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1 Introduction

This Scheme of Governance (Scheme) has been made by the Trustees of The 3-18 Education Trust (Trust) to set out a framework under which the Trust is governed and managed, and in particular:

- how the individuals who are involved in the governance of the Trust work together effectively;
- the relationship between the Trustees, the Local Governing Bodies (LGBs) and the senior leadership teams; and
- how the Trustees ensure compliance with the various legal and regulatory requirements placed on them.

This Scheme shall be reviewed by the Trustees at least annually and in doing so the Trustees shall have regard to any new legislation or guidance affecting the provisions of these documents.

2 The Trust

2.1 *Mission statement vision and values, as stated in our Trust strategy*

Mission: To be an excellent trust that supports and challenges in appropriate measure, so that every individual is in a great school.

Vision: We are selfless, self-assured and successful.

Our students: leave us accomplished, independent, resilient, compassionate young people, with choices and opportunities ahead of them.

Our schools: are celebrated for their differences and yet enjoy the benefit of the team - each school gives and receives support and retains their identity and culture.

2.2 *Trust Description*

The Trust is a charitable company limited by guarantee with exempt charitable status. Its constitution is its Articles of Association (Articles). The Objects of the Trust (the purposes it exists to further) are:

- a. to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum (the schools); and
- b. to promote, for the benefit of the inhabitants of Shrewsbury and the surrounding area, the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason or their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants.

The Trust is responsible for The Priory School, St Martins (3-16 Learning Community), Coleham School, The Thomas Adams School and any schools that join the Trust in the future as identified on the Trust's website at www.318education.co.uk.

The Trust has entered into a Master Funding Agreement and separate supplemental funding agreements for each school under section 1 of the Academies Act 2010 with the Secretary of State for Education in relation to the funding of the schools (Funding Agreement).

The Funding Agreement places a number of requirements on the Trust including the requirement to comply with the Department for Education's (DfE) Academies Financial Handbook (Handbook).

There are a number of roles involved in the running of any multi-academy trust and these are as follows:

- the Members
- the Trustees
- the Chief Executive Officer (CEO)
- the Finance Director
- LGBs: each school has an LGB formed by the Trustees as a committee of the Trustees. The members of the LGBs are called local governors; and
- the Headteachers who have responsibility for the day to day running of the schools.

3 Members

3.1 The role of the Members

In simple terms, the Members "own" the Trust. They have a number of statutory rights and responsibilities, including:

- the right to appoint the external auditors;
- the right to change the name of the Trust;
- the right to remove Trustees (provided that a specific procedure is followed which includes the right of the relevant Trustee to make representations);
- the right to receive an annual report from the Trustees and the CEO on the Trust's performance;
- the right to approve any service contracts for Trustees;
- the right to receive an annual report from the Trustees and CEO on Standards;
- the right to receive the annual accounts; and
- the right to review and amend the Articles of Association of the Trust.

They also have the right to appoint up to 7 Trustees under the Articles.

Each Member is required to provide a guarantee that, if the Trust were to be wound up and the assets did not meet all of its liabilities, they would contribute £10.

The Members will often meet just once a year at the annual general meeting (AGM).

3.2 The appointment of the Members

Members are appointed in accordance with Articles 12 to 18. There must be a minimum of three Members at any one time although the DfE's current policy is that every academy trust should endeavour to have five Members.

On appointment, all Members are required to complete a consent to be a member form (attached at Appendix 1). The Company Secretary will update the register of Members as appropriate. Companies House does not need to be notified.

The Handbook requires the appointment of any new Member to be notified to the DfE via the "Get Information About Schools" (GIAS) website within 14 days of appointment to enable an assessment of his or her suitability.

4 Trustees

4.1 Capacity of Trustees

Each Trustee is:

- a director of the Trust; and
- a charity trustee.

The Trustees meet together as the Board of Trustees to carry out their duties and functions.

All Trustees are required to:

- follow the Seven Principles of Public Life set out by the Committee on Standards in

Public Life (referred to as "the Nolan Principles" and set out in Appendix 2);

- comply with:
 - the Articles;
 - this Scheme;
 - the requirements of charity law (including the Charities Act 2011) and company law (including the Companies Act 2006); and
 - the Schedule of Delegation;
- ensure they understand their duties, rights and responsibilities, and that they are familiar with the function and role of the Trust;
- not misuse information gained in the course of their Trusteeship for personal gain, nor seek to use the opportunity of service to promote their private interests or those of connected persons, firms, businesses or other organisations; and
- participate actively in the induction process and any relevant training.

4.2 Constitution of the Board of Trustees

The minimum number of Trustees is three although the number of Trustees is not subject to any maximum.

The Board of Trustees is constituted as follows:

- up to 7 Trustees appointed by Members ;
- the CEO if approved by the Members;
- co-opted Trustees (appointed by Trustees who are not themselves co-opted Trustees).

The number of staff Trustees must not be more than one third of the whole Board.

The Trustees shall elect a Chair and Vice-Chair from among their number each academic year.

4.3 Recruitment of Trustees

It is essential that the Board of Trustees has a proper mix of skills and experience. The Trustees must therefore be able to identify potential new Trustees in order to plan for succession which combines continuity of experience and expertise with new ideas and energy.

The Board, as a whole, is responsible for ensuring that:

- the skills of any new Trustees fit in with the Trust's requirements in the short, medium and longer term;
- each new Trustee is not disqualified from acting as a Trustee by any provision of the Trust's Articles (including the requirement that he is not disqualified as a company director or charity trustee);
- there is a system in place which ensures that all relevant checks, including an enhanced Disclosure and Barring Service (DBS) check (countersigned by the Secretary of State in the case of a new Chair), are completed before or as soon as practicable after a Trustee takes up position; and
- the new Trustee understands the responsibility he or she is taking on and consents to act as a Trustee.

Each new Trustee will be properly inducted to ensure that he or she understands the nature and extent of their role and responsibilities. It is the duty of a new Trustee to ensure that they are familiar with: the Objects of the Trust; its history and ethos and the nature and extent of its activities; and the content of the Trust's Memorandum and Articles.

The Trustees shall provide each new Trustee with a copy of:

- the Articles;
- this Scheme; and

- the Schedule of Delegation.

New Trustees should also be provided with copies of the Trust's annual report and financial statements from the previous three years and an explanation of the Trust's relationship with its trading subsidiary, the Teaching School Hub.

4.4 *The appointment of Trustees*

On appointment, all Trustees shall be required to:

- undergo an enhanced DBS check;
- complete a Trustee declaration (attached at Appendix 3);
- complete an AP01 form for submission by the Company Secretary to Companies House (either in paper form or electronically); and
- complete a declaration of business interests form.

The Company Secretary shall update the register of Trustees in the statutory books.

4.5 *Training and development of Trustees*

The Trustees shall ensure that the Board has the skills and experience needed to perform its functions effectively. Trustees shall also be kept up to date with developments in the legal and regulatory framework in which the Trust operates.

The Trustees shall have in place a system for evaluating Trustees, with a view to identifying potential gaps in their skills and any requirements for training. Such evaluation shall be carried out annually.

4.6 *Accountability of Trustees*

The Trustees are chiefly accountable to:

- the beneficiaries of the Trust (pupils at the schools and their parents) and to the local community for the quality of education and pastoral care at the schools, for matters of health and safety and for safeguarding and promoting the welfare of the students;
- the DfE, the Education & Skills Funding Agency (ESFA) and specifically the Secretary of State under the terms of the Funding Agreement;
- the Secretary of State (in his or her role as principal regulator in respect of charity matters) for operating the Trust for the public benefit, for the prudent management of the Trust and its financial efficiency, and for compliance with legislation including charities legislation;
- the employees of the Trust for their working environment, and for compliance with the contract of employment and employment law requirements and matters of health and safety; and
- other regulatory authorities for compliance with regulated responsibilities to which the Trust and the schools are subject.

4.7 *Powers, functions and responsibilities of Trustees*

The Trustees are responsible for the governance and supervision of the Trust, its committees (including the LGBs), the CEO and the Finance Director.

The Trustees have a number of duties and responsibilities relating to the management of the Trust and its finances. In summary, the Trustees are responsible for:

- establishing the vision, mission and values for the Trust;
- carrying on the Trust in accordance with the objects of the Trust as set out in the Articles and safeguarding the assets of the Trust;
- designing strategy and structure for the operation of the Trust;
- the delegation of running the schools and directing the education, pastoral care, fi-

nancial and other policies of the schools to the CEO in accordance with the Articles and the Funding Agreements (including the Handbook);

- ensuring sound management and administration of the Trust, and ensuring that managers are equipped with the relevant skills and guidance;
- financial controls and the financial management of the Trust in accordance with the provisions of the Handbook, which sets out in detail provisions for the financial management of each school including guidance on financial systems and controls and accounting and reporting requirements;
- setting standards of conduct and values, monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon;
- risk management, that is identifying, quantifying and devising systems to minimise the major risks affecting the Trust; and
- ensuring the Trust and the schools are conducted in compliance with the general law.

The duties and responsibilities of the Trustees are explained in further detail in Appendix 4 and *CC3: the essential trustee: what you need to know, what you need to do* (Charity Commission, July 2015).

4.8 Conducting Trustees' business

The Trustees are required to:

- act together and in person and not delegate responsibility of the Trust to others;
- act strictly in accordance with the Articles;
- act in the Trust's interests only and without regard to their own private interests;
- manage the Trust's affairs prudently;
- not take personal benefit from the Trust unless expressly authorised by the Articles or the Charity Commission; and
- take proper professional advice on matters on which they are not themselves competent.

The Trustees should also hold the CEO, the Headteachers and the Finance Director accountable. They should offer support, constructive advice, be a sounding board for ideas, a second opinion on proposals and help where needed, but should also challenge, ask questions, seek information and improve proposals where appropriate and at all times act in the best interests of the Trust.

The Trustees shall have regard to the framework for inspecting schools in England under section 5 of the Education Act 2005 (as amended) issued by the Office for Standards in Education, Children's Services and Skills (Ofsted).

The Trustees shall comply with the requirements of the Handbook, which shall be circulated to all Trustees.

4.9 Chair of Trustees

The Board shall appoint an individual from among their number to act as Chair. The terms of the Chair's appointment are set out in Article 82. A change of Chair will require a notification to be made to the DfE, including a DBS disclosure form to be submitted via the DfE.

The main role of the Chair is to chair meetings of the Board of Trustees. He or she also provides leadership to the Trustees and acts as the main point of contact between the Trustees and the CEO and Finance Director.

Apart from any special responsibilities or powers given to the Chair in the Articles of Association (e.g. the right to chair meetings of the Board of Trustees and to have a second or casting vote in any case of an equality of votes at a meeting of the Board of Trustees), the Chair has no special powers or rights over any other Trustee. If the Chair is to carry out

certain specific functions (for example, the power to approve an overspend in a certain area of the budget or the CEO 's appraisal) then this must be delegated to him by the Board in accordance with an appropriate power of delegation in the Trust's Articles.

