



# **2021-2022 Governance Scheme of Delegation**

**September 2021**

|                                                                                                |                                                |                  |                                                                                  |
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| <b>Links to:</b> <ul style="list-style-type: none"><li>• 2021-22 Governance Handbook</li></ul> |                                                |                  |                                                                                  |

**Approved by the Board of Trustees on 14 July 2021**

## **Our Vision**

### **We have one core purpose:**

To have the biggest positive impact in the varied communities we serve through ensuring top drawer education for our learners. #TransformingLives

### **How do we ensure this across our trust?**

#### In all we do we are

1. ethical to the core, ensuring that education is always front and centre
2. futures-focused system leaders – never simply followers
3. collaborative in every endeavour
4. resolutely learner centred.

### **What does this look like across our trust?**

#### Education

##### We are

1. ruthlessly ambitious for all who learn and work with us
2. unwaveringly inclusive – determined on eradicating barriers to educational success
3. committed to excellent teaching
4. determined upon academic excellence for all in our communities
5. compassionate, ethical and caring advocates for all in our communities
6. outwardly facing and globally conscious.

#### Operations

##### We are

1. committed to the very best people development and empowerment
2. determined to shout loudly and share proudly our successes
3. the best professional and technical experts (supporting education) in the sector
4. committed to the very best understanding and management of risk.

#### Financial

##### We are

1. providing the best possible public service for the best possible value
2. determined to supplement our public income with shrewd income generation
3. building financially sustainable models of educational improvement in our communities
4. demonstrably efficient in all we do.

### **Our values**

- We will work inclusively within our communities, embracing the varied localities we serve while sharing our common vision and values.
- We will develop the very best leaders of the future, working to improve education and transform lives.
- We will adhere unwaveringly to the ‘Nolan Principles’ of Public Service, which is made clear in our commitment to Ethical Leadership.

## **About this document**

This *Scheme of Delegation* is intended to describe the workings of our governance. It is a formal document which should be referred to in order to resolve any difficulties with regard to the operation of our governance structures.

It should be read alongside our *Governance Guide* which is a practical manual for those involved in our governance. The *Guide* is intended to offer advice on matters of best practice, rather than to answer specific questions about our governance structures.

Both documents are working documents which will be kept under review at all times.

Anyone with feedback on the content of either document should contact Andy Gannon, Director of Corporate Affairs (DoCA) ([andy.gannon@academytransformation.co.uk](mailto:andy.gannon@academytransformation.co.uk)) or Sam Elms, Head of Local Governance (HoLG) ([sam.elms@academytransformation.co.uk](mailto:sam.elms@academytransformation.co.uk)).

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## SECTION 1 – OUR GOVERNANCE STRUCTURE

### 1 About Academy Transformation Trust ('ATT')

- 1.1 ATT (or 'the Trust') is a multi-academy trust which is responsible for operating and maintaining a number of academies in England. The Trust is both a company limited by guarantee and an exempt charity, regulated by the Secretary of State for Education.
- 1.2 The Trust's constitution and objects are set out in its *Memorandum and Articles of Association*. We are also bound by the requirements of our *Master Funding Agreement*, as well as by the provisions of the *Academy Trust Handbook* and a range of other pieces of government guidance and legislation.
- 1.3 The purpose of this document is to provide operating clarity about the roles, responsibilities, authorities and expectations of those who work within our governance and executive leadership structures. It is subsidiary to the documents described in 1.2 above.
- 1.4 This document is subject to formal review by the Board of Trustees on an annual basis, although they may review and amend elements of it more frequently if circumstances require it.

### 2 Our governance and leadership structures (see also chart at Appendix 2)

- 2.1 The Trust does not have shareholders, but it does have **Members**, who provide the highest tier of non-executive oversight.
- 2.2 The most important tier of governance is our Board of **Trustees**. Trustees may either be appointed by Members or co-opted onto the Board by other Trustees. They are Trustees for the purposes of charity law and also fulfil the role of appointed Directors in regard to company legislation. A failure to fulfil the requirements of this role may result in an individual's being disqualified from serving and, as such, bears significant personal liability.
- 2.3 Trustees are accountable for the performance of the Trust and its academies to the Members, to the Secretary of State and also to the communities served by our academies. They are required to have systems in place by which they can fulfil the requirements of the documents in 1.2 above, as well as monitoring and scrutinising the work of the executive.
- 2.4 Trustees also have responsibility for key decision making in respect of aspects of the Trust's operations and are required to act, both collectively and individually, in the best interests of the Trust and its academies and in line with our *Ethical Leadership* statement and other policies. They, along with all those involved in our governance, have a strictly strategic role.
- 2.5 Trustees may not delegate their accountability for the performance of the Trust, but, in practice, they do delegate the responsibility for many aspects of our operation as outlined below. Trustees then hold to account the bodies and individuals with 'delegated responsibility' on behalf of the Members, the Secretary of State and the communities we serve.
- 2.6 Trustees delegate responsibility as follows:
  - 2.6.1 to a range of **Trust Board sub-committees**, each of which consists of a subset of Trustees, may be established either permanently or temporarily and has delegated responsibility for aspects of decision making, monitoring and scrutiny as set out in this document

- 2.6.2 to a **Local Academy Committee** (LAC) for each academy, the membership of which is drawn from the local community (including two parents and one member of the academy's staff) and which has delegated responsibility for a small amount of decision making and rather more monitoring and scrutiny of the academy's performance
- 2.6.3 to the **Chief Executive Officer** (CEO) who is appointed by the Board and who has delegated responsibility for the day-to-day strategic and operational leadership and management of all aspects of the Trust's activity. The CEO, in turn, delegates responsibility for specific aspects of the Trust's operations to members of the **Executive Leadership Team** (ELT), to **Directors of Service** and to **Executive Principals** who are accountable, via the CEO, to the Trustees. The CEO also delegates responsibility for the day-to-day management of each academy to the **Principal** of that academy, in line with the provisions described in this document.

### 3 The role of Members

- 3.1 Members are the 'guardians' of the Trust and, in some ways, can also be viewed as the 'owners' of the Trust, although, unlike the owners of commercial companies, they do not, of course, take dividends from the Trust.
- 3.2 The role of Members is set out in the Trust's *Articles*. Their obligations are described in the DfE's *Academy Trust Handbook*. They
  - 3.2.1 are the subscribers to the Trust's memorandum of association (where they are founding members)
  - 3.2.2 may adopt and amend the *Articles* subject to any restrictions in the *Articles*, the funding agreement or charity law
  - 3.2.3 may, in certain circumstances, appoint new Members or remove existing Members
  - 3.2.4 have powers to appoint and remove Trustees in certain circumstances
  - 3.2.5 must ensure the objects of the Trust are being met
  - 3.2.6 appoint the Trust's auditors
  - 3.2.7 receive the Trust's audited annual accounts (subject to the Companies Act) and annual report at an Annual General Meeting of the Trust
  - 3.2.8 may, by special resolution, issue direction to the Trustees to take a specific action
  - 3.2.9 have power to change the name of the company and, ultimately, wind up the Trust.
- 3.3 Accordingly, the powers specifically **reserved** by Members within ATT (and, therefore, not delegated at all) are
  - 3.3.1 to change the name of the Academy Trust
  - 3.3.2 to change the objects within the *Articles of Association* (which would require Charity Commission and Secretary of State consent)
  - 3.3.3 to change the structure of the Trust Board
  - 3.3.4 to amend the *Articles of Association*
  - 3.3.5 to pass a resolution to wind up the Trust
  - 3.3.6 to appoint the auditors (save to the extent that the Trustees may make a casual appointment).
- 3.4 Member meetings are held twice a year. One of the meetings constitutes the formal Annual General Meeting (AGM) of the Trust. Member meetings are quorate if two Members are present.

## **4 The role of Trustees**

- 4.1 Trustees have ultimate accountability and decision-making authority for the work of the Trust and its academies.
- 4.2 Trustees are accountable to
  - 4.2.1 the pupils, learners, parents and communities served by our academies
  - 4.2.2 people employed by, or working in a voluntary capacity as part of, the Trust
  - 4.2.3 the Members of the Trust, as set out in the *Articles of Association*
  - 4.2.4 the Secretary of State for Education and the Education and Skills Funding Agency, as set out in the Trust's *Master Funding Agreement*
  - 4.2.5 various statutory and regulatory bodies, including compliance with the regulations of both company and charity law as set out in the *Articles of Association*.
- 4.3 Trustees must also comply with the requirements of the Trust's *Articles of Association* and *Master Funding Agreement*, both of which are available to view on ATT's website.
- 4.4 The remit of the Trust Board is to
  - 4.4.1 establish the vision, mission and values of the Trust
  - 4.4.2 ensure the business of the Trust is conducted solely in pursuit of the objects set out in the *Articles of Association*
  - 4.4.3 safeguard the assets of the Trust
  - 4.4.4 ensure that financial controls and appropriate financial management is in place in accordance with the provision of the *Academy Trust Handbook*
  - 4.4.5 set and monitor overall performance objectives for the Trust, especially in regard to educational outcomes and business operations
  - 4.4.6 establish and monitor the risks to the Trust and ensure that mitigating measures are put in place
  - 4.4.7 ensure that both the Trust Board and the ELT have the capacity and skill to lead and manage the Trust and that the ELT is appropriately supported and challenged
  - 4.4.8 delegate authority for the day-to-day operation of the Trust to the CEO and, by extension, to the ELT
  - 4.4.9 ensure that the Trust is led and managed in accordance with all applicable law.
- 4.5 Trustees are expected to follow the seven Principles of Public Life (widely known as the 'Nolan Principles') in everything they do – these principles are selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- 4.6 Trustees must
  - 4.6.1 act together and in person and not delegate responsibility of the Trust to others
  - 4.6.2 act strictly in accordance with the *Articles of Association*
  - 4.6.3 act in the Trust's interests only and without regard to their own private interests
  - 4.6.4 manage the Trust's affairs prudently
  - 4.6.5 not take personal benefit from the Trust unless expressly authorised
  - 4.6.6 take proper professional advice on matters on which they are not themselves competent.
- 4.7 The Board must appoint annually individuals from among their number to act as Chair and Vice Chair. The Chair and Vice Chair provide leadership to the Trust Board, as detailed in section 4.

