook issued by the Department for Education for trustees of academies and multi academy trusts and governors of maintained schools. |
| Local Governing Body or LGB | A committee of the Board established by the Board in respect of each of the Trust's Academies to assist the Board with the discharge of their responsibilities. Members of the LGBs are known as Local Governors . The LGBs are established pursuant to the provisions in the Articles permitting the establishment of Local Governing Bodies. |
| Members | The persons who have been appointed as a member of the Trust pursuant to the Articles. |
| Register of Members | The Register of Members maintained by the Trust pursuant to the Companies Act 2006. |
| Scheme of Delegation | The scheme of delegation which sets out in detail the matters and responsibilities retained by the Board and those matters and responsibilities delegated by the Board. This includes financial powers that the Trust is required to operate under the Financial Handbook in order to provide robust internal control arrangements. |

Roles and Responsibilities

Members

Academy trusts do not have shareholders, they have Members. The role and rights of Members is analogous to that of shareholders. Members of the Trust do not have rights of ownership in the company like shareholders because the profits of the Trust cannot be distributed to them. However, the Members can control changes in the Articles and other fundamental decisions relating to the Trust.

Members also have the right to remove a Trustee by ordinary resolution (a vote passed by a simple majority of Members).

The names of the Members are set out in the Trust's Register of Members.

The Articles state that there should be a minimum of three Members, however, the DfE encourages trusts to have at least five members. The DfE also encourage trusts to ensure a distinction between the Members and the Board by ensuring that some Members are independent of the Board. Under the Articles an employee of the Trust cannot be a Member.

Members are not responsible for day-to-day operation of the Trust or the Academies. Their main rights and powers include the right to:

- Appoint other Members.
- Amend the Articles of Association.
- Change the name of the Trust.
- Appoint and remove one or more Trustees.
- Approve the appointment of the CEO as a Trustee.
- Approve the appointment of external auditors.
- Receive the annual accounts and annual report from the Board.
- Approve any service contracts with Trustees (save for employment contracts) in accordance with the Articles.
- Give directions by special resolution to the Board.
- Wind up the Trust.

Matters requiring a special resolution (75% of members voting in favour) include:

| Section of Article | Resolution | Notes |
|------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|
| CA 2006, Section 21(1) | Amendment to Articles of Association | |
| CA 2006, Section 77(1) | Change of company name | |
| Article 15A | Appointment of Members | Article 15A of the Articles states: <i>The Members may agree by passing a special resolution to appoint such additional Members as they think fit.</i> |
| Article 16 | Removal of Members | Article 16 of the Articles states: <i>In addition to Article 13, the Members may agree by passing a special resolution to remove any Member(s).</i> |

| Section of Article | Resolution | Notes |
|--------------------|-------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Article 93 | Directions to the Board | Article 93 of the Articles states: <i>Subject to provisions of the Companies Act 2006, the Articles and to any directions given by special resolution, the business of the Academy Trust shall be managed by the Trustees who may exercise all the powers of the Academy Trust.</i> |

Matters requiring an ordinary resolution (a simple majority of members voting in favour) include:

| Section or Article | Resolution | Additional Notes |
|-------------------------------------------|------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Article 25 | Election of Chair | Article 25 of the Articles states: <i>The Members present and entitled to vote at the meeting shall elect by ordinary resolution one of their number to be the Chairman and such election shall be binding on all Members and Trustees present at the meeting.</i> |
| Article 45 | Change to the minimum number of trustees/directors | Article 45 of the Articles states: <i>The number of Trustees shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.</i> |
| Article 50 | Members appointment of trustees/directors | Article 50 of the Articles states: <i>The Members may appoint by ordinary resolution up to 9 Trustees.</i> |
| Article 57 | Appointment of CEO/COO as Trustee | Article 57 of the Articles states: <i>Providing that the Chief Executive Officer/COO agrees so to act, the Members may by ordinary resolution appoint the Chief Executive Officer/COO as a Trustee.</i> |
| CA 2006, section 168(1) and/or Article 66 | Removal of trustee/director | Article 66 of the Articles states: <i>A Trustee shall cease to hold office if he is removed by the person or persons who appointed or elected him, or otherwise by ordinary resolution of the Members in accordance with the Companies Act 2006.</i> |
| CA 2006, section 239(2) | Ratification of acts by directors | |
| CA 2006, section 319(1) | Election of a chair of a general meeting (if the Articles do not state who may or may not be chair). | |
| CA 2006, section 485(4) | Members appointment of auditors of private company. | |
| CA 2006, section 492(1) | Fixing of auditor's remuneration who is appointed by the Members. | |

| Section or Article | Resolution | Additional Notes |
|-------------------------|-------------------------------|------------------|
| CA 2006, section 510(2) | Removing auditor from office. | |

Every Member of the Trust is required to countersign an appointment letter on their appointment. This letter sets out the nature of the role and the expectations of the Trust as to how they should perform the role.

The Articles contain the essential rules relating to the appointment and removal of Members and the conduct of general meetings.

The Financial Handbook also sets out further guidance for Members.

The Board

The role of the Board, as fulfilled directly by the Board, and its Committees is fundamentally strategic and focused on three core strategic functions set out in the Governance Handbook, namely:

- Ensuring clarity of vision, ethos and strategic direction for the Trust and the Academies.
- Holding the CEO and ELT to account for the educational performance of the Academies and their pupils.
- Overseeing the financial performance of the Trust and the Academies and making sure that money is well spent.

Members of the Board are known as Trustees. The Trustees are both directors under company law and trustees under charity law.

The Board may delegate its responsibilities to its committees, the LGBs, the CEO and ELT. However, it cannot delegate accountability and the Board therefore retains accountability for the proper and effective operation of the Trust and its Academies.

The composition of the Board is set out in the Articles. The Board comprises of up to 9 individuals appointed by the Members.

The key functions of the Board are as follows:

Strategy and Policy

- Setting the overall policy objectives of the Trust and agreeing any amendments to these. This is undertaken through the consideration and approval of a strategic plan developed following proposal to the Board by the ELT and the individual Academy strategies.
- Approving major strategies.
- Annually considering the Trust's responses to its regulators' (e.g., DfE, ESFA and Ofsted) requirements for regular returns as well as any investigations and reports prepared and published by such regulators.