4.10 *Meetings of Trustees*

There shall be at least three meetings of the Trustees in every academic year. Meetings will normally be held towards the end of each term and the dates will be published at the beginning of each academic year.

All meetings of the Trustees shall be convened and conducted as provided by the Articles.

Each meeting of the Trustees will ordinarily cover the following:

- a report on the financial position, including income and expenditure and financial commitments against agreed budgets;
- whether adequate financial monitoring of budgets and activities is being undertaken;
- progress on any action identified to improve financial arrangements;
- significant contracts proposed to be entered into; and
- details of any significant matters affecting:
 - staff;
 - pupils' welfare or education; and
 - assets.

In consultation with the Chair, the Clerk to the Board of Trustees shall prepare an annual plan for the meetings of the Trustees.

4.11 *Risk management*

Statements of recommended practice (Charities SORP FRS102 and Charities SORP FRSSE) set out requirements for reporting on the risks to a charity. These requirements apply to all charities which meet the charity audit threshold, regardless of whether they are reporting under FRS102, which applies to larger charities, or FRSSE, which applies to smaller charities.

If the Trust meets the charity audit threshold, the Trustees' report must include a description of the principal risks and uncertainties facing the Trust and its subsidiary undertakings, as identified by the Trustees. The report must also include a summary of the Trustees' plans and strategies for managing these risks. The Trustees must identify specific risks and describe ways to combat each one, rather than making general statements regarding risk management.

The Trustees are therefore responsible for:

- identifying the major risks that apply to the Trust, including:
 - operational risks (such as employment issues, health and safety, fraud, service quality and development);
 - financial risks (such as accuracy of financial information, cash flow, reserves, over-reliance on funding sources);
 - external risks (such as changes in government policy, economic factors, demographic changes, adverse publicity); and
 - regulatory risks (such as compliance with legislation, changes in policies of the regulators).
- making decisions (based where appropriate on advice from professional advisors) as to how to respond to those risks; and
- making appropriate statements regarding the management of risks in the annual report.

4.12 Policies

In order to provide as consistent as possible a framework for school operations, policies are created and approved at Trust level, with appropriate consultation with LGBs and SLTs where required. Arising from this are procedures and processes, which are determined by the SLTs with appropriate consultation with LGBs and the CEO .

The policies to be approved by the Trustees (Trust-wide) are set out in the Policy Register at Appendix 8.

The Finance and Audit Committee, supported by nominated Trustees and the Finance Director, shall prepare a Trust risk register for approval by the Trustees along with a procedure by which the risk register shall be subject to regular review and made available to all staff. The risk register shall have named individuals assigned to manage each area.

Each LGB shall maintain a separate Risk Register for its school.

4.13 The management of conflicts of interest

The Companies Act 2006 imposes a statutory duty on the Trustees to avoid situations in which they have or could have an interest which conflicts (or could conflict) with the interests of the Trust. The duty is to:

- 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.

In addition, charity law and guidance issued by the Charity Commission confers obligations on the Trustees to manage any conflict between a Trustee's duty to the Trust and their own personal interests or for a Trustee to be influenced by conflicting duties to the Trust and a third party.

Trustees who are nominated or appointed by other institutions have the same powers and duties as all other Trustees and owe their duties to the Trust only. They must not allow those duties to come into conflict with duties they may owe to their nominating / appointing body.

All Trustees are required to complete a declaration of business interests form on appointment and on an annual basis (including a nil return). Such declarations shall include:

- all business and financial interests such as directorships, shareholdings and other appointments of influence within a business or other organisation; and
- interests of related persons including, but not limited to, parents, spouses, children, personal and business partners.

The Company Secretary shall be responsible for maintaining a register of business interests including nil returns.

Each meeting of the Trustees shall include a standing agenda item for those attending to declare any changes to their declarations of interest.

No Trustee shall receive any payment for their work as a Trustee, other than payment of reasonable out of pocket travel, accommodation and other expenses which shall be subject to the prior written approval from the Finance Director.

5 Delegation of powers of Trustees

Trusteeship (and directorship which necessarily follows) is a personal office of trust and responsibility and this cannot be transferred to another individual. However, in order to ensure the proper management of the schools, the Trustees are able to delegate specific tasks to assist them in carrying out their duties and obligations.

It is for the Board of Trustees to determine what decisions it will take for itself, what will be delegated to committees, working groups or individual Trustees (e.g. the Chair) and what will be delegated to the CEO and the Finance Director. The Trustees must also consider

when and from whom they should take professional advice.

Delegation can be made to:

- Trustee committees (or individual Trustees);
- the LGBs;
- the CEO and Finance Director
- the Headteachers.

In determining whether delegation is appropriate, the Trustees shall have regard to the following principles:

- non-executive powers must be exercised by the Trustees personally and may not be delegated;
- except when it is impracticable to do so, executive powers should be delegated to the CEO and the Finance Director, who may authorise further delegation; and
- every act of delegation is only a delegation of powers and does not relieve the Trustees of responsibility.

The Trustees must not delegate any of the powers listed in Appendix 5 which are reserved to the Members and/or the Trustees (Reserved Matters).

6 Committees

The Trustees may appoint committees with functions related to the Trust. The constitution, membership and proceedings of any committee shall be determined by the Trustees under terms of reference.

Each committee shall be chaired by a Trustee (with the exception of an LGB which may or may not be chaired by a Trustee).

Membership of a committee may include persons who are not Trustees provided that (with the exception of the LGBs) a majority of the members of the committee are Trustees.

Except in the case of an LGB, no vote on any matter shall be taken at a meeting of a committee of the Trustees unless the majority of members of the committee present are Trustees.

The Trustees shall ensure that they receive adequate feedback on the work of any committees.

Committees will act in an advisory capacity to the Trustees, except where powers have been specifically delegated to them by the Trustees. The specific committees to be appointed are as follows:

- Local Governing Bodies
- Finance and Audit Committee
- Pay Committee (a sub-set of the Finance Committee or the Board meeting as a Pay Committee)
- Standards Committee
- Appointments Committee

The terms of reference of each committee of the Trustees must be approved by the full Board of Trustees and reviewed at least once in every 12 months. They provide the sole agreed framework within which each committee operates.

7 Local Governing Bodies

The Trustees establish an LGB in respect of each of the schools (although they may, if desired, appoint one LGB in respect of two or more of the schools). The LGB is a committee of the Trustees. They are constituted, appointed and operate under terms of delegation which may be amended by the Trustees. The LGBs carry out their functions in relation

to their respective school on behalf of and in accordance with policies determined by the Trustees. The act of delegation from the Trustees to the LGBs is a delegation of powers and duties and not a delegation or shedding of responsibilities. These terms of reference confirm what powers the Trustees have delegated to the LGB.

The main functions of governance are:

- ensuring clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and its pupils, and the effective and efficient performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent

By executing these, the LGB monitors the school's key performance indicators, develops and maintains communication with the stakeholders of the school, assists with and reviews the implementation of certain policies and procedures, where appropriate, and acts as a critical friend to the Headteacher, providing challenge where appropriate. The LGB is made up of individuals who may or may not also be Trustees in accordance with the Articles.

7.1 LGB Composition

Each LGB normally consists of 12 members (local governors), subject to natural turnover. To address a particular challenge or govern in a particular context the Trustees, advised by the CEO, may appoint additional members. Membership comprises the following:

- the Headteacher;
- two elected parents or guardians of a pupil at the school (parent local governors);
- for all schools judged either as good or outstanding, up to two employees of the school, comprising one teaching staff member and one support staff member elected by employees of the school, who will be known as staff local governors, and
- such other members as the Trustees decide.

Each LGB shall have a Chair and a Vice-Chair, appointed as described in 7.4.1-2.

The length of service of all local governors and the Clerk to the LGB shall be three years. Subject to remaining eligible to be a local governor, any local governor may be reappointed or re-elected at the end of that term.

Every person wishing to become a local governor will be required to sign a declaration of acceptance and of willingness to act as a local governor, in the form set out in Appendix 6 or as prescribed by the Trustees from time to time, and shall make disclosures for the purposes of a criminal records check by the Disclosure and Barring Service.

7.2 Commitment of local governors

Local governors are expected to:

- familiarise themselves with the school's context
- prepare for and make an active contribution at all meetings of the LGB
- champion the school in the local community
- familiarise themselves with the school's policies, as appropriate to their role
- visit the school both during school hours (by prior arrangement with the Headteacher) and for evening events to get to know the school and to be visible to the school community and
- attend training sessions for local governors, where required.

For further detailed guidance on the role and responsibility of the local governor, please refer to the Framework for Governance

7.3 Relationship between Chief Executive Officer and LGBs

The CEO will work with the Trust Chair to provide professional leadership to the Chair of the LGB in holding it to account. Specifically to: support (and challenge) the LGB Chair, and the individual LGB generally, to enable their responsibilities to be fulfilled according to the three main roles of governance and to ensure that the LGB operates according to the Nolan principles of public service.

The Headteacher's line manager is the CEO . The Chair of the LGB oversees the governance function; working through the CEO , the Chair works with the CEO in order to hold the Headteacher to account.

7.4 Appointment and particular responsibilities of local governors

With the exceptions of the elected staff and parent governors, all other governors will be appointed by the Trustees. This will follow a process of a) receipt of interest, by the CEO and Trust Chair, b) initial conversation between the Trust Chair, CEO and potential governor which will cover experience, context, interest and assessment of relevant skill, c) conversation with the Chair of the LGB (the Vice Chair in their absence) informing of the intention to propose appointment (assuming this has been decided), d) approval by Trustees.

7.4.1 Chair

For good/ outstanding schools, the Chair is appointed by the LGB; otherwise the Chair is appointed by the Trustees. The term of office of the Chair is two years and the Chair is eligible for reappointment at the end of that term.

The Trustees are entitled to remove the Chair from office at any time, without prejudice to the individual's position as a local governor.

The Chair will ordinarily meet with the Headteacher of the school and the Clerk to the LGB before the start of the academic year to plan the work of the LGB for the year according to the Trustees' agreed agenda.

The responsibilities of the Chair include the following:

- to work with the CEO in holding the Headteacher to account in accordance with 7.3;
- to chair meetings of the LGB;
- to set the agenda for meetings with the Headteacher and with the support of a proposed agenda from the Clerk;
- to report to the Trustees in writing following each LGB meeting, if requested;
- to give an oral summary of the LGB's deliberations if requested at meetings of the Board of Trustees;
- to provide a direct link between the LGB and the Trustees; and
- to be the primary contact for the Headteacher where consultation with governors is required.

