

The Four Stones Multi Academy Trust

Committee Terms of Reference

Version Control

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Introduction

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

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

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

- Main Board committees which are established to deal with Trust-wide matters relating to: finance, audit and risk (**Finance, Audit and Risk Committee**); and standards and curriculum (**Standards and Curriculum Committee**)
 - local governing bodies which are established by the Board to support the effective operation of the Academies (**LGBs**)
- together the **Committees** and each a **Committee**.

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

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

1 Establishing the Committees

1.1 The Board has resolved to establish as committees of the Board:

- 1.1.1 Finance, audit and risk committee (**Finance, Audit and Risk Committee**).
- 1.1.2 Standards and curriculum committee (**Standards and Curriculum Committee**).

1.2 The Board has resolved to establish local governing bodies (**LGBs**) for its Academies. An LGB may act in respect of two or more Academies. The current list of LGBs and the Academies they operate in respect of is set out in Appendix 1.

2 Membership – Finance, Audit and Risk Committee

2.1 The Finance, Audit and Risk Committee shall have up to seven members and will be attended by the Chief Executive Officer (also Accounting Officer) and the Chief Financial and Operating Officers. All Finance, Audit and Risk Committee members must be trustees of the Trust (**Trustees**).

2.2 The Board will appoint and remove all Finance, Audit and Risk Committee members.

2.3 The Board will ensure that Finance, Audit and Risk Committee members have the necessary skills, background and experience to properly fulfil the relevant functions.

2.4 The current Finance, Audit and Risk Committee members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2. The Committee will meet six times a year.

2.5 The Trustees recognise the overriding principles of the Academy Trust Handbook published by the ESFA (the **ATH**) and that the Finance, Audit and Risk Committee should be established in such a way as to achieve internal scrutiny which delivers objective and independent assurance for the Trust. In establishing the Finance, Audit & Risk Committee the Board will adhere to the principles of the ATH and:

2.5.1 staff employed by the Trust will not be members of the Committee, but may attend meetings to provide information and participate in discussions; and

2.5.2 the Trust's Accounting Officer and other relevant senior staff will routinely attend committee meetings in the capacity set out above.

3 Membership – Standards and Curriculum Committee

3.1 The Standards and Curriculum Committee shall have a minimum of three members and will be attended by the Chief Executive Officer and Deputy Chief Executive Officer. All Standards and Curriculum Committee members must be trustees of the Trust (**Trustees**).

3.2 The Board will appoint and remove all Standards and Curriculum Committee members.

3.3 The Board will ensure that Standards and Curriculum Committee members have the necessary skills, background and experience to properly fulfil the relevant functions.

3.4 The current Standards and Curriculum Committee members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2. The Committee will meet six times a year.

4 Membership – LGBs

4.1 Each LGB operating in respect of one Academy shall, unless the Board resolve otherwise, have a minimum of five members and a maximum of nine members.

4.2 Each LGB operating in respect of two or more Academies shall, unless the Board resolve otherwise, have a minimum of seven members and a maximum of thirteen members.

4.3 The Board resolves that the membership of each LGB (each a **LGB Governor**) shall be as follows:

Haybridge High School & Sixth Form

- two parent governors;
- two staff governors;
- up to five persons appointed by the Board

Officers in attendance will include the Associate Headteacher of the academy and (if they so elect) the Chief Executive Officer and/or the Deputy Chief Executive Officer.

King Charles I School

- four Foundation nominees, appointed by the Board;
- two parent governors;
- two staff governors;
- two persons appointed by the Board

Officers in attendance will include the Associate Headteacher of the academy and (if they so elect) the Chief Executive Officer and/or the Deputy Chief Executive Officer.

The De Montfort School

- two parent governors;
- two staff governors;
- up to five persons appointed by the Board

Officers in attendance will include the Associate Headteacher of the academy and (if they so elect) the Chief Executive Officer and/or the Deputy Chief Executive Officer.

- 4.4 The current LGB Governors are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 1.
- 4.5 The Trustees shall:
- 4.5.1 make all necessary arrangements for, and determine all other matters relating to, an election of parent LGB Governors, including any question of whether a person is a parent of a registered pupil at an Academy. Any election of a parent member which is contested shall be held by secret ballot;
- 4.5.2 make all necessary arrangements for, and determine all matters relating to, the election of staff LGB Governors.
- 4.6 The LGB Governors may only appoint co-opted governors with the consent of the Board.
- 4.7 The term of office for any LGB Governor shall be four years, save that this time limit shall not apply to the officers of the school. Subject to remaining eligible, any member may put themselves forward for re-appointment or re-election (as the case may be).