- 4.8 All Trustees have an equal voice in meetings and in any necessary voting procedures, although, as provided for in the *Articles*, there may be times when the Chair is required to make a casting vote on some matters.
- 4.9 The Trust Board must assure itself that it has the right balance of skills to be able to carry out its duties, and regularly review those skills in order to establish where any gaps may lie. The Trust Board should also be mindful of succession planning and ensure that Trustees are able to gain a variety of experience by serving on the Board.
- 4.10 The Trust Board must appoint a Company Secretary (currently the DoCA) who is responsible for ensuring that all meetings of the Trust Board and its sub-committees are well planned in order to fulfil their obligations, conducted in accordance with law and with the Trust's ethical principles and appropriately minuted. The Company Secretary must also ensure that statutory return deadlines and other legal obligations are met. The minutes of Trust Board meetings are posted to the Trust website once approved.
- 4.11 Trustees are also Directors of the Trust as a company, and this is a personal office of responsibility and accountability which cannot be transferred to another individual. However, Trustees may delegate the power to carry out certain elements of the Trust's governance and operations to others, while retaining personal accountability for these elements. The Trust Board must not delegate responsibility for any of the 'reserved matters' detailed below.
- 4.12 As well as being mindful of its legal accountabilities, the Trust Board must ensure that it has mechanisms in place to take account of the views of the Trust's key stakeholders within its decision making. This applies especially, but not exclusively, to the views of pupils and learners, parents and academy staff members.
- 4.13 The Trust Board, along with all those involved in the Trust's governance, must ensure that individuals avoid any situations in which they have (or could have) a conflict of interest. If such a circumstance arises, the individual must declare the nature and extent of any interest in any matter relating to the Trust and avoid any conflict of interest between that interest and the interests of the Trust.
- 4.14 The powers specifically **reserved** by the Trust Board within ATT are
- 4.14.1 to determine the overall educational character, mission or ethos of the Trust and its academies
  - 4.14.2 to adopt or alter the Scheme of Delegation and the Terms of Reference of any sub-committee of the Trust Board
  - 4.14.3 to determine the Trust's plans for growth and investment, including the establishment of any trading companies deemed necessary
  - 4.14.4 to sell, purchase, mortgage or charge any land in which the Trust has an interest
  - 4.14.5 to approve the annual estimates of income and expenditure (budgets) and major projects
  - 4.14.6 to sign off the annual accounts
  - 4.14.7 to appoint or dismiss the CEO, the Chief Finance and Operations Officer (CFOO) and the Company Secretary
  - 4.14.8 to approve those policies which are deemed by statute or regulation to require full Board approval



- 4.14.9 to do any other act which the *Master Funding Agreement* expressly reserves to the Trust Board
- 4.14.10 to do any other act which the *Articles of Association* expressly reserve to the Trust Board
- 4.14.11 to do any other act which the Trust Board determines to be a ‘reserved matter’.
- 4.15 The Trust Board meets at least three times a year. Trust Board meetings are quorate if a third of Trustees (rounded up to a whole number) are present. Board minutes are published on the Trust’s website.
- 4.16 Trustees normally serve up to two terms of office, each of four years. No member of Trust staff is permitted to serve as a Trustee.

**5 The role of Trust Board sub-committees**

- 5.1 The Trust Board has established three sub-committees to oversee specific areas of its work. The members of these sub-committees are confirmed annually.
- 5.2 The committees are:
  - 5.2.1 Audit and Risk (ARC)
  - 5.2.2 Finance and Resources (FRC)
  - 5.2.3 Standards and Outcomes (SOC).
- 5.3 Each sub-committee meets between three and six times a year, as set out in the Global Calendar.
- 5.4 In addition, a Remunerations Committee is constituted on an annual basis to review specific pay decisions and to oversee the performance development arrangements for the CEO.
- 5.5 The Chair and Vice Chair of each sub-committee are elected by the members of sub-committee on an annual basis. The Chair must be suitably experienced and/or qualified to undertake the task required – in the case of ARC, they must be financially qualified and experienced in the area of risk management.
- 5.6 The Chair of each sub-committee may direct or invite attendance at meetings by any individuals who may be deemed to provide helpful input to the content of the meeting.
- 5.7 Meetings of the sub-committees are quorate if the majority of sub-committee members are present. Where a vote is necessary, each member has one vote and the Chair may use a casting vote where a vote is split evenly.
- 5.8 Sub-committee minutes are provided to the Trust Board at its next full meeting, and the Chair of the sub-committee is required to provide a verbal report to the Trust Board.
- 5.9 Sub-committees are authorised by the Trust Board to investigate any activity within their Terms of Reference (ToRs). They are authorised to seek any information they require from any employee and all employees are directed to cooperate with any request made by sub-committees. Sub-committees are authorised by the Board to obtain outside legal or other independent professional advice.
- 5.10 Detailed ToRs for each sub-committee are included in section 3 of this document.

**6 The role of Local Academy Committees**

- 6.1 The Trust Board has established committees to be known as the Local Academy Committees (LACs). There is a LAC for each academy within the Trust.
- 6.2 The membership of these LACs must include two parents of pupils currently at the academy and one member of staff (per phase in the case of an all-through academy). In ATTFE, there should be two student members rather than parents. These positions must be elected. Otherwise, there should be enough members of each LAC to enable it to do an effective job.
- 6.3 LACs meet four times a year.
- 6.4 The Chair and Vice Chair of each LAC are elected by the members of the LAC and approved by the Trust Board upon appointment. Other LAC members are appointed by the LAC Chair.
- 6.5 Apart from elected staff governors, no members of Trust staff are permitted to join a LAC. Serving governors should not take up paid employment within the Trust unless the potential for conflicts of interest are minimal. The HoLG must always be consulted in such circumstances.
- 6.6 LAC members may serve as follows:
  - 6.6.1 Parent governors must join as a result of a free and fair election in which all parents are able to stand. They must stand for re-election at the end of one term of office (four years). They must leave the LAC if they no longer have children at the academy, which would trigger a new election.
  - 6.6.2 Staff governors must join as a result of a free and fair election in which all staff are able to stand. They must stand for re-election at the end of one term of office (four years). They must leave the LAC if their employment comes to an end.
  - 6.6.3 Other governors may be appointed by the LAC chair as a result of an application or recruitment campaign. After one term of office (four years) there will be an opportunity to review their membership of the LAC and, if agreed by mutual consent, they may serve a second four-year term.
  - 6.6.4 No LAC member will be allowed to serve more than two four year terms, and all LAC members must abide fully by the code of conduct and actively contribute at all times. Failure to do so means that LAC membership may be terminated early by Trustees. Any LAC member may resign early by submitting a letter of resignation to the Chair (or to the Trustees in the case of a LAC Chair).
- 6.7 The Chair of the LAC may direct or invite attendance at meetings by any individuals who may be deemed to provide helpful input to the content of the meeting.
- 6.8 Meetings of the LAC are quorate if 50% or more of LAC members are present. Where a vote is necessary, each member of the LAC has one vote and the Chair may use a casting vote where a vote is split evenly.
- 6.9 Each LAC has a clerk who is line managed by the HoLG. The clerk must provide LAC minutes to the Chair within 10 working days of a meeting and these minutes must also be published on the academy website and made available to Trustees. Communication between LACs and Trustees is facilitated by our use of the Governors' Virtual Office (GVO) where minutes are shared, by joint attendance at regular meetings such as RGFs and by the appointment of 'link Trustees' for specific academies.

- 6.10 LACs also conduct an annual review of their skills, activity and effectiveness and maintain an ongoing action and development plan.
- 6.11 LACs are important in the Trust's approach to governance in the following ways. They are
- 6.11.1 responsible for providing assurance to the Board of Trustees (and to external bodies, such as the Office for Standards in Education (Ofsted)) that the academy's work has been scrutinised with an eye to performance improvement and impact on the local community, and that Trust-wide and statutory policies are being properly followed
  - 6.11.2 accountable for the decisions made as part of a panel within the parameters of our policies on complaints, exclusions, admissions appeals and staff disciplinarys
  - 6.11.3 responsible for engaging with collaborative development or quality assurance activities (such as RGFs, Full Academy Reviews (FARs) and other Challenge, Support and Intervention (CSI) activity) or supporting the process whereby decisions affecting the academy (such as the appointment of a new Principal or an Ofsted inspection) are made
  - 6.11.4 responsible for ensuring that they have the right membership and balance of skills to do an effective job
  - 6.11.5 charged with engaging fully with our communities, championing and challenging the Trust and each academy in equal measure, developing work that will support positive attitudes to learning among future pupils, parents and others and bringing the outside world into the classroom through the use of their own professional networks.
- 6.12 It is important to note that local governance does not duplicate the activity of the Trust's executive functions in regard to the performance management of the academy's senior leadership. The function of the LAC is to scrutinise rather than to hold to account.
- 6.13 Detailed ToRs for LACs are included in section 3 of this document.

## **7` The role of the CEO and the executive**

- 7.1 The CEO and the executive are accountable to Trustees for the day-to-day operation of the Trust and for the achievement of its strategic aims. Key executive roles within the Trust currently include
- 7.1.1 the CEO, who also acts as Accounting Officer and is accountable for fulfilling the expectations of that role
  - 7.1.2 the Chief Finance and Operations Officer (CFOO), who has leadership responsibility for our finance, estates, procurement and information and communication technology (ICT) functions
  - 7.1.3 a National Education Director (NED) who has leadership responsibility for all aspects of our educational performance and is responsible for holding Principals to account for the performance of their academy
  - 7.1.4 the Director of the ATT Institute (DoI), who has leadership responsibility for professional development
  - 7.1.5 the Director of Corporate Affairs (DoCA), who oversees our governance operations and also acts as Company Secretary
  - 7.1.6 the Director of Safeguarding (DoS)
  - 7.1.7 the Director of Operations (DoO)
  - 7.1.8 the Director of HR (HRD)
  - 7.1.9 Directors of Service for ICT and estates and the Head of Financial Control and Risk Management (HFCRM)

- 7.1.10 Directors of Academy Improvement (DAIs) who oversee performance across one phase and region
- 7.1.11 the Principal in each of our academies.
- 7.2 The accountabilities of these roles are detailed within specific job and role descriptors and are not repeated here. The achievement of objectives by members of the executive is monitored by Trustees through the work of sub-committees and also via the professional development process.
- 7.3 Members of the executive attend governance forums at both national and local level. Each governance forum has an 'executive lead' (or 'leads'), as follows:
  - 7.3.1 For SOC, the NED
  - 7.3.2 For FRC, the CFOO
  - 7.3.3 For ARC, the DoCA
  - 7.3.5 For each LAC, the relevant Principal.
- 7.4 In order to maintain ethical separation between our executive and non-executive functions, it is not permitted for any Trust staff member to join our governance structures, unless they are an elected staff member of a Local Academy Committee.