In the event of a need to make urgent decisions between meetings on matters falling within the remit of the LGB, the Chair of Trustees will determine, in consultation with the CEO and/or the Chair of the LGB (or the Vice-Chair of the LGB in his or her absence) where authority for that decision will lie, in order to take prompt and appropriate action on behalf of the LGB. The decisions taken and the reasons for urgency shall be explained fully at the next meeting of the Board of Trustees and of the LGB.

7.4.2 Vice-Chair

For good/ outstanding schools, the Vice-Chair is appointed by the LGB; otherwise the Vice-Chair is appointed by the Trustees. The term of office of the Vice-Chair is two years, and the Vice-Chair is eligible for reappointment at the end of that term.

The Trustees are entitled to remove the Vice-Chair from office at any time, without prejudice to the individual's position as a local governor.

The responsibility of the Vice-Chair is to deputise for the Chair.

In the absence of both the Chair and the Vice-Chair at a meeting, the LGB will elect a temporary Chair from among their number.

7.4.3 Staff local governors (good/ outstanding schools only)

The teaching staff member of the LGB shall be elected by the teaching staff at the school.

The support staff member of the LGB shall be elected by the support staff at the school.

The responsibilities of the staff local governors are to reflect the interests and opinions of teaching and support staff at the school to the LGB. For further details on this role, see the Framework for Governance.

7.4.4 Parent local governors

Parent local governors for each LGB shall be elected in accordance with the process set out below:

- when a vacancy arises, the LGB will write to all parents of pupils at the school seeking nominees for the vacancy. Nominees will be asked to provide a short statement about why they are interested in being a parent local governor and their background and experience that makes them suitable for the role;
- in the event that the number of nominees equals or is less than the number of vacancies on the LGB, all those nominated will be appointed; and
- if there are more nominees than places available, the LGB will write to all parents of pupils at the school asking them to vote for their preferred candidate.

A parent local governor should be a parent of a registered pupil at the relevant school or, where this is not reasonably practical, a person who is the parent of a child within the age range of the school.

The responsibilities of the parent local governor are to represent the interests and opinions of the parent body of the school to the LGB. For further details on this role, see the Framework for Governance.

7.4.5 Link Governor roles

For good/outstanding schools, the LGB Chair will assign Link Governor roles to the governors. Otherwise the Chair, working with the CEO, will assign said roles. According to this, each governor will be part of a Link Governor group for Quality of Education (Q of E), Pupil-Related Matters (PRM) or Leadership and Management (L and M), depending on the area for which they are Link Governor. There is a Link Governor group for Boarding at Thomas Adams School. For further details, see the Framework for Governance.

- Behaviour PRM
- Careers PRM
- Curriculum Q of E
- Equality L and M
- EYFS (for primary only), sixth form (where relevant) Q of E
- Finance, including funding premiums (pupil, sports, year 7, catch-up) .. L and M
- Health and safety L and M
- Pupil performance data Q of E
- Safeguarding/prevent PRM
- SEND and LAC PRM
- SMSC L and M

NB To avoid possible conflicts of interest, staff local governors shall be allocated either to Health and Safety, Equality or SMSC by the Chair following consultation with the CEO and Clerk to the LGB.

7.4.6 Appointment of Headteacher/ deputy Headteacher/ other members of SLT (having received the job description and programme from HR)

Good / outstanding schools			
Role	Involvement	Decision	Salary Range
Headteacher	Trustees, CEO and LGB involved at all stages of appointment	Trustees, including the CEO and Chair, with input from the LGB	Determined by Trustees, with LGB consultation
Deputy Headteachers	Headteacher/ CEO/LGB involved at stages agreed by Headteacher/ CEO/ Chair	Headteacher, with input from CEO and LGB	Determined by Headteacher, with CEO having agreed the SLT structure.
Other members of SLT	LGB involved at stages agreed by Headteacher/ CEO For SBM, use FD rather than CEO. LGB involved at stages agreed with Headteacher/FD	Headteacher, with input from CEO and LGB For SBM, use FD rather than CEO	Determined by Headteacher, with CEO having agreed the SLT structure

Other schools			
Role	Involvement	Decision	Salary Range
Headteacher	Trustees, CEO and LGB involved at all stages of appointment	Trustees, including the CEO and Chair, with input from the LGB	Determined by Trustees, with LGB consultation
Deputy Headteachers	Headteacher/ CEO , with LGB involved at stages determined by CEO/ Trustees	Trustees including CEO , with input from the LGB	Determined by Headteacher, with CEO/ Trustees' agreement on SLT structure
Other members of SLT	LGB involved at stages agreed by CEO/ Trustees For SBM, use FD rather than CEO. LGB involved at stages agreed with FD	Headteacher, with input from CEO and LGB For SBM, use FD rather than CEO	Determined by Headteacher, with CEO/ Trustees' agreement on SLT structure

7.5 Clerk to the Local Governing Body

The LGB shall appoint a Clerk to the LGB who shall not be an employee of the Trust, nor a local governor. In the absence of the Clerk, the LGB shall elect a replacement for the meeting.

The responsibilities / functions of the Clerk to the LGB are as follows:

- to convene meetings of the LGB including sending notices and papers of meetings;
- to attend meetings of the LGB and ensure minutes are produced;
- to maintain a register of members of the LGB including their terms of office and report any vacancies to the LGB;
- to maintain a register of business interests of LGB members;
- to maintain a register of local governors' attendance at meetings and report on non-attendance to the LGB;
- to report to the LGB as required on the discharge of the Clerk's functions; and

- to perform such other functions as shall be determined by the LGB from time to time.

7.6 Ceasing to be a local governor

A local governor's term of office will be terminated if:

- any event or circumstance occurs which would disqualify him or her from the office of Trustee under the Articles were he or she to hold such office;
- he or she has, without the consent of the LGB, failed to attend LGB meetings for a continuous period of six months, beginning with the date of the first such meeting he or she failed to attend and the Chair and the Vice Chair agree that the term of office should be terminated;
- he or she resigns from office by notice to the Trust;
- he or she is removed by the person or persons who appointed him. This does not apply in respect of a person who is serving as a parent local governor;
- he or she is a staff local governor who has ceased to be employed at the school; or
- he or she is removed by the Trustees in circumstances where they consider (acting reasonably) that it is in the best interests of the Trust to remove the local governor.

7.7 Convening meetings of the Local Governing Body

Meetings of the LGB will be held in each term.

The Clerk to the LGB shall give written notice of each meeting and circulate an agenda and any reports or other papers to be considered at the meeting at least seven clear days in advance of each meeting. However, where the Chair determines there are matters demanding urgent consideration, it shall be sufficient if the written notice of the meeting states that fact and the notice, copy of the agenda and other papers are given within such shorter period as the Chair directs.

Any two local governors may call a meeting by giving written notice to the Clerk, which includes a summary of the business they wish to carry out. It shall be the duty of the Clerk to convene a meeting as soon as reasonably practicable.

The LGB may invite persons who are not local governors (such as a member of a committee, any employee, any pupil, any professional adviser and any experts of any kind) to attend the whole or part of any meeting for purposes connected with the meeting.

The convening of a meeting and the proceedings conducted at meetings shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.

7.8 Voting at meetings of the Local Governing Body

The quorum for meetings of the LGB and for any vote on a matter at such meetings is one third of the total number of local governors in office at that time (rounded up to the nearest whole number).

A meeting shall be terminated if the number of local governors present ceases to constitute a quorum. Where a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the Clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

Any local governor shall be able to participate in, and be counted as present at for the purposes of the quorum, meetings by telephone or video conference provided that:

- he has given notice of his intention to do so detailing the telephone number on which he can be reached and / or appropriate details of the video conference suite from

which he shall be taking part at the time of the meeting at least 48 hours before the meeting; and

- the LGB has access to the appropriate equipment.

and provided that if, after all reasonable efforts, it does not prove possible for that local governor to participate by telephone or video conference, the meeting may still proceed with its business provided it is otherwise quorate.

Every question to be decided upon at a meeting of the LGBs shall be determined by a majority of the votes of local governors present and voting on the question. Votes tendered by proxy shall not be counted.

Where there is an equal division of votes, the Chair has a casting vote.

The LGB may act notwithstanding any vacancies, but, if the number of local governors is less than the number fixed as the quorum, the continuing local governors may act only for the purpose of filling vacancies.

A resolution in writing, signed by all local governors entitled to receive notice of a meeting shall be valid and effective as if it had been passed at a meeting duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more local governors, and may include an electronic communication by or on behalf of the local governor indicating his or her agreement to the form of resolution provided that the local governor has previously notified the LGB in writing of the email address or addresses which the local governor will use.

7.9 Personal interests of local governors

Local governors shall complete a register of their business interests, which shall be reviewed annually.

Any local governor who has any duty or personal interest that conflicts or may conflict with his or her duties as a local governor shall:

- disclose that fact to the LGB as soon as he or she becomes aware of it. A local governor must absent himself or herself from any discussions of the LGB in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the school and such duty or personal interest;
- withdraw from any meeting for that item unless expressly invited to remain in order to provide information;
- not be counted in the quorum for that part of any meeting; and
- withdraw during the vote and have no vote on the matter.

7.10 Committees of the Local Governing Body

With the prior agreement of the Trustees the LGB may establish committees to carry out certain functions of the LGB. The LGB must determine the constitution, membership and terms of reference of any committee it decides to establish and review them annually.

The establishment of any committees, other than temporary, ad hoc committees required to deal with specific issues, must be agreed in advance with the Trustees unless such committees are required urgently, in which event the Chair can authorise the establishment of the committee and report subsequently to the Trustees.

7.11 Minutes

Attendance at each LGB meeting, issues discussed and recommendations for decisions shall be recorded and the minutes signed by the Chair at the next meeting of the LGB. The written record (once approved by the Chair of the relevant LGB meeting) shall be forwarded

by the Clerk to the LGB to the Clerk to the Trustees as soon as is reasonably practicable.

7.12 Delegation to the LGB

The LGB shall have the roles set out in this Constitution and any other role that the Trustees agree shall be carried out by the LGB and that is communicated in writing to the Chair of the LGB.

For the avoidance of doubt, Appendix 5 contains a list of reserved matters which are matters for consideration and determination by the Members and Board of Trustees and are not issues for determination by the local governors.

8 Finance and Audit Committee

8.1 Constitution

The Finance and Audit Committee is a committee of the Board of Trustees of the Trust.

8.2 Membership and attendance

The members and the Chair are appointed by the Board of Trustees and shall initially have six members. The Finance Director shall normally attend meetings.

The Clerk to the Board of Trustees shall act as Clerk to the committee, unless otherwise decided.

The committee may, normally acting through the Chair in agreement with the CEO, invite other members of the staff of a school of the Trust to attend generally or for specific meetings. The committee may, acting through its Chair, invite members of the LGB of a school in the Trust or any other persons to attend generally or for specific meetings and, with the consent of the Chair, to speak.