Financial Management and Control

- Approving the budget and cash flow forecast.
- Approving long-term financial forecasts (including any Business Plan).
- Receiving and considering a regular report on the Trust's performance against key financial indicators and reviewing or agreeing any corrective action necessary.
- Acting in relation to any serious under-performance or any danger to the Trust's financial security.
- Entering into any significant risks outside delegated authority.
- Ensuring the Trust's assets are protected including the maintenance of adequate insurance cover.
- Agreeing authorised signatories for returns and submission to regulators.

Education

- Monitoring performance against the Trust's education performance targets.
- Agreeing policy for new schools and academies to join the Trust.

Income Generation

- Agreeing any strategy and methods for raising funds.

Human Resources

- Setting salaries for the CEO, DFO following recommendation by the Pay and Human Resources Committee. The setting of salaries for all other posts is delegated to the Pay and Human Resources Committee.
- Approving material changes in the Trust's senior management staffing structure.

General Management

- Creating or delegating authority to any committees.
- Agreeing amendments to standing orders, delegated authority and authorised signatories for all bank accounts.
- Public relations and marketing strategies.
- Appointment of solicitors and bankers.
- Out of court settlement of legal claims by or against the Trust (other than items specifically delegated to staff).

The Scheme of Delegation sets out further details of the matters to be determined by the Board.

The Chair of the Board

The Chair of the Board shall be elected on an annual basis in accordance with the Articles. The role of the Chair shall be to:

- Ensure effective and efficient conduct of the Trustees' business and in particular:
 - agree with the CEO the agenda for all of the Board's meetings;
 - invite members of the ELT, staff and professional advisors to Board meetings to comment and advise on board business as appropriate;
 - guide each meeting through the items on the agenda (unless modified with agreement of the board);
 - give immediate rulings on complaints and queries relating to the procedure and conduct of the meeting (the Chair's decision being final);
 - to ensure that all Trustees are given the opportunity to express their views before any important decision is taken but to ensure that only those who are entitled to speak (e.g., those without a conflict of interest) are invited to do so;
 - to determine at Board meetings whether any late items will be accepted on to the agenda.

- Establish a constructive relationship between the Board, the CEO and ELT, and in particular:
 - liaise with the CEO to keep an overview of the organisation's affairs and to provide support as appropriate;
 - attend meetings with the CEO, ELT and Governance Manager on a regular basis;
 - review and appraise the performance of and deal with disciplinary and any other personal matters concerning the CEO in accordance with the CEO's contract;
 - to ensure when a vacancy arises that the posts of CEO and other members of the ELT are filled in a timely and orderly fashion.

- Represent the Trust at public occasions and make comments on behalf of the Trust to the press and other media.

Where appropriate urgent decisions that arise between meetings, these should be dealt with by "Chair's Action" on the basis of a written report from the CEO which clearly states, amongst other things, why the item concerned could not be brought to a regular meeting and why it would qualify for Chair's Action. This report must form part of the papers to the next Board or relevant Committee meeting.

Notwithstanding any provisions of the Articles or this Code, if the Chair, or Vice Chair, is of the opinion that a matter of urgency exists either after receiving the CEO's written report or as a result of other information that is brought to their attention and a delay in exercising the function would likely be seriously detrimental to the interests of the Trust, any Academy, pupil or their parent or a person who works at the Trust, then, in consultation with the CEO, they may exercise any function of the Trust which can be delegated to an individual or any function relating to the exclusion of pupils.

The Chair may decide, on receipt of a request for Chair's Action, that a matter is sufficiently important to require an emergency Board meeting, in which case a meeting shall be called promptly. In the event of an emergency occurring which needs a prompt decision and it is not covered by the delegated authority specified within this Code or the Scheme of Delegation, the CEO, after personal or telephone consultation with the Chair (or Vice -Chair in his/her absence), may take appropriate action as necessary. Any such action should be reported in writing to the next Board or relevant Committee meeting for ratification.

The Executive Leadership Team

The ELT have corporate responsibility for the overall formulation and implementation of the Trust's policies and procedures.

The collective purpose of the ELT is to:

- assist the CEO in the formulation and implementation of strategic policy initiatives which will advance the aims and objectives of the Trust;
- ensure that the policies set by the Board are put into practice efficiently and in a co-ordinated way;
- advise and report to the Board and committees in an accurate and co-ordinated way;
- identify and resolve inter-academy or inter-departmental problems;
- communicate effectively with staff, both to keep them informed of decisions and to obtain their contribution to decision making;
- ensure that the Trust's performance is monitored and that corrective action is taken (where within delegated authority) or recommended to the Board;
- develop annual school development plans (in accordance with guidelines approved by the Board) and programmes for their Academies and to monitor their effectiveness and efficiency;
- provide leadership and support to second tier management;
- co-ordinate preparation of the agenda and papers for the Board and it's Committees (in the case of the CEO/DFO) and LGBs (in the case of the Executive Headteachers/Headteachers/Heads of Schools);
- act as a risk assessment panel.

The ELT comprises the following staff:

- the CEO
- the Director of Finance and Operations
- Executive Headteachers
- Headteachers
- Heads of Schools

The CEO is the Trust's Accounting Officer and the Director of Finance and Operations is the Trust's Chief Financial Officer. Further details of the role and obligations of the Accounting Officer and Chief Financial Officer are set out in the Financial Handbook.

The CEO chairs ELT meetings. In the CEO 's absence, meetings will be chaired by the Director of Finance and Operations. Votes will not be taken at ELT meetings unless requested by the CEO, or Director of Finance and Operations when acting in the CEO's place.

For the efficient and effective management of the Trust, the Board has delegated certain powers to senior staff to make decisions (including financial commitments) within policies agreed by the Board or committees.

Authority to commit expenditure is defined in the Trust's Financial Regulations.

The CEO

In very general terms, the CEO is responsible for:

- acting as the Trust's Accounting Officer;
- managing the Trust's relations with the Regional School Commissioner's office, the DfE, the ESFA and other regulatory bodies;
- appoint consultants within the terms and procedures agreed by the Board;
- make PR statements and manage the Trust's media relations.

