



# TRUE LEARNING

## PARTNERSHIP

### SCHEME OF RESERVED DECISIONS AND DELEGATIONS

Ref Number: TL/29

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#### Introduction

True Learning (TL) is a community based, values focused, cross phased Multi Academy Trust (MAT) and is referred to in this document as 'the Trust'. Our Trust Board is accountable in law for all decisions about the schools which form part of the Trust. However, this does not mean that the Trust Board is required to make all the decisions itself. Many decisions can and should be delegated to the Chief Executive, Board Committees, Local Governing Bodies (which legally are regarded as committees of the Trust Board) and other Executives. It is important that any decision to delegate a function is made by the full Trust Board and is recorded. Without such formal delegation, the individual or committee has no power to act. We use the term 'Corporate Team' to mean the Chief Executive, the Chief Financial Officer, the TL Director of HR and Personnel, the TL Executive Assistant, the TL Director of ICT and Network Operations, the TL Director of Health and wellbeing, and any other role primarily designated for the carrying out of work for the purpose of the Trust as a whole rather than individual schools. In due course, this may include posts such as 'Chief Operations Officer', 'TL Assistant CFO', and 'TL Director of Information Management'.

What functions the Trust Board decides to delegate will depend upon the size of the Trust and the way in which our leadership is structured, considering shared ethos, geographical spread and the number of pupils in our schools. As we expand, it is more likely there will be a need to delegate to committees. The board must concern itself with the big strategic issues and risks and delegate as appropriate to the level where risks are best managed.

Once adopted by the Trust Board, our Scheme of reserved decisions and delegation will be published on the Trust's website and those of individual schools.

## **The purpose of our Scheme of reserved decisions and delegations**

Our Scheme of reserved decisions and delegation is a key document within the 'Quality Assurance and Controls Framework', defining which functions have been delegated and to whom. It is a simple, yet systematic, way of ensuring members, Trustees, committees (including Local Governing Bodies), the Corporate Team and Headteachers, as well as schools looking to join the Trust in future, are clear about who has responsibility for making which decisions in the Trust. This overarching Scheme covering higher level decision-making in the Trust should be referred to alongside the "Operational Controls Manual" which acts as the written Scheme of reserved decisions and delegation of financial and HR powers as referred to within the Academy Trust Handbook.

Individual schools may opt to join the Trust and, with the agreement from the Trust, they will retain their Local Governing Body (LGB) as a committee of the Trust Board. It needs to be clearly understood by all parties that this may be subject to future change. The Trust Board will always have the power to appoint and remove committees at any point, whether it be a committee of the Trust Board, or Local Governing Body. Although the LGB may be retained as a committee of the Trust Board, its decision-making powers may well be very different to those it had as a local authority-maintained school governing body.

This scheme is intended to demonstrate clearly the lines of accountability. It should help prevent confusion arising before any misunderstanding which could lead to a loss of Trust and damaged working relationships.

Where there is duplication or overlap, questions should be asked, otherwise unnecessary workload issues may develop (e.g. the need to produce reports for and attending meetings of more than one layer of governance) and cracks can develop as assumptions are made about who is responsible for what, with the result that decisions are either not made, or different decisions are reached by different people or committees. This will be a 'living document', reviewed by the Trust Board annually and which may need to evolve as the structure and size of our Trust changes. If you identify any areas for improvement you are encouraged to raise them with the Chief Executive.

Our Scheme of reserved decisions and delegation is designed to:

- ensure the Corporate Team is clear about which decisions the Trust Board remains in control of
- ensure that the role and functions of the Corporate Team are fully understood throughout the Trust
- promote a culture of honesty and accountability
- identify responsibility for the appointment and performance management of the Chief Executive/ and Headteachers of individual schools
- identify responsibility for policy and practice in each school within the Trust
- identify responsibility for oversight of each school's budget
- identify responsibility for assessment of risk in each school
- identify responsibility for oversight of educational performance in each school

## Our Charter of Fundamental Principles and Values

As part of its constitution, the Trust has committed to the following overarching principles in all its work alongside schools, Local Governing Bodies and staff:

### 1. To respect, honour and promote your identity

We will celebrate your individual identity and promote your achievements. We will value your contributions and ensure you feel part of a family where your voice counts. We will support you to positively express the contribution you make to improve children's life chances.

