



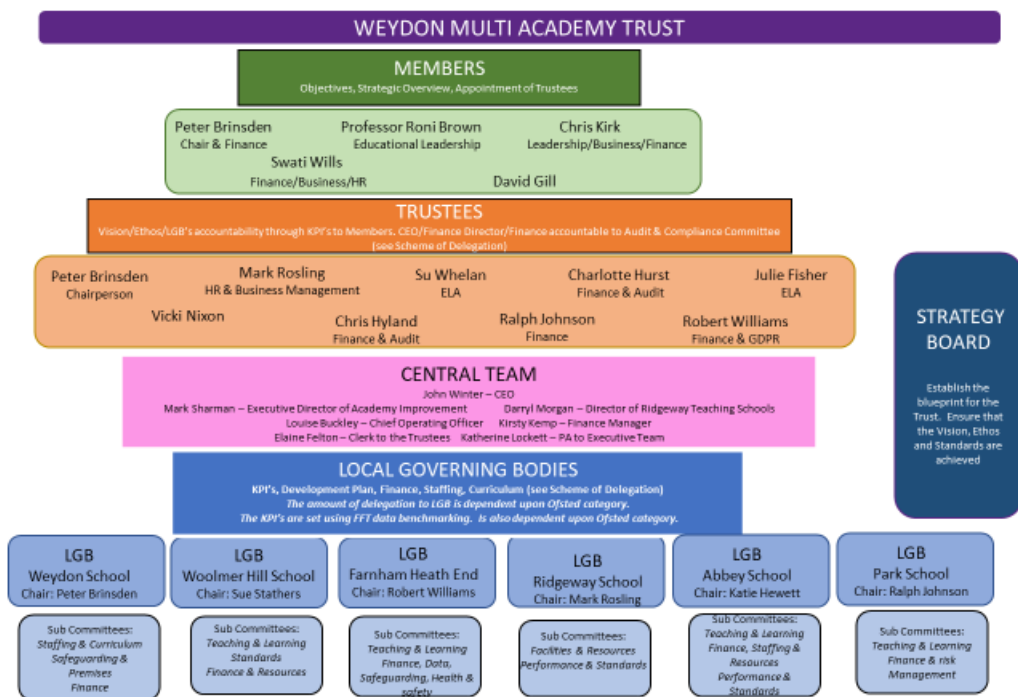
Scheme of Delegation

Date Published	Summer Term 2020
Version	7
Last Approved Date	July 2019
Review Cycle	Annual
Review Date	Summer 2021

‘To provide an inspiring educational experience for all students which is beyond their expectations and therefore forms the foundation of a happy and fulfilled life’.

1. Multi Academy Trust Board Scheme of Delegation (SoD)

- 1.1. The Weydon Multi Academy Trust’s (MAT) Board of Directors (also referred to throughout this document as “the Trustees Board”, “Directors”, or “TB”) are accountable in law for all major decisions about the academies that comprise the MAT.
- 1.2. This document outlines how the Trust Board have resolved to delegate responsibilities down through the various layers of governance within the MAT structure. Any decision to delegate a task/responsibility is made by the full Board of Directors. Without such delegation, an individual/committee has no power to act.
- 1.3. The structure of the Weydon MAT Governance is as follows:



- 1.4. The table included in this document (chapter 2) shows to which level the Trust Board has chosen to legally delegate functions.

- 1.5. The Trust has been founded on the belief that governance should be focused on creating educational excellence. The philosophy of the Trust is best reflected structurally as follows:

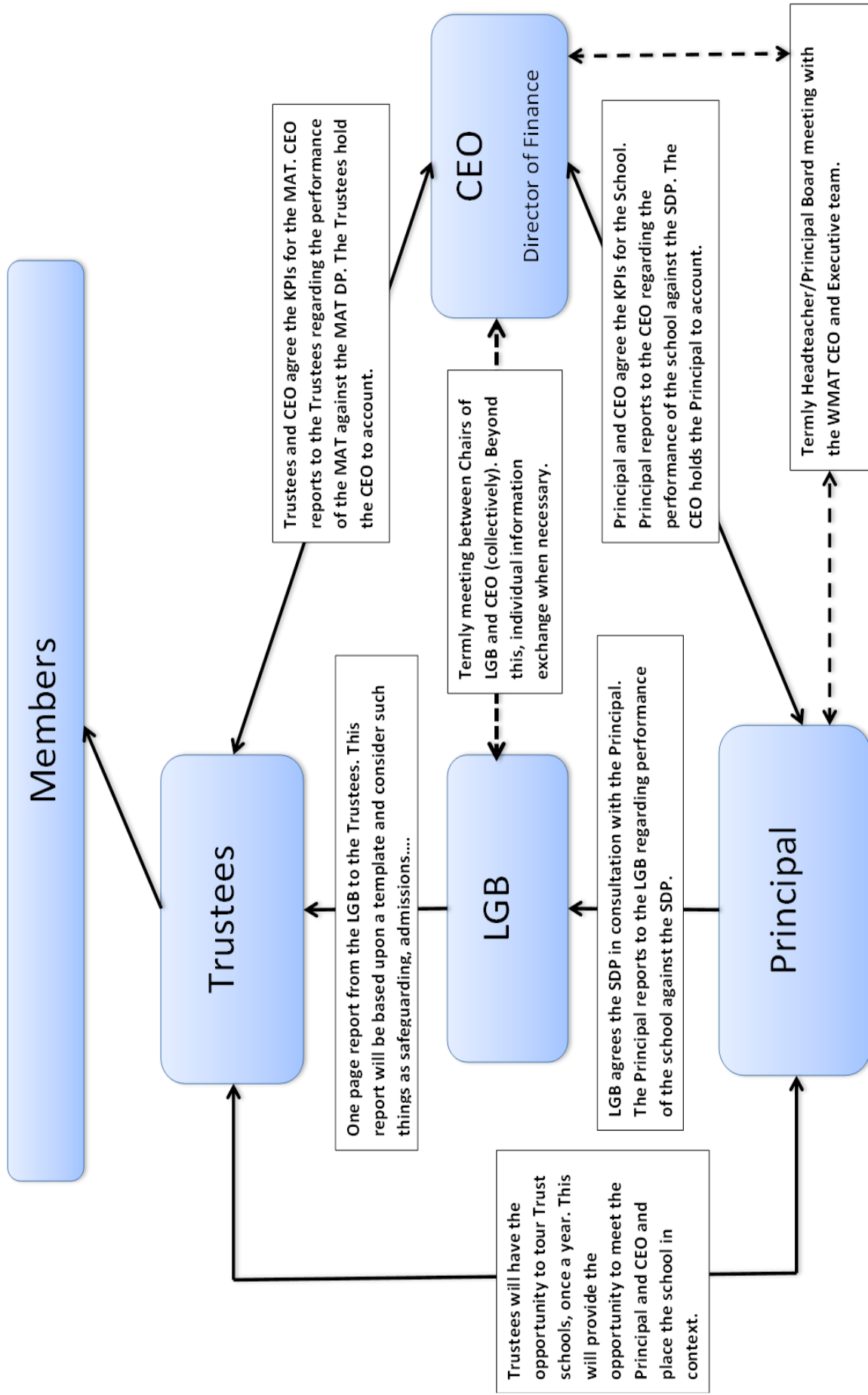


- 1.6. This document should be read in conjunction with the job descriptions of the Chief Executive Officer, Deputy CEO, Chief Operating Officer, Head of Finance, Principals and Business Managers as well as the Trust's Governance Handbook and the Trust's Delegated Financial Handbook.
- 1.7. The Trust Board is responsible for the strategic direction of the Trust and this will inform the strategic direction of the individual academies that form the MAT.