## SECTION 2 – OUR SCHEME OF DELEGATION

In the table below, many of the responsibilities assigned to the Trust Board will, in fact, be carried out, according to the Terms of Reference, by a sub-committee. Similarly, the CEO will delegate many of the responsibilities below to other members of the executive. Please see section 4 for a specific statement in regard to delegation to the Chair of Trustees.

This Scheme of Delegation should be read alongside our separate Financial Scheme of Delegation, which sets out the parameters for financial decision making within the Trust.

| Trust governance level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Trust executive level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Academy governance level                                                                                                                                                                                                                                                                                                                                                           | Academy executive level                                                                                                                                                                                                                                                                                                                                                                     |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Strategy and leadership</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                             |
| <p>Members will</p> <ul style="list-style-type: none"> <li>review the effectiveness of Trust leadership annually</li> </ul> <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>set the vision and ethos of the Trust and its academies</li> <li>set the strategic objectives of the Trust</li> <li>determine the Trust’s approach to investment and growth</li> <li>monitor the effectiveness of the Trust in delivering its objectives</li> <li>ensure the Trust Board and ELT are equipped to lead the Trust</li> <li>approve the Trust-wide Scheme of Delegation and Terms of Reference</li> <li>evaluate the effectiveness of Trust governance</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that activity is designed to meet the strategic objectives of the Trust</li> <li>be accountable for the delivery of Trust-wide objectives</li> <li>determine the executive structure and annual delivery priorities</li> <li>agree the strategic objectives of individual academies</li> <li>ensure systems are in place to deliver individual academies’ objectives</li> <li>ensure appropriate procedures are in place to inform an investment and growth strategy (including due diligence)</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>contribute local strategic knowledge to the vision and objectives of the academy</li> <li>monitor the effectiveness of the academy in delivering its objectives</li> <li>ensure the needs of the local community are reflected in the academy’s operations</li> <li>ensure the LAC has the skillset it needs</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>set a local vision, ethos and set of objectives which are in line with the expectations of the Trust</li> <li>ensure that activity is designed to meet these objectives and secure ongoing improvement for the benefit of learners and the community</li> <li>be accountable for the performance of the academy</li> </ul> |

| Trust governance level                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Trust executive level                                                                                                                                                                                                                                        | Academy governance level                                                                                                                                                                                                                                                   | Academy executive level                                                                                                                                                                                                                                                                                                                    |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Compliance</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                            |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>ensure that there is compliance with the requirements of the <i>Academy Trust Handbook</i> and other relevant guidance and legislation</li> <li>ensure that individual academies are compliant with relevant guidance and legislation</li> <li>ensure appropriate financial controls are in place</li> <li>ensure there is a Trust register of business interests and conflict of interest procedure in place</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that there are appropriate policies and systems in place to ensure compliance</li> </ul>                                                                                    | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the academy's compliance with relevant policies and procedures</li> <li>ensure there is an academy level register of business interests and conflicts of interest procedure in place</li> </ul>         | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that all aspects of the academy's operation comply with relevant guidance and policies</li> </ul>                                                                                                                                                                  |
| <b>Curriculum and standards</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                            |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>establish a curriculum vision and ethos</li> <li>agree and monitor educational objectives at Trust and academy level</li> <li>monitor the impact and effectiveness of Trust-wide academy improvement processes</li> </ul>                                                                                                                                                                                                | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>determine and monitor educational objectives at Trust and academy level</li> <li>ensure there are appropriate systems in place to enable continuous academy improvement</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the delivery of educational objectives at academy level</li> <li>appoint a lead member for monitoring the performance of those with Special Educational Needs (SEN) and disadvantaged groups</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>lead the setting of the academy Evaluation and Improvement Plan (EIP) and appropriate objectives</li> <li>ensure that all activity is designed to deliver continuous improvement</li> <li>ensure that the requirements of the Trust's curriculum ethos are met</li> </ul> |

| Trust governance level                                                                                                                                                                                                                                                                          | Trust executive level                                                                                                                                                                                                                                                                                                                                                            | Academy governance level                                                                                                                                                                                                                                                                                                                                                        | Academy executive level                                                                                                                                                                                                                                                                                                                                 |
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| <b>Safeguarding</b>                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                         |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• approve the Trust-wide safeguarding policy, ensuring it complies with relevant legislation</li> <li>• appoint a lead Trustee for safeguarding</li> <li>• monitor the impact of Trust-wide safeguarding activity</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• ensure that the Trust-wide safeguarding policy and activity complies with relevant legislation and best practice</li> <li>• ensure that systems are in place to support the effective delivery of safeguarding work</li> <li>• monitor the impact of safeguarding work</li> </ul>                    | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• monitor the impact of safeguarding work within the academy</li> <li>• appoint a lead member for monitoring safeguarding</li> <li>• respond to any safeguarding concerns raised about the Principal</li> </ul>                                                                                                      | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure that the principles of the safeguarding policy are complied with and that safeguarding activity is appropriately resourced and embedded</li> <li>• appoint an appropriately qualified Designated Safeguarding Lead (DSL)</li> </ul>                                           |
| <b>Admissions, exclusions and complaints</b>                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                         |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• ensure that our policies in relation to exclusions and complaints are compliant with legislation and guidance</li> <li>• set the Trust-wide admissions policy</li> </ul>                                                   | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• ensure that there is regular training in the implementation of statutory policies relating to admissions, exclusions and complaints</li> <li>• lead the commissioning of independent panels in respect of either admissions or exclusions</li> <li>• approve all plans for academy growth</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• form a panel to take decisions as part of our policies in relation to complaints, exclusions and admissions appeals</li> <li>• monitor the application of our admissions, exclusions and complaints policies within the academy</li> <li>• review any proposed changes to local admissions arrangements</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure that policy is followed in relation to student issues</li> <li>• ensure that all staff are aware of their responsibilities within relevant policies</li> <li>• review academy admission numbers on an annual basis with a view to ongoing growth where appropriate</li> </ul> |

| Trust governance level                                                                                                                                                                                                                                                                                                                                         | Trust executive level                                                                                                                                                                                                                                                                                   | Academy governance level                                                                                                                                                   | Academy executive level                                                                                                                                                                         |
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| <b>Inspections and external liaison</b>                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                            |                                                                                                                                                                                                 |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>proactively engage with the Department for Education (DfE), Education and Skills Funding Agency (ESFA) and Ofsted in regard to external views of performance</li> <li>monitor external views and ensure that action is taken to improve performance where difficulties are cited</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that our relationships with the DfE, ESFA, Ofsted and others are robust and professional in support of our academy improvement strategy</li> <li>ensure that external views are understood and responded to</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>support any external reviews (e.g. by Ofsted) by contributing a governance perspective</li> </ul>               | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that sufficient attention is given to the views of Ofsted and others in determining the academy's objectives</li> </ul> |
| <b>Audit</b>                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                            |                                                                                                                                                                                                 |
| <p>Members will</p> <ul style="list-style-type: none"> <li>appoint the Trust's auditors and receive the annual accounts</li> </ul> <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>appoint an appropriately qualified ARC</li> <li>determine the focus of audit activity and monitor the response to audit reports</li> </ul>               | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that an appropriate programme for internal audit is developed</li> <li>ensure that audit reports are responded to</li> <li>ensure that appropriate executive audit operations are in place</li> </ul>                  | <p>The LAC will</p> <ul style="list-style-type: none"> <li>engage with internal audit processes and monitor the implementation of any action plans which emerge</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that relevant issues within audit reports are addressed</li> </ul>                                                      |
| <b>Risk</b>                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                            |                                                                                                                                                                                                 |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>monitor the Trust-wide risk register and ensure that risk is being mitigated</li> </ul>                                                                                                                                                                                                     | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that risks are appropriately identified and mitigated</li> </ul>                                                                                                                                                       | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the academy level risk register</li> </ul>                                                              | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that risks are identified and appropriate mitigation put in place</li> </ul>                                            |



| Trust governance level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | Trust executive level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Academy governance level                                                                                                                                                                                                                                                                                        | Academy executive level                                                                                                                                                                                                                                                                                                                                                                                       |
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| <b>Finance</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                               |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• appoint an Accounting Officer and an appropriately qualified CFOO</li> <li>• agree the Trust-wide funding model</li> <li>• scrutinise and agree the Trust-wide budget</li> <li>• agree the Trust’s financial scheme of delegation and appropriate finance-related policies</li> <li>• approve any extraordinary financial decisions which are outside the scope of the agreed budget in line with the financial scheme of delegation</li> <li>• assure themselves that adequate and appropriate insurance and indemnities are in place</li> <li>• agree Trust-wide approaches to income generation</li> <li>• monitor the impact of specific government grants across the Trust</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• determine a Trust-wide and academy level budget which meets the requirements of the Trust-wide funding model and will enable academies to thrive</li> <li>• ensure that financial objectives are met in all that the Trust does</li> <li>• ensure that adequate and appropriate insurance and indemnities are in place</li> <li>• ensure appropriate financial procedures and support are in place</li> <li>• ensure that regular management accounts are provided to Trustees and to academy Principals</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• monitor the impact of financial decisions on the performance of the academy</li> <li>• monitor the impact of specific government and other grants within the academy</li> <li>• contribute to academy level plans for income generation</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure that the academy’s budget and financial objectives are met</li> <li>• ensure academy level compliance with financial procedures</li> <li>• ensure that specific government grants are directed to the areas where they will deliver most impact</li> <li>• consider opportunities for income generation at academy level</li> </ul> |