8.3 Meetings

The committee shall meet at least three times a year, at least once in each term. Meetings will be convened by the Clerk or the Chair, or by any three members giving notice to the Clerk and the Chair. Notice of meetings will be sent to members at such addresses as they have given for that purpose, including email addresses.

The committee shall meet in an advisory capacity as an Audit Committee at least once a year at the end of the audit cycle, and in the summer term in preparation for audit. Additional meetings may be proposed by the Board.

The quorum for meetings shall be at least three members, of whom a majority shall be Trustees. Presence can be in person, by video conference or by telephone.

8.4 Procedure

The committee shall conduct its meetings as it may determine, subject to the Articles of Association of the Trust, any instructions from the Board of Trustees and these terms of reference.

Each member shall have one vote. In the event of an equality of votes, the Chair shall have a second and casting vote.

Decisions confirmed by email shall be as valid as if made at a duly convened meeting, provided they are quorate and approved by a majority of those voting.

8.5 Minutes & Reporting

The Clerk to the committee shall keep minutes of the discussion at the meetings, which shall, subject to any omissions approved by the Chairman for confidentiality or because they relate to individuals, be made available to all Trustees and members of the committee.

As required by the Articles of Association, each meeting of the committee shall be reported

to the next following meeting of the Board of Trustees.

8.6 Objects

The objects of the Finance and Audit Committee are to:

- act as the Finance and Audit Committee of the Trust;
- promote the best interests of the schools of the Trust;
- consider such aspects of the future and strategy of the Trust as it thinks relevant to its role;
- ensure the Trust is managed by the CEO and Finance Director having regard to probity and effectiveness in the context of their financial resources and in the best interests of all stakeholders, including but not limited to the pupils, future pupils, staff, parents, future parents, the Trust and the neighbourhood; and
- undertake such other duties as it may be asked to undertake by the Board of Trustees.

8.7 General Responsibilities

The Finance and Audit Committee shall:

- consider and make recommendations on the strategy for the Trust;
- monitor and make recommendations on the financial affairs of the Trust, in the light of the financial effectiveness of its schools and their progress, achievements, objectives, performance indicators, opportunities and threats and any other relevant matters;
- regularly monitor actual expenditure and income against budget;
- ensure the annual accounts are produced in accordance with the requirements of the relevant Companies Acts and guidance issued to academies by the Department for Education;
- authorise the award of contracts over an agreed amount;
- authorise changes to the schools' personnel establishments;
- review the reports of the Internal Auditor on the effectiveness of the financial procedures and controls;
- consider such issues as the CEO or Finance Director or any member may wish to raise unless the Chair considers the subject inappropriate for any reason and, in particular, matters relating to individuals which are confidential and/or should be dealt with through management accountability; and
- keep under regular review, at least annually, any policies referred to it.

8.8 Specific Responsibilities

The Finance and Audit Committee shall have the following specific responsibilities:

- Financial risk: to scrutinise
- Health & Safety:
 - to institute a health and safety policy
 - to ensure health and safety regulations are followed
 - to monitor and review First Aid/ medical treatment of students policy and procedures
 - to ensure preparation of disability statement (to meet requirements of DDA or 3-year DDA plan)
- Personnel establishment: to authorise changes
- Premises:
 - to develop school buildings strategy / master plan and contribute as required to asset management planning
 - to procure and maintain buildings

- to procure insurance for buildings and personal liability
- Support services:
 - to ensure that school lunch nutritional standards are met
 - to monitor and review arrangement and costs of:
 - – catering
 - – cleaning
 - – grounds maintenance
- When meeting as an Audit Committee:
 - to review the draft accounts and Trustees’ report at the completion of the annual audit and to recommend their adoption by the Board.
 - to discuss with the Auditors, without management being present, the remit given to them, any problems arising from the audit, including accounting and audit judgements, levels of errors identified and other issues that emerged during the course of the audit.
 - to review the Auditors’ draft letter of representation and to recommend its signature by the Chair of the Board.
 - to review the management letter and management’s proposed response to the audit findings.
 - to review with management the Auditors’ performance and value for money.
 - to recommend the re-appointment of the Auditors or the institution of a fresh tendering exercise to the Board.
 - to consider other matters relating to the Trust’s financial risk management and internal control as requested by the Board.
 - the Chair to report the findings of the Committee to the Board.
 - to report at once to the Chair of the Board any serious concerns of suspected fraud or misconduct.

8.9 Authority

The Finance and Audit Committee shall act subject to any instructions from the Board of Trustees.

9 Standards Committee

9.1 Constitution

The Standards committee is a committee of the Board of Trustees of the Trust.

9.2 Membership and attendance

The members and the Chair are appointed by the Board of Trustees and shall initially have five members. The CEO shall normally attend meetings. The Clerk to the Board of Trustees shall act as Clerk to the committee, unless otherwise decided. The committee may, normally acting through the Chair in agreement with the CEO, invite other members of the staff of a school of the Trust to attend generally or for specific meetings. The committee may, acting through its Chair, invite members of the LGB of a school in the Trust or any other persons to attend generally or for specific meetings and, with the consent of the Chair, to speak.

9.3 Meetings

The committee shall meet at least three times a year, at least once in each term. Meetings will be convened by the Clerk or the Chair, or by any three members giving notice to the Clerk and the Chair. Notice of meetings will be sent to members at such addresses as they have given for that purpose, including email addresses. The quorum for meetings shall be at least three members, of whom a majority shall be Trustees. Presence can be in person, by video conference or by telephone.

9.4 Procedure

The committee shall conduct its meetings as it may determine, subject to the Articles of Association of the Trust, any instructions from the Board of Trustees and these terms of reference. Each member shall have one vote. In the event of an equality of votes, the Chair shall have a second and casting vote. Decisions confirmed by email shall be as valid as if made at a duly convened meeting, provided they are quorate and approved by a majority of those voting.

9.5 Minutes and reporting

The Clerk to the committee shall keep minutes of the discussion at the meeting, which shall, subject to any omissions approved by the Chairman for confidentiality or because they relate to individuals, be made available to all Trustees and members of the committee. As required by the Articles of Association, each meeting of the committee shall be reported to the next following meeting of the Board of Trustees.

9.6 Objects

The objects of the Standards committee are:

- to ensure the delivery of the Trust's vision
- to provide the highest levels of scrutiny for academic excellence and pastoral care
- to monitor the quality of delivery

9.7 General responsibilities

- To monitor and evaluate education quality, standards and impact on a regular basis across the Trust through measures including data from SEFs and Ofsted reports and questions to Headteachers and LGBs (with Headteachers and Chairs invited to attend the committee, and committee members visiting schools, where appropriate).
- To ensure appropriate action, including validation of responses to heat maps by Trustees as well as external advisers, is planned and taken to enable the Trust to meet agreed targets.
- To scrutinise that targets for students' progress and attainment are appropriate.
- To evaluate summative information on the performance of its schools, including destination pathways and data, comparing this to national figures.
- To oversee the curricula in each school, ensuring the intended impact is evaluated and documented at school level. To promote and monitor the enrichment curriculum, engaging with national guidance as appropriate.
- To monitor that all reasonable measures are taken to identify that vulnerable groups' requirements are being met, including through annual SEND reviews and the effective deployment of Pupil Premium funding.
- To examine behaviour and attendance records, including exclusions and mobility rates, ensuring that rates are better than the LA average.
- To examine student/parent/carer voice data
- To monitor the quality of teaching and learning, performance management, internal monitoring measures, collaboration and CPD.
- To review the management and impact of staff well-being.
- To report twice yearly to the Board on quality of education, assessing impact after enquiry through relevant data including SEFs, external advice, peer reviews for Headteachers and feedback from LGBs.

9.8 Authority

The Standards committee shall act subject to any instructions from the Board of Trustees.

10 Pay Committee

10.1 Constitution

The Pay Committee is a committee of the Board of Trustees of the Trust. Its main functions are to:

- determine the salaries of teaching and support staff
- undertake the CEO 's Performance Management
- consider and review the performance management and pay policies for the Trust
- hear appeals from teachers whose application or claim for progression is unsuccessful

10.2 Membership

The membership of the committee shall be

- three trustees
- one/two named reserve(s), in order of precedence if two are named, who shall act if a member of the committee is unable to attend.

No trustee who is employed at the Trust shall be appointed.

Members of the committee and the named reserve(s) shall be appointed annually at Meeting 1 of the Trustees.

One of those appointed to the committee shall be appointed as Chair of the committee either by the Trustees or by the committee.

Should a vacancy arise on the committee a successor shall be appointed by the Trustees at their next meeting following receipt of the resignation and members so appointed shall serve until the next annual review.

The Clerk to the Trust will oversee the process and paperwork.

The Pay Committee will be attended by the CEO in an advisory capacity (who must withdraw when it comes to a decision on his/her pay).

10.3 Responsibilities

The Pay Committee shall:

- (a) determine annually, as required by the School Teachers Pay and Conditions regulations and within the scope of the adopted performance management and pay policies and the salaries budget adopted by the governing body, the salaries of the teaching staff employed at the school.
- (b) determine annually, in accordance with the adopted pay policy, any appropriate regulations and agreements and any other advice issued, within the salaries budget adopted by the governing body, the salaries and gradings of support staff.

In order to carry out (a) and (b), the CEO submits a report which summarises the recommended pay awards. The process which determines the content of this report is:

- Line managers in individual schools submit paperwork and recommendations to the Headteacher, who will make an initial judgment on the performance of the staff.
- The Headteachers of all schools in the Trust moderate this work, in order to ensure a consistent approach to pay progression. The moderation process examines and scrutinises a range of staff and a range of performance levels. Where disagreements arise, the CEO is the final arbiter.
- The CEO, where required, may consult with the Chair of the Trustees on the recom-

mended pay progression of the Headteachers of the schools.

Once the decisions have been made, the CEO communicates said decisions to staff. Where appeals against these decisions are to be made, staff must communicate in writing, within ten days of receiving the notification of pay, addressing their appeal to the Clerk to the Pay Committee (clerk@318education.co.uk), copying their appeal to the CEO .

- The Pay Committee hears any appeal by a member of staff against a recommendation of pay.
- The Pay Committee hears any appeal by a teacher against entries made within their performance review statement.
- The Pay Committee hears any appeal by a teacher employed at the school against the outcome of their threshold assessment application.

The decision of the Pay Committee is final.

It is the responsibility of the Pay Committee to operate in accordance with statutory performance management framework and the school's adopted pay policy as follows:

- to select an external adviser to review the CEO 's performance and receive advice on objectives
- to conduct the CEO 's performance review
- to agree performance objectives with the CEO
- to determine whether the outcome of this performance review meets the criteria for pay progression (if relevant) as covered under the adopted pay policy.

Annually, the CEO shall submit:

- a performance management policy
- a pay policy for the school

with a view to the committee recommending the policies to the Trust Board for adoption.

11 Appointments Committee

11.1 Constitution

The Appointments committee is a committee of the Board of Trustees of the Trust.