- 1.8. Although decisions may be delegated, the Trust Board as a whole remains responsible for any decision made under delegation.
- 1.9. Trust Board committees can be given delegated authority to make decisions, monitor, evaluate and review particular plans, policies and targets. The Chief Executive Officer and Trust employees play a major role in formulating plans, policies and targets to bring to committees or to the Trust Board for discussion prior to adoption by the full MAT.
- 1.10. The Trust Board has established two committees with delegated powers - the Finance and Audit Committees. These committees have terms of reference (sections 4 & 5).
- 1.11. The Trust Board has also established a committee which will review the performance of the CEO.
- 1.12. Whilst the Department for Education uses the term “Local Governing Board” for individual academy/school governance boards, WMAT uses the term “Local Governing Body”. Local Governing Bodies have also been given delegated authorities to make decisions, monitor, evaluate and review plans, policies and targets in relation to their own academy, on behalf of the Chief Executive Officer who is named “accounting officer” responsible to HM Parliament and Companies House.
- 1.13. The Principals are responsible for internal organisation, management and control of the schools and are accountable to the Trust Board via the Chief Executive Officer.
- 1.14. As part of its responsibilities, the Trust Board will ensure that this document is reviewed at least annually.
- 1.15. This Scheme of Delegation is reflective of ‘business as usual’ for the Trust. The Trust Board may reserve the right to vary the delegation of powers in exceptional circumstances (such as the suspension of an officer employed by the Trust) or where an academy requires intervention in line with the Trust policy or when academies are causing concern or are sponsored academies. The Trust Board cannot revise those powers held by Members. Only Members can amend these.

The following page gives an overview of the scheme of delegation. Whilst it’s an illustration of the accountability and communication lines the precise delegations are laid out in the subsequent tables.





2. Delegation of Responsibilities

2.1 Key

M	Members
TB	Trust Board (Directors of WMAT)
COM	Committee level
CEO	Chief Executive Officer
COO	Chief Operating Officer
HofF	Head of Finance
LGB	Local Governing Body
PRs	Academy Principals/Headteachers
PK	Park School only
Dark Blue	Function cannot be carried out at this level
A	To advise on function
√	Action could be undertaken by this level. Where a tick is used for more than one tier of delegated responsibilities for the same function, this means that either/or level can discharge delegated responsibilities dependent on the needs of the business at that time.

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
1. Trust Board, governance and strategy	1.a Appoint members	✓					
	1.b Remove members	✓					
	1.c Appoint Directors	✓	✓				
	1.d Remove Directors	✓	✓				TB accountable to Members
	1.e Appoint/remove Chief Executive Officer		✓				TB accountable to Members
	1.f Review/amend articles of association	✓	A				TB to advise Members
	1.g Approve annual report to members on Trust performance		✓				TB accountable to Members
	1.h Determine Trusts vision, values & ethos	✓	✓				TB accountable to Members
	1.i Setting the trust wide strategy / agreeing key performance indicators (KPI) to inform progress of 3-5 year plan		✓	A			TB accountable to Members

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
1. Trust Board, governance and strategy	1.j Contextualise trust wide vision/strategy in each academy				✓	A	Principal accountable to CEO
	1.k Establishing governance structure for the trust / review scheme of delegation.		✓				TB accountable to Members
	1.l Appoint / remove Trust Board clerk		✓	A			TB accountable to Members
	1.m Appoint/remove clerk to academy LGB's			✓	A	A	Appointment made by PR/LGB but approved by the CEO
	1.n Appoint chair of Trust Board and Trust Board committees		✓				TB accountable to Members
	1.o Appoint/remove chairs of LGB's		✓	A			TB advise Members
	1.p Lead on director recruitment		✓				TB accountable to Members
	1.q Annual self-review - assess whether size/composition/governance structure conducive to effective working		✓	A	✓		TB accountable to Members LGB accountable to CEO PK - CEO and Principal
	1.r Carry out 360 review chair performance using a common template		✓		✓		TB accountable to Members LGB accountable to CEO
	1.s Annual review of Director contribution / succession planning		✓				Chair of TB
	1.t Election of parent governors				✓		LGB accountable to CEO
	1.u Agree Terms of Reference for all standardised Trust Board committees.		✓	A			TB accountable to Members
	1.v Agree Principals report format			✓	A	A	CEO accountable to TB
	1.w Receive/review termly Principals report			A	✓		LGB accountable to CEO
1.x Agree trust scheme of delegation (SoD)		✓	A			TB accountable to Members	

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
1. Trust Board, Governance and Strategy	1.y Agree LGB annual schedule of business			✓	A		LGB accountable to CEO
	1.z Receive/review termly CEO report		✓				CEO accountable to TB
	1.aa Report annually on effectiveness of LGBs		✓	A	A	A	CEO accountable to TB
	1.bb Enhance trust wide collaboration			✓			CEO accountable to TB
	1.cc Hold CEO to account for effective implementation of strategy		✓				TB accountable to Members
	1.dd Ensure trust complies with publishing requirements on trust website including governance structure and Director details		✓	A			CEO accountable to TB for compliance of MAT and academies within trust
	1.ee Establish a register of interests in compliance with requirements set out in the academies financial handbook		✓		✓		TB accountable to Members, LGB accountable to CEO
	1.ff Establish a safeguarding trust policy and procedures		✓	A			CEO accountable to TB

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
2. Staffing	2.a Performance management of the CEO		✓				TB accountable to Members External validation required
	2.b Performance management of Executive Team		A	✓			Executive Team are accountable to the CEO
	2.c Performance management of Principals			✓	A		Principals are accountable to the CEO
	2.d Performance Management of School SLT			A	A	✓	CEO
	2.e Performance Management of School Staff				A	✓	
	2.f Appoint / remove Executive Leadership tier (non-academy trust staff)			✓			CEO accountable to TB.
	2.g Appoint/remove academy Principals		✓	✓	A		Chair of LGB to sit on appointment panel
	2.h Appoint/remove academy Deputy Principals			✓	A	A	LGB representative to sit on appointment panel
	2.i Performance management of Principals			✓	A		CEO to chair on PM panel
	2.j Agree approach to staffing policies – trust wide or delegation to local level		✓	A			TB accountable to Members
	2.k (Where applied) Development of trust wide staffing policies			✓		A	CEO accountable to TB
2.l Approval/consult on staff policies including: staff appraisal, grievance, discipline, capability, pay, appointments, dismissal, suspension and redundancy		✓	✓		A	CEO accountable to TB	

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
	2.m Recommend central trust staff structure			✓			CEO to recommend to TB
	2.n Agree central trust staffing structure		✓				TB accountable to Members
	2.o Agree academy staffing structure			✓	✓	A	PRs to recommend structure CEO to agree
	2.p Facilitate discussions with unions and agree trust policies			✓			CEO accountable to TB

Area	Function	Delegated responsibility						Accountability
		M	T B	C O M	C E O	L G B	P R	
3.Finance	3.a Designate named accounting officer (CEO)		✓					TB accountable to Members
	3.b Appointment of Director of Finance		✓		A			CEO to advise TB
	3.c Overall responsibility of trust funds		✓	A				TB accountable to Members
	3.d Establish a scheme of financial delegation		✓	A				TB & Finance Committee to advise and review
	3.e Establish trust Audit & Finance Committees		✓					TB accountable to Members
	3.f Agree local financial delegation for each academy		✓		A			TB to agree
	3.g Agree academy top slice/charging policy		✓		A			CEO to advise TB
	3.h Monitor use of financial procedures			✓	A			TB Audit Committee accountable to TB
	3.i Ensure central financial procedures are implemented effectively			✓				TB Audit Committee accountable to TB
	3.j Monitor effective use of local financial procedures					✓		LGB accountable to CEO
	3.k Ensure local financial procedures are implemented effectively					✓		LGB accountable to CEO
3.l Submit annual report and accounts Inc.: accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement		✓	A	A			TB accountable to Members	