5 Chairs and Vice Chairs of Committees

- 5.1 The term **Chair** refers to the person appointed under this paragraph as chair of the relevant Committee.
- 5.2 Subject to paragraph 5.3, the Finance, Audit and Risk Committee and the Standards and Curriculum Committee shall, at their first meetings in each academic year following their reappointment by the Trust Board, elect members to act as chair and vice chair respectively of the respective committees.
- 5.3 No person may act as Chair or Vice Chair of the Finance, Audit and Risk Committee or of the Standards and Curriculum Committee unless they are also a Trustee.
- 5.4 Subject to paragraph 5.5:
- 5.4.1 the Trustees shall at the first meeting of each academic year appoint a LGB Governor to act as Chair of the LGB;
- 5.4.2 the LGB Governors shall, at their next meeting in each academic year following the appointment of the Chair by the Trustees, elect a Vice Chair from their own number.
- 5.5 No person may act as Chair or Vice Chair of the Finance, Audit and Risk Committee, of the Standards and Curriculum Committee or of an LGB if they are an employee of the Trust.

6 Authority, remit and responsibilities of the Committees

- 6.1 Each Committee shall be responsible for the matters as set out in Appendix 3.
- 6.2 Each Committee is authorised by the Board to:

- 6.2.1 carry on any activity authorised by these Terms of Reference; and
 - 6.2.2 seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.
- 6.3 Save with the consent of the Board, the Committees may not establish sub-committees.

7 Proceedings of Committee meetings

- 7.1 Each Committee will meet as often as is necessary to fulfil its responsibilities.
- 7.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 7.3 The quorum for the transaction of the business of the Finance, Audit and Risk Committee and of the Standards and Curriculum Committee shall be a majority of the Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are Trustees.
- 7.4 The quorum for the transaction of the business of LGB shall be three LGB Governors provided that at least one of them is a LGB Governor appointed by the Board (not including staff members or parent members).
- 7.5 The Clerk to The Four Stones MAT will take minutes at meetings of the Board Committees.
- 7.6 The Clerk to the relevant LGB will take minutes at meetings of the LGBs.
- 7.7 Every matter to be decided at a meeting of a Committee must be determined by a majority of the votes of the members present and voting on the matter.
- 7.8 Each Committee member present in person shall be entitled to one vote.
- 7.9 Where there is an equal division of votes the Chair shall have a casting vote.
- 7.10 A register of attendance shall be kept for each Committee meeting and published annually.
- 7.11 Committees may invite attendance at meetings from officers to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 7.12 References in paragraph 6 to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant Committee meeting.

8 Conduct of Committee members

- 8.1 All Committee members shall observe at all times the provisions of the Trust's code of governance, attached as Appendix 4.

9 Committee Members' Interests

- 9.1 Committee members are required to declare any business or other interests in any item being discussed at a meeting.
- 9.2 Each Committee member, if present at a Committee meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:

- 9.2.1 there may be a conflict between their interests and the interests of any of the Academies or the Trust;
- 9.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
- 9.2.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

10 Disqualification & Removal of Committee Members

- 10.1 A person shall be ineligible for appointment to a Committee and, if already appointed, shall immediately cease to be a member if the relevant individual:
 - 10.1.1 is or becomes disqualified from holding office under the Trust's Articles of Association;
 - 10.1.2 is or becomes disqualified from holding office as a governor of a school or academy;
 - 10.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
 - 10.1.4 is barred from any regulated activity relating to children;
 - 10.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - 10.1.6 is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
 - 10.1.7 has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as a Committee member;
 - 10.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
 - 10.1.9 commits a serious breach of the Trust's code of governance or any standing order or protocol implemented by the Board;
 - 10.1.10 in the case of a LGB Governor, is absent without the permission of the LGB Governors from all their meetings held within a period of six months and the LGB Governors resolve that his office be vacated;
 - 10.1.11 resigns his/her office by notice in writing to the relevant Chair;
 - 10.1.12 in the case of an LGB Governor, their term of office expires and they are not re-appointed.
- 10.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Governor by written notice to the relevant Chair.