11.2 Membership and attendance

The members are appointed by the Board of Trustees and comprise three Trustees including the Chair and the CEO . The third member may be any other Trustee, normally selected either by rotation or because of specific expertise relevant to an appointment being considered. The Clerk to the Board of Trustees acts as Clerk to the committee unless otherwise decided. The committee may, normally acting through the Chair in agreement with the CEO , invite a senior member of staff of the Trust or a Trust school to attend for a specific meeting.

11.3 Meetings

The committee meets when required. Meetings are convened by the Clerk or the Chair, or by any two members giving notice to the Clerk and the Chair. Notice of meetings is sent to members at such addresses as they have given for that purpose, including email addresses. The quorum for meetings is two members. Presence can be in person, by video conference, by email or by telephone.

11.4 Procedure

The committee conducts its meetings as it may determine, subject to the Articles of Association of the Trust, any instructions from the Board of Trustees and these terms of reference. Each member has one vote. In the event of an equality of votes, the Chair has a second and casting vote. Decisions taken by email are valid as if made at a duly convened meeting, provided they are quorate and approved by a majority of those voting.

11.5 Minutes and reporting

The Clerk to the committee keeps minutes of the discussion at the meetings which, subject to any omissions approved by the Chair for confidentiality, are available to all Trustees and members of the committee. As required by the Articles of Association, each meeting of the committee is reported to the next following meeting of the Board.

11.6 Objects

The objects of the Appointments committee are:

- to ensure the delivery of the Trust's vision through quality of appointments to governance roles
- to advise and act of behalf of the Board of Trustees as required in relation to membership of the Board, its Local Governing Bodies and its other committees.

11.7 General responsibilities

The responsibilities of the Appointments committee are:

- to appoint LGB members, including confirmatory appointments of elected parent and staff governors
- to advise the Board (in the case of co-options) and Members on Trustee appointments
- to make recommendations, if required, to the Board on other matters relating to governance appointments, such as the size and structure of committees.

11.8 Authority

The Appointments committee shall act subject to any instructions from the Board of Trustees.

12 Intervention Rights

12.1 Intervention in times of concern

The Board of Trustees remains ultimately responsible for the Trust and the conduct of the schools. The operation of the various elements of governance outlined in this Scheme of Governance and the Schedule of Delegation are crucial to its success. However, there will be circumstances (more the exception than the norm) where the Board of Trustees might need to intervene and, for example, grant or withdraw delegated authority for a particular element of governance.

In such circumstances the Board of Trustees, along with the CEO, would work closely with any school or schools concerned and those involved in their governance who would be expected to promptly implement any advice or recommendations made by the Board of Trustees and the CEO.

The Board of Trustees reserves the right to review or remove any power or responsibility which it has delegated, in particular in circumstances where serious concerns in the running of a school or schools are identified (either internally within the Trust or by a third party), including where:

- there are concerns about financial matters;
- 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 school is managed or governed;
- the safety of pupils or staff is threatened, including a breakdown of discipline; or
- the Board of Trustees considers such removal of power or responsibility appropriate in all of the circumstances.

12.2 The delegated budget

In line with their duties and responsibilities as Trustees and directors, and irrespective of the

delegations set out in the Schedule of Delegation, the Board of Trustees shall be entitled to determine that a proportion of the budget in respect of the school be held centrally for the following reasons:

- to be allocated to the provision of central services received by the school;
- in pursuance of the Trust's reserve policy; and / or
- as otherwise may be determined by the Board acting reasonably and in the best interests of the Trust.

13 The Company Secretary and the Clerk

The Company Secretary (if one is appointed) is appointed and removed by the Trustees.

If appointed, the Company Secretary is the chief administrator with respect to the Trust's administration affairs.

The main functions of the Company Secretary are set out in the advice note entitled *Information for the company secretary*.

The Trustees shall also appoint a Clerk (who may or may not also be the Company Secretary). The Clerk shall not be a Trustee (including the CEO) or a Headteacher. However, if the Clerk fails to attend a meeting of the Trustees, the Trustees may appoint any one of their number or any other person to act as Clerk for the purposes of that meeting.

14 The Chief Executive Officer

The Trustees may appoint a CEO .

The role of the CEO is to provide professional leadership, strategic management and direction for the Trust Schools

Subject to the approval of the Members, the CEO is an ex-officio Trustee.

The CEO will report to the Trustees and shall comply with any reasonable direction by the Trustees when acting on the Trust's behalf.

Broadly, the CEO is responsible for:

- the internal organisation, management and control of each of the schools;
- advising on and implementing the Trust's strategic framework; and
- the implementation of all policies approved by the Trustees.

The CEO shall have the authority to direct the Headteachers in relation to operational and educational standards matters, particularly with regard to improving educational standards and matters which could adversely affect the financial or reputational position of the Trust.

The CEO will formulate aims, objectives, policies and targets for the Trustees to consider, and will report to the Trust on progress at each meeting.

The CEO is responsible for preparing a policy for the curriculum and for reviewing the policy every school year; this will be done in consultation with the respective Headteachers.

The Trustees may delegate such specific powers as they consider are required by the CEO for the carrying out of the above responsibilities.

15 The Accounting Officer

The CEO shall have the role of Accounting Officer as set out in the Handbook.

The Accounting Officer is personally responsible to the Trustees for ensuring:

- value for money – this is about achieving the best possible educational outcomes through the economic, efficient and effective use of Finance and Audit.
- regularity – dealing with all items of income and expenditure in accordance with legis-

lation, the terms of the Funding Agreement and the Handbook, and compliance with the Trust's internal procedures.

- propriety – the requirement that expenditure and receipts should be dealt with in accordance with Parliament's intentions and the principles of parliamentary control – this covers standards of conduct, behaviour and corporate governance.

Included in the responsibilities of the Accounting Officer is a duty to take appropriate action if the Trustees (or the LGB) or the Chair is contemplating a course of action that the Accounting Officer considers would infringe the requirements of propriety or regularity (including the provisions of the Funding Agreement or other documents setting out the financial duties of the Trustees or of any other rules governing the conduct of the Trustees), or would not represent prudent or economic administration, or the efficient or effective discharge of the Trustees' functions.

The Accounting Officer shall be required to provide a statement on governance, regularity, propriety and compliance in the Trust's annual report. The format of the statement is included within the Accounts Direction which is issued annually.

The Accounting Officer may delegate or appoint others, such as the Finance Director, to assist in carrying out these responsibilities.

16 The Finance Director

The Trustees shall appoint a Finance Director who shall be the Chief Financial Officer for the purposes of the Handbook.

In accordance with the Handbook, the Finance Director is responsible for, along with a wider remit, the following responsibilities:

- the day to day management of financial issues;
- the preparation and management of the Trust's budget;
- the maintenance of effective systems of internal control; and
- ensuring that the annual accounts are properly presented and adequately supported by the underlying books and records of the Trust.

The Finance Director is responsible for guiding the Trustees on financial, audit and charity accounting matters, as well as dealing with the day to day management of the financial position of the schools and the maintenance of effective controls.

The Finance Director shall report to the Trustees and the Finance and Audit Committee at least termly.

17 Financial regulations manual

The financial regulations manual (Finance Manual), which shall be prepared by the Finance Director, shall be adopted by the Trustees, normally on the recommendation of the Finance and Audit Committee.

The purpose of the Finance Manual is to ensure that the Trust maintains and develops systems of financial control which conform with the requirements both of propriety and of good financial management.

The Finance Manual shall include:

- finance authorisation levels, which shall confirm the delegation of authority to key individuals up to a specified value;
- appropriate procedures to monitor cash requirements to ensure that the Trust will not become overdrawn;
- a competitive tendering policy for larger purchases in accordance with the Handbook; and

- a capitalisation limit for assets.

The Finance Director shall be responsible for preparing a policy for the disposal of assets for approval by the Trustees with a view to ensuring the best possible value is obtained from any disposal.

18 Budget approval

The Trustees shall be presented with a balanced budget for the year to 31 August for submission to the ESFA by 30 June or within six weeks of receipt of the final funding letter.

The Finance Director shall be responsible for:

- establishing a written procedure and timetable for setting a budget in advance of each academic year;
- setting the annual budget (including the assumptions on which it is based) for approval by the Trustees and for monitoring progress against it during the year;
- ensuring that all significant in year amendments to budgets are properly notified to the Trustees for approval. The Finance Committee shall determine the appropriate thresholds and procedures for this.
- reporting to the Trustees on the accuracy of the assumptions which have been used; and
- reporting to the Trustees on the key financial performance indicators included in the budget.

The Trustees shall be responsible for approving the final audited accounts and the Trust's accounting policies, as set out therein.

The Trustees shall ensure that they put in place procedures to review their own effectiveness and skills available in overseeing the Trust's financial performance, and the soundness of its internal control.

19 The Headteachers of the schools

In line with their job descriptions, the Schedule of Delegation and any terms of reference determined by the Trustees, the Headteachers are responsible to the Trustees for:

- the internal organisation, management and control of the respective school;
- the implementation of all policies approved by the Trustees that relate to that school; and
- the direction of the teaching and implementation of the curriculum at that school.

The Trustees may delegate such additional powers and functions as they consider are required by each of the Headteachers to enable them to carry out the above responsibilities.

20 The relationship between the Trustees and senior staff in general

The Trustees will support and oversee the work of the CEO and the Finance Director and hold them accountable for the authority that is delegated to them and how they exercise it. The Trustees will not without good cause and consultation (where practicable) interfere in the exercise of the CEO's and Finance Director's executive powers.

The Trustees shall fully consider any views and proposals relating to any matter within the non-executive powers of the Trustees which may be submitted to them by the CEO or the Finance Director.

The CEO and Finance Director will maintain regular contact with the Chair and the Vice-Chair of Trustees and share all relevant information with them concerning the welfare and good reputation of the schools and their community.

Any issues surrounding the performance of the CEO or the Finance Director should be

raised directly with the Chair of Trustees, and likewise, any concerns the CEO or the Finance Director have over the Trustees or one of their number should be raised with the Chair (or the Vice-Chair in the case of the Chair).

Further detail regarding the division of responsibilities between the CEO and Finance Director shall be set out in their respective service agreements.

21 Alterations

This scheme may be altered by resolution of the Members of the Trust.

22 Circulation list

A copy of this Scheme shall be given to the Members of the Trust, every Trustee, each local governor, the CEO, the Headteachers of the schools operated by the Trust (the Headteachers), the Finance Director and the Company Secretary (if appointed).

This Scheme was approved and adopted by a resolution of the Trustees of the Trust passed at a meeting held on 17th July 2018 with immediate effect.

Appendix 1 Consent to be a Member

The 3-18 Education Trust (Company)

I hereby consent to being a Member of the Company.