Area	Function	Delegated responsibility						Accountability
		M	T B	C O M	C E O	L G B	P R	
	3.m Appoint external auditors		✓		A			TB accountable to Members
3.Finance	3.n Action external auditors report				✓			TB Audit Committee accountable to TB
	3.o Monitor and evaluate value for money of overall trust performance		✓	A				TB Finance Committee to advise/accountable to TB
	3.p Appoint trust external responsible officer / receive report			✓				COO/Hoff to advise Audit Committee
	3.q Action trust internal / external responsible officer report recommendations/requirements				✓			TB Audit Committee to advise/accountable to TB
	3.r Action academy level external responsible officer report					✓		LGB accountable to CEO
	3.s Monitor and evaluate value for money at academy level					✓		LGB accountable to CEO
	3.t Produce accurate and up-to-date reporting on trust wide financial data and accounting records				✓			CEO delegate to COO/Hoff
	3.u Produce accurate and up-to-date reporting on academy financial data and accounting records						✓	PRs to delegate to Hoff
	3.v Annual approval of trust balanced budget in accordance with ESFA timeframes		✓	A				TB Finance Committee to advise TB
	3.w Annual approval of academy balanced budget in accordance with trust requirements and ESFA timeframes					✓		LGB accountable to CEO as Accounting Officer

Area	Function	Delegated responsibility						Accountability
		M	T B	C O M	C E O	L G B	P R	
3.Finance	3.x Monitor and review performance against trust budget			✓	A			TB Finance Committee accountable to TB COO/HofF to advise
	3.y Monitor financial performance against agreed academy budget					✓	A	LGB accountable to CEO as accounting officer
	3.z Agree trust wide expenses policy		✓					TB accountable to Members
	3.aa Develop trust wide procurement strategies/procedures to ensure value for money and efficiency savings				✓			CEO delegate to COO/HofF
	3.bb Ensure academy contractual arrangements comply with regulations and trust strategy / procedures				A	✓		LGB accountable to CEO COO/HofF advise
	3.cc Agree trust wide charging and remissions policy			✓	A	A	A	TB Finance Committee accountable to TB
	3.dd Authorise financial outgoings not covered by scheme of delegation		✓			✓		TB – Trust level LGB – Academy level

Area	Function	Delegated responsibility						Accountability
		M	T B	C O M	C E O	L G B	P R	
4. Risk Management	4.a Agree and review trust strategic plan		✓		A			CEO to advise TB
	4.b Implement trust expansion plan, exploring academy development, assessing opportunity against capacity and risk of organisational threats etc. Complete thorough due diligence process of any potential developments and acquisitions.		✓		A			TB accountable to Members CEO to advise
	4.c Approve expansion and permit acquisition of upcoming academies.		✓		A			TB accountable to Members
	4.d Agree trust wide strategy for insurance arrangements to deliver financial efficiencies		✓	A				TB Finance Committee accountable to TB
	4.e Ensure Trust risk management policies are in place and adhered to.		✓		✓		✓	PRs accountable to LGB at Academy level COO accountable to CEO
	4.f Implementation and maintenance of trust risk register			✓	A			CEO to delegate to COO/HofF - accountable to TB Audit Committee
	4.g Implementation and maintenance of academy risk register					A	✓	PRs accountable to CEO
	4.h Establish trust wide GDPR and freedom of information policies and procedures		✓		A			TB accountable to Members CEO to advise with the COO
	4.i Agree a trust wide whistle blowing procedure		✓					TB accountable to Members
	4.j Establish a financial contingency plan/appropriate level of reserves to ensure continued operation in event of substantial financial loss			✓				COO/HofF and Trust Finance Committee to advise TB

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
5. School Improvement	5.a Ensure the Trust promotes student wellbeing/attainment as strategic priority		✓	A			CEO to advise TB
	5.b Responsibility for cultivating trust focus on improving teaching and learning			✓			CEO accountable to TB
	5.c Publish and regularly review a Trust development and improvement plan, taking learning from self- evaluation; Ofsted findings; lessons learned; and other best practice guidance		✓	A			TB accountable to Members
	5.c Develop a trust wide strategy for academy improvement planning (AIP) and self-evaluation		✓	A			CEO to advise TB
	5.d Agree format for academy improvement plan			✓	A	A	CEO accountable to TB
	5.e Agree format for academy self-evaluation (SEF)/quality assure SEF implementation			✓		A	CEO accountable to TB
	5.f Monitor and challenge academy progress against Academy Improvement Plan and Self-Evaluation data.				✓	A	LGB accountable to CEO
	5.g Agree trust approach to intervention for academies causing concern		✓	A			TB accountable to Members
	5.h Action intervention plans where required in line with intervention strategy			✓			CEO accountable to TB LGB accountable to CEO PRs accountable to CEO

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
5. School Improvement	5.i Promote awareness of national changes in education policy, developing trust wide strategies and procedures			✓			CEO accountable to TB
	5.j Develop/promote trust wide forums for the sharing of best practice, exploring perspectives on challenges facing education community			✓			CEO accountable to TB
	5.k Assist Principals to develop academy curriculum in line with trust strategy			✓		A	CEO Accountable to TB
	5.l Hold school LT to account for implementing academy curriculum				✓		LGB accountable to CEO
	5.m Implementation of trust wide teaching objectives/priorities at local level					✓	PRs accountable to CEO
	5.n Monitor/challenge quality of academy teaching/learning and student attainment				✓	A	LGB accountable to CEO

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
6. Student Voice and Family Engagement	6.a Decide on how to report trust/academy progress to parents		✓	✓			TB for Trust report
	6.b Agree and monitor implementation of broad and balanced curriculum, delegating sufficient resources, questioning SLT on suitability/rationale				✓ PK		LGB accountable to CEO PK - CEO and LGB Chair
	6.c Development and enhancement of curriculum, decide which subject options should be taught and applying teaching and other resources where required					✓ PK	PRs accountable to LGB PK - CEO and Principal
	6.d Agree academy year and academy day			✓	A	A	LGB accountable to CEO
	6.e Agree academy admissions policy		✓	A	✓	A	
	6.f Consult on changes made to admissions arrangements or where no changes made consult at least every 7 years				✓	A	LGB accountable to CEO
	6.g As admissions authority, mainstream academies: establish independent admissions appeal panel to address parent appeals establish process to address disagreements with commissioning local authorities' subsequent to placement consultations			A	✓	A	LGB accountable to CEO
	6.h Establish trust complaints policy and ensure compliance with this		✓	A			TB accountable to Members
	6.i Monitor academy website compliance with regulations including local governance structure/governor details.			✓	A		LGB to ensure compliance for respective academy.

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
6. Student Voice and Family Engagement	6.j Agree strategy to for the promotion of parental, student and local stakeholder voice				✓	A	LGB accountable to CEO
	6.k Implement strategy for parental and student voice					✓	PRs accountable to LGB
	6.l Agree sex education policy and ensure parents are informed of their rights.				✓	A	
	6.m Agree RE provision in compliance with statutory requirements & any trust deed				✓	A	LGB accountable to CEO
	6.n Decide on enrichment/extended services offer				✓	A	LGB accountable to CEO
	6.o Ensure school food standards are met and the provision of free school meals to those pupils meeting the criteria.				✓	A	LGB accountable to CEO
	6.p Agree academy special educational needs and disability (SEND) policy				✓	A	LGB accountable to CEO
	6.q Agree academy safeguarding and child protections procedures				✓	A	LGB accountable to CEO
	6.r Responsibility for academy equality information and objectives statement				✓	A	LGB accountable to CEO
	6.s Implement timely policy review schedule		✓		✓		TB accountable to Members LGB accountable to CEO

Area	Function	Delegated responsibility					Accountability
		M	T B	C E O	L G B	P R	
7. Premises, ICT and Health and Safety	7.a Implement trust ICT strategy to prioritise student wellbeing and maximise efficiency.			A	✓		LGB accountable to CEO Advised by COO
	7.b Lead on strategic oversight of effectiveness of premises/ICT strategies		✓	A		A	Advised by COO
	7.c Lead on trust forums promoting sharing best practice and improve trust strategies			✓			CEO accountable to TB
	7.d Decide local level health and safety procedure in line with Trust Policy				✓	A	LGB accountable to CEO Advised by COO
	7.e Responsibility for trust compliance with H&S legislation		✓	A			Advised by COO
	7.f Approve academy lettings procedure in line with Trust Policy				✓		LGB accountable to CEO Advised by COO