In fulfilling his or her role, the CEO is assisted by ELT, in particular:

- educational performance is delegated by the Board to the CEO, Executive Headteachers and Headteachers with ELT providing peer support and challenge for the operation of the Academies collectively; and
- the day -to-day oversight and implementation of the budget is delegated by the Board to the Trust's Director of Finance and Operations with the support of the Trust's Lead for Finance and Local Business Managers.

Local Governance – the LGBs/Hubs

In order to assist with the discharge of their responsibilities, the Trustees have established LGBs for its Academies. The LGBs shall be committees established pursuant to Articles 100 to 104 (inclusive) of the Articles which are referred to in the Articles as local governing bodies. An LGB may work with two or more academies.

There are separate terms of reference which set out the role and functions of LGBs.

The membership of each LGB shall be as set out in the LGB Terms of Reference approved by the Board from time to time. LGBs membership will include:

- 2 elected parent governors
- 1 staff governor
- Headteacher/Head of School
- Executive Headteacher (where applicable)
- 8 co-opted governors appointed for the skills they can bring and which will contribute to the effective governance and success of their academy.

The LGB shall:

- act as a critical friend to the Executive Head Teachers/Headteachers/Heads of School of the Academies;
- represent the views of the community in discussions which relate to community engagement and activity and make recommendations to the Executive Headteachers/Headteachers/Heads of School of the Academies; and
- support the Trust's senior management staff deal with parental complaints pursuant to the Trust policy on parental complaints.

A more detailed list of the responsibilities of the LGBs is set out in the Scheme of Delegation.

Local Leadership – the Executive Headteacher/Headteacher

The Executive Headteacher/Headteacher of each Academy shall have responsibility to provide professional leadership for the Academy and secure its success and improvement, ensuring high quality education for all its pupils and good standards of learning and achievement.

The terms of the appointment of the Executive Headteacher /Headteacher shall be set out in their terms of employment. Each Executive Headteacher/Headteacher shall be responsible for:

- implementing the agreed policies and procedures laid down by the Board/LGB including the implementation of all statutory regulations;
- advising the LGB on strategic direction, forward planning and quality assurance;
- the leadership and management of the Academy and the staff of the Academy;
- advising the LGB (and/or the admissions committee, where applicable) on the admission of pupils;
- managing the delegated budget and resources agreed by the Board;
- the maintenance of good order and discipline by the pupils including their suspension and/or exclusion within the framework laid down by the Board; and
- all such additional functions as may be assigned under the job description or contract of employment.

Conduct

Code of Conduct for Trustees

1. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all trustees to follow. By creating this policy, we aim to ensure that trustees carry out their role with honesty and integrity, and help us to ensure our school is an environment where everyone is safe, happy and treated with respect.

The code is based on [the Governance Handbook](#). It should be read alongside our constitutional documents (e.g. our articles of association and scheme of delegation).

Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, trustees will use their judgement and act in the best interests of the school and its pupils.

2. The 7 Nolan principles of public life

As trustees, we will follow these [principles](#) set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** – we will act in the public interest
- **Integrity** – we will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare any conflict of interests
- **Objectivity** – we will act and take decisions impartially, fairly, and on merit. We will use the best evidence and avoid discrimination or bias
- **Accountability** – we understand that we are accountable to the public for our decisions and actions. To make sure of this, we will be scrutinised where necessary
- **Openness** – we will act and take decisions openly and transparently. We will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** – we will be truthful
- **Leadership** – we will actively promote and support the above principles and will challenge poor behaviour wherever it happens

3. Trustees' responsibilities

The 3 functions of our board are to:

- Hold executive leaders to account for the educational performance of the schools and its pupils
- Ensure clarity of vision, ethos and strategic direction of the trust
- Oversee the financial performance of the trust and make sure money is well spent

In order to do this effectively, as individuals we will:

- Understand the responsibilities of trustees as directors under company law and trustees under charity law
- Fulfil the expectations of a good employer and the contract of trust between the employer and those who are employed
- Understand and respect the distinction between the role and responsibilities of the board and those of the executive/school leaders

- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and the professionalism of the board itself
- Preserve and develop the character of the trust
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders (pupils, parents, staff, the local community and the local authority)
- Follow the trust's policies and procedures, and the procedures of the trust as set out in relevant legislation, statutory guidance, and the trust's constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the board as a whole remains accountable and that important decisions relating to core functions will be made by the full board
- Comply with relevant guidance and legislation and our funding agreement that sets out how we must manage our trust's money, and procure goods and services
- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Declare all gifts worth more than £25.00 and record them on the gifts and hospitality register. We will not accept bribes
- We will work to actively identify and manage risks to the trust

4. Working with others

We will:

- Support and strengthen school leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive/school leaders and avoid routine involvement in operational matters
- Respect each other's views
- Work together as a board to develop effective relationships with stakeholders
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders
- Follow the [Equality Act 2010](#), and apply the principles of fairness and equality in everything we do

5. Commitment to governance

We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable notice

- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all trustees are expected to take an active role
- Will prepare ahead of meetings to ensure we make informed contributions
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

6. Openness and transparency

Conflicts of interest

To make sure our board takes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all trustees including associate members
- Declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

Publishing information

To ensure our board is transparent and open to the community we serve, we will make certain information publicly available.

- We accept that the following information will be published on the school's website to ensure transparency:
 - The structure and remit of the members, board of trustees, committees and local governing bodies (where applicable), and the full name of the chair of each one (where applicable)
 - For each member, trustee and local governor (where applicable) who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office (trustees and local governors only)
 - The date they stepped down (where applicable)
 - The body that appointed them (trustees and local governors only)
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year (only for trustees at board and committee meetings and local governors at local governing body meetings)
- We accept that the information about members, trustees and local governors will be published on Get Information about Schools
- We accept that the information about trustees will be published on Companies House
- We accept that the approved board minutes and any agenda and papers considered at a meeting will be made available to any interested person unless agreed as confidential items

7. Confidentiality

In the course of our role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, pupils and their parents)
- Details of individual trustees' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than what it was collected and intended for

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the chair as soon as possible who will investigate the matter further.

Trustees' understand that if they breach confidentiality, they may be suspended.

8. Data protection

We will follow the trust's information security processes and measures and data protection policy when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

Personal data breaches

We will inform the trust's data protection officer immediately if we believe that there has been a personal data breach.