As a Member of the Company, I hereby undertake to contribute to:

- 1 the assets of the Company in the event of it being wound up whilst I am a Member or within one year after I cease to be a Member;
- 2 payment of the debts and liabilities of the Company contracted before I cease to be a Member and of the costs, charges and expenses of winding up; and
- 3 the adjustment of the rights of the contributories among themselves, such amount as may be required;

provided that such amount does not exceed £10.

Signed

Full name

Address

Date

Please sign and retain the additional copy of this document with your records.

The 3-18 Education Trust: a company limited by guarantee

Company registration number: 08064698

Registered office: The Priory School Shrewsbury, Longden Road, Shrewsbury, Shropshire SY3 9EE

Appendix 2 The Seven Principles of Public Life set out by the Committee on Standards in Public Life ("the Nolan Principles")

1. Selflessness

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

2. 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.

3. Objectivity

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

4. 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.

5. 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.

6. Honesty

Holders of public office should be truthful.

7. 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.

Appendix 3 Trustee declaration

The 3-18 Education Trust (Company)

I confirm that I am willing to act as a Trustee of the Company (**Trustee**). I further confirm that I am not disqualified from so acting by virtue of any provisions of the Articles of Association of the Company, including, but not limited to, the requirement that I am not disqualified from acting as a charity trustee or director by virtue of section 178 of the Charities Act 2011 (extract included below).

Signed

Full

name

Address

Date

Please sign and retain the additional copy of this document with your records.

The 3-18 Education Trust: a company limited by guarantee

Company registration number: 08064698

Registered office: The Priory School Shrewsbury, Longden Road, Shrewsbury, Shropshire SY3 9EE

Extract from section 178 of the Charities Act 2011

178 Persons disqualified from being charity trustees or trustees of a charity

(1) A person ("P") is disqualified from being a charity trustee or trustee for a charity in the following cases—

Case A

P has been convicted of any offence involving dishonesty or deception.

Case B

P has been adjudged bankrupt or sequestration of P's estate has been awarded and (in either case)—

- a) P has not been discharged, or
- b) P is the subject of a bankruptcy restrictions order or an interim order.

Case C

P has made a composition or arrangement with, or granted a trust deed for, creditors and has not been discharged in respect of it.

Case D

P has been removed from the office of charity trustee or trustee for a charity by an order made—

- a) by the Commission under section 79(2)(a) or by the Commission or the Commissioners under a relevant earlier enactment (as defined by section 179(5)), or
- b) by the High Court,

on the ground of any misconduct or mismanagement in the administration of the charity for which P was responsible or to which P was privy, or which P's conduct contributed to or facilitated.

Case E

P has been removed, under section 34(5)(e) of the Charities and Trustee Investment (Scotland) Act 2005 (asp 10) (powers of the Court of Session) or the relevant earlier legislation (as defined by section 179(6)), from being concerned in the management or control of any body.

Case F

P is subject to—

- a) a disqualification order or disqualification undertaking under the Company Directors Disqualification Act 1986 or the Company Directors Disqualification (Northern Ireland) Order 2002 (S.I. 2002/ 3150 (N. 1.4)), or
- b) an order made under section 429(2) of the Insolvency Act 1986 (disabilities on revocation of county court administration order).

Appendix 4 Duties and responsibilities of Trustees as charity trustees

- 1 The Trustees (as charity trustees) must ensure that the Academy Trust remains solvent, well run and meets the needs for which it was established.
- 2 Broadly, the main powers and duties are as follows.

To carry out the Objects of the Academy Trust

- 3 The Trustees will need to act in accordance with the Articles of the Academy Trust and only exercise their powers for the purposes for which they are conferred. In practical terms, this means that the Trustees must ensure that all of the Academy Trust's assets are applied for the charitable objects of the Academy Trust.
- 4 The Trustees will also need to be satisfied that they have the requisite powers to pursue a particular activity. The powers which the Trustees have are set out in the Articles.

To manage any risks to the Academy Trust, the Academies and their reputations

- 5 The Trustees' Annual Report (contained with the accounts) must contain a statement confirming that "...the major risks to which the charity is exposed, as identified by the Trustees, have been reviewed and systems have been established to mitigate those risks." (See Charities (Accounts and Reports) Regulations 2008 (SI 2008/629)).
- 6 The Trustees will therefore need to identify the major risks to the Academy Trust and to the Academies; those which have a high likelihood of occurring and if they did would have a severe impact on operational performance, achievement of the Academy Trust's aims and objectives or which could damage the reputation of the Academy Trust.
- 7 The Trustees will need to put systems in place to minimise these risks. This might include transferring a risk to a third party (e.g. via insurance), avoiding the activity which gives rise to the risk or accepting it and putting processes in place to manage it. The obligation to monitor and assess risk is ongoing.
- 8 Failure of insurance may also be a major risk. Failure can arise for a number of reasons such as non-disclosure of a material fact, non-compliance with claims conditions (e.g. late notification), under-insurance or omitting to pay premiums.

To comply with legislation

- 9 The Trustees are responsible for ensuring that the Academy Trust complies with relevant legislation, in particular:
 - 9.1 charity law and the requirements of the Charity Commission; and
 - 9.2 company law and the requirements of the Registrar of Companies at Companies House.

To observe the Academy Trust's constitution

- 10 For charities incorporated as a company limited by guarantee, such as the Academy Trust, the constitution is the Articles of Association.
- 11 The Articles set out the charitable Objects of the Academy Trust and the powers (acting through its Trustees) that it has to fulfil these Objects.

- 12 The Trustees must ensure that the activities of the Academy Trust are within its charitable Objects and that the Academy Trust has all necessary powers to perform those activities.
- 13 The Articles of Association also prescribe how the Academies are to be governed. It sets out the rules relating to the composition of the Board of Trustees, how meetings are called and convened and decisions made etc.

To observe fiduciary duties including the duty of care

- 14 As charity trustees and directors, the Trustees must avoid taking any personal benefit from their position and should ensure that nothing arises from their own activities that gives rise to personal gain other than as authorised by the Academy Trust's governing instruments.
- 15 The Trustees must exercise their powers for the benefit of the Academy Trust, for the purposes for which they were given and with prudence and reasonable diligence. There are penalties for breach of these duties.
- 16 The Trustees must act in accordance with their duty of care, that is they must carry out their duties with such care and skill as is reasonable in the circumstances, having regard in particular:
 - 16.1 to any special knowledge or experience that a Trustee has or holds himself out as having; and
 - 16.2 if he or she acts as Trustee in the course of a business or profession, to any special knowledge or experience that it is reasonable to expect of a person acting in the course of that kind of business or profession.

To act prudently

- 17 The Trustees should act with the same degree of prudence as a reasonable person would act in the management of his or her own business affairs. In particular the Trustees:
 - 17.1 should ensure that the Academy Trust is and will remain solvent
 - 17.2 must not cause loss or risk to charity property or get into a conflict of interests; and
 - 17.3 are required to carry out effective risk management.
- 18 In cases of doubt or difficulty a Trustee should take legal and other expert advice. If the advice is wrong but it was reasonable for the Trustee to have relied and acted on it, he or she may be relieved of liability.

To act impartially

- 19 The Trustees must be free to make decisions untainted by any considerations of personal gain or other conflicts. Not only must the Articles of Association specifically permit a Trustee to take this benefit if offered, but the decision-making process behind any award must be fair and open.
- 20 If a conflict of interest arises, it should be handled with transparency and in accordance with the governing instruments.
- 21 Any nominated Trustee must act independently of his nominating body and act in the best interests of the Academy Trust.

To delegate

- 22 Trusteeship is a personal office of trust and responsibility and this cannot be delegated or farmed out to another individual. The buck stops with the Trustee personally.
- 23 Academies, like any good business, need to be managed and the Trustees are able to delegate specific tasks to assist them in carrying out their duties and obligations. An example is the formation of sub-committees of the Board to research certain aspects of trust work and report back for the decision making of the main Board on such issues as finance, states and buildings and curriculum.
- 24 The Trustees are entitled to trust persons in positions of responsibility until there is reason to distrust them. However, the Trustees must exercise reasonable supervision and ask questions that should be asked.
- 25 The Trustees may delegate the management of investments to expert third parties but must maintain regular checks and retain overall responsibility for those investments.
- 26 The overall test is whether a Trustee has behaved as a "prudent man or woman of business".

To protect and manage the property and assets of the Academy Trust

- 27 The Trustees must at all times act to protect the property and assets of the Academy Trust and this extends to land, money and intellectual property. The following should be arranged:
- 27.1 full insurance cover including public and employer's liability and trustee indemnity insurance
 - 27.2 full security measures to protect premises and access to sensitive and valuable documents
 - 27.3 clear office procedures and in particular systems of financial control
 - 27.4 reporting procedures for staff to report to the Board including the ability of an individual to report suspected irregularities directly to a Trustee in confidence if the occasion demands (whistleblowing)
 - 27.5 reviews of investments with or without a third party expert according to need; and
 - 27.6 land management.

To ensure adequacy of funds

- 28 The Trustees must ensure the adequacy of funds for the Academy Trust's immediate needs and for its development.
- 29 The Trustees must invest trust property wisely, acting as a prudent person when making investments.
- 30 However, the pursuit of funds should not distort the aims of the Academy Trust. It is important to assess and justify why additional funds are being sought.

To hold and attend meetings

- 31 The Trustees must ensure that:

- 31.1 notices go out in a timely fashion
 - 31.2 accurate minutes are taken recounting precisely all decisions taken and the background reasoning
 - 31.3 they read all minutes (Trustees are responsible for all decisions whilst whether or not they were present at a meeting)
 - 31.4 they maintain an up to date membership register
 - 31.5 they call an Annual General Meeting each year (if required); and
 - 31.6 they call General Meetings to conduct special business where necessary.
- 32 However, in practice most of these will be delegated to the Clerk to the Trustees.

To satisfy information requirements

- 33 These include requirements to keep information at the registered office and to file certain documents with Companies House and the Education Funding Agency (where relevant).
- 34 In practice, administrative functions will be delegated to the Clerk to the Trustees.

To keep proper accounts

- 35 The Trustees must ensure that appropriately drawn and audited accounts and returns are filed with Companies House and the Education Funding Agency.

To have regard to legal matters in general

- 36 General legal matters include the following:
- 36.1 equal opportunities
 - 36.2 data protection
 - 36.3 child protection and safer recruitment
 - 36.4 employment law; and
 - 36.5 human rights and procedural fairness.

Not to receive a benefit from the Academy Trust unless authorised

- 37 Trustees must not receive any personal benefit from the Academy Trust in return for any service they provide to it unless they have express legal authority to do so. That legal authority can come either from the Academy Trust's governing instruments or from the Charity Commission.
- 38 The prohibition from receiving benefits is not limited to monetary payments and 'benefits' and also includes those to spouses, partners, relatives and other persons or businesses connected with the Trustee.
- 39 It is important that the Trustees do not receive any unauthorised benefits as the Commission's starting point is to require the repayment of any unauthorised benefits.