| Trust governance level                                                                                                                                                                                                                                                                                                                       | Trust executive level                                                                                                                                                                                                                                                                                                                                                                                        | Academy governance level                                                                                                                                       | Academy executive level                                                                                                                                                                                                                                                                                                   |
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| <b>Procurement</b>                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                           |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• approve the Trust-wide procurement strategy and monitor its impact on our strategic objectives</li> </ul>                                                                                                                                                               | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• ensure that the procurement strategy complies with relevant legislation and guidance and is focused on delivering both value and quality for our students</li> </ul>                                                                                                                                                             | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• contribute local knowledge to the implementation of the procurement strategy</li> </ul>           | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure that the procurement strategy and policy are followed within the academy</li> </ul>                                                                                                                                                             |
| <b>Assets and premises</b>                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                           |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• approve the Trust-wide asset management strategy</li> <li>• determine any change in the use of assets and approve any disposal or acquisition of land</li> <li>• monitor the impact of the asset management and estates strategy on our strategic objectives</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• ensure the Trust maintains and keeps under review a fixed asset register</li> <li>• determine a long term estates and asset management strategy for the Trust and for individual academies within it</li> <li>• make applications for grants and other funding which will improve the condition of the Trust's estate</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• contribute local knowledge to the determination of an estates strategy for the academy</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• be responsible for the day-to-day management of the estate and assets, including its upkeep and maintenance and responding to any urgent matters</li> <li>• contribute to the determination of a long-term estates strategy for the academy</li> </ul> |
| <b>Whistleblowing</b>                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                           |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• approve the Trust-wide whistleblowing</li> <li>• ensure that whistleblowing concerns can be raised via the Audit and Risk Committee chair</li> </ul>                                                                                                                    | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• develop a whistleblowing policy which is in line with legislative and best practice requirements</li> <li>• promote an open and transparent culture for all</li> </ul>                                                                                                                                                           | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• ensure the whistleblowing policy is applied and known about within the academy</li> </ul>         | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure there is an open and transparent culture within the academy and ensure all staff are aware of the whistleblowing policy and procedures</li> </ul>                                                                                               |

| Trust governance level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Trust executive level                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Academy governance level                                                                                                                                                                                                                                                                                                                           | Academy executive level                                                                                                                                                                                                                                                                                                                                                                                         |
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| <b>HR</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <p>Members will</p> <ul style="list-style-type: none"> <li>• appoint Member-appointed Trustees</li> </ul> <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• co-opt Trustees if needed</li> <li>• approve the appointment of LAC Chairs and Vice Chairs</li> <li>• appoint the CEO, CFOO and governance professional</li> <li>• be engaged in the appointment process for academy Principals and other senior leaders</li> <li>• establish a vision and ethos for its work as an employer</li> <li>• approve as required all HR-related policies (including Terms and Conditions of Employment)</li> <li>• monitor the impact of pay progression decisions on the achievement of strategic objectives</li> <li>• monitor the impact of our workforce on strategic objectives</li> <li>• determine CEO and senior executive remuneration in line with national guidance</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• appoint senior leaders (including academy Principals) and lead any processes in respect of those individuals</li> <li>• agree the arrangements for academy pay progression and staffing structures based on recommendations from the Principal</li> <li>• ensure that the people culture within the Trust is in line with the vision and ethos</li> <li>• ensure that LACs are properly supported and clerked</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• propose its Chair and Vice Chair to the Board</li> <li>• appoint LAC members as needed</li> <li>• support the process for senior academy appointments</li> <li>• form a panel to take decisions as part of our policies in relation to staff grievances and disciplinaries</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• appoint staff to the academy</li> <li>• ensure that Trust-wide employment policies are implemented within the academy</li> <li>• lead all processes relating to staffing structures and pay progression within the academy</li> <li>• ensure that the views of staff and others are taken into account in the work of the academy</li> </ul> |

| <b>Trust governance level</b>                                                                                                                                                                                                                  | <b>Trust executive level</b>                                                                                                                                                                                                                                                                                                    | <b>Academy governance level</b>                                                                                                                                                 | <b>Academy executive level</b>                                                                                                                                                                                                                                                                                          |
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| <b>Professional development</b>                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                         |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>ensure that there is a programme of mandatory and developmental training for Trustees</li> <li>set the Trust's approach to performance development and appraisal</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>provide the framework for mandatory and developmental training</li> <li>provide regular opportunities for collaborative learning and development</li> <li>monitor the performance of staff as part of the professional development process</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>ensure they keep their skills and knowledge up to date by completing mandatory and developmental training</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that there are opportunities for regular staff development</li> <li>ensure that mandatory and developmental training is completed</li> <li>robustly monitor the performance of staff as part of the professional development process</li> </ul> |
| <b>ICT and digital strategy</b>                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                         |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>approve the Trust-wide digital strategy and monitor its impact</li> </ul>                                                                                                   | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that our digital strategy will enable us to function dynamically and our learners to be well prepared for life and work</li> </ul>                                                                                                             | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the implementation and impact of the digital strategy</li> </ul>                                             | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that digital literacy is emphasised within the curriculum</li> <li>contribute to Trust-wide thinking on the future of our digital strategy</li> </ul>                                                                                           |
| <b>Policies and governance</b>                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                         |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>approve all policies required by statute, legislation or good practice</li> <li>monitor the impact of Trust-wide policies upon our objectives</li> </ul>                    | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that the policy framework provided is legally compliant and supportive to senior leaders within academies</li> </ul>                                                                                                                           | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the implementation and impact of policies within the academy</li> </ul>                                      | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that policy frameworks are applied consistently within the academy</li> <li>develop any localised policy elements or procedures required</li> </ul>                                                                                             |

| Trust governance level                                                                                                                                                                                                                             | Trust executive level                                                                                                                                                                                                                                                                                                                                                  | Academy governance level                                                                                                                             | Academy executive level                                                                                                                                                                                                                                                                                |
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| <b>Stakeholder engagement</b>                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                      |                                                                                                                                                                                                                                                                                                        |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>ensure that the views of all stakeholders inform their own work and that of the Trust</li> </ul>                                                                                | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that the views of all stakeholders are regularly canvassed and used to inform practice</li> <li>develop meaningful approaches to reporting to all stakeholders</li> <li>develop meaningful community engagement activities</li> </ul>                                                 | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the views of local stakeholders and ensure that they inform their work</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>take a proactive approach to canvassing the views of all stakeholders</li> <li>ensure that actions respond to these views</li> <li>work proactively with the local community to secure the academy's position at its heart</li> </ul> |
| <b>Health and safety</b>                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                      |                                                                                                                                                                                                                                                                                                        |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>approve the Trust-wide health and safety policy, ensuring it complies with relevant legislation</li> <li>monitor the impact of Trust-wide health and safety activity</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>ensure that the Trust-wide health and safety policy and activity complies with relevant legislation and best practice</li> <li>ensure that systems are in place to support the effective delivery of health and safety work</li> <li>monitor the impact of health and safety work</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the impact of health and safety work within the academy</li> </ul>                | <p>The Principal will</p> <ul style="list-style-type: none"> <li>ensure that the principles of the health and safety policy are complied with and that health and safety activity is appropriately resourced and embedded</li> </ul>                                                                   |

| Trust governance level                                                                                                                                                                                                                                                                                                               | Trust executive level                                                                                                                                                                                                                                                                 | Academy governance level                                                                                                                                       | Academy executive level                                                                                                                                                                                                                                                                                                                                                     |
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| <b>Data protection</b>                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                       |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                             |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• approve Trust-wide data protection policies</li> <li>• monitor Trust-wide practice in relation to information management</li> </ul>                                                                                                                             | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• appoint a Data Protection Officer</li> <li>• ensure that data protection practice is compliant with legislation</li> </ul>                                                                                |                                                                                                                                                                | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure that data protection practices within the academy are compliant</li> <li>• appoint a Data Protection Lead</li> </ul>                                                                                                                                                                              |
| <b>Media, communications and marketing</b>                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                       |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                             |
| <p>Members will</p> <ul style="list-style-type: none"> <li>• commission an Annual Report on behalf of all stakeholders</li> </ul> <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• be informed of key urgent and critical events and determine our response if within the scope of 'reserved matters'</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• produce an Annual Report on behalf of Members</li> <li>• ensure a clear communications strategy is in place</li> <li>• manage any day-to-day or urgent communications and reputational matters</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• engage proactively with local media outlets and celebrate the successes of the academy</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• ensure there is a marketing plan in place to secure academy growth</li> <li>• proactively communicate with the local media and stakeholders in order to celebrate success</li> <li>• ensure that urgent communications or reputation matters are dealt with in liaison with executive leaders</li> </ul> |
| <b>Equalities</b>                                                                                                                                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                       |                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                             |
| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>• ensure that the Trust has due regard to its equalities duties in all aspects of work</li> </ul>                                                                                                                                                                 | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>• implement a policy framework which promotes equality and is compliant with statutory duties</li> </ul>                                                                                                    | <p>The LAC will</p> <ul style="list-style-type: none"> <li>• monitor the individual academy's equality plan</li> </ul>                                         | <p>The Principal will</p> <ul style="list-style-type: none"> <li>• determine the academy equality plan and objectives and ensure that due regard is given in all aspects of the academy's work to equalities duties</li> </ul>                                                                                                                                              |

| <b>Practicalities</b>                                                                                                                    |                                                                                                                                                                        |                                                                                                                                            |                                                                                                                                                        |
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| <p>The Trust Board will</p> <ul style="list-style-type: none"> <li>ensure that the Trust operates effectively and efficiently</li> </ul> | <p>The CEO and executives will</p> <ul style="list-style-type: none"> <li>agree proposals from Principals in regard to term dates and academy opening hours</li> </ul> | <p>The LAC will</p> <ul style="list-style-type: none"> <li>monitor the impact of practical arrangements for running the academy</li> </ul> | <p>The Principal will</p> <ul style="list-style-type: none"> <li>determine term dates and academy opening hours in line with local practice</li> </ul> |

### **SECTION 3 –TERMS OF REFERENCE OF GOVERNANCE BODIES WITH DELEGATED POWERS**

#### **Audit and Risk Committee (ARC)**

ARC will take action as follows:

1. ARC will determine
  - a. the key areas of risk to the Trust, in consultation with ELT – these may be strategic, compliance-related, financial, operational or reputational
  - b. a recommendation annually to Members for the appointment of external auditors
  - c. the appointment, focus and scope of internal audit activity
  - d. the impact of any external or internal audit findings on the rights of the Trust
  - e. any non-executive actions required as a result of the findings of external and internal audit processes.
2. ARC will present to the Board for approval policies which it has reviewed in relation to safeguarding, data protection, health and safety, risk management and conflicts of interest.
3. ARC will approve
  - a. the annual financial statements on behalf of the Board
  - b. policies on behalf of the Board in relation to Freedom of Information and complaints.