11 Reporting Procedures

11.1 Within 14 days of each meeting each Committee will receive:

11.1.1 agreed minutes of its meetings;

11.1.2 a summary document identifying (i) decisions made, (ii) recommendations to the Board, (iii) any items for the information of the Board and (iv) items for further discussion by the Board

together the **Committee Reports**

11.2 The Committee Reports can be agreed by committee members by email.

11.3 Once agreed, the Committee Reports will be sent to the Board within 5 days of agreement.

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

11.5 Each Committee shall conduct an annual review of its work and the powers and functions delegated to it under these Terms of Reference and shall report the outcome and make recommendations to the Board.

Appendix 1

Register of the Trust's Local Governing Bodies

1. The Local Governing Body of Haybridge High School and Sixth Form

Chair: Sue Muggeridge

Members: Fiona Guiver
Tony Homer
Charlotte Mondon-Lines
Ed Moore
Sue Muggeridge
Jason Scott

2. The Local Governing Body of King Charles I School

Chair: David McIntosh

Members: Annie Chadwick
Ann-Marie Chandler
Joel Douglas
Sharon Hudson
Fady Jadayel
David McIntosh
Fran Oborski
Ian Setchell
Anthony Williams

3. The Local Governing Body of The De Montfort School

Chair: Alan Neal

Members: Daisy Halford
Rob Hancock
Nicole Higginson
Sue Muggeridge
Alan Neal
Nick Wheeler
Stuart Wilson

Appendix 2

Register of Board Committee Members

1. Finance, Audit and Risk Committee

Chair:	Neil Pearson
Members:	Sue Muggeridge Alan Neal Neil Pearson Amjid Raza
Attendees:	Stephen Brownlow (Chief Executive Officer and Accounting Officer) Simon Morom (Chief Financial Officer) Jessica Hathaway (Chief Operating Officer)

2. Standards and Curriculum Committee

Chair:	Catrina Robinson
Members:	Sue Muggeridge Neil Pearson Catrina Robinson
Attendees:	Stephen Brownlow (Chief Executive Officer) Mark Pollard (Deputy Chief Executive Officer)

Appendix 3

Powers & Functions Delegated

Remit and Responsibilities of the Finance, Audit and Risk Committee

The powers and functions delegated by the Board to the Finance, Audit and Risk Committee are as set out below.

Funding

To consider each of the Academies' indicative funding, notified annually by the DfE/EFSA and to assess its implications for the relevant Academy. This will be in consultation with the Chief Executive Officer and Chief Financial and Operating Officers, in advance of the financial year, drawing any matters of significance or concern to the attention of the Board.

To consider and recommend acceptance or non-acceptance of the Academies' budgets each financial year.

Budgeting

To contribute to the formulation of the MAT's and Academies' strategic plans, through the consideration of financial priorities and proposals, in consultation with the Chief Executive Officer and Chief Financial and Operating Officers and with the stated and agreed aims and objectives of the MAT.

To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academies' strategic plans.

To liaise with and receive reports from appropriate committees and make recommendations to those committees about the financial aspects of matters being considered by them.

To consider the spending plans of other committees and report back and advise the Board.

To delegate the day to day management of the approved budget to the relevant Headteacher, within agreed authorisation limits.

To consider requests for supplementary expenditure and make appropriate recommendations to the Board.

To consider and act upon matters not covered by other sub-committees.

To review financial policy including consideration of long term planning and resourcing in accordance with each of the Academies' development plans.

Expenditure

To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the Academies, and with the financial regulations of the Trust, drawing any matters of concern to the attention of the Board.

Financial Procedures

To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and where appropriate make recommendations for improvement.

To prepare the financial statement to form part of the annual report of the Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the ATH).

Financial Management and Policies

To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Board, paying particular attention to:

- critical accounting policies and practices, and any changes in them
- decisions requiring a major element of judgement
- the extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
- the clarity and transparency of disclosures
- significant adjustments resulting from the audit
- the going concern assumption
- compliance with accounting standards
- compliance with DfE and legal requirements.

To review the Trust's policy and procedures for handling allegations from whistleblowers.

To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.

To receive reports on the outcome of investigations of suspected or alleged impropriety.

To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.

To ensure that any significant losses are investigated and reported to the DfE/ESFA where required.

To review any recommendations made by the Secretary of State for Education for improving the financial management of the Academies.