To manage and minimise any liabilities

- 40 As a distinct legal entity, a charitable company is liable for its own debts. However, the law allows a personal liability to be attributed to individual Trustees where the Academy Trust fails to fulfil its obligations and where that Trustee is held to be responsible for the loss caused by his or her negligence or deliberate fault.

Technical defaults

- 41 The Trustees, as directors, can be liable for a fine for breaching company and charity law requirements.

Criminal liability

- 42 A Trustee who knowingly and wilfully authorises or permits a company's criminal acts can become liable for those acts. These include not just financial or "white collar" crime, but also crimes such as corporate manslaughter.

Contractual liabilities

- 43 The Trustees may incur personal liabilities if they personally contract with third parties in certain limited circumstances, including:
- 43.1 where they do not make it clear that they are a Trustee and contracting on behalf of the Academy Trust
 - 43.2 where the Trustee's authority is exceeded and the transaction is not ratified by the full Board of Trustees; and
 - 43.3 where a Trustee makes a fraudulent or negligent misrepresentation during negotiations; or where a Trustee guarantees the Academy Trust's obligations, and the Academy Trust defaults.

Insolvency

- 44 Notwithstanding its existence as a charity with considerable assets, as a company the Academy Trust is subject to the insolvency legislation and the Trustees should be aware of the implications of this. In the unlikely event that the Academy Trust becomes insolvent, the acts of the Trustees will be subject to scrutiny.
- 45 If it can be shown that a Trustee knew or ought to have known that there was no reasonable prospect of avoiding insolvent liquidation and he subsequently fails to take every step to minimise the potential loss to the Academy Trust's creditors (**Wrongful Trading**), the Court can order that Trustee to make a personal contribution to the Academy Trust's assets to meet the claims of its creditors to the extent that they have been put in worse position by his failure to act.
- 46 The Trustees can be made liable for the acts and omissions of their co-directors where they have proved to have failed to investigate or supervise activity.
- 47 Honesty and good faith alone will not avoid personal liability for Wrongful Trading. A Trustee's general knowledge, skill and experience are also taken into account.

Mitigation of the risk of personal liability

- 48 As directors of an incorporated entity, the Trustees will generally have no personal liability for the debts or liabilities of the Academy Trust. Trustees may in certain circumstances become personally liable if they act in breach of the duties and statutory / regulatory obligations referred to above, but the risk in relation to this for the Trustees can be mitigated to a significant extent:
- 48.1 Indemnity insurance can put in place to protect Trustees. Provided that the terms of the insurance policy are complied with (e.g. premiums are paid up and circumstances which could give rise to a claim are notified to the insurer), this will protect Trustees unless the claim relates to:
- 48.1.1 any act or omission which the Trustees knew to be a breach of trust
- 48.1.2 a breach of duty which was committed by the Trustees in reckless disregard of whether it was a breach of trust or breach of duty or not; and / or
- 48.1.3 if it relates to the costs of any unsuccessful defence to a criminal prosecution brought against the Trustees in their capacity as directors.
- 48.2 In addition to indemnity insurance, the Courts and the Charity Commission have a power to relieve a Trustee from personal liability where it is considered that a Trustee has acted honestly and reasonably and it is fair in the circumstances to do so, notwithstanding the consequences of his or her breach. Where, on the other hand, the Trustee has been involved in misconduct or mismanagement that was clearly intended or undertaken recklessly, the Court or Commission is unlikely to relieve him or her from personal liability.
- 48.3 The Articles expressly provide that the Trustees, officers and auditors of the Academy Trust are entitled to be indemnified by the Academy Trust if they incur any costs as a result of successfully defending legal proceedings or successfully making an application for relief from liability to the Court.

Conclusion

- 49 Instances of personal liability for Trustees are rare. The key points for Trustees are to ensure that they understand their legal duties and obligations, to ensure that their powers are properly exercised and, if they are in any doubt, to take professional advice.
- 50 We do recommend that Trustees also read one of the Charity Commission's publications *CC3: the essential trustee: what you need to know, what you need to do* (Charity Commission, July 2015), which provides additional details on these matters. This guidance can be found on the following link:
<http://www.charitycommission.gov.uk/publications/cc3.asp>.

Appendix 5 Reserved matters

The Reserved Matters are:

Members

(subject to such other consents / requirements as might be required by law or the Funding Agreement)

- 1 To change the name of the Academy Trust
- 2 To change the Objects (which would require Charity Commission and Secretary of State consent in any event)
- 3 To change the structure of the Board of Trustees
- 4 To amend the Articles of Association
- 5 To amend this Scheme
- 6 To pass a resolution to wind up an Academy or the Academy Trust

To appoint the auditors (save to the extent that the Trustees may make a casual appointment)

Trustees

(subject to such other consents / requirements as might be required by law or the Funding Agreement)

- 8 To change the name of the Academies
- 9 To determine the educational character, mission or ethos of the Academies
- 10 To adopt or alter the constitution and terms of reference of any committee of the Board of Trustees
- 11 To terminate a supplemental funding agreement for an Academy
- 12 To establish a trading company
- 13 To sell, purchase, mortgage or charge land
- 14 To approve the annual estimates of income and expenditure (budgets) and major projects
- 15 To appoint investment advisors
- 16 To sign off the annual accounts
- 17 To appoint or dismiss the Headteachers, the Company Secretary or the Clerk to the Trustees
- 18 To settle the division of executive responsibilities between the Trustees on the one hand and CEO, the Headteachers and the Finance Director on the other hand, and to settle the division of executive responsibilities between those individuals
- 19 To do any other act which the Funding Agreement expressly reserves to the Board of Trustees or to another body (including for the avoidance of doubt, terminating the Funding Agreement or any part of it)
- 20 To do any other act which the Articles expressly reserve to the Board of Trustees or to another body
- 21 To do any other act which the Board of Trustees determine to be a Reserved Matter from time to time

Appendix 6 Local Governor declaration

The Trustees
The 3-18 Education Trust
The Priory School
Longden Road
Shrewsbury
Shropshire
SY3 9EE

[date]

Dear Sirs

The 3-18 Education Trust (**Academy Trust**) - appointment as a Local Governor

I confirm that I wish to be a Local Governor in respect of The 3-18 Education Trust - [• name of academy] in accordance with the Scheme of Governance prescribed by the Trustees of the Academy Trust from time to time.

I confirm that I am not disqualified from becoming a Local Governor by reason of any provision in the Scheme of Governance (and by extension the Memorandum and Articles of Association of the Academy Trust).

I also confirm that I understand that I must disclose any personal interest I may have in any matter to be discussed at a meeting of the Local Governors in accordance with paragraph 7A.8 of the Scheme of Governance (or as prescribed by the Trustees of the Academy Trust from time to time).

Yours faithfully

Signed

Name.....

Date

		Ongoing	Autumn 1	Autumn 2	Spring 1	Summer 1	Summer 2	When Required	
Members	Governance							Review and amend the Articles of Association Change name of Trust	
	Finance		Appoint external auditors						
	Contracts							Approve any service contracts for Trust	
	Curriculum & Standards		Receive annual report from Trustees and CEO on academic standards						
Trustees	Governance		Review and amend Scheme of Governance and related documents including governance handbook, induction procedure, code of conduct and policy register Review and amend constitution & ToR of LGBs, including Board's Reserved Matters Appoint (and remove) Chairs and Vice Chairs of LGBs (if not Good or Outstanding)					Appoint a Company Secretary Appoint a Clerk to the Trustees	
								Determine the strategy of the Trust including educational character, mission and ethos	
	Finance		Appoint internal auditors		Sign off annual accounts and report		Approve Trust annual budget		Approve any significant changes to the approved budget Appoint an Accounting Officer
							Approve financial procedures and scheme of delegation in accordance with the finance manual		
		Monitor Trust income, expenditure, cash flow and balance sheet							
		Ensure proper financial controls are in place in accordance with the finance manual							
		Maintain register of business interests	Conduct annual review of register of business interests						
	Contracts							Adopt Trust-wide procurement policy in accordance with the finance manual	Approve contracts in accordance with the finance manual
								Set delegated levels of authority for contracts through the finance manual	Approve contracts which constitute related party transactions
									Set up and approve Trustee expenses
	Curriculum & Standards						Determine Trust-wide curriculum policy to ensure provision of a balanced and broadly based curriculum, including a prohibition on political indoctrination and a balanced treatment of political issues; and a written policy on relationships and sex education		
							Determine Trust-wide policy on religious education and collective acts of worship.		
		Receive termly report on standards from CEO							
SEND		Determine Trust-wide SEN and Disability Discrimination Act policy							
Safeguarding		Adopt Trust-wide Safeguarding and Child Protection policy							

		Ongoing	Autumn 1	Autumn 2	Spring 1	Summer 1	Summer 2	When Required	
Trustees	Safeguarding		Adopt Trust-wide school trips policy						
	Behaviour		Adopt Trust-wide behaviour policy						
			Review use of exclusions across the Trust						
	Admissions		Adopt Trust-wide admissions policy						
	Pupil Related		Receive termly report from CEO regarding standards (including attendance).		Receive termly report from CEO regarding standards (including attendance).	Receive termly report from CEO regarding standards (including attendance).			
			Receive reports from CEO regarding level of complaints across the Trust.	Adopt Trust-wide Complaints policy					
	Information					Adopt data protection policies and procedures to ensure GDPR compliance			
	Staffing			Constitute staff appeal committee					Appoint and dismiss CEO, Finance Director, Company Secretary and Clerk.
					(Pay committee) Conduct performance management review of CEO		Adopt Trust-wide HR policies and procedures		Conduct performance management review of Company Secretary and
				(Pay committee) Support CEO in performance management of Finance					Define any overarching management structures across Trust and budget
				(Pay committee) Evaluate and approve pay recommendations from CEO					
				Review ToR of Finance & Audit committee (including risk management)					
	Health Safety Risk		Review risk management through risk register						
							Approve insurance arrangements.		
					Review and maintain buildings strategy and asset management planning				
					Adopt Trust-wide health and safety policy				
					Adopt Trust-wide lettings policy				
LGB	Governance		To appoint (and remove) the Chair & Vice Chair of the Local Governing Body (if Good or Outstanding)					By agreeing the strategy and SDP, to determine the educational character, mission or ethos of a particular Academy (to the extent that it is not inconsistent with that of the Trust)	
								To review and amend the policies of the Academy (in line with any Trust prescribed policy)	
			To appoint a Clerk to the Local Governing Body						
	Finance		To monitor income, expenditure and cash flow of an Academy			To monitor income, expenditure and cash flow of an Academy	To recommend the annual budget for each Academy to the Trustees.		
			To ensure proper financial controls are in place at the Academy through the Financial Procedures Manual				To monitor income, expenditure and cash flow of an Academy		
			To maintain a register of business interests			To maintain a register of business interests	To maintain a register of business interests		
Contracts							To enter into contracts up to the limits of delegation and within an agreed budget		