ARC will hold the executive to account as follows:

1. ARC will ensure
  - a. the Trust has a robust approach to risk management which informs strategic planning and operational decision making
  - b. the Trust has an internal and external audit and scrutiny regime which is compliant with statutory requirements and which drives performance improvements, including external reviews of governance
  - c. the Trust has a thorough approach to due diligence in regard to growth or to any other activity it proposes to undertake
  - d. the Trust is legally compliant and following best practice in regard to key areas of risk, including (but not limited to) safeguarding, health and safety, cybercrime and cybersecurity, data protection and information sharing
  - e. the Trust has a robust approach to business contingency planning and crisis management
  - f. the Trust has an open, transparent and ethical culture and learns from mistakes
  - g. the Trust maintains adequate insurance and indemnity (including for appropriate individuals).
2. ARC will scrutinise
  - a. the Trust's risk register along with procedures and controls for managing risk
  - b. activity and impact reports in regard to key areas of risk, including (but not limited to) safeguarding, health and safety, data protection, cybersecurity, educational trips and visits and formal complaints
  - c. the extent to which risk management is embedded across all parts of the Trust (including within governance and individual academies)
  - d. the planning for, execution of and response to internal and external audits, including the external auditors' management letter
  - e. the approach to due diligence in regard to new business
  - f. the Trust's internal control systems to ensure that they are fit for purpose and operating in accordance with the internal financial regulations and procedures.
  - g. the Trust's processes in regard to business contingency planning and crisis management.



## Finance and Resources Committee (FRC)

FRC will take action as follows:

1. FRC will determine
  - a. the Trust's strategic approach to growth and income generation
  - b. the appointment of the Trust's CFOO
  - c. the approval of related-party transactions, transactions in excess of the OJEU procurement limit, senior staff settlement payments and the annual capital allocation plan.
2. FRC will present to the Board for approval
  - a. the annual budget which it has reviewed and regular reports on financial performance and the impact of resource deployment
  - b. policies in relation to procurement and growth and investment.
3. FRC will approve other finance and resource related policies on behalf of the Board.

FRC will hold the executive to account as follows:

1. FRC will ensure
  - a. there is a financial and resource management strategy (including human resources) which will enable the Trust to deliver its strategic objectives and maintain its position as a going concern
  - b. the Trust's financial and resource operations are compliant with statutory requirements (such as those in the *Academy Trust Handbook*) and appropriate financial controls and procedures are put in place
  - c. there are plans for financial sustainability, growth and ongoing improvement which have been prepared on a financially reasonable basis (using appropriate and realistic assumptions), reviewed for appropriateness and stress/scenario tested
  - d. the deployment of both funding and resources delivers an appropriate return on investment (financially and educationally) for the taxpayer.
2. FRC will scrutinise
  - a. the operational and educational budget and funding models to ensure they support the strategic plan of the Trust, deliver a balanced budget and are in line with agreed key performance targets
  - b. in-year financial performance at Trust and academy level, ensuring costs are in line with the agreed Key Performance Indicator (KPI) parameters
  - c. the budget, planning, delivery and impact of all HR and capital (estates and IT) expenditure
  - d. the management of working capital and cashflow; including the repayment of any required ESFA General Annual Grant (GAG) advances.
  - e. the annual three-year plan to restore revenue reserves to an agreed level.
  - f. plans and projects which deviate from agreed budgets in advance of their commissioning
  - g. procurement activity (including strategy) and the efficiency and financial impact of external contracts
  - h. the income generation activity (including strategy) and the efficiency and effectiveness of the activities to generate additional income (income achieved vs cost of chasing addition income)
  - i. the Trust's asset and estates management strategy (including the asset inspection regime)
  - j. the Trust's approach to its environmental responsibilities.

## **Standards and Outcomes Committee (SOC)**

SOC will take action as follows:

1. SOC will make recommendations to the Board in regard to the Trust's educational and community ethos, including its approach to curriculum development, the use of technology and aspiration for our pupils/learners and the communities served by our academies.
2. SOC will present to the Board for approval policies which it has reviewed in relation to admissions, Special Educational Needs and Disabilities (SEND) and medical conditions.
3. SOC will approve other policies on behalf of the Board in relation to home-school agreements, in-year admissions, the pupil premium, sex and relationships education, Careers Education, Information, Advice and Guidance (CEIAG) and the Early Years Foundation Stage (EYFS).

SOC will hold the executive to account as follows:

1. SOC will ensure
  - a. there is a vision and framework in place for continuous improvement in educational standards and outcomes, 'reconnection' following the pandemic, a clear curriculum strategy and robust KPIs for monitoring Trust-wide performance
  - b. there is an effective educational improvement strategy, supported by good performance management, professional development and HR strategies
  - c. academies are responsive to the needs of their communities and take parent and stakeholder views into account
  - d. there is a coherent approach to the leadership of staff wellbeing
  - e. academy leaders are compliant with all legal and statutory requirements
  - f. there is support in place for the management of Ofsted inspections and other external scrutiny.
2. SOC will scrutinise
  - a. predicted and actual educational performance against agreed KPIs at academy, regional and Trust-wide level
  - b. specific aspects of the Trust's educational performance, such as its impact on pupils/learners with SEND, its use of pupil premium and other designated funding grants and any performance gaps between different groups of pupils/learners
  - c. the Trust's approach to ensuring the personal development of pupils/learners
  - d. educational projects and initiatives designed to further our approach to pedagogy
  - e. attendance, punctuality and behaviour (including exclusions) and the Trust's impact on developing positive attitudes among pupils/learners
  - f. the impact of the Trust's academy improvement activity, including the FAR and CSI processes
  - g. the impact of professional and pedagogic development activity across the Trust
  - h. the impact of our human resource deployment and performance management on the performance of individuals and of our academies
  - i. the impact of local governance and parental engagement in this
  - j. the performance of academies in regard to Ofsted inspections and the delivery of any required academy improvement plans
  - k. how stakeholder views are sought and responded to in order to inform academy improvement
  - l. the Trust's approach to calendar planning, including term dates and the opening hours of its academies.

## **Remunerations Committee**

The Remunerations Committee will meet as necessary in order to discharge the following responsibilities:

1. the performance development process for the CEO
2. recommendations in regard to appropriate levels of remuneration for senior executives, having due regard to DfE guidance
3. recommendations in regard to other pay and performance-related awards.

The Remunerations Committee will also lead the constitution of appropriate Trustee panels where required by Trust policies.

## Local Academy Committees (LACs)

LACs will take action as follows:

1. LACs will ensure that their membership is adequate to perform the roles assigned within this Scheme of Delegation and that members of the LAC are appropriately trained for their roles.
2. LACs will form panels to consider decisions as part of our policies with regard to admissions, exclusions, complaints and staff grievances and disciplinaries. These may relate to any academy within our trust.
3. LACs will appoint a lead member for safeguarding, for the outcomes of pupils with special educational needs or disadvantaged pupils and (in secondary academies) for careers education. They may also appoint lead members for other key risk areas or themes identified within the EIP.
4. LACs will engage proactively with local stakeholders and ensure that their views are represented in the work of the academy.
5. LACs will engage proactively with Trustees and the leadership of the Trust to ensure that Trust-wide activity is informed by their own work.

LACS will monitor, scrutinise and support the performance of the academy as follows:

1. LACs will scrutinise
  - a. predicted and actual educational performance against the EIP
  - b. specific aspects of the academy's educational performance, such as its impact on pupils/learners with SEND, its use of pupil premium and other designated funding grants and any performance gaps between different groups of pupils/learners
  - c. the academy's approach to safeguarding, including compliance with requirements in regard to the Single Central Record
  - d. the academy's approach to ensuring the personal development of pupils/learners
  - e. attendance, punctuality and behaviour (including exclusions) and the academy's impact on developing positive attitudes among pupils/learners
  - f. the impact of academy improvement activity, including the FAR and other ECSI processes
  - g. the impact of professional and pedagogic development activity
  - h. the performance of the academy in regard to Ofsted inspections and the delivery of any required academy improvement plans
  - i. how stakeholder views are sought and responded to in order to inform academy improvement
  - j. the academy's approach to risk management
  - k. the local implementation and impact of Trust-wide policies and procedures
  - l. the impact of Trust-wide activity on the performance of the academy, for example in regard to finance, health and safety, HR, ICT and other 'centralised' services.
2. LACs will inform and support by
  - a. contributing to senior appointment processes
  - b. contributing to Ofsted inspection processes as the representatives of governance
  - c. contributing to CSI processes, including the FAR and regular CSI [meetingsforums](#)
  - d. engaging with local and Trust-wide development activities
  - e. ensuring the views of local stakeholders are reflected in academy activity
  - f. providing strategic input to academy development plans.

## **SECTION 4 – ROLE DESCRIPTORS**

### *Eligibility*

In order to serve in any part of our governance, a person is required to declare that they

- are aged over 18
- are not a current pupil at any of the Trust's academies
- have not been declared bankrupt
- are not the subject of a bankruptcy restrictions order or an interim order
- have not been disqualified from holding office as a governor
- have not been disqualified from being a company director and/or a charity trustee
- have not been removed as a trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of misconduct or mismanagement in administration of the charity
- have not been convicted of a criminal offence (excluding any spent convictions, or any offences for which the maximum sentence was a fine)
- agree to provide a criminal records certificate at an enhanced disclosure level.

### **Chair of Trustees**

The chair is pivotal in creating the conditions for overall board and individual Trustee effectiveness, setting clear expectations concerning the style and tone of board discussions, ensuring the board has effective decision-making processes and applies sufficient challenge to major proposals. It is up to the chair to make certain that all directors are aware of their responsibilities and to ensure board meetings facilitate a full and frank airing of views.

The chair's role includes:

- setting a board agenda primarily focused on strategy, performance, value creation, culture, stakeholders and accountability
- shaping the culture in the boardroom
- encouraging all board members to engage in board and committee meetings by drawing on their skills, experience and knowledge
- fostering relationships based on trust, mutual respect and open communication – both in and outside the boardroom – between non-executive directors and the executive team
- developing a productive working relationship with the chief executive, providing support and advice, while respecting executive responsibility
- providing guidance and mentoring to new directors as appropriate
- leading the annual board evaluation, and acting on the results
- considering having regular externally facilitated board evaluations.

The chair should ensure that:

- adequate time is available for discussion of all agenda items, in particular strategic issues, and that debate is not truncated
- there is a timely flow of accurate, high-quality and clear information
- the board determines the nature, and extent, of the significant risks the Trust is willing to embrace in the implementation of its strategy
- all Trustees are aware of and able to discharge their statutory duties

- the board listens to the views of shareholders, our people, pupils, learners and parents and other key stakeholders
- all Trustees receive a full, formal and tailored induction on joining the board
- all Trustees continually update their skills, knowledge and familiarity with the Trust to fulfil their role both on the board and committees.