9. Social media

We will:

- Uphold the reputation of the trust at all times
- Maintain a professional presence online and carefully consider how we interact with the school community
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards trustees to the chair of trustees and the CEO

We will **not**:

- Accept friend requests from pupils and not join any private parent groups associated with the trust
- Disclose any information which is confidential or would breach data protection principles

- Make comments online about any members of the board, local governors or school community
- Post any inappropriate/offensive language, images or comments on social media that may bring us or the trust into disrepute

10. Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the board of trustees.

11. Links with other policies

This policy links with our policies on:

- Safeguarding
- Gifts and hospitality
- E-safety
- Data protection

Appendix 1: breaches of the code of conduct

If we suspect a trustee has breached the code of conduct, we will follow this procedure:

- The chair will investigate
- The chair will hold a meeting with the trustee to discuss the issue. The trustee can bring a friend to the meeting. Another trustee will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
 - Further meetings with the chair to reset expectations, based on this code of conduct
 - Support, mentoring or training for the trustee
 - Making sure the trustee withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the trustees' behaviour, the board of trustees will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Trustees may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy trust or the office of the trustee into disrepute

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a trustee from office where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the trust

Code of Conduct for Governors

1. Aims, scope and principles

This policy aims to set and maintain standards of conduct that we expect all governors to follow. By creating this policy, we aim to ensure that governors carry out their role with honesty and integrity, and help us to ensure our school is an environment where everyone is safe, happy and treated with respect.

The code is based on [the Governance Handbook](#). It should be read alongside our constitutional documents (e.g. our articles of association and scheme of delegation).

Failure to follow the code of conduct may result in disciplinary action being taken, as set out in the appendix.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, governors will use their judgement and act in the best interests of the school and its pupils.

2. The 7 Nolan principles of public life

As governors, we will follow these [principles](#) set out by the government at all times. They apply to anyone who holds a public office:

- **Selflessness** – we will act in the public interest
- **Integrity** – we will not act or take decisions to gain financial or other material benefits for ourselves, our family, or our friends. We will declare any conflict of interests
- **Objectivity** – we will act and take decisions impartially, fairly, and on merit. We will use the best evidence and avoid discrimination or bias
- **Accountability** – we understand that we are accountable to the public for our decisions and actions. To make sure of this, we will be scrutinised where necessary
- **Openness** – we will act and take decisions openly and transparently. We will not withhold information from the public unless there are clear and lawful reasons for doing so
- **Honesty** – we will be truthful
- **Leadership** – we will actively promote and support the above principles and will challenge poor behaviour wherever it happens

3. Governors' responsibilities

The 3 functions of our governing body are to:

- Hold executive leaders to account for the educational performance of the school and its pupils
- Support the board of trustees with their responsibility in ensuring clarity of vision, ethos and strategic direction of the trust
- Support the board of trustees with their role in overseeing the financial performance of the trust and make sure money is well spent

In order to do this effectively, as individuals we will:

- Understand and respect the distinction between the role and responsibilities of the governing body and those of the executive/school leaders
- Set and maintain an ethos of high expectations for everyone in the school community, including in the conduct and the professionalism of the governing body itself
- Preserve and develop the character of the school

- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders (pupils, parents, staff, the local community and the local authority)
- Follow the trust’s policies and procedures, and the procedures of the governing body as set out in relevant legislation, statutory guidance, and the trust’s constitutional documents
- Take responsibility for our self-evaluation, regularly reviewing our board’s performance, constitution and skillset
- Take part in any training or development required to fill any gaps in the skills we need for effective governance
- Understand that where responsibility has been delegated, the governing body as a whole remains accountable and that important decisions relating to core functions will be made by the full governing body
- Comply with relevant guidance and legislation and our funding agreement that sets out how we must manage our trust’s money, and procure goods and services
- Act with integrity and transparency when making financial decisions, and understand that our financial management and decision-making will be scrutinised and audited
- Declare all gifts worth more than £25.00 and record them on the gifts and hospitality register. We will not accept bribes
- We will work to actively identify and manage risks to the school

4. Working with others

We will:

- Support and strengthen school leadership by providing constructive challenge to leaders, and holding them to account
- Respect the role of the executive/school leaders and avoid routine involvement in operational matters
- Respect each other’s views
- Work together as a governing body to develop effective relationships with stakeholders
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders
- Follow the [Equality Act 2010](#), and apply the principles of fairness and equality in everything we do

5. Commitment to governance

We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable notice
- Understand and accept the time and workload commitments of the role
- Understand that work should be shared among members and that all governors are expected to take an active role

- Will prepare ahead of meetings to ensure we make informed contributions
- Will participate in regular pre-arranged school visits in accordance with school policy
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise

6. Openness and transparency

Conflicts of interest

To make sure our governing body takes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all governors including associate members
- Declare any potential conflicts of interest at the beginning of each meeting, and withdraw from the meeting for the relevant item of business and not vote on the matter

Publishing information

To ensure our governance is transparent and open to the community we serve, we will make certain information publicly available.

- We accept that the following information will be published on the school's website to ensure transparency:
 - The structure and remit of the members, board of trustees, committees and local governing bodies (where applicable), and the full name of the chair of each one (where applicable)
 - For each member, trustee and local governor (where applicable) who has served at any point over the past 12 months:
 - Their full name
 - Their date of appointment
 - Their term of office (trustees and local governors only)
 - The date they stepped down (where applicable)
 - The body that appointed them (trustees and local governors only)
 - Their relevant business and pecuniary interests
 - Their attendance record over the last academic year (only for trustees at board and committee meetings and local governors at local governing body meetings)
- We accept that the information about members, trustees and local governors will be published on Get Information about Schools
- We accept that the information about trustees will be published on Companies House
- We accept that the approved governing body minutes and any agenda and papers considered at a meeting will be made available to any interested person unless agreed as confidential items

7. Confidentiality

In the course of our role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters
- Information about named individuals (such as staff, pupils and their parents)
- Details of individual governors' contributions in meetings or how they may have voted

Confidential information will never be:

- Disclosed to anyone without the relevant authority
- Used to humiliate, embarrass or blackmail others
- Used for a purpose other than what it was collected and intended for

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the chair as soon as possible who will investigate the matter further.

Governors' understand that if they breach confidentiality, they may be suspended.