### 2. To believe in you and empower you

We will value your strengths and support you to overcome your weaknesses. We will believe in your aspirations and through collaboration and strong networking, will help you to achieve your goals. We will help you innovate, grow stronger and push the boundaries. Respecting the principle of subsidiarity, decisions will be delegated wherever possible so they are taken as close as possible to those affected by them. Your aligned autonomy will be at the heart of all our decisions and we will always show you how we have taken this into account. Together we will ensure that decisions are taken which inspire all that pass through our learning community. We will believe in you, praise you and encourage you.

### 3. To listen to you

We will take the time to listen to you, respect you and understand your views. We will strive to get things right first time; if we don't, we want you to tell us. We will use your feedback to help us improve and will let you know when we change things in response to your feedback. We will clearly explain our reasons for our actions and if we don't agree with you, we will explain why. We will provide easy access to a complaints process and ensure that you are fairly treated and respected. We will always be professional and polite and will deal with any enquiries you may have as quickly as possible.

### 4. To keep you informed

We will give you information as you want it and as you need it. We will provide clear communication channels and clear guidance on the services you can expect from us. We will support you with accessing this information and ensure it is accurate and up to date. We recognise that clear, concise communication is paramount to our collective success and will ensure that it underpins everything we do.

### 5. To support you

We will make it our responsibility to understand your needs. We will offer all the support we can to help you address your needs. We will tailor our services around the common needs that exist within our schools, ensuring we are the best we can be. If we cannot meet your needs internally, we will work with you to source providers that can. We will actively promote school-to-school support across the Trust and give you the opportunities to support others, share your best practice and work collaboratively. We will help you assess yourselves and give you the tools to help you improve

## Structure of Delegation

<b>Members</b> <b>(at least 3 independent people)</b>					
<b>Trust Board</b> <b>11 people, fully constituted</b>					
<b>Finance Committee</b>	<b>Achievements and Standards Committee</b>	<b>Physical Resources Committee</b>	<b>People Committee</b>	<b>Audit and Risk Committee</b>	<b>Remuneration Committee</b>
<b>TL Executive Strategic Group</b> Chief Executive, Chief Financial Officer, Headteachers <u>or</u> Senior Leaders of MAT schools <u>Aim</u> : the rigorous pursuit of excellence in every element of school(s) life. Setting the highest of expectations for all members of our school family with a relentless focus on improving student, pupil, staff, governor and community outcomes and abilities through an uncompromising drive and a highly ambitious vision for our future					
<b>Local Governing Bodies and individual Headteachers</b>					
<b>TL Corporate Team</b> Chief Executive, Chief Financial Officer, Executive Assistant, Director of HR and Personnel, Director of ICT and Network Operations, Director of Health and Wellbeing, Financial Controller and Payroll Officer <u>Aim</u> : to deliver highly effective and efficient central services to all partner schools					

## Governance structure and lines of accountability

The Trust Board of TRUE Learning delegates responsibility for implementation of the vision and strategy to the lead professional or Senior Executive Leader of the MAT, who is the Chief Executive (and statutory 'Accounting Officer' responsible to the Department for Education and to Parliament for the proper use of public money). The Trust Board will hold the Chief Executive to account for the performance of the Trust, including the performance of individual schools within the Trust. The Chief Executive will, in turn, hold other senior executives and Headteachers to account by line managing them. While the Trust Board cannot ever delegate its accountability, it can and must delegate some of the detailed scrutiny, oversight and decision-making. The Trust Board is ultimately accountable for and responsible for all decisions and the performance of the Trust and all schools within it.