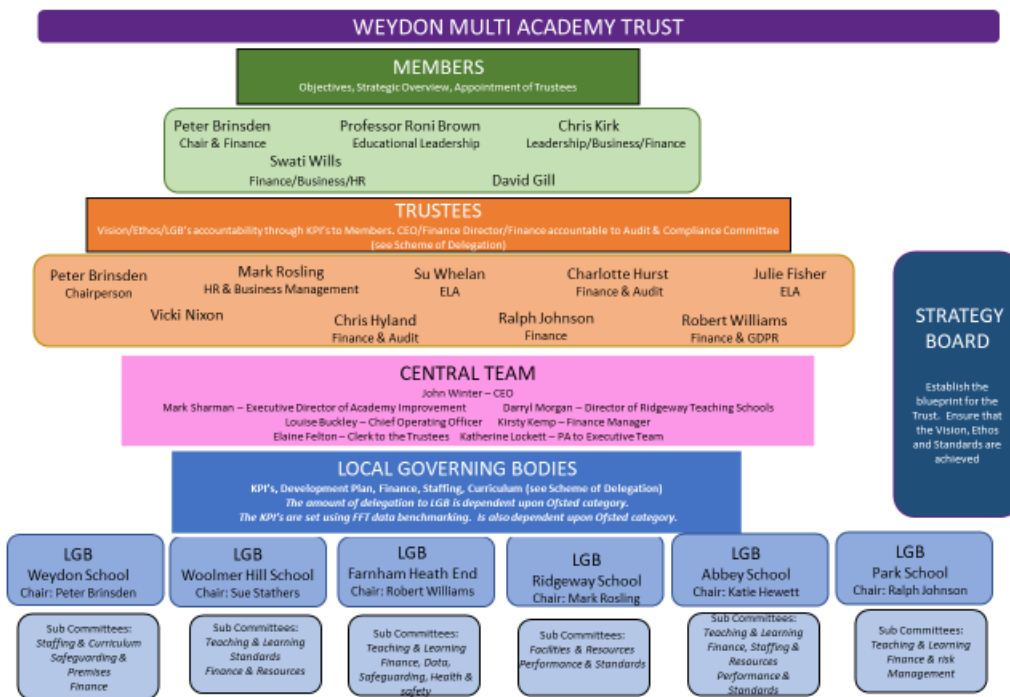
3. Terms of Reference

Weydon Multi Academy (WMAT) Trust Board

3.1. Membership

3.1.1. Up to 11 Directors plus the CEO Trustee. Additional directors can be co-opted in accordance with the Articles of Association.

3.2. Board Configuration



3.3. Meetings

3.3.1. Members meet when required, at least annually.

3.3.2. The Trust Board of Directors (Board) meet six times a year.

3.4. Quorum

3.4.1. The Trust Board will require a quorum of four Directors, who should include the Chair or Vice Chair of the Trust Board.

3.4.2. Where there is an equal division of votes, the Chair of the meeting shall have a casting vote in addition to any other vote they may have.

3.4.3. The quorum shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Directors entitled to vote on those matters for the purposes of:

3.4.3.1. any vote on the removal of a Director; and

3.4.3.2. any vote on the removal of the Chair of the Directors;

3.5. Term of Office

3.5.1. The term of office for any Director (other than Co-opted/Associate Directors) shall be four years. Subject to remaining eligible to be a particular type of Director, any Director may be re-appointed or re-elected by the Trust Board. The Chief Executive Officer will be appointed as a Director for the full term of their appointment in post and will not require reappointment every 4 years.

3.6. Purpose

3.6.1. In line with its articles of association Weydon MAT is required:

- 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 mainstream Academies”) or educational institutions which are principally concerned with providing full-time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them (“the alternative provision Academies”) or 16 to 19 Academies offering a curriculum appropriate to the needs of its students (“the 16 to 19 Academies”) or schools specially organised to make special educational provision for pupils with Special Educational Needs (“the Special Academies”), and;
- to promote for the benefit of the inhabitants of the areas in which the Academies are situated the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of 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.

3.6.2. The purpose of the Weydon Multi Academy Trust is to promote the best possible outcomes for children young people and families by adhering to the Trust vision, values and ethos. In striving to meet these, the Trust Board will be required to scrutinise decisions made by the Chief Executive Officer, Director of Finance, Chief Operating Officer, Principals, Senior Leadership Teams (SLT) and Local Governing Bodies, acting as a critical friend to ensure the efficient and effective strategic management of the Academies that comprise the Trust.

3.6.3. The Trust Board has a duty to ensure high standards of support for all teaching and learning within its educational establishments.

3.7. Responsibilities

3.7.1. The Company Members are the signatories to the Company Memorandum.

3.7.2. Skills Audit and Training

3.7.2.1. The Trust Board will every year undertake a self-assessment of their knowledge and skills.

3.7.3. Safeguarding

3.7.3.1. The appointments of all Directors will not be confirmed until they have been subject to an enhanced disclosure and barring record check through the relevant school admin officer, with the certificate numbers recorded by the clerk to the Trust Board.

3.7.3.2. The Trust will appoint a designated Director for Safeguarding.

3.7.4. Clerking

3.7.4.1. Each meeting must be called, managed and minuted according to the articles. The clerk must be formally appointed by the Trust Board and will keep a register of business interests for all directors. Draft minutes should be presented to the Chair within 10 days of the meeting. The key points from a Board meeting to be put forward to the Local Governing Bodies or a committee shall be agreed at the meeting and forwarded by the Clerk using the agreed pro-forma.

3.7.5. Meetings

3.7.5.1. The Directors shall hold at least six meetings in every school year. Meetings of the Directors shall be convened by the Clerk, with at least 1 weeks' notice.

3.7.5.2. Each meeting of the Trust Board should consider:

3.7.5.2.1. a report of the financial position of the Trust, including its income and expenditure and financial commitments;

- 3.7.5.2.2. whether adequate financial monitoring of the academies budget and activities is being undertaken;
- 3.7.5.2.3. progress on any action identified to improve financial arrangements at the academies;
- 3.7.5.2.4. significant contracts proposed to be entered into by the Trust;
- 3.7.5.2.5. details of any significant matters affecting the Trust's staff i.e. safeguarding
- 3.7.5.2.6. details of any significant matters affecting the students welfare or education, safeguarding, national success
- 3.7.5.2.7. details of any significant matters affecting the academies assets e.g. buildings, computers, FHES expansion etc.
- 3.7.5.2.8. the overall performance of the Trust

3.7.6. Delegations

3.7.7. Subject to provisions of the Companies Act 2006, the Articles and to any directions given by special resolution, the business of the Company shall be managed by the Directors who may exercise all the powers of the Company.

3.7.8. The Directors may delegate to any Director, committee (including any Local Governing Body or any other holder of an executive office), such of their powers or functions as they consider desirable to be exercised by them. Any such delegation shall be made subject to any conditions the Directors may impose and may be revoked or altered.

3.7.9. Where any power or function of the Directors has been exercised by any committee (including any Local Governing Body), any Director or any other holder of an executive office, that person or committee shall report to the Directors in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Directors immediately following the taking of the action or the making of the decision.

3.7.10. The details of all powers and responsibilities delegated are set out in the MAT Scheme of Delegation and the Delegated Financial Powers Handbook.

3.8. Powers to be exercised only by the Trust Board are: -

3.8.1. Strategy and governance

- 3.8.1.1. Agree a long term strategy, vision and mission for the Trust, and communicate this to stakeholders;
- 3.8.1.2. Produce a report on Trust performance annually for Members;
- 3.8.1.3. Establish and monitor a strategic risk register and disaster recovery plan;
- 3.8.1.4. Develop a MAT strategic plan.
- 3.8.1.5. Establish and maintain a register of business interests for the Trust Board;
- 3.8.1.6. To review annually and consider the establishment, Terms of Reference and membership of committees and effectiveness.