External Audit

To assess the effectiveness and resources of the external auditor in order to provide a basis for decisions by the Trust Members about the auditor's reappointment or dismissal or re-tendering, taking into consideration:

- the auditor's sector expertise
- the auditor's understanding of the Trust and its activities
- whether the audit process allows issues to be raised on a timely basis at the appropriate level
- the quality of auditor comments and recommendations in relation to key areas
- the personal authority, knowledge and integrity of the audit partners and their staff to interact effectively with, and robustly challenge, the trust's managers
- the auditor's use of technology

To produce, and the chair to present to the Trust Board and Members, an annual report of the committee's conclusions on the foregoing, including recommendations on the reappointment or dismissal or retendering of the external auditor and the audit fees.

To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

To ensure that additional services undertaken by the auditors are compatible with audit independence and objectivity.

To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.

To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of the management's response.

Risk Management and Internal Scrutiny

To report to the Trust Board on the adequacy of the Trust's internal control framework, including financial and non-financial controls and the identification, assessment, evaluation, management and reporting of risks.

To review all risk and control related disclosure statements, in particular the Trust's annual Statement on Internal Control, together with any associated reports and opinions from management, the Accounting Officer and the external auditor, prior to endorsement by the Trust Board.

To maintain regular oversight of the Trust's strategic risk register which has been annually reviewed and adopted by the Trust Board, and to ensure its adequacy and robustness.

To regularly review the ratings and responses on the strategic risk register and make appropriate recommendations to the Trust Board.

To receive and consider summary reports on the operation of the risk registers maintained by the Trust's constituent Academies.

To ensure that risks are being addressed appropriately through internal scrutiny.

To ensure the Trust is complying with the overall requirements for internal scrutiny, as stipulated in the Academy Trust Handbook, and specifically:

- to recommend appropriate areas (both financial and non-financial) for internal scrutiny which will be determined annually by the Trust Board;
- to agree a programme of work annually to deliver internal scrutiny that provides coverage across the year;
- to ensure that ratings and responses on the risk register inform the programme of internal scrutiny work, and that checks are modified as appropriate each year;
- to approve the appointment of those carrying out the programme of internal scrutiny work, ensuring that they are suitably qualified and/or experienced, and regularly evaluating their performance and effectiveness;
- to consider the reports of internal scrutineers and, when appropriate, advise the Trust Board of material control issues identified;
- to ensure the findings from internal scrutiny are made available promptly to all trustees;
- to consider the appropriateness of executive action following internal scrutiny reviews, and to advise senior management on any additional or alternative steps to be taken;
- to ensure that the programme of internal scrutiny delivers objective and independent assurance;
- to ensure the internal audit function is adequately resourced and has appropriate standing within the Trust; and
- to prepare an annual summary report on the Trust's internal audit activity covering key findings, recommendations, actions in response and conclusions, for presentation to the Trust Board and submission to the Education and Skills Funding Agency.

Health & Safety

To receive each term the relevant Academy's health and safety report and advise as necessary.

To monitor compliance with the Academy's health and safety policies and statutory obligations under the Health & Safety at Work Act 1974.

Asset Management

To receive reports from the relevant Academy on the management of assets including premises and their security.

To confirm that an asset recording system is in place, including an inventory and fixed asset register for each Academy.

Property Management

To determine the use of the Academies' premises and grounds outside school times with regard to the lettings and charging policy.

To ensure that the Academies' premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed.

To ensure the responsibilities of the Board under the Environmental Protection Act are met.

To advise the Board on environmental issues to ensure the Academies are acting as responsible institutions in their duties to conserve energy, materials and with regard to the local community.

Remit and Responsibilities of the Standards and Curriculum Committee

The powers and functions delegated by the Board to the Standards and Curriculum Committee are as set out below.

Education

To consider all education matters relating to the performance of each academy within The Four Stones Multi Academy Trust ('the MAT') and specifically:

- to annually review the academy targets
- to receive and review data available for each academy
- to monitor, evaluate and challenge any variability of student performance outcomes between academies within the MAT
- to monitor and review progress against the strategic educational targets in the MAT development plan
- to set priorities for improvement, and monitor and evaluate the impact of improvement plans
- to receive and consider any external reports on the work of the academies within the MAT (e.g. Ofsted, SEND audit, and education-related reports within the MAT's internal scrutiny programme)
- to monitor and challenge the impact of pupil premium and any other related funding on student performance and outcomes
- to monitor and challenge student performance and outcomes for disadvantaged groups
- to review the curriculum provision across the MAT, ensuring it remains broad, balanced and academic
- to evaluate any changes in legislation that may affect delivery of the curriculum, and advise the Trust Board accordingly
- to liaise with the Finance, Audit and Risk committee on the relative funding priorities necessary to deliver the curriculum
- to monitor and challenge in the following areas of activity across the MAT:
 - Admissions
 - Attendance
 - Behaviour and exclusions
 - Teaching and learning
 - Extended provision
- to monitor and evaluate the impact of CPD on improving performance.