		Ongoing	Autumn 1	Autumn 2	Spring 1	Summer 1	Summer 2	When Required	
LGB	Curriculum & Standards		Monitors the KPI figures reported from the Head of School relating to standards		Approves the curriculum proposed by the Head of School (to the extent that it is consistent with the Trust-wide policy). Monitors the KPI figures reported from the Head of School relating to standards	Monitors the KPI figures reported from the Head of School relating to standards			
	SEND				To provide oversight of the implementation of the policy within the Academy and compliance with the Disability Discrimination Act	To review and maintain the Academy's SEN policy (3 yearly)			
	Safeguarding		To appoint a designated governor for safeguarding						
			To review and maintain a safeguarding and child protection policy for the Academy (consistent with the Trust-wide policy) To ensure the completion of the single central record.			To ensure the completion of the single central record.	To ensure the completion of the single central record.		
	Behaviour		To review and maintain a behaviour policy for the Academy						
									To convene a committee to review the exclusion of a pupil by the Head of School.
	Admissions								Undertakes consultation, publishes admissions and determines arrangements as required in accordance with the School Admissions and Appeals Codes.
			Confirms admission policy for relevant time period, including confirming arrangements for determining admissions and hearing admission appeals.						
	Pupil Related		To review attendance and pupil absences (as part of the KPI report).			To review attendance and pupil absences (as part of the KPI report).	To review attendance and pupil absences (as part of the KPI report).		To hear complaints at the relevant stage.
			To adopt an Academy Complaints policy (consistent with the Trust-wide						
	Information								Ensure the effective implementation of the data protection policies and procedures in the Academy.
	Staffing						To approve the teaching staff structure for the Academy.		To hear appeals under the disciplinary, capability and grievance procedures
	Health Safety Risk		To adopt a health and safety policy for the Academy (in line with the Trust-wide policy). To review the risk register of the Academy.			To review the risk register of the Academy	To review the risk register of the Academy		To conduct site inspections to review any health and safety issues and the security of premises and equipment.
						Ensure that appropriate risk assessments are being carried out in the Academy.			Review the implementation of the Health & Safety policy and ensure that H&S visits are carried out by qualified personnel and reported termly

		Ongoing	Autumn 1	Autumn 2	Spring 1	Summer 1	Summer 2	When Required	
Finance and Audit Committee	Governance	Monitor and make recommendations on the financial affairs of the Trust in the light of the financial effectiveness of its schools and their progress, achievements, objectives, performance indicators, opportunities and threats and any other relevant matters. To consider such issues as the CEO or Finance Director or any member may wish to raise unless the Chair considers the subject inappropriate						To consider and make recommendations on strategy for the Trust	
	Finance		Monitor actual expenditure and income against budget		Monitor actual expenditure and income against budget	Monitor actual expenditure and income against budget			
				Ensure annual accounts are produced in accordance with the requirements of the relevant Companies Acts and guidance issued to academies by the Department for Education	Review Auditors' performance and value for money with management				
				Recommend annual accounts and report		Review financial procedures	Review and recommend budget for next academic year		
			Review internal audit report on effectiveness of financial procedures and controls		Review internal audit report on effectiveness of financial procedures and controls	Review internal audit report on effectiveness of financial procedures and controls			
				Receive reports on capital investment by individual schools Develop school buildings strategy and contribute as required to Asset Management Planning					
	Contracts								Authorise award of contracts over an agreed amount
		Monitor and review arrangements and costs of Catering, Cleaning and Grounds Maintenance							
	Information								Monitor and review Marketing, PR, Development and Community links
	Staffing								Authorise changes to the schools' personnel establishments
									Monitor and review staff policies and procedures in accordance with policy register
	Health Safety Risk	Ensure that health and safety regulations are followed		Receive reports on health & safety by individual schools			Institute a health and safety policy		Monitor and review the First aid/Medical treatment of students procedures policy
									Prepare a Disability statement (to meet requirements of DDA or 3-year DDA plan)
		Ensure that school lunch nutritional standards are met		Receive reports on school lunch nutritional standards by individual schools					Report at once to the Chairman of the Board any serious concerns of suspected fraud or misconduct
		Be responsible for Trust wide risk management strategy, reviewing risk management through risk register							Consider other matters relating to the Trust's financial risk management and internal control as requested by the Board

Appendix 8

The 3-18 Education Trust Policy Register: update March 2021

As part of the process of creating a summative and comprehensive Reference of compliance, below is the list of statutory policies and HR policies. Complete and in checking process; in progress. We will add to this a list of documents which are important, but not statutory

Key

- 1: Policy Name
- 2: Responsibility (Trust/LGB/SLT (T/L/S))
- 3: Author(s) (initials)
- 4: Expert Input (Y/N)
- 5: Approval/Adoption Date (MM/YY)
- 6: Review Period (Years/Live Document)
- 7: Procedure Included (Y/N)

1	2	3	4	5	6	7
Admissions Arrangements	L-T	Head/LGB	C Sneddon		1	
Charging and remissions	T	DWW	Fin Chair		1	
Data protection	T	TLG/MJB	n/a		1	
Protection of biometric information of children	T	TLG/MJB	n/a		1	
Register of pupils' admission	L	Head	Clerk		Live	
School information published on website	T	MJB	n/a		1	
Complaints	T	MJB			2	Y
Capability	T	LDT	D James		3	
Discipline	T	LDT	D James		2	
NQT	T	MJB	TSHub		2	

Discipline, conduct and grievance	T	LDT	D James		3	
SCR	T	MJB	C Ewels		2	
Allegations of abuse against staff	T	LDT	D James		3	
Accessibility	T-L	MJB	??		3	
Child protection	T-L	MJB	C Ewels		1	
Children who cannot attend school	T	MJB	EWO		3	
Designated teacher for LAC and previously LAC	T-L	MJB	Incl team		3	
EYFS	T-L	CVJ	LA		3	
SEND	T-L	MJB	Ch W		1	
Supporting pupils with medical conditions	T	MJB	C Wassall		3	
Behaviour in schools	T-L	MJB	AN Other Head		1	
Exclusion	T	MJB	AN Other Head		1	
Health and safety	T-L	DWW	LA adviser		1	
First aid in schools	T	MJB	CWassall		1	
Premises Management	T	DWW	LA advisor		1	
Equality information	T	MJB	LDT		4	
Register of business interests	L-T	MJB	Clerk		1	
Careers	T	MJB	Career LA		1	
Non-statutory for academies but statutory for LA						
Governor allowances	T				3	
Instrument of governance	T				5	
Teachers' pay	T				1	
Behaviour principles	T				1	
RSE	T-L				1	

Policy	MAT version	Review Due	Statutory	Author	Status
Adoption and Surrogacy Leave	Sept 2018	Sept 2021		LA/LDT	MAT Version
Agile and Flexible Working	No				NEW Policy to be developed. No existing policy.
Annual Leave & Holiday Pay for Support Staff	No				NEW Policy to be developed. No existing policy.
Allegations of Abuse Against Staff	Sept 2020	Sept 2021	Y	LA/LDT	MAT Version
Capability	July 2017	In progress	Y	LA/MJB	Currently being reviewed in line with new Performance Management Policy September 2021. Consult with JCNC.
Childcare Disqualification Guidance	Sept 2020	Sept 2022		LA/LDT	MAT Version
DBS Guidance	Sept 2020	Sept 2022		LA/LDT	MAT Version
Disciplinary	Sept 2016	In progress	Y	LA	In current consultation with JCNC. To be adopted by Trust Board early Summer Term 2021.
Disqualification by Association Procedures	Sept 2020	Sept 2022		LA/LDT	MAT Version
Diversity	No				NEW Policy to be developed. No existing policy.
Employee Wellbeing	Sept 2021	Sept 2023		LDT/ XpertHR	NEW Policy, launch Sept 2021 – to be adopted by Trust Board
E-Safety	Mar 2021	Mar 2024		LA/LDT/ TLG	Drafted, to consult with Trust IT Manager – to be adopted by Trust Board.
Fixed-Term Contracts	No				NEW Policy to be developed. No existing policy.
Flexible Working	April 2019	April 2022		LA/LDT	MAT Version
Grievance	Sept 2018	Sept 2021	Y	LA/LDT	MAT Version
Harassment and Bullying	Sept 2018	Sept 2021		LA/LDT	MAT Version
Induction Policy	No				NEW Policy to be developed. No existing policy.
Industrial Action Procedure	No				NEW Policy to be developed. No existing policy.
IR35 Guidance	No			LA/LDT	NEW Policy - In progress
Job Share Guidance	April 2019	April 2022		LDT/ XpertHR	MAT Version

Lone Working	N/A	N/A			This is within each School's H&S Policy
Maternity Support Staff	Sept 2018	Sept 2021		LA/LDT	MAT Version
Maternity Teachers	Sept 2018	Sept 2021		LA/LDT	MAT Version
Parental Bereavement Policy	April 2020	April 2023		LA/LDT	MAT Version
Parental Leave	Sept 2018	Sept 2021		LA/LDT	MAT Version
Paternity	Sept 2018	Sept 2021		LA/LDT	MAT Version
Pay	Sept 2020	Sept 2021	Y	MJB/LDT	MAT Version
Pension Discretion Policy	June 2016	June 2018		MJB	Needs review
Performance Management	Sept 2020	Sept 2021		MJB/ LDT	MAT version in place but currently being reviewed; proposal to focus on teachers' standards and removal of objectives for Sept 2021. Consult JCNC.
Probation Period Procedures	Sept 2020	Sept 2023		LA/LDT	MAT Version
Redundancy Policy	Sept 2018	Sept 2021		LA/LDT	MAT Version
Safer Recruitment	Sept 2020	Sept 2022		LA/LDT	MAT Version
Shared Parental Leave	Sept 2018	Sept 2021		LA/LDT	MAT Version
Sickness Absence	Dec 2018	Dec 2021		LA/LDT	MAT Version
Single Central Record Guidance	Sept 2020	Sept 2022		LA/LDT	MAT Version
Special Leave	Dec 2018	Dec 2021		LA/LDT	MAT Version
Staff Code of Conduct	Sept 2020	Sept 2021	Y	LA/LDT	MAT Version
Stress Management Policy	Sept 2020	Sept 2023		LDT/ XpertHR	NEW Policy - to be adopted by Trust Board
Training & Development Policy	No				NEW Policy to be developed. No existing policy.
Trade Union Recognition Agreement	Dec 2018	Dec 2021		TUC/ LDT	MAT Version
Volunteer Policy	No				NEW Policy to be developed. No existing policy.
Whistleblowing	Sept 2018	Sept 2021		LA/MJB	MAT Version
Workforce Equality Policy	April 2019	April 2023	Y	LDT/ XpertHR	MAT Version