- 3.8.1.7. Appoint and remove Board Directors, auditors, accountants, clerk, chief executive officer chief finance officer, independent peer reviewer (responsible officer);
- 3.8.1.8. Establish and appoint to Trust Board committees;
- 3.8.1.9. Review Terms of Reference of Trust Board committees and Local Governing Bodies;
- 3.8.1.10. Agree the reporting format for the Chief Executive Officer and Principals;
- 3.8.1.11. Agree the Trust Schedule of Business;
- 3.8.1.12. Ensure the trust complies with publishing requirements on the Company website;
- 3.8.1.13. Appoint and remove of persons the Chairs to the Local Governing Bodies;
- 3.8.1.14. Elect (or remove) the Chair and Vice-Chair of the Trust Board annually;
- 3.8.1.15. Approve Trust-wide policies and procedures and review regularly;
- 3.8.1.16. Approve the Scheme of Delegation of powers and responsibilities and review at least annually.

3.8.2. Finance

- 3.8.2.1. Approve the annual budget, allocating finance to individual academies, using the funding formula allocations as a guide, but being sensitive to individual academy circumstances;
- 3.8.2.2. Establish a Trust Finance committee;
- 3.8.2.3. Establish a Scheme of Financial Delegation;
- 3.8.2.4. Agree the MAT membership fee;
- 3.8.2.5. Approve the annual report, returns and accounts;
- 3.8.2.6. Agree Trust Wide expenses policy;
- 3.8.2.7. Submit annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance and governance statement;
- 3.8.2.8. Inform the appropriate government agency if it suspects any irregularity affecting resources, and approvals of any write-offs and other requirements of the ESFA/DfE.

3.8.3. Risk management

- 3.8.3.1. Agree Trust wide strategy for insurance arrangements to deliver financial efficiencies;
- 3.8.3.2. Ensure Trust risk management policies are in place and adhered to;
- 3.8.3.3. Establish trust wide GCPR and freedom of information policies and procedures;
- 3.8.3.4. Agree Trust wide whistleblowing procedure;

3.8.4. People and Leadership

- 3.8.4.1. Approve the Terms and Conditions of Employment;
- 3.8.4.2. Approve Trust-wide policies and procedures.
- 3.8.4.3. Confirm appointments of a Principal, taking advice from the CEO;

- 3.8.4.4. Workforce re-modelling/ seeking and ensuring cross-academy collaborations for efficiency and effectiveness;
- 3.8.4.5. Establish and implement a performance review process for Board and Chair;
- 3.8.4.6. Ensure effective performance management of the CEO;
- 3.8.4.7. Agree central Trust staffing structure;
- 3.8.4.8. Ensure LGBs conduct self-assessment and performance review.

3.8.5. School improvement

- 3.8.5.1. Ensure the Trust promotes student wellbeing/attainment as a strategic priority;
- 3.8.5.2. Publish and implement Trust wide strategy for school improvement and school self-evaluation;
- 3.8.5.3. Agree model of intervention and review strategies for academies causing concern;

3.8.6. Student voice and Community engagement

- 3.8.6.1. Ensure the Trust and Academies have a clear engagement plan for parents and carers;
- 3.8.6.2. Review each schools Admissions Policy;
- 3.8.6.3. Establish independent admissions appeals panel wherever there is a parent admissions appeal;
- 3.8.6.4. Publish and implement a Trust complaints policy;

3.8.7. Policies

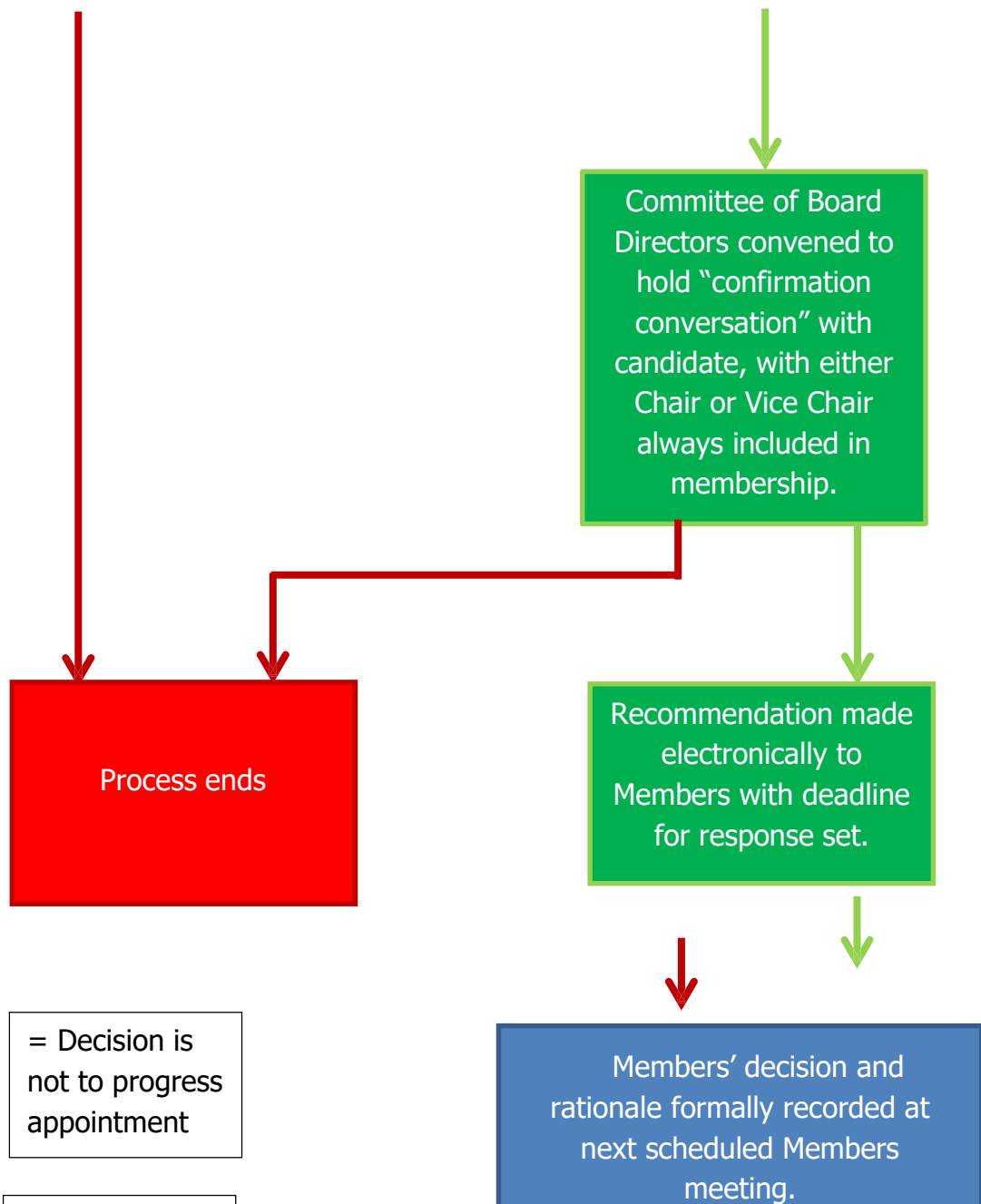
- 3.8.7.1. Establish, monitor and review policies and procedures as per the Scheme of Delegation.

Process Map for Recruitment of new Directors

New candidates recommended to CEO/Trust Board



CEO & Trust Board Chair assess viability/suitability of candidate based on information shared at recommendation stage and whether this adds value to existing Board membership.



= Decision is not to progress appointment



= Decision is to progress appointment



4. Terms of Reference - Finance Committee

1. Constitution

- 1.1. The Weydon Multi Academy Trust Board of Directors has resolved to establish a Finance Committee to advise the Board on matters relating to the Trust's finance arrangements and to advise and aid the Board's responsibility to ensure sound management of the Trust's finances and resources, including proper planning, monitoring and probity.
- 1.2. The Finance is responsible to the Trust Board. The committee has no executive powers or operating responsibilities/duties.
- 1.3. The Committee's Terms of Reference are adopted by the Board and may only be amended with the approval of the Board.

2. Authority

- 2.1. The Finance Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers, including the academies assets, depreciation and removal of such items from the asset register.
- 2.2. The Finance Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any Director, governor, employee, external auditor, internal auditor or other assurance provider.
- 2.3. The Finance Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Chief Executive Officer and/or Chair of the Trust Board.