Policies

To review and approve under delegated powers those policies indicated in the MAT's policy schedule as determined from time to time by the Trust Board.

Remit and Responsibilities of the Local Governing Bodies

The powers and functions delegated by the Board to the LGBs are set out in detail in the Trust's Scheme of Delegation as approved by the Board, and in summary include the following:

To oversee the running of the Academy in terms of learning, standards, safety and wellbeing.

To hold local Academy leadership to account for academic performance, quality of care and provision.

To oversee and monitor the effectiveness of learning strategies.

To represent the views of the community and make recommendations to the Headteacher/Associate Headteacher accordingly.

To support the Headteacher/Associate Headteacher in recruitment and selection, grievance, disciplinary and exclusion processes where appropriate.

To promptly implement and comply with any policies or procedures communicated to the LGB by the Board from time to time.

To support the Trust's senior management staff in dealing with parental complaints pursuant to the Trust policy on parental complaints.

To draw any significant recommendations and matters of concern to the attention of the Board.

Appendix 4 – The Four Stones MAT Code of Governance

Code of Conduct for Trustees

It is important that confidence in the good governance and probity of the **Trust** is maintained. In order to assist the board of trustees (the **board**) achieve this, the Trust has adopted this code of conduct for trustees (the **code**).

The Trust:

- aims to establish a board that is competent, accountable, independent and diverse that promotes best practice in governance

The trust shall use The Good Governance Standard for Public Services as a guide to help the board achieve good governance but also as a tool to regularly assess the strengths and weaknesses of the academy's governance practice and improve it.

- aims to make sure that its directors promote and uphold high standards of conduct, probity and ethics

Each trustee shall uphold the seven principles of public life identified by the Nolan Committee on Standards in public life (May 1996).

- requires its trustees to act in accordance with the Trust's articles of association (the **articles**) and the Code

Each trustee shall obey the articles and decisions taken by the board in accordance with the articles.

Application of the code

This code applies to all trustees and committee members of the Trust (but not governors on the local governing bodies for which there is a separate code) when exercising any of the board's powers delegated to them under the articles.

By accepting appointment to the board, each trustee agrees to accept the provisions of this code.

The good governance standard for public services

The standard prepared by The Independent Commission on Good Governance in Public Services in 2005 comprises six core principles of good governance, each with its supporting principles. Set out below is an extract of these core principles.

Good governance means focusing on the organisation's purpose and on outcomes for citizens and service users.

We will:

- be clear about the Trust's purpose and its intended outcomes for citizens and pupils make sure that pupils receive a high quality education
- make sure that taxpayers receive value for money

Good governance means performing effectively in clearly defined functions and roles.

We will:

- be clear about the functions of the board
- be clear about the responsibilities of non-executives and the executive, and making sure that those responsibilities are carried out
- accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so

- only speak on behalf of the board when we have been specifically authorised to do so
- accept collective responsibility for all decisions made by the board or its delegated agenda; this means that we will not speak against majority decisions outside board meetings
- when formally speaking or writing in our trustees' role, will ensure our comments reflect current organisational policy even if they might be different to our personal views
- be clear about relationships between trustees and the public

Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour.

We will:

- put organisational values into practice
- behave in ways that uphold and exemplify effective governance
- consider carefully how our decisions and actions may affect the community and other schools
- always be mindful of our responsibility to maintain and develop the ethos and reputation of our group of schools; our actions within the schools and the local community will reflect this
- when communicating (including on social media) in any capacity, be mindful of and strive to uphold the reputation of the Trust and its constituent schools

Good governance means taking informed, transparent decisions and managing risk.

We will:

- be rigorous and transparent about how decisions are taken
- have and use good quality information, advice and support
- make sure that an effective risk management system is in operation

Good governance means developing the capacity and capability of the governing board to be effective.

We will:

- make sure that appointed and elected trustees have the skills, knowledge and experience they need to perform well
- develop the capability of people with governance responsibilities and evaluate their performance, as individuals and as a group
- strike a balance, in the membership of the board, between continuity and renewal

Good governance means engaging stakeholders and making accountability real.