8. Data protection

We will follow the trust's information security processes and measures and data protection policy when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

Personal data breaches

We will inform the trust's data protection officer immediately if we believe that there has been a personal data breach.

9. Social media

We will:

- Uphold the reputation of the school at all times
- Maintain a professional presence online and carefully consider how we interact with the school community
- Review privacy settings regularly to make sure we are happy with the information about us that is publicly available
- Report any incidents of harassment we experience, or see towards governors to the chair of governors and the headteacher

We will **not**:

- Accept friend requests from pupils and not join any private parent groups associated with the school
- Disclose any information which is confidential or would breach data protection principles
- Make comments online about any members of the governing board or school community

- Post any inappropriate/offensive language, images or comments on social media that may bring us or the school into disrepute

10. Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or as needed. It will be ratified by the board of trustees.

11. Links with other policies

This policy links with our policies on:

- Safeguarding
- Gifts and hospitality
- E-safety
- Data protection

Appendix 1: breaches of the code of conduct

If we suspect a governor has breached the code of conduct, we will follow this procedure:

- The chair will investigate
- The chair will hold a meeting with the governor to discuss the issue. The governor can bring a friend to the meeting. Another governor will attend to corroborate any decisions
- If the situation doesn't improve, or there is another suspected breach, we will take action to improve the issue. This may involve:
 - Further meetings with the chair to reset expectations, based on this code of conduct
 - Support, mentoring or training for the governor
 - Making sure the governor withdraws from votes connected to any disputes they have been involved in
- If there is no improvement in the governors' behaviour, the board of trustees will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances

Governors may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought, or is likely to bring the academy trust or the office of the trustee into disrepute

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a governor from office where:

- There have been repeated grounds for suspension
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious
- They display repeated and serious incompetence
- They have engaged in conduct aimed at undermining fundamental British values
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school

Grievances

Many concerns or disputes can be resolved by simple clarification or the provision of information. Trustees, Board Committee Members and a Local Governor should explore all informal means of resolving issues before pursuing a grievance. Trustees, Board Committee Members and a Local Governor should also reflect on their responsibilities and duties, including acting in good faith and in the best interests of the Trust.

If a Trustee, Board Committee Member or a Local Governor wishes to raise a grievance, then they should make known their complaint in writing to the Chair of the Board. If the complaint is about the Chair then the complaint should be sent to the Vice-Chair or CEO.

The written complaint should include details of the complaint, details of how the matter has been dealt with so far, the names of potential witnesses, dates and times of events and copies of all relevant documents. It should also include a clear statement of the actions that they would like the Trust to take to resolve the concern.

The Chair will investigate the issue within 15 working days and inform the complainant of his/her findings. If the complainant is not satisfied with the outcome, the matter will be referred to a panel comprising of at least three Trustees selected by the Chair. The Panel will be convened within 15 working days and will make its decision known within 15 working days of it sitting. The decision of the panel is final and will be reported to the Board as a confidential item at the next timetabled Board meeting.

Introduction

As a charity and company limited by guarantee, the Trust is governed by a board of trustees (the Board) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust (the Academies and each an Academy).

In order to support the effective operation of the Trust and the Academies, the Board has established a number of committees to which it has delegated certain of its powers and functions. These terms of reference (Terms of Reference) set out the constitution, membership and proceedings of the committees the Board has established.

In summary, the Board has established two different types of committee:

- main Board committees which are established to deal with Trust-wide matters such as audit, finance, pay and personnel and standards (Board Committees); and
- local governing bodies which are established by the Board to support the effective operation of the Academies (LGBs),

together the Committees.

The Board will review these Terms of References together with the membership of the Committees at least once every twelve months.

These Terms of Reference may only be amended by the Board. The functions, duties and proceedings of Committees set out in these Terms of Reference shall also be subject to any regulations made by the Board from time to time.

Proceedings of Committee meetings

- The Committees will meet as often as is necessary to fulfil their responsibilities.
- Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- The CEO shall ensure that a clerk is provided to take minutes at meetings of the Board's Finance and Audit and Pay and Human Resources Committees.
- The relevant Headteacher/Head of School shall ensure that a clerk is provided to take minutes at meetings of the LGBs.
- Every matter to be decided at a meeting of a Committee must be determined by a majority of the votes of the members present and voting on the matter.
- Each Committee member present in person shall be entitled to one vote.
- Where there is an equal division of votes the Chair shall have a second or casting vote.
- A register of attendance shall be kept for each Committee meeting and published annually.
- Committees may invite attendance at meetings from persons who are not Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- References in to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant Committee meeting.

Disqualification & Removal of Committee Members

A person shall be ineligible for appointment and, if already appointed, shall immediately cease to be a member if the relevant individual:

- is or becomes disqualified from holding office under the Trust's Articles of Association;
- is or becomes disqualified from holding office as trustee or a governor of a school or academy;

- is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
- is barred from any regulated activity relating to children;
- is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
- is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non- custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
- has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as a trustee or governor;
- refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
- commits a serious breach of the Trust’s code of governance or any standing order or protocol implemented by the Board;
- in the case of a LGB Member, is absent without the permission of the LGB Members from all their meetings held within a period of six months and the LGB Members resolve that his/her office be vacated;
- resigns his/her office by notice in writing to the relevant Chair;
- in the case of an Executive Headteacher/Headteacher/Head of School, they cease to be the Executive Headteacher/Headteacher/Head of School;
- in the case of a LGB Member, their term of office expires and they are not re-appointed.

The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Member by written notice to the relevant Chair.

Reporting Procedures

Within 14 days of each meeting each Committee will:

- produce draft minutes of its meetings;
- provide a summary document identifying (i) decisions made, (ii) recommendations to the Board, (iii) any items for the information of the Board and (iv) items for further discussion by the Board.

The minutes and summary document will be sent to the Board within 21 days of each Committee meeting.

Committees shall arrange for the production and delivery of such other reports or updates as requested by the Board from time to time.

Terms of Reference: Trust Finance and Audit Committee

Membership: The Finance and Audit Committee shall be appointed by and report to the Trust. Membership to be decided annually and to include at least three Trustees who are not employed by the Trust. At least one Trustee should have a financial background. The Chair of the Trust will not be a Member of the Committee. The Director of Finance and Operations will normally attend meetings.