3. Main Duties

- 3.1. The Finance Committee will fulfil its responsibilities as set out in these Terms of Reference in line with the Academies Financial Handbook, the Trust's Financial Regulations and in compliance with the Funding Agreement with the Secretary of State of Education.
- 3.2. The Committee will ensure sound management of the Trust's finances and resources, including proper planning, monitoring, probity and value for money.

- 3.3. The Committee will advise the Board and Chief Executive Officer (CEO) on the adequacy and effectiveness of the Trust's financial management and value for money systems and frameworks;

4. Detailed Responsibilities

- 4.1. Subject to the detailed requirements of the Academies Financial Handbook, Funding Agreement and the Financial Regulations of the Trust, the Committee shall consider and advise the Trust Board on the following specific matters:
 - 4.1.1. The annual estimates of income and expenditure and financial forecast for the Trust and its Academies;
 - 4.1.2. Monitoring of revenue finances of the Trust and its Academies and advising the Trust Board on progress to achieving its financial objectives;
 - 4.1.3. Monitoring of policies relating to finance, staffing and buildings, including Health and Safety, capitalisation, depreciation, treasury management, investment and borrowing;
 - 4.1.4. The acquisition or disposal of land to be used by the Academies;
 - 4.1.5. The management accounts of the Trust;
 - 4.1.6. Strategic matters with financial implications concerning sponsorship of Academies;
 - 4.1.7. The Financial Regulations, to be reviewed on an annual basis;
 - 4.1.8. Any relevant legal and contractual documentation operating within the Articles of Association, Scheme of Delegation, Funding Agreement and Financial Regulations;
 - 4.1.9. The deployment of non-financial resources, including personnel and property, with a view to advising the Trust Board on the effectiveness of such resources.

5 Administration

- 5.1 The Finance Committee will meet at least once per term. The Chair or any two members may call a meeting.
- 5.2 The Finance Committee will consist of at least three trustees. Additionally, up to two external co-opted members with particular expertise may also be appointed who are not members of the Board. The Board may not co-opt an employee of the Academy Trust if the result would be that the number of Committee members who are employees of the Trust (including the CEO) would exceed one third of the Committee. Co-opted members of the Committee will have full participation rights. At least one of the members should have relevant financial experience.
- 5.3 The Chair of the Finance Committee will be appointed by the Board annually. If the Chair is absent from a meeting the Board shall choose another Trustee to act as Chair for that meeting.
- 5.4 The Finance Committee will be quorate if at least two members (or at least one third if greater) of those members eligible to vote are present. In addition, at least 50% of those members present are required to be Board members (in the event of there being co-optees on the Committee) and no more than 50% may be employees of the

Trust.

- 5.5 The CEO and the COO and/or Head of Finance should also attend the meetings. Other employees of the Trust may be invited to meetings and participate in discussions. No employee should be a member of the Committee.
- 5.6 Other Board members shall also have right of attendance and may fully participate in meetings, though the Committee may wish to exclude Employee Directors.
- 5.7 Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.
- 5.8 Administrative support will be provided by the Clerk to the Board. However, the Clerk can be requested to withdraw from that part of any meeting where information of a highly sensitive or confidential nature is being discussed, with one of the committee members acting as a temporary Clerk to minute the proceedings of the committee.
- 5.9 Agendas will be agreed in advance by the Chair of Committee (based on, but not limited to, a pre-agreed annual schedule of activity) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- 5.10 Minutes of meetings will be agreed by the committee and shared with the Board.
- 5.11 The Finance Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Board for approval.
- 5.12 The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).
- 5.13 The Board must not add to these terms of reference responsibilities that require the Finance Committee to adopt an executive role, or its members to offer professional advice. The Finance Committee should seek formal professional opinions from the internal or external auditors or other professional advisers to the Board. Advice should only be given in Committee members' capacity as Trustees and co-optees and only within their terms of reference.

5. Terms of Reference - Audit Committee

1. Constitution

- 1.1. The Weydon Multi Academy Trust Board of Directors has resolved to establish an Audit Committee to provide assurance to the Board on matters relating to the Trust's financial and other controls and risk management procedures.
- 1.2. The Audit Committee is responsible to the Trust Board. The Committee has no executive powers or operational responsibilities/duties.
- 1.3. The Committee's Terms of Reference are adopted by the Board and may only be amended with the approval of the Board.

2. Authority

- 2.1 The Audit Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers.
- 2.2 The Audit Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any Director, governor, employee, external auditor, internal auditor or other assurance provider.
- 2.3 The Audit Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Chief Executive Officer and/or Chair of the Trust Board.

3. Main Duties

- 3.1 To maintain an oversight of the Trust's financial, governance, risk management and internal control systems.
- 3.2 To provide independent assurance to the Board that the Trust's financial controls and risk management procedures are operating effectively.
- 3.3 To report its findings termly and annually to the board of trustees and the accounting officer as a critical element of the Trust's annual reporting requirements.

4. Detailed Responsibilities

- 4.1 In accordance with the ESFA's guidance 'Internal Scrutiny in Academy Trusts', the Audit Committee will:

- 4.1.1. Take delegated responsibility on behalf of the Board for examining and reviewing all systems and methods of control, both financial and otherwise, including risk analysis and risk management; and for ensuring the Trust is complying with the requirements for internal scrutiny, as specified in the academies financial handbook (AFH).
- 4.1.2. Oversee the Trust's risk register, which is owned by the Trust's senior management and, on the advice of the CEO/accounting officer and Head of Finance, conduct a regular review of risks.
- 4.1.3. Provide assurance to the Board that risks are being adequately identified and managed.
- 4.1.4. Agree an annual programme of internal scrutiny with the Trust's internal auditors for checking financial systems, controls, transactions and risks, ensuring that the programme of internal scrutiny delivers objective and independent assurance.
- 4.1.5. Advise the Board on the adequacy and effectiveness of the Trust's systems of internal control and governance processes.
- 4.1.6. Consider the appropriateness of executive action following internal audit reviews and to advise senior management on any additional or alternative steps to be taken.
- 4.1.7. Advise the Board on the appointment, reappointment, dismissal and remuneration of external and internal auditors and to monitor the effectiveness of auditors.
- 4.1.8. Advise the Board of the Trust's annual report and accounts
- 4.1.9. Ensure there is co-ordination between internal audit and external audit and any other review bodies that are relevant.
- 4.1.10. Ensure that additional services undertaken by auditors are compatible with audit independence and objectivity.
- 4.1.11. Consider the reports of the auditors and, when appropriate, advise the board of trustees of material control issues.
- 4.1.12. Encourage a culture within the Trust whereby each individual feels that s/he has a part to play in guarding the probity of the Trust and is able to take any concerns or worries to an appropriate member of the management team or in exceptional circumstances directly to the Board of Trustees.

5. Administration

- 5.1 The Audit Committee will meet at least once per term. The Chair or any two members may call a meeting.
- 5.2 The Audit Committee will consist of a minimum of three members, at least one of whom should either be an independent member who is not a trustee or a trustee who is not a member of the Finance Committee. Additional co-opted members, who are not Trustees, may also be appointed. Co-opted members of the Committee will have full participation rights. At least one member of the Committee should have recent or relevant accountancy or audit assurance experience.

- 5.3 The Chair of the Committee will be appointed by the Board annually. Neither the Chair of the Board nor the Chair of the Finance Committee should serve as the Chair of the Audit Committee. If the Chair is absent from a meeting the Board shall choose another member to act as Chair for that meeting.
- 5.4 Until otherwise determined by the Board, a quorum shall consist of two members of those eligible to vote
- 5.5 The CEO and the COO and/or Head of Finance should also attend the meetings. Other employees of the Trust may be invited to meetings and participate in discussions. No employee should be a member of the Committee.
- 5.6 Other trustees shall also have right of attendance and may fully participate in meetings.
- 5.7 Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.
- 5.8 Administrative support will be provided by the Clerk to the Board. However, the Clerk can be requested to withdraw from that part of any meeting where information of a highly sensitive or confidential nature is being discussed, with one of the committee members acting as a temporary Clerk to minute the proceedings of the committee.
- 5.9 Agendas will be agreed in advance by the Chair of Committee (based on, but not limited to, a pre-agreed annual schedule of activity) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- 5.10 Minutes of meetings will be agreed by the committee and shared with the Board.
- 5.11 The Audit Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Board for approval.
- 5.12 The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).
- 5.13 The Board must not add to these terms of reference responsibilities that require the Audit Committee to adopt an executive role, or its members to offer professional advice. The Committee should seek formal professional opinions from internal or external auditors, other professional advisers to the Board. Advice should only be given in Committee members' capacity as Trustees and co-optees and only within their terms of reference.