We will:

- understand formal and informal accountability relationships
- take an active and planned approach to dialogue with and accountability to the public take an active and planned approach to stakeholders responsibility to staff engage effectively with institutional

Nolan principles

The board expects each trustee to uphold the following principles based on the Nolan Committee's work:

selflessness - take decisions solely based on the vision and values of the Trust

integrity – not be compromised in carrying duties by outside organisations or personal interest

objectivity – remain impartial and ensure choices are made on merit alone

accountability – be responsible for decisions and actions

openness – give reasons for actions wherever possible and restrict information only when the wider public interest clearly demands

honesty – declare any private interests and take steps to resolve any conflicts arising in a way that protects the public interest

leadership – promote these principles by example

Additionally, the board expects trustees to promote equality and diversity in all aspects of the board's governance and when carrying out any of their functions.

Duties & responsibilities of trustees

Trustees shall:

- fulfil their responsibilities and duties as a trustee of the Trust in good faith and in accordance with the general law including (but not limited to):
 - act in the best interests of the Trust
 - secure the proper and effective use of the Trust's property
 - act personally in all respects
 - act within the scope of any authority given to them and the board by law, by regulations or by the articles
 - use the proper degree of skill and care when making decisions, particularly when investing the Trust's funds
- act in accordance with the articles in force from time to time
- be committed to the Trust's values and objectives (including equal opportunities), to contribute to and share responsibility for the board's decisions, to read board papers and to attend meetings, training sessions and other relevant events
- declare all interests they have as required by the articles and the general law and to comply with any rules requiring withdrawal from a meeting where this is required because of an interest
- respect the confidentiality of information that they may have access to as a trustee of the Trust and keep confidential the affairs of the board
- inform the clerk to the board as soon as possible should any changes to their circumstances occur during their term as a trustee, including if:
 - there are any changes to the interests which have been declared
 - they become, or cease to be, a company director, board member or trustee of another company or charity
 - their occupation changes
 - they move house
 - they become employed by the Trust

Breaches of the code

Every trustee is under a duty to report any breach of this code, or any grounds for believing that a breach of the code has occurred, to the chair (and if the allegation is about the chair, to the vice-chair).

Failing to report a breach of the code is itself a breach of this code.

Any breach of this code will be treated extremely seriously by both the board and the Trust and may result in suspension or removal from the board.

In the event of a breach of this code each trustee agrees to participate fully in any investigations procedure instigated by the board and to abide by any sanction that may be imposed on them by the board for such breach.

Review

The Chair of the Trust Board will be responsible for ensuring that this code of conduct is kept under review.

Code of conduct for the Local Governing Bodies (LGBs)

It is important that confidence in the good governance and probity of the board of the Trust is maintained. In order to assist the board of trustees (the **board**) achieve this, each Academy in the Trust has adopted this code of conduct for governors who make up the local governing body (the **code**).

The local governing body (**LGB**) is the Academy's accountable body responsible to the Trust for the conduct of the Academy and for promoting high standards. The LGB aims to ensure that students and pupils are attending a successful school which provides them with a good education and supports their well-being.

The LGB is responsible to the Trust for its actions and is expected to follow the expectations of governors as laid down by the Trust. These expectations mirror those which apply to the board of trustees of the Trust, as follows;

The Academy:

- aims to establish a LGB that is competent, accountable, independent and diverse that promotes best practice in governance

The Trust shall use The Good Governance Standard for Public Services as a guide to help the LGB achieve good governance but also as a tool to regularly assess the strengths and weaknesses of the academy's governance practice and improve it.

- aims to make sure that its governors promote and uphold high standards of conduct, probity and ethics

Each governor shall uphold the seven principles of public life identified by the Nolan Committee on Standards in public life (May 1996).

- requires its governors to act in accordance with the Trust's articles of association and associated scheme delegation (the **articles**) and the code

Each governor shall obey the articles and decisions taken by the board and LGB in accordance with the articles.

Application of the code

This code applies to all governors and committee members of the LGB when exercising any of the board's powers delegated to them under the articles. By accepting appointment to the LGB, each governor agrees to accept the provisions of this code.

The good governance standard for public services

The standard prepared by The Independent Commission on Good Governance in Public Services in 2005 comprises six core principles of good governance, each with its supporting principles. Set out below is an extract of these core principles.