At the first Trust Board meeting of each academic year, trustees will elect a member of the Committee to act as Chair. The Committee will elect a temporary replacement from among the members present at any meeting where the Chair is absent. No person may act as Chair if they are an employee of the Trust.

A representative of the external Auditors will also attend when appropriate. The Committee will have unrestricted access to Trust personnel. Members of the Committee have the right to seek independent professional advice and to secure the attendance of outsiders with relevant experience and expertise if considered necessary.

Quorum: Three Trustees.

Meetings: The committee will meet at least four times a year. Minutes of the Committee's meetings will be shared with the Board and made available to the public.

Delegated Responsibility: The Committee will be responsible for:

Funding

1. To consider each of the Academies' indicative funding, notified annually by the Department for Education (DfE) and to assess its implications for the Trust and the relevant Academy.
2. Supporting a strategic financial view of income, staffing, other expenditure and capital projects.
3. Supporting a strategic view regarding forward planning of Trust finances through longer term financial plans and projections, including capital funding both for maintenance of existing facilities and for improvement projects.
4. To consider and recommend acceptance or non-acceptance of the Trust's and the Academies' budgets each financial year.

Budgeting

5. To contribute to the formulation of the Trust's and the Academies' strategic plans, through expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academies' strategic plans.
6. To delegate the day to day management of the approved budget to relevant officers, within agreed authorisation limits, as set out in the Trust's Financial Regulations.
7. To consider requests for supplementary expenditure and make appropriate recommendations to the Trust Board.
8. To review financial policy including consideration of long-term planning and resourcing in accordance with the Trust's and the Academies' development plans.

Expenditure

9. To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the Academies and the Trust, with the most recently published or approved Financial Regulations and Academies Financial Handbook, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.

Financial Procedures

10. Approve any amendments or updates to the Trust's Financial Regulations
11. In accordance with the Financial Regulations, approve:
 - a. Opening and operation of Trust bank accounts;
 - b. Authorised signatories/changes to bank mandate;
 - c. Transfers between accounts;
 - d. Operation of credit cards;
 - e. Payment system controls including BACS.
12. To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and where appropriate make recommendations for improvement.
13. To prepare the financial statement to form part of the annual report of the Trust Board to stakeholders and for filing in accordance with the requirements of the Companies Act, Charity Commission and Funding Agreement (including the Academies Financial Handbook).

Health and Safety

14. To review and recommend to the Board ratification of the Health and Safety Policy.
15. To receive each term the relevant Health and Safety reports for the Academies and advise as necessary.
16. To monitor compliance with the Academies Health and Safety policies and statutory obligations under the Health and Safety at Work Act 1974.

Asset Management

17. To receive reports on the management of assets including premises and their security.
18. To confirm that an asset recording system is in place, including an inventory and fixed asset register for each Academy.

Property Management

19. To review and approve the Lettings Policy.
20. To determine the use of the Trust's premises and grounds outside Academies' sessions (regular school days) with regard to the Lettings Policy.
21. To ensure that the Trust's premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed.
22. To ensure the responsibilities of the Trust Board under the Environmental Protection Act are met.

23. To advise the Trust Board on environmental issues to ensure the Academies are acting as a responsible institution in its duty to conserve energy, materials and with regard to the local community.

External Audit

24. To consider the appointment of the external auditor and assess independence of the external auditor ensuring that key audit personnel are rotated at appropriate levels.
25. To recommend the audit fees to the Trust Board and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
26. To oversee the process for selecting the external auditor and make appropriate recommendations through the Trust Board to the members of the Trust to consider at any general meeting where the accounts are laid before members.
27. To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
28. To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
29. To review the performance of the external auditor on an annual basis.
30. To recommend to the Members of the Trust the appointment/reappointment of the external auditor.
31. To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Financial Management and Policies

32. To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Trust Board, paying particular attention to:
 - a. Critical accounting policies and practices, and any changes in them
 - b. Decisions requiring a major element of judgement
 - c. The extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
 - d. The clarity and transparency of disclosures
 - e. Significant adjustments resulting from audit
 - f. The going concern assumption
 - g. Compliance with accounting standards
 - h. Compliance with DfE and legal requirements
33. To review and recommend to the Board ratification of the Trust's policy and procedures for handling allegations from whistleblowers.
34. To review and approve the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.

35. To receive reports on the outcome of investigations of suspected or alleged impropriety.
36. To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.
37. To ensure that any significant losses are investigated and reported to the DfE where required.
38. To review and approve the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
39. To review the adequacy and robustness of risk registers.
40. To keep under review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, the Responsible Officer, the external auditor and any other relevant independent assurances or reports (e.g. from the National Audit Office).
41. To review all risk and control related disclosure statements, in particular the Trust's annual 'Statement on Internal Control', together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.
42. To review any recommendations made by the Secretary of State for Education for improving the financial management of the Academies.

General

43. To review or investigate any other matters referred to the Committee by the Trust Board.
44. To draw any significant recommendations and matters of concern to the attention of the Trust Board.

| | |
|----------------------------------------------------|-------------------|
| Approved by the Board: | 16 September 2020 |
| Adopted by the Finance and Audit Committee: | 23 September 2020 |
| Next review date: | September 2021 |