The ESFA's full document can be found here: <https://www.gov.uk/government/publications/academy-trust-financial-management-good-practice-guides/internal-scrutiny-in-academy-trusts>

5. Terms of Reference - Executive CEO Appraisal Committee

1. Constitution

- 1.1. Weydon Multi Academy Trust has resolved to establish an Executive Leadership Appraisal Committee within the Trust to advise the Trust Board on matters relating to the Appraisal and Pay Review of the CEO.
- 1.2. The CEO Appraisal Committee will ensure that there is sound management and implementation of the Trust's agreed Appraisal and Capability Policy. Recommendations and proposed changes of pay for the Chief Executive Officer will be reported to the Trust Board, in conjunction with the Weydon MAT Scheme of Delegation

2. Authority

- 2.1. The Committee will report to the Trust Board on any decision taken in accordance with the Scheme of Delegation and delegated powers.
- 2.2. The CEO Appraisal Committee is authorised to obtain any outside legal or independent professional advice it considers necessary.

3. Main Duties

- 3.1. The duties of the CEO Appraisal Committee are:
 - 3.1.1. with advice from the External Advisors where necessary, set and record objectives for the appraisee relating to CEO;
 - 3.1.2. meet with the appraisee to review and monitor performance, including assessment of achievement against objectives, and to discuss and identify professional development needs and activities;
 - 3.1.3. meet with the appraisee, and External Advisor where necessary, at the end of the review cycle to review the CEO's performance and identify achievements;
 - 3.1.4. with advice from an External Advisor, where necessary, set and record appraisee objectives relating to Trust leadership and management and student progress
 - 3.1.5. to fulfil its responsibilities as set out in these Terms of Reference in line with the Trust's Appraisal & Capability Policy

3.1.6. demonstrate to the public that the pay of the CEO is set by a committee which has no personal interest in the outcome of its decision and which gives due regard to the interests of the public and of the financial health of the Trust.

4. Detailed Responsibilities

4 Review

4.1 The committee shall advise the Trust Board on the recommended changes of the appraisee's salary and in doing so shall consider the following component elements:

4.1.1 basic salary;

4.1.2 pension provision;

4.1.3 the main terms and conditions of each individuals' service agreement, with particular reference the Trust's Pay Policy.

4.1.4 Terms and references are included in the Academies Handbook regarding executive salaries.

5 Administration

5.1 The appointment to committees will be agreed during the autumn term each year. The Trust Board will appoint to the committee.

5.2 Each Appraisal committee will be established in line with the following agreement made by the Trust Board:

Appraisee	Constitution of Appraisal Board
Chief Executive Officer	Chair of Trust Board (Chair) and Deputy Chair of the Trust Board plus one other Trustee Quorate – Two members

5.3 The quoracy for each meeting is set out in the above agreement.

5.4 Decisions made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

5.5 Administrative support will be provided by Clerk to the Trust. Where present, the Clerk can be requested to withdraw from a part of any meeting where information of a highly sensitive or confidential nature is being discussed.

- 5.6 Agendas will be agreed in advance by the Chair of Committee (based on, but not limited to, a pre-agreed annual schedule of activity) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- 5.7 A record of the Appraisal will be formally recorded in the Trust Performance Management Documentation and kept on personal file.
- 5.8 The CEO Appraisal Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Trust Board for approval.
- 5.9 The members of the Committee shall hold office from the date of their appointment for the following academic year or until their resignation or their omission from membership of the Committee.

6. Terms of Reference

Local Governing Bodies

1. Responsibilities of Local Governing Body

- 1.1. This Academy is a charitable company limited by guarantee. It has entered into a Master Funding Agreement and a Supplemental Funding Agreement with Weydon Multi Academy Trust, who in turn hold agreement and are accountable the Secretary of State for Education (together the “Funding Agreements”).
- 1.2. The Directors of Weydon Multi Academy Trust are the charity trustees and responsible for the general control and management of the administration of the Company in accordance with the provisions set out in the Articles of the Company.
- 1.3. The Local Governing Body shall be a Committee of the Trust Board established pursuant to articles 100 - 104 of the Articles of the Company.
- 1.4. Legal responsibility for the Academy lies with the Weydon Multi Academy Trust. It is governed by the Directors, who rely on advice and support from the Academies’ Local Governing Bodies, particularly (but not limited to) strategic planning and the specific matters delegated under these Terms of Reference.
- 1.5. Subject to provisions of this Document, the Companies Act 2006, the Articles and to any directions given by special resolution of the Directors or the Education & Skills Funding Agency, the business of the Academy shall be managed by the Local Governing Body who may exercise all the powers of the Company as set out in this document, other than matters concerning finance and site which will remain with the Trust Board.
- 1.6. Local Governing Bodies have delegated responsibilities from the Trust Board to hold the Academy Leadership to account for the running of the Academy and specifically the following duties:

2. Asset Management:

- 2.1. Maintenance of the Academy estate.

3. Policies and procedures

- 3.1. consult on changes made to admissions arrangements or where no changes made consult at least every 7 years;
- 3.2. ensure trust risk management policies are in place and adhered to;
- 3.3. agree sex education policy and ensure parents are informed of their rights;

- 3.4. agree RE provision in compliance with statutory requirements & any trust deed;
- 3.5. agree academy special educational needs and disability (SEND) policy;
- 3.6. agree academy safeguarding and child protections procedures, in line with the Trust's policy and maintain oversight of compliance;
- 3.7. responsibility for academy equality information and objectives statement;
- 3.8. decide local level health and safety policy;
- 3.9. approve academy lettings policy;
- 3.10. ensure school food standards are met and the provision of free school meals to those pupils meeting the criteria;
- 3.11. implement timely policy review schedule;

4. Human Resources and Finance

- 4.1. ensure full support for academy level auditors report recommendations/requirements are actioned;
- 4.2. monitor and evaluate value for money at academy level;
- 4.3. annual approval of academy balanced budget in accordance with trust requirements and ESFA timeframes;
- 4.4. monitor financial performance against agreed academy budget;
- 4.5. ensure academy contractual arrangements comply with regulations and trust strategy / procedures;
- 4.6. authorise financial outgoings not covered by scheme of delegation;

5. Teaching, Learning & Student Voice

- 5.1. monitor and challenge academy progress against SEF data;
- 5.2. hold school LT to account for implementing academy curriculum;
- 5.3. monitor/challenge quality of academy teaching/learning and student attainment;
- 5.4. decide on how to report trust/academy progress to parents;
- 5.5. agree and monitor implementation of broad and balanced curriculum, delegating sufficient resources, questioning LT on suitability/rationale;
- 5.6. agree strategy to promotion of parental, student and local stakeholder voice;
- 5.7. decide on enrichment/extended services offer and stop if not sustainable;
- 5.8. Recommend to the Chief Executive Officer any changes in the times of school sessions and dates of terms and holidays.

6. Undertake Annual Self-Assessment of Effectiveness

- 6.1. Each Governor shall act in the best interests of the Academy at all times, with the Chair translating these interests into the broader, strategic aims and ambitions of the Weydon Multi Academy Trust collective.
- 6.2. The Governors must keep confidential all information of a confidential nature obtained by them relating to the Academy.