### **Delegations to the Chair of Trustees**

The Chair of Trustees does not exercise authority independently of the Board.

Subject to the requirements below, however, the Board authorises the Chair to:

- engage in routine correspondence with external stakeholders and to attend meetings as a representative of the Trust
- engage routinely with the CEO in a manner agreed between the Chair and the CEO
- call an urgent and extraordinary meeting of the Board within seven calendar days
- act in cases of urgency (see below) in such a way as he or she would be permitted to act under S8 of the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013 if the Trust were a maintained school.

The Chair may exercise any function of the Board of Trustees which is capable of being delegated to an individual, where any delay in exercising this function would likely be seriously detrimental to the interests of the Trust and any school or setting within it; a pupil or his or her family; or an employee. 'Delay' means the time it would take to convene a meeting of the Board. In such a case, the Chair of Trustees should, in exercise of the authorities above

- seek the prior written advice of the Accounting Officer and the Clerk to Trustees
- in respect of matters likely to be significant or controversial to the Trust, seek the views of the Board
- inform the Board as soon as possible of any urgent actions and at every meeting of the Board of any other representations made as Chair.

### **Trustees**

#### *Overall purpose*

Trustees are accountable for the strategic direction, broad policy framework and oversight of the Trust and all its academies. They take decisions that are in the best interests of the Trust as a whole and are not representative of any one of the constituent academies. The Trustees are also Directors of the Trust which is a company limited by guarantee and registered as such at Companies House.

#### *Main duties and responsibilities*

1. To ensure that the activities of the Trust fulfil the objectives as described in the *Memorandum and Articles of Association*
2. To ensure compliance with the Trust's duties under company and charity law
3. To ensure the Trust and its academies are compliant with all statutory obligations
4. To safeguard the assets of the Trust
5. To ensure the solvency of the trust and to abide by the agreements made with the Department for Education and Education and Skills Funding Agency
6. To review the Trust Board's terms of reference on a regular basis and to recommend any changes to the Board of Members
7. To approve the terms of reference of the Board's committees
8. To approve the terms of reference for devolved governance arrangements
9. To, approve the Trust's annual budget and monitor progress through the receipt of regular reports and to commission auditors

10. To approve the annual budget for each academy and monitor expenditure against the budgets
11. To approve the annual and other statutory reports to Members and the ESFA
12. To agree and review from time to time the scheme of delegation to the academies
13. To determine the overall strategic direction and development of the Trust through good governance and clear strategic planning
14. To approve the Trust's strategic plan
15. To challenge and support the Trust's CEO and Executive team
16. To oversee the performance of the Trust and its academies and direct change where performance falls short of expectation
17. To agree policies across the academies within the Trust
18. To ensure that risks are mitigated where possible and otherwise effectively managed
19. To review the effectiveness and skill set of the Board and recommend appropriate changes to the Board of Members
20. To appoint and, if deemed necessary, to remove the CEO and/or the CFO.

#### *Person specification*

Trustees are expected to have experience (and, in some cases, qualifications) which enable them to directly support and scrutinise the three pillars of Trust activity – education, finance and business operations. It is important that the Board as a whole has an appropriate breadth of skill across these areas.

In common with all those involved in our governance, Trustees must espouse the values of the Trust, commit themselves to working in accordance with the Nolan Principles and our statement of Ethical Leadership and agree to abide by the Code of Conduct.

They must also maintain a sufficiently deep understanding of the Trust's *Articles of Association* and *Master Funding Agreement* as well as the DfE's *Academy Trust Handbook* and *Governance Handbook* to enable them to fulfil their legal duties in regard to both company and charity law.

#### **LAC members**

Our LAC members are a vital part of driving improvement and excellence and they are specifically accountable to our Trustees.

The role of LAC members is to ensure high standards of achievement for all children and young people in the academy by

1. providing *challenge* and *support* to executive leaders in relation to the educational performance of the academy
2. performing the required non-executive functions in relation to staff and student-related panels and appeals processes
3. ensuring at all times that their own skillsets, development needs and programmes of activity are reviewed and their effectiveness appraised.

As part of the LAC team, a LAC member is expected to

1. support and challenge executive leaders by monitoring the academy's educational performance, which includes
  - a. monitoring the outcomes from and progress against the academy's annual EIP
  - b. considering all relevant data and feedback provided on request by academy leaders and external sources on all aspects of academy performance
  - c. asking challenging questions of academy leaders
  - d. ensuring senior leaders have arranged for the required audits to be carried out and receiving the results of those audits

- e. monitoring the impact of the deployment of funding and resources within the academy, including specific grants
  - f. monitoring the academy's understanding of and approach to risk management
  - g. acting as a link governor on a specific issue, making relevant enquiries of the relevant staff, and reporting to the LAC on the progress on the relevant academy priority
  - h. seeking out, listening to and reporting to the academy's stakeholders: pupils, parents, staff, and the wider community, including local employers
  - i. actively seeking out other sources of information and evidence about the academy's performance, for example, by conducting independent governor visits
  - j. working to secure the academy's place at the heart of its community
2. conduct investigations and/or serve on panels to
    - a. hear the second stage of staff grievances and disciplinary matters
    - b. hear appeals about pupil exclusions
    - c. hear admissions appeals
    - d. hear stage 3 (or, occasionally, stage 2) complaints
  3. contribute actively to, and engage with, self-evaluation and professional development activity to ensure that the LAC has the skillset necessary to perform its role
  4. engage with Trust-wide governance activity by communicating proactively and attending Trust-wide governance forums and training opportunities
  5. represent local governance if required in official settings, for example, during an Ofsted inspection
  6. ensure that, at all times, they represent the needs of their local community.

The role of a LAC member is a thinking and questioning role, not a doing role.

#### *Person specification*

In order to perform this role well, a LAC member is expected to

- get to know the academy, including visiting during school hours, and gaining a good understanding of the academy's strengths and weaknesses
- attend induction training and regular relevant training and development events
- attend meetings and read all the papers before the meeting
- act in the best interests of all the pupils of the academy
- behave in a professional manner, as set out in the code of conduct, including acting in strict confidence.

LAC members are expected to have experience (and, in some cases, qualifications) which enable them to directly support and scrutinise the work of the academy. It is important that the LAC as a whole has an appropriate breadth of skill across these areas. Two members of the LAC must be parents of current pupils at the academy, and there should be one staff LAC member.

In common with all those involved in our governance, LAC members must espouse the values of the Trust, commit themselves to working in accordance with the Nolan Principles and our statement of Ethical Leadership and agree to abide by the Code of Conduct.



## SECTION 5 – GOVERNANCE CODE OF CONDUCT

**All those involved in our governance are expected to sign up to the following code of conduct. Failure to abide by it may result in dismissal from a role within our governance.**

### 1 Introduction

- 1.1 We value the commitment and energy of all those who contribute to our governance. We believe it is important to behave professionally at all times and to ensure that we afford respect to all those with whom we come into contact.
- 1.2 This Code of Conduct applies to:
  - 1.2.1 Members
  - 1.2.2 Trustees
  - 1.2.3 Members of Local Academy Committees (LACs).
- 1.3 This Code of Conduct is deemed to have been accepted and agreed by anyone who agrees to serve within any part of our governance.
- 1.4 Governance is a collective responsibility – hence the use of ‘we’ throughout section 3. However, we also believe that those involved in governance are individually accountable – as a consequence, those involved in our governance must also abide by the staff code of conduct, which is a separate policy relating to behaviours.

### 2 The ‘Nolan’ principles

- 2.1 All those involved in governance within ATT are expected to be aware of, and conduct themselves in accordance with, the Framework for Educational Ethical Leadership, developed by the Ethical Leadership Forum and referenced in our Ethical Leadership statement.
- 2.2 This makes explicit the expectation to conduct oneself in accordance with the seven ‘Nolan Principles’ of public life, summarised below.

**Selflessness** - Holders of public office should act solely in terms of the public interest.

**Integrity** - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

**Objectivity** - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

**Accountability** - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

**Honesty** – Holders of public office should be truthful.

**Leadership** – Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

### **3 Code of Conduct**

#### *Roles and responsibilities*

- We understand the purpose of Trust governance and the role of the executive leaders.
- We accept that we have no legal authority to act individually, except when the Board has given us delegated authority to do so, and therefore we will only speak on behalf of Trust governance when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made. This means that we will not speak against majority decisions outside meetings.
- We have a duty to act fairly and without prejudice.
- We will encourage open governance and will act appropriately.
- We will consider carefully how decisions may affect the communities we serve.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of the Trust. Our actions in respect of any one academy will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the Trust Board.
- We will actively support and challenge the executive leaders.
- We will accept and respect the difference in roles between the executive and non-executive lines, ensuring that we work collectively for the benefit of the organisation.
- We will respect the role of the executive leaders and their responsibility for the day to day management of the organisation and avoid any actions that might undermine such arrangements.
- When formally speaking or writing in our governing role we will ensure our comments reflect current organisational policy even if they might be different to our personal views.
- When communicating in our private capacity (including online and on social media) we will be mindful of and strive to uphold the reputation of the organisation.
- We will not respond to external events or influences on an individual basis and will always work with executive leaders to determine the most appropriate response.

#### *Commitment*

- We acknowledge that accepting office involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of governance, and accept our fair share of responsibilities, including active engagement both in and outside of meetings.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will get to know the academy/ies well and respond to opportunities to involve ourselves in activities.
- If we work with an academy in a personal capacity (i.e. as a parent or carer), we will continue to act in accordance with this Code of Conduct.
- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.

- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles, attendance records and relevant business and pecuniary interests will be published on the academy's website.
- In the interests of transparency, we accept that information relating to us will be collected and logged on the DfE's national database of governors (Get Information About Schools).

#### *Relationships*

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with both in and outside of meetings.
- We will support the Chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We will seek to develop effective working relationships between the Trust Board and Local Academy Committees, with executive leaders, staff and parents, with other relevant agencies and with the communities we serve.

#### *Confidentiality*

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside and outside the academy/ies.
- We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside a meeting.
- We will not reveal the details of any governance vote.
- We will ensure all confidential papers are held and disposed of appropriately.

#### *Conflicts of interest*

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the business of governance in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.
- We accept that the Register of Business Interests will be published on the Trust's or the academy's website and we will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the Trust as a whole and not as a representative of any group.