Terms of Reference: Trust Pay and Human Resources Committee

| |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Delegation of Function: The Trust shall establish a Pay and Human Resources Committee to set the Pay Policy for the Trust and to implement the approved Pay Policy in respect of the pay for all staff.</p> |
| <p>Membership: The Pay and Human Resources Committee shall consist of at least three named members of the Board, none of whom shall be employees or Associate Members.</p> <p>The Chief Executive Officer and Director of Finance and Operations may attend all proceedings of the Pay and Human Resources Committee for the purposes of providing information and advice but must withdraw when their own salary is being discussed.</p> <p>At the first Trust Board meeting of each academic year, trustees will elect a member of the Committee to act as Chair. The Committee will elect a temporary replacement from among the members present at any meeting where the Chair is absent. No person may act as Chair if they are an employee of the Trust.</p> |
| <p>Quorum: Three Trustees. The Chief Executive Officer and Director of Finance and Operations may attend for the purpose of providing information and advice.</p> |
| <p>Meetings: The Committee will meet at least twice a year. Minutes of the Committee's meetings will be recorded as confidential and not made available to the public.</p> |
| <p>Clerking: The meeting of the Pay and Human Resources Committee shall be minuted.</p> |
| <p>Delegated Responsibility: The Committee will be responsible for:</p> <p>Pay Matters:</p> <ol style="list-style-type: none">1. Determining the Pay Policy for the Trust.2. Advising the Board on current and future pay levels.3. Approving appropriate salary ranges and starting salaries for Lead Practitioners, and member of the leadership group4. Approving annual pay progress for teachers, Headteacher(s) and those on the leadership scale (by 31st October at the latest) as set out in the Pay Policy, taking account of any recommendations made on the Performance Management review statement, in accordance with the approved Pay Policy.5. Approve applications to be paid on the Upper Pay Range following scrutiny by the Headteacher and moderation by the Chief Executive Officer.6. Approving annual pay progress for the Chief Executive Officer (by 31st December at the latest), taking account of the recommendation made by the Chief Executive Officer's Performance Review Panel, following the annual review.7. Approving annual pay progress for the Director of Finance and Operations (by 31st March at the latest), taking account of any recommendations made on their Performance Management review statement, in accordance with the approved Pay Policy. |

8. To determine the application of national inflationary increases as required.
9. To monitor and report to the Board on the annual pattern of performance pay progression at each level and the correlation between pay progression, quality of teaching and outcomes for pupils.

Human Resources Matters:

1. Recommend to the Board variations to the agreed establishment.
2. Recommend to the Board the creation of new roles, as required.
3. Recommend ratification to the Board of policies on human resources matters.
4. Establish disciplinary rules and procedures and staff grievance procedures.
5. Ensure the requirements of equal opportunities legislation in regard to gender, race, disability and age are met.

| | |
|----------------------------------------------------------|-------------------|
| Approved by the Board: | 16 September 2020 |
| Adopted by the Pay and Human Resources Committee: | 23 October 2020 |
| Next review date: | September 2021 |

Terms of Reference: Trust Pay Appeals Committee

| |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Delegation of Function: The Trust shall establish a Pay Appeals Committee to deal with all appeals against pay decisions.</p> |
| <p>Membership: The Pay Appeals Committee shall consist of at least three members, one of which must be a named member of the Board, the remainder can be Governors from Local Governing Bodies, but none of whom shall be employees or Associate Members, nor members of the Trust's Pay and Human Resources Committee.</p> <p>The Chief Executive Officer may attend all proceedings of the Pay Appeals Committee for the purpose of providing information and advice (except where the appeal is in respect of their own salary, where they will attend for the purposes of making their case).</p> |
| <p>Quorum: Three Members. The CEO will attend for the purpose of providing information and advice (except where the appeal is in respect of their own salary, where they will attend for the purposes of making their case).</p> |
| <p>Meetings: Minutes of the Committee's meetings will be recorded as confidential and not be made available to the public.</p> |
| <p>Clerking: The meeting of the Pay Appeals Committee shall be minuted.</p> |
| <p>Procedure:</p> <p>The meeting should be attended by the employee, their colleague or representative (if required), a representative of the Pay and Human Resources Committee (if required) and the Pay Appeals Committee. The Chief Executive Officer should attend to provide information and advice (except where they are the appellant).</p> <ol style="list-style-type: none">1. Introductions and opening remarks2. Member of staff and/or representative to present case (and call witnesses if appropriate) Pay and Human Resources Committee Representative to ask questions Pay Appeals Committee to ask questions3. Pay and Human Resources Committee Representative to respond (and call witnesses if appropriate) This may include calling on the Performance Management Reviewer, and/or a member of the Pay and Human Resources Committee/Chief Executive Officer where they are not presenting the case to add any relevant information/answer question (where applicable) Member of staff and/or representative to ask questions Pay Appeals Committee to ask questions4. Chief Executive Officer to add any relevant information (where not the appellant)5. Employee or representative to make closing statement6. Both parties withdraw to allow Pay Appeals Committee to consider their decision |

| | |
|------------------------------------------------------------------------------------------------------------------------|-------------------|
| 7. Either both parties invited back to hear decision, or the decision will be communicated in writing within 48 hours. | |
| Approved by the Board: | 16 September 2020 |
| Adopted by the Pay and Human Resources Committee: | 23 October 2020 |
| Next review date: | September 2021 |

Terms of Reference: Trust Standards Committee

| | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|
| <p>Membership: The Standards Committee shall be appointed by and report to the Trust. Membership to be decided annually and to include at least two Trustees who are not employed by the Trust.</p> <p>At the first Trust Board meeting of each academic year, trustees will elect a member of the Committee to act as Chair. The Committee will elect a temporary replacement from among the members present at any meeting where the Chair is absent. No person may act as Chair if they are an employee of the Trust.</p> | |
| <p>Quorum: Two Trustees.</p> | |
| <p>Meetings: The committee will meet at least three times a year. There will be no requirement for formal minutes to be taken; however, outcomes of the meeting will be shared with the Board via a standard template.</p> | |
| <p>Delegated Responsibility: The Committee will be responsible for:</p> <ol style="list-style-type: none"> 1. Monitoring the Local Governing Body’s assessment of data for each of the Trust’s academies in relation to: <ol style="list-style-type: none"> a. Pupil outcomes and progress towards end of year targets b. Context, including numbers on roll, mobility and projected numbers c. Staffing, including absence data d. Safeguarding and wellbeing for staff and pupils e. Attendance, in particular numbers of persistent absentees f. Behaviour and safety of pupils g. Progress towards annual school development objectives h. Quality assurance by both internal and external assessors i. Stakeholder and community feedback j. The impact and attainment of those pupils eligible for the Pupil Premium Grant k. The provision for children with Special Educational Needs l. Approaches to delivery of the Curriculum m. The impact of the Catch Up Funding 2. Ascertaining key risks deduced from the assessment carried out by Local Governing Bodies and seeking confirmation of measures proposed to address these risks. 3. To draw any significant recommendations and matters of concern to the attention of the Trust Board. | |
| <p>Approved by the Board:</p> | <p>16 September 2020</p> |
| <p>Adopted by the Standards Committee:</p> | <p>18 November 2020</p> |

| | |
|--------------------------|----------------|
| Next review date: | September 2021 |
|--------------------------|----------------|

Terms of Reference: Local Governing Bodies (LGBs)

Membership: The Local Governing Bodies shall be appointed by and report to the Trust. Each LGB shall, unless the Board resolves otherwise, have a maximum of thirteen members. This shall include: 2 elected parent governors, 1 staff governor, Headteacher/Head of School, Executive Headteacher (where applicable) and 8 co-opted governors appointed for the skills they can bring and which will contribute to the effective governance and success of their academy.