7. Composition of Local Governing Body

- 7.1. The Trust Board will approve and the Local Governing Body will appoint its own members (other than the Chair) through whichever means it feels to be most effective i.e. via vote, via interview, via parent/staff wide vote etc. The Principal will be a member of the Local Governing Body
- 7.2. The elected or appointed Parent Governors must, in the first instance, be a parent of a registered student at the Academy at the time when he/she is elected or appointed. If there are no nominations by parents of a registered student at the Academy, the Directors can appoint a person who is the parent of a child at another school within the Trust.
- 7.3. The Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the Parent Governors of Local Governing Bodies including any question of whether a person is a parent of a registered student at one of the Academies.
- 7.4. The Local Governing Body shall have regard to the skills of prospective governors and the skills requirements of their governing body when making appointments.
- 7.5. It is the responsibility of the Local Governing Body to ensure that all new governors are included on the Single Central Record and a DBS check is carried out.

8. Resignation and Removal

- 8.1. A Governor may at any time resign his/her office by giving notice in writing to the Clerk to the Local Governing Body.
- 8.2. A Governor shall cease to hold office if he/she is removed by the person or persons who appointed him.
- 8.3. The Directors may terminate the appointment of any Governor whose presence or conduct is deemed by the Directors not to be in the best interests of the Company or the Academy.
- 8.4. The Principal and any Staff Member shall automatically cease to hold office if he/she ceases to be associated with the Academy in the capacity in which he/she was appointed or elected.

8.1.0 Term of Office

- 8.1.0.1 Any Governor shall hold and vacate office in accordance with the terms of his/her appointment but (except in the case of the Principal) the length of his/her term of office shall not exceed 4 years.
- 8.1.0.2 Governors retiring at the end of their term of office shall be eligible for re-appointment at the discretion of the Local Governing Body and approval of the Trust Board.

8.1.0.3 Nominations for elected Parent Governor positions should be requested within 3 months of the term of office of an existing elected Parent Governor expiring. The previous incumbent can submit a nomination if they wish to continue which will be considered along with any others received and an election by secret ballot held if necessary. Unsuccessful candidates can be appointed as co-opted governors subject to the agreement of the Local Governing Body.

8.5. Conflicts of Interest

8.5.1. The income and property of the Academy must be applied solely towards the provision of the Objects as detailed in the Articles. The restrictions which apply to the Directors with regard to having a Personal Financial Interest shall also apply to the Governors.

8.5.2. Any Governor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his/her duties as a Governor shall disclose that fact to the Governors as soon as he/she becomes aware of it. A Governor must absent him/herself from any discussions of the Governors in which it is possible that a conflict will arise between his/her duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

8.6. Appointment of Chair and Vice-Chair

8.6.1. The Chair of the Local Governing Body will be appointed by the CEO for a period of two years.

8.6.2. The Vice-Chair/s of the Local Governing Body will be appointed by the CEO for a period of two years.

8.6.3. If both the Chair and the Vice-Chair are absent from any meeting of the Local Governing Body, those Governors present shall appoint one of their number to chair the meeting.

8.6.4. The Local Governing Body can submit a recommended person to the Directors for the role of Chair of the Local Governing Body though it is at the discretion of Directors to appoint to the position, taking advice from the CEO.

8.7. Meetings of Local Governing Body

8.7.1. The Local Governing Body shall meet at least termly every academic year and shall hold such other meetings as may be necessary.

8.7.2. All meetings shall be convened by the Clerk to the Local Governing Body, who shall send to the Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. A calendar of meeting will be established at the start of the year.

8.7.3. A meeting of the Local Governing Body shall be called by the Clerk whenever requested by the Chair, the Chief Executive Officer, or at the request in writing by any three Governors. Where there are matters demanding urgent consideration, the Chair or, in his/her absence, the Vice-Chair may waive the need for seven days' notice of the meeting and substitute such notice as he/she thinks fit.

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

8.8. **Quorum**

8.8.1. Meetings of the Local Governing Body shall be quorate if three or one-third of members are present (whichever is greater).

8.8.2. If the number of Governors assembled for a meeting of the Local Governing Body does not constitute a quorum, the meeting need not be held but can proceed making recommendations not decisions. These recommendations should be ratified at the next meeting. If in the course of a meeting of the Local Governing Body the number of governors present ceases to constitute a quorum, the meeting can be terminated forthwith or proceed with recommendations only being made.

8.8.3. If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he/she thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.

8.9. **Proceedings of meetings**

8.9.1. Every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the Governors present and voting on the question. Every Governor shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.

8.9.2. No resolution of the Governors may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

8.9.3. Any Governor who is also an employee of the Company shall withdraw from that part of any meeting of the Local Governing Body at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.

8.9.4. A resolution in writing, signed by all the Governors (or all of the members of a committee of the Governors), shall be valid and effective as if it had been passed at a meeting of the Governors or (as the case may be) a committee of Governors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Governors (or the members of a committee, as the case may be).

8.9.5. Any Governor shall be able to participate in meetings of the Governors by telephone or video conference provided that he/she has given reasonable notice to the Clerk and that the Governors have access to the appropriate equipment.

8.10. **Minutes and publication**

8.10.1. At every meeting of the Local Governing Body the minutes of the last meeting shall be reviewed for accuracy and signed as a true record.

8.10.2. The Clerk to the Local Governing Body shall ensure that a copy of the agenda for every meeting of the Governors, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Directors

8.11. **Delegation of functions and committees**

8.11.1. Except where it is otherwise constrained within its Terms of Reference, a committee may invite attendance by persons who are not Governors or committee members where such attendance is considered by the members of the committee to benefit its deliberations. Before inviting anyone, this must be authorised by the Trust Chief Executive Officer.

8.11.2. Copies of the minutes of committee meetings are to be circulated to all Governors and those who are entitled to attend Local Governing Body meetings.

8.12. **Responsibilities of the Principals**

Subject to the responsibilities of the Local Governing Body and the policy statements of the Company, the Principal shall be responsible to the Local Governing Body for:

8.12.1. implementing the agreed policies and procedures laid down by the Company this includes the implementation of all statutory regulations;

8.12.2. advising the Local Governing Body on strategic direction, forward planning and quality assurance;

8.12.3. the standards of education, teaching and learning within the Academy

8.12.4. the leadership and management of the Academy; the admission of students;

- 8.12.5. the maintenance of good order and discipline by the students including their suspension and/or exclusion within the framework laid down by the Company; and
- 8.12.6. all such additional functions as may be assigned under the job description or contract of employment of the Principal

8.13. **Rules and Bye-Laws**

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

8.14. **Amendment of these Terms of Reference**

- 8.14.1. This document shall be subject to review by the Directors prior to or at the start of each academic year and may be subject to amendment by them.

8.15. **Copies of Terms of Reference**

- 8.15.1. A copy of this document, and of any rules and bye-laws, shall be given to every Governor and shall be available for inspection upon request by members of staff during normal office hours at the offices of the Academy and the Company.

9. **Meeting Focus**

The following outline is intended to provide an overview of the key areas of discussion at LGB meetings and at the Trustee meetings. The focus for Special Schools will be different. It is only intended as a guide and can be changed to reflect any immediate or strategic need.

	LGB	Trustee	Focus	KPI information		
1			Review of previous year performance. Confirmation of Academy and MAT Improvement Plans.	Full analysis of GCSE performance.		
2						
3						
4	Strategy					
5						
6		Strategy				
7						
8						
9			Academy/WMAT Progress review.	Academy and WMAT Reference data. (No performance data will be available for this meeting.)		
10	Finance Committee					
11		Audit Committee				
12	LGB	Finance Committee (sign-off)				
13						
14		Trustee				
15						
16					Pay/Performance Committees meet	
17						
18						
19						
20	LGB					
21		Trustee			Members meeting	
22			Academy/WMAT Progress review. Year 11 projected GCSE performance.	Academy and WMAT Reference data. Full Year 11 Student Performance data.		
23						
24						
25						
26		Trustee				
27						
28	Finance Committee (?)	Audit Committee			Discussion between CEO and Principal's regrading priorities for the following year.	
29		Finance Committee (BFRO)				
30					Central team agree priorities for the following year.	
31						
32		Trustee				
33						
34	Finance Committee		Academy/WMAT Progress review. Year 10 projected GCSE performance.	Academy and WMAT Reference data. Year 10 Student Performance data.	Academies complete ADP for the following year.	
35		Audit Committee				
36	LGB	Finance Committee (Budget)				
37						
38		Trustee				
39						