#### *Ceasing governance activities*

- We understand that the requirements relating to confidentiality will continue to apply after ceasing governance activities.

#### *Breach of the Code*

- If we believe this Code has been breached, we will raise this issue with the Chair and the Chair (or the Vice Chair if the allegation is against the Chair) will investigate and seek guidance from the Trust's Director of Corporate Affairs.
- We understand that the Trust Board reserves the right to remove someone from office for breaches of this Code.

## SECTION 6 – GOVERNANCE ALLOWANCES

**All those involved in our governance are deemed to have understood the policy below in respect of governance allowances.**

Those involved in our governance may claim appropriate recompense for certain expenses, as detailed below.

This applies to Members, Trustees and members of Local Academy Committees.

Our policy in this area has been developed in accordance with the DfE document “The School Governance (Roles, Procedures and Allowances) (England) Regulations 2013”. These regulations give academy trusts the discretion to pay allowances from the Trust’s budget allocation to governors for certain allowances which they incur in carrying out their duties.

Our *Articles of Association* state that 'a director of the academy trust/member of a local governing body may at the discretion of the board/local governing body be reimbursed from the property of the academy trust for reasonable expenses properly incurred by him or her when acting on behalf of the academy trust but excluding expenses in connection with foreign travel.'

Our Board believes that paying governance allowances, in specific categories as set out below, is important in ensuring equality of opportunity to serve for all members of the community and so is an appropriate use of academy funds.

### *Guidelines*

Those involved in governance may claim allowances in respect of actual expenditure incurred whilst attending meetings of the Board and its committees, undertaking training and development and otherwise acting on behalf of the Trust.

They may not claim for

- actual or potential of loss of earnings
- attendance allowance.

### *Eligible expenses*

Categories of eligible expenditure are

- care arrangements, where these are not provided by a relative or current/former partner, for
  - childcare or babysitting expenses
  - an elderly or dependent relative
- extra costs incurred in performing their duties either because a governor has special needs or because English is not their first language
- telephone calls, photocopying and postage (although, wherever possible, these should be undertaken within the academy)
- travel
- subsistence (excluding alcohol).

### *Allowance rates*

Rates at which allowances are payable as follows:

- Care arrangements – actual costs incurred, up to £10 per hour
- Telephone calls and postage – actual costs incurred

All other rates are payable as detailed in the current expenses policy.

### *Criteria for claims*

All claims must be submitted to the relevant clerk within three months of the expenditure's having been incurred. The latest expenses claim form is available from the clerk.

Claims must be made in accordance with the current expenses policy. In particular, receipts must be supplied to support claims for reimbursement (e.g. bus ticket, phone bill, taxi receipt, till receipt and a fuel receipt). In the case of telephone calls, an itemised phone bill should be provided, identifying the relevant calls.

Claims for reimbursement must be agreed as justifiable by the Chair of the relevant committee before any reimbursable costs are incurred.

Claims will be subject to independent audit and governor claims may be investigated by the Chair of Trustees (or by the Finance and Resources Committee in respect of the Chair of Trustees) if they appear excessive or inconsistent.

## SECTION 7 –THE QUALITY OF GOVERNANCE – CHALLENGE, SUPPORT AND INTERVENTION

We are committed to ensuring the highest standards within our governance, at all levels. This means ensuring that it is both effective and ethical, going ‘above and beyond’ the requirements, for example, of the DfE’s *Governance Handbook* or our own Code of Conduct.

In common with the approach taken to all aspects of our work, we will use the evidence-based approach of Challenge, Support and Intervention to drive our governance performance.

The section outlines how we will do this, and who will be responsible for doing it.

*What does ‘ethical and effective governance’ look like?*

The elements below will be critical in determining the quality of our governance:

1. Competence and commitment
  - a. Do we have the right range of skills engaged?
  - b. Are people well trained and developed?
  - c. Is there the right level of commitment and engagement from those involved in governance?
  - d. Is there a regular review of the impact of governance?
2. Compliance and professionalism
  - a. Does activity comply with fundamental requirements (e.g. the declarations of interest or mandatory training)?
  - b. Is clerking knowledgeable and effective? Are meetings well planned, conducted and minuted?
  - c. Are governance processes (e.g. exclusions, complaints) compliant with policies and legislation?
3. Relationships and communication
  - a. Is there regular communication between those involved in governance and executive leaders?
  - b. Is the business of governance conducted honestly and robustly in a spirit of mutual support and challenge?
  - c. Are those involved in governance valued for all that they bring to the work?
  - d. Is there evidence of proactive communication at all levels of governance?
4. Questioning and analysis
  - a. Is information provided in a helpful and timely way?
  - b. Is information appropriately questioned in a way that enables those involved in governance to form an evidence-based view of performance?
  - c. Are questions responded to and acted upon by executive leaders?
5. Independent scrutiny
  - a. Is there significant evidence of triangulation of evidence by those involved in governance, for example through visits and the seeking out of stakeholder views?
6. Engagement and collaboration
  - a. Do those involved in governance work alongside others in the Trust to improve practice?
  - b. Is there evidence of a clear sense of accountability to our communities?
7. Purpose and impact
  - a. Is there absolute clarity about the purpose of governance which is shared by all?
  - b. Is there evidence that governance is having an impact and is this regularly reviewed?

### Challenge

Our approach to challenge as part of the quality assurance of governance includes the following:

|                                                    |                                                                                                                                                                                                                                                                                                                       |
|----------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| External challenge                                 | The views of DfE and Ofsted in relation to our governance<br>Internal audit schedule of governance review                                                                                                                                                                                                             |
| Internal challenge                                 | Internal CSI, including the FAR process, including governance<br>Compliance audits in regard to statutory procedures<br>Regular reviews of skills and effectiveness led by the Corporate Affairs team<br>Trustee level review of LAC performance and opportunities for observations of different levels of governance |
| Planning                                           | Through the process of agreeing this document                                                                                                                                                                                                                                                                         |
| Governance Forums and Annual Governance Conference | Consideration of challenging aspects of governance performance                                                                                                                                                                                                                                                        |

### Support

All support is firmly rooted in our vision, values and aims and is aligned with our unwavering commitment to collaboration and people development.

|                                                    |                                                                                                                                                                                                                                                                                                                                                                                          |
|----------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| External support                                   | Through membership of the Confederation of School Trusts, the National Governance Association (NGA), <i>The Key</i><br>Through the provision of external training and development where needed                                                                                                                                                                                           |
| Internal support                                   | Through the provision of guidance and easy-access materials such as this document, the Governors' Virtual Office and the <i>Governance Guide</i><br>Through bespoke training and development<br>Through the support of the governance team and individual advice and guidance<br>Through the <i>Weekly Update</i> and the online portal<br>Through informal networking and communication |
| Governance Forums and Annual Governance Conference | Through mutual collaboration at these events in regard to aspects of governance                                                                                                                                                                                                                                                                                                          |

### Intervention

The activity of challenge and support may provide evidence of serious failures in governance leading to the need for **intervention**. In such a case, the Members or the Board of Trustees may take action.

This may include reviewing or removing any power or responsibility which the Board has delegated or removing individuals from positions within our governance.

This may apply especially in circumstances where serious concerns in the running of an academy (or academies) are identified, including (but not limited to) where

- insufficient progress is being made against educational targets (including where intervention by the Secretary of State is being considered or carried out)
- there has been a breakdown in the way the academy is managed or governed
- the safety of pupils or staff is threatened, including a breakdown of discipline
- there are concerns about financial matters.

### *Key roles*

The **Members** are accountable for ensuring that Trustees are performing effectively. The **Director of Corporate Affairs** keeps this under constant review on behalf of Members and in collaboration with a wide range of external support networks, including those provided by the Confederation of School Trusts and the National Governance Association (NGA).

The **Director of Corporate Affairs** is also charged by Trustees with leading the quality assurance of governance at other levels within the Trust. The Director of Corporate Affairs is supported in this work by the Head of Local Governance, the Governance Development Manager and two Regional Governance Clerks.

All **executive leaders** have responsibility for ensuring that they play their own part in challenging and supporting those involved in our governance. This applies to **Principals** in regard to LACs and members of **ELT** in regard to Trustee sub-committees.

Insofar as ensuring effective governance is a part of the responsibility of all those in the executive line, the **Chief Executive Officer** will hold all executive leaders to account for their part in delivering our governance ambitions.



## SECTION 8 – BOARD LEVEL PLANNING

### Trust Board

Not all items will be considered at every meeting.

| AGENDA |                                                                                                                                                                                                                                           |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | <ul style="list-style-type: none"> <li>• Apologies</li> <li>• Declarations of interest</li> <li>• Minutes</li> <li>• Matters arising</li> <li>• Chair’s action since last meeting</li> </ul>                                              |
| 2      | <i>CEO report</i>                                                                                                                                                                                                                         |
| 3      | <i>Strategic considerations</i> <ul style="list-style-type: none"> <li>• (Matters relating to Group strategy requiring consideration by whole Board)</li> </ul>                                                                           |
| 4      | <i>Performance - education</i> <ul style="list-style-type: none"> <li>• Key developments report</li> <li>• Consideration of any high profile specific issues, such as academies in Ofsted ‘inadequate’ category</li> <li>• SOC</li> </ul> |
| 6      | <i>Performance - finance</i> <ul style="list-style-type: none"> <li>• Key developments report</li> <li>• Management accounts</li> <li>• FRC</li> </ul>                                                                                    |
| 7      | <i>Audit and risk</i> <ul style="list-style-type: none"> <li>• Risk register</li> <li>• Safeguarding</li> <li>• ARC</li> </ul>                                                                                                            |
| 8      | <i>Corporate matters</i> <ul style="list-style-type: none"> <li>• (Matters related to ‘reserved matters’)</li> <li>• (Matters related to corporate compliance)</li> <li>• (Matters related to the Remunerations Committee)</li> </ul>     |
| 9      | <i>Matters for approval</i> <ul style="list-style-type: none"> <li>• (Specific matters not covered elsewhere requiring a decision)</li> </ul>                                                                                             |
| 10     | <i>AoB</i>                                                                                                                                                                                                                                |
| 11     | <ul style="list-style-type: none"> <li>• Review of actions</li> <li>• Date of next meeting</li> </ul>                                                                                                                                     |