Good governance means focusing on the organisation's purpose and on outcomes for citizens and service users.

We will:

- be clear about the Academy's purpose and its intended outcomes for citizens and pupils
- make sure that pupils receive a high quality education
- make sure that taxpayers receive value for money

Good governance means performing effectively in clearly defined functions and roles.

We will:

- be clear about the functions of the LGB
- be clear about the responsibilities of nonexecutives and the executive, and making sure that those responsibilities are carried out
- accept that we have no legal authority to act individually, except when the LGB has given us delegated authority to do so
- only speak on behalf of the LGB when we have been specifically authorised to do so
- accept collective responsibility for all decisions made by the LGB; this means that we will not speak against majority decisions outside LGB meetings
- when formally speaking or writing in our governor role, will ensure our comments reflect current organisational policy even if they might be different to our personal views
- be clear about relationships between governors and the public

Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour.

We will:

- put organisational values into practice
- behave in ways that uphold and exemplify effective governance
- consider carefully how our decisions and actions may affect the community and other schools
- always be mindful of our responsibility to maintain and develop the ethos and reputation of our school and the Trust; our actions within the school and the local community will reflect this
- when communicating (including on social media) in any capacity, be mindful of and strive to uphold the reputation of the school and the Trust

Good governance means taking informed, transparent decisions and managing risk.

We will:

- be rigorous and transparent about how decisions are taken
- have and use good quality information, advice and support
- make sure that an effective risk management system is in operation

Good governance means developing the capacity and capability of the governing body to be effective.

We will:

- make sure that appointed and elected governors have the skills, knowledge and experience they need to perform well
- develop the capability of people with governance responsibilities and evaluate their performance, as individuals and as a group
- strike a balance, in the membership of the board, between continuity and renewal

Good governance means engaging stakeholders and making accountability real.

We will:

- understand formal and informal accountability relationships
- take an active and planned approach to dialogue with and accountability to the public
- take an active and planned approach to stakeholders
- responsibility to staff
- engage effectively with institutional stakeholders

Nolan principles

The board expects each governor to uphold the following principles based on the Nolan Committee's work:

selflessness - take decisions solely based on the vision and values of the Trust

integrity – not be compromised in carrying duties by outside organisations or personal interest

objectivity – remain impartial and ensure choices are made on merit alone

accountability – be responsible for decisions and actions

openness – give reasons for actions wherever possible and restrict information only when the wider public interest clearly demands

honesty – declare any private interests and take steps to resolve any conflicts arising in a way that protects the public interest

leadership – promote these principles by example

Additionally, the board expects governors to promote equality and diversity in all aspects of the Academy's governance and when carrying out any of their functions.

Duties & responsibilities

Governors shall:

- fulfil their responsibilities and duties as a governor of the Academy in good faith, and:
 - act in the best interests of the Academy
 - secure the proper and effective use of the Academy's property
 - act personally in all respects
 - act within the scope of any authority given to them by the board or LGB by law, by regulations or by the articles
 - use reasonable skill and care when making decisions
- act in accordance with the articles in force from time to time
- be committed to the Trust's values and objectives (including equal opportunities), to contribute to and share responsibility for the LGB's decisions, to read LGB papers and to attend meetings, training sessions and other relevant events
- declare all interests they have as required by the articles and the general law and to comply with any rules requiring withdrawal from a meeting where this is required because of an interest
- respect the confidentiality of information that they may have access to as a governor of the Academy and keep confidential the affairs of the LGB
- inform the clerk to the LGB as soon as possible should any changes to their circumstances occur during their term as a governor, including if:
 - there are any changes to the interests which have been declared
 - they become, or cease to be, a company director, board member or trustee of another company or charity
 - their occupation changes
 - they move house
 - they become employed by the Academy

Breaches of the code

Every governor is under a duty to report any breach of this code or any grounds for believing that a breach of the code has occurred to the LGB chair (and if the allegation is about the chair, to the vice-chair).

Failing to report a breach of the code is itself a breach of this code.

Any breach of this code will be treated extremely seriously by both the LGB and the Academy and may result in suspension or removal from the LGB.

In the event of a breach of this code each governor agrees to participate fully in any investigations procedure instigated by the LGB and to abide by any sanction that may be imposed on them by the LGB for such breach.

Review

The Chair of the Trust Board will be responsible for ensuring that this code of conduct is kept under review.