The LGB may only appoint co-opted governors with the consent of the Board.

The term of office for any LGB member shall be four years, save that this time limit shall not apply to the Executive Headteacher/Headteacher/Head of School. Subject to remaining eligible, any governor may put themselves forward for reappointment or re-election (as the case may be).

The Board will elect a Chair for each Local Governing Body at their first meeting of each academic year. At the first meeting of the LGB in each academic year, a member of the Committee will be elected to act as Vice-Chair.

Quorum: 50% of the total number of governors.

Meetings: The LGB will meet at least three times a year. Minutes of the LGB meetings will be shared with the Board and made available to the public.

Clerking: The meeting of LGB meeting shall be minuted.

Delegated Responsibility: The Committee will be responsible for:

1. To oversee the running of the academies in terms of learning, standards, safety and wellbeing.
2. To hold local academy leadership to account for academic performance, quality of care and provision.
3. To oversee and monitor the effectiveness of learning strategies.
4. To ensure the school is compliant with health and safety and safeguarding regulations.
5. To ensure that the Academy or Academies are conducted in accordance with the objects of the Trust, the terms of any trust governing the use of the land which is used for the purposes of an Academy, any agreement entered into with the Secretary of State for the funding of the Academy or Academies and these Terms of Reference.
6. To act as a critical friend to the Executive Headteacher/Headteacher/Head of School.
7. To adopt financial prudence in managing the financial affairs of the Trust in so far as these relate to the Academy and are delegated to them in order to support the Board and its committees in relation to proper use of funds & delivering high quality educational provision.
8. To represent the views of the community (including but not limited to discussions on community engagement and activity and make recommendations to the Executive Headteacher/Headteacher/Head of School).

| | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| <p>9. To promptly implement and comply with any policies or procedures communicated to the LGB by the Board from time to time.</p> <p>10. To support the Trust’s senior management staff in dealing with parental complaints pursuant to the Trust policy on parental complaints.</p> <p>11. To draw any significant recommendations and matters of concern to the attention of the Board.</p> | |
| Approved by the Board: | 16 September 2020 |
| Adopted by the Local Governing Body: | October 2020 |
| Next review date: | September 2021 |

Terms of Reference: Executive Leadership Team (ELT)

| | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|
| <p>Membership: The Executive Leadership Team consists of the Chief Executive Officer, the Director of Finance and Operations, Headteachers, Heads of School.</p> <p>The ELT can co-opt other professionals where the expertise required lies beyond the team.</p> | |
| <p>Meetings: Strategic meetings will be held monthly to discuss strategic issues relating to the Trust as a whole. Team meetings will be held as required to discuss tactical operational matters.</p> | |
| <p>Clerking: The meetings will not be clerked. Notes, especially allocated actions and timescales, will be made at each meeting and followed up at the beginning of the next meeting. Agendas for Strategic meetings will be circulated in advance. Where possible this will also be the case for Team meetings, although where this is not possible, agenda items will be collected at the beginning of each meeting.</p> | |
| <p>Delegated Responsibility: The Committee will be responsible for inputting into and delivering through strategic action the vision, values and purpose of the Trust. Specifically:</p> <ol style="list-style-type: none"> 1. Safeguarding (including Health and Safety) 2. Parental engagement (including marketing) and wider stakeholder management 3. Quality of education (including the curriculum) 4. Environment for learning (including Premises) 5. Pupil behaviour and attitudes and personal development 6. Inclusion and social justice 7. Academic outcomes 8. Leadership and management including: <ol style="list-style-type: none"> a. Management of risk b. Staff recruitment, performance management and retention c. Professional development and succession planning d. Financial stability and budgets e. Statutory compliance | |
| Approved by the Board: | 25 November 2020 |
| Adopted by the Executive Leadership Team: | November 2020 |
| Next review date: | September 2021 |

LGB High Level Summary of Activities

| Key Activities | | Typical Inputs |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>Understanding the Trust's vision and ethos</p> <ul style="list-style-type: none"> The Trust's vision, values and ethos statement |  | <p>Understanding the Trust's vision and ethos</p> <ul style="list-style-type: none"> The Trust's vision, values and ethos audit |
| <p>Understanding the Community</p> <ul style="list-style-type: none"> Understanding what services currently exist and where the gaps are Understanding local issues and needs Understanding how the School relates to the wider learning community |  | <p>Understanding the Community</p> <ul style="list-style-type: none"> Community audit Parent and student voice PTA/Friends of the Trust etc. |
| <p>Understanding the Academy</p> <ul style="list-style-type: none"> Student attainment and progress Curriculum Student behaviour, attendance and safety Quality of teaching and learning Continuing Professional Development |  | <p>Understanding the Academy</p> <ul style="list-style-type: none"> Standards Reports Performance Data Curriculum Intent, Implementation, Impact National averages/floor standards Ofsted reports School self-evaluation (SEF) School visits |
| <p>Working with the Headteacher</p> <ul style="list-style-type: none"> Assist in setting priorities for School improvement Positively challenge and proactively support the Headteacher and leadership team |  | <p>Working with the Headteacher</p> <ul style="list-style-type: none"> School Development Plan Local aspirations and community needs School self-evaluation (SEF) Parent and student voice |
| <p>Reviewing actions</p> <ul style="list-style-type: none"> Know the improvement targets and strategies Know how to review progress Know how Pupil Premium is used |  | <p>Reviewing actions</p> <ul style="list-style-type: none"> School Development Plan Pupil Premium Report |
| <p>Undertaking specific responsibilities LGB members are encouraged to be linked with priorities of the agreed School Development Plan, as well as key curriculum areas. A governor linked to Safeguarding will be appointed.</p> |  | <p>Undertaking specific responsibilities LGB members with linked responsibilities are expected, in line with good practice, to be familiar with the policy relating to their area of work.</p> |