*Trust Board sub-committees*

| AGENDA |                                                                                                                                                                                           |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1      | <ul style="list-style-type: none"><li>• Apologies</li><li>• Declarations of interest</li><li>• Minutes</li><li>• Matters arising</li><li>• Chair's action since last meeting</li></ul>    |
| 2      | <i>Performance monitoring</i> <ul style="list-style-type: none"><li>• (Regular review of agreed dataset based upon Terms of Reference and key questions)</li></ul>                        |
| 3      | <i>Specific matters</i> <ul style="list-style-type: none"><li>• (Matters determined for in-depth consideration)</li></ul>                                                                 |
| 4      | <i>Matters for approval</i> <ul style="list-style-type: none"><li>• (Matters usually related to Trust-wide policies and compliance in accordance with the Scheme of Delegation)</li></ul> |
| 5      | <i>AoB</i>                                                                                                                                                                                |

Annual plan of agenda items – Board-level meetings

| Meeting        | Members                                                                                  | Board                                                                                                                                                                                                                                                                                                      | ARC (3x per year)                                                                                                                                                              | FRC (6x per year)                                                                                                                                                         | SOC (5x per year)                                                                                                                                                                                                                    |
|----------------|------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Regular review | N/A                                                                                      | <p>Group KPIs</p> <p>Academy improvement</p> <p>Management accounts and financial performance</p> <p>Sub-committee reports</p> <p>Safeguarding</p> <p>Internal scrutiny updates</p> <p>Policies</p>                                                                                                        | <p>Risk register</p> <p>Safeguarding data</p> <p>Health and safety data</p> <p>Compliance data (complaints, data protection)</p> <p>Internal audit reviews</p> <p>Policies</p> | <p>Finance (Operations, Education, Income generation)</p> <p>Operations (Estates, ICT, Procurement)</p> <p>HR data</p> <p>Pupil numbers</p> <p>Grants</p> <p>Policies</p> | <p>Achievement and progress</p> <p>Behaviour and attendance</p> <p>Exclusions</p> <p>CPD activity</p> <p>Ofsted monitoring</p> <p>CSI and FAR reports</p> <p>SDG and TNG reports</p> <p>Policies</p>                                 |
| 1              |                                                                                          | <p>Appoint Chair and Vice Chair</p> <p>Declarations of Interest</p> <p>Sub committee membership</p> <p>Approve LAC Chairs and Vice Chairs</p> <p>Statutory updates and training (safeguarding)</p> <p>Skills audit</p> <p>Results 2020-21</p> <p>SEND and COVID reconnection</p>                           | <p>Sign off annual accounts and management letter</p> <p>Review audit findings</p> <p>Agree internal scrutiny 2021-22</p> <p>Safeguarding</p>                                  | <p>Capital works impact</p> <p>Schedule of procurement contracts</p>                                                                                                      | <p>Performance 2020-21</p> <p>Predictions for 2021-22</p> <p>Academy EIPs</p> <p>Academy pupil premium strategies</p> <p>Academy SEN reports</p> <p>Academy PE and Sports premium strategies</p> <p>Trust Academy Categorisation</p> |
| 2              | <p>AGM</p> <p>Receive accounts</p> <p>Annual Report</p> <p>Confirm external auditors</p> | <p>Skills audit analysis and development plan</p> <p>Annual Report and Impact Review</p> <p>Agree Group strategy</p> <p>Audit and management letter</p> <p>Sign off ESFA submission</p> <p>Internal scrutiny 2021-22</p> <p>Executive pay 2021-22</p> <p>CEO and senior leader performance development</p> | <p>Deep dives TBC</p>                                                                                                                                                          | <p>Audited financial statements from ESFA</p> <p>ICT strategy</p>                                                                                                         | <p>Trust SEND profile summary</p> <p>Trust Pupil Premium profile and funding and Year 7 catch up spend</p> <p>Data drop 1</p> <p>Stakeholder views analysis</p>                                                                      |

| <b>Meeting</b> | <b>Board</b>                                                                                                 | <b>ARC (3x per year)</b>                                                                    | <b>FRC (6x per year)</b>                                                                                   | <b>SOC (5x per year)</b>                                                |
|----------------|--------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|
| <b>3</b>       | Admissions policy<br>Destinations<br>Review of audit performance<br>Pupil projections                        | Scope of internal audit 2022-23<br>Complaints<br>Ethical culture<br>ToRs for following year | ATH must do review<br>Fixed assets register                                                                | Deep dives as determined                                                |
| <b>4</b>       | Risk register<br>External review of governance<br>Parental engagement in governance and stakeholder feedback |                                                                                             | Proposed draft budget for future years<br>Asset management strategy<br>Approval of capital allocation plan | Data drop 2                                                             |
| <b>5</b>       | Health and safety and estates management<br>SEND<br>Review of pay % assumptions and budget preparations      |                                                                                             | Environmental impact<br>Capital works proposals                                                            | End of year predictions<br>Staffing overview<br>ToRs for following year |
| <b>6</b>       | Approve budget<br>Approve governance model, SoD and ToRs<br>Statutory policies for following year            |                                                                                             | Recommend budget<br>ToRs for following year                                                                |                                                                         |

## SECTION 9 – STANDARD LAC AGENDA

### Agenda

Name of Academy – Local Academy Committee Meeting X X Term

DATE at XX:XX AM/PM

Location: TEAMS or Academy Address

#### The 7 principles of public life

[Selflessness](#), [Integrity](#), [Objectivity](#), [Accountability](#), [Openness](#), [Honesty](#), [Leadership](#)

If you are unable to attend the meeting, please contact CLERK NAME on NUMBER, EMAIL at XXXX@academytransformation.co.uk.

|           |                                                                                                                                                |
|-----------|------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1.</b> | <b>Introduction</b>                                                                                                                            |
| 1.1       | Welcomes and Introductions                                                                                                                     |
| 1.2       | Apologies                                                                                                                                      |
| 1.3       | Declarations of interest in any item on the agenda and interests in general                                                                    |
| 1.4       | Any Other <b>Urgent</b> Business notified to the Chair (LAC to decide whether to admit)                                                        |
| 1.5       | Chair's feedback from Chairs Briefing (relating to the agenda and priorities for the term)                                                     |
| 1.5       | Minutes of the previous meeting (These will be agreed on GVO BEFORE the meeting)                                                               |
| 1.6       | Matters arising                                                                                                                                |
| <b>2.</b> | <b>Education and Leadership</b>                                                                                                                |
| 2.1       | Principal's Report                                                                                                                             |
| 2.2       | Progress Tracker                                                                                                                               |
| 2.3       | Deep Dive – Topic to be chosen in advance by LAC                                                                                               |
| 2.4       | Link Governor reports to LAC                                                                                                                   |
| <b>3.</b> | <b>Safeguarding and Risk</b>                                                                                                                   |
| 3.1       | Safeguarding Update inc. SCR Check by Safeguarding Governor/Principal and or DSL. This may include information from Termly Safeguarding Forum. |
| 3.2       | Risk Assessment                                                                                                                                |
| <b>4.</b> | <b>Finance</b>                                                                                                                                 |
| 4.1       | Management Accounts                                                                                                                            |
| 4.2       | Pupil Premium                                                                                                                                  |
| <b>5.</b> | <b>Strategic Governor Involvement and Development</b>                                                                                          |
| 5.1       | Review of LAC Action Plan                                                                                                                      |

|           |                                                                                                                       |
|-----------|-----------------------------------------------------------------------------------------------------------------------|
| 5.2       | Feedback from RGF                                                                                                     |
| 5.2       | Notification of training and development opportunities or 15 minute training slot (if needed)                         |
| <b>6.</b> | <b>Workload and Wellbeing</b>                                                                                         |
| 6.1       | Surveys                                                                                                               |
| 6.2       | How are senior leaders creating a positive working environment in which staff feel supported, valued and listened to? |
| <b>7.</b> | <b>Stakeholder and Community Engagement</b>                                                                           |
| 7.1       | Surveys                                                                                                               |
| 7.2       | Local Community Activities                                                                                            |
| <b>8.</b> | <b>Clerk's Update</b>                                                                                                 |
| 8.1.      | Membership                                                                                                            |
| 8.2       | Policies to be noted                                                                                                  |
| 8.3       | Trust Board Update/LAC feedback                                                                                       |
| <b>9.</b> | <b>Date of next/future meetings</b>                                                                                   |
| 9.1       | Meeting date to be confirmed/agreed                                                                                   |

## **Appendix 1 - Glossary of acronyms**

|        |                                                                                                                                                         |
|--------|---------------------------------------------------------------------------------------------------------------------------------------------------------|
| AGM    | Annual General Meeting, convened by the Trust's Members                                                                                                 |
| ARC    | Audit and Risk Committee, sub-committee of the Trust Board responsible for the monitoring and management of risk                                        |
| ATT    | Academy Transformation Trust ('the Trust')                                                                                                              |
| CEO    | Chief Executive Officer (of the Trust), also Accounting Officer                                                                                         |
| CFOO   | Chief Finance and Operations Officer (of the Trust)                                                                                                     |
| CSI    | Challenge, Support and Intervention – the Trust's regular programme of performance monitoring in regard to each academy                                 |
| DfE    | Department for Education, the Government department with overall responsibility for national educational performance                                    |
| DoCA   | Director of Corporate Affairs (of the Trust)                                                                                                            |
| EIP    | Evaluation and Improvement Plan, each academy's annual development plan                                                                                 |
| ELT    | Executive Leadership Team, senior executive team for the Trust                                                                                          |
| ESFA   | Education and Skills Funding Agency, the arm's length DfE body responsible for the allocation and monitoring of funding to the Trust                    |
| FAR    | Full Academy Review, the Trust's annual peer-to-peer quality assessment of each academy                                                                 |
| FRC    | Finance and Resources Committee, sub-committee of the Trust Board responsible for the monitoring and oversight of financial and operational performance |
| HoLG   | Head of Local Governance (of the Trust)                                                                                                                 |
| LAC    | Local Academy Committee, sub-committee of the Trust Board at academy level                                                                              |
| NED    | National Education Director (of the Trust)                                                                                                              |
| Ofsted | Office for Standards in Education, the body responsible for inspecting education provision in England                                                   |
| RGF    | Regional Governance Forum, Trust-wide development forum for all those involved in our governance                                                        |
| SLT    | Senior Leadership Team, within an academy, led by the academy Principal                                                                                 |
| SOC    | Standards and Outcomes Committee, sub-committee of the Trust Board responsible for the monitoring and oversight of educational performance              |

## Appendix 2 – governance structure