In our Scheme of reserved decisions and delegation, the Trust Board delegates responsibility for the performance of the Trust, including the performance of individual schools within the Trust, to the Chief Executive. However, substantive responsibilities concerning the performance of each school are delegated to the Local Governing Body (LGB) of each individual school. These responsibilities may include monitoring whether the school is working within the agreed policies, whether standards are being met, and whether public money is being well spent. The LGB will use its detailed local knowledge and engagement with stakeholders to ensure that their school is being well served by the Corporate Team and Headteacher, and as a board committee it has direct access to the Trust Board, if there are concerns.

As the Chief Executive is accountable to the Trust Board for the performance of the Trust as a whole, the Chief Executive will report to the Trust Board on the performance of the Trust, including on the performance of the Trust's schools, although this may be supplemented by monitoring reports from the Local Governing Bodies.

To ensure that the strategic direction of our Trust is fully informed by all senior leaders within it, there will be a MAT Executive Strategic Group, which comprises the Chief Executive, Chief Financial Officer and Headteachers or other senior leaders of schools within the MAT.

The Chief Executive is performance-managed by the Trust Board, with the Chair taking the lead on this. The Chief Executive, alongside two local governing body members, performance manage the individual Headteachers. If the Chief Executive is a substantive Headteacher of one of the schools, the Trust Board will make appropriate arrangements for independent peer review of his or her performance as Headteacher of that school.

The Chief Executive is assisted by and part of the Corporate Team.

## **Roles and Responsibilities**

### **The role of the Members**

The Members of the Trust have a different status to Trustees. They were the original signatories to the memorandum of association and agreed the Trust's first Articles of Association (a document which outlines the governance structure and how the Trust will operate). The Articles of Association also describe how members are recruited and replaced, and how many of the Trustees the members can appoint to the Trust Board. The members appoint Trustees to ensure that the Trust's charitable object is carried out, and so must be able to remove Trustees if they fail to fulfil this responsibility. The members may appoint by ordinary resolution up to 11 Trustees. The members may agree by passing a special resolution to appoint additional members as they see fit, and to remove any members. Any member may resign provided that after resignation the number of members is not less than three.

The Academy Trust shall hold an Annual General Meeting each Academy Financial Year, at which the Trust Board presents to the Members an annual report on the performance of the Trust, and the Members receive the Trust's audited annual accounts.

Members are responsible for approving any amendments made to the Trust's Articles of Association. Furthermore, only the members can change the name of the Trust or to alter the principles in True Learning Charter, by passing a special resolution which requires a 75% majority. The Members are therefore the independent custodians of our community and values focused mission and act as an important 'check and balance'. In extreme circumstances, they could pass a resolution to dismiss the Trust Board and appoint new Trustees.

While members are permitted to be appointed as Trustees, in order to retain a degree of separation of powers between the members and the Trust Board, and in line with Department for Education expectations, not all members should be Trustees. Members are not permitted to be employees of the Trust.

## The role of the Trustees

The Trustees are company directors and 'charity Trustees' (within the terms of section 177(1) of the Charities Act 2011) and are responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the Articles of Association and the terms of the Trust's Funding Agreement with the Department for Education (which incorporates the Academies Financial Handbook).

The Trust Board is the accountable body for the performance of all schools within the Trust and as such must:

1. Ensure clarity of vision, ethos and strategic direction
2. Hold the executives to account for the educational performance of the schools and their pupils, and the performance management of staff
3. Oversee the financial performance of the Trust and make sure its money is well spent

Because the Trustees are bound by both charity and company law, the terms 'Trustees' and 'directors' are often used interchangeably. We use the term Trustee here as it avoids the possible confusion caused when executive leaders are sometimes called 'directors' but are not actual company directors and Trustees.

The role of Trustee involves a particular set of duties and requires specific skills and personal qualities. These are set out in more detail in Appendix 4.

## Meeting as a Trust Board

The Trust Board is permitted to exercise all the powers of the Trust. The Trust Board delegates to the Chief Executive responsibility for the day to day operations of the Trust. The Trustees can determine whether and how to delegate any governance functions.

The Trust has the right to review and adapt its governance structure at any time which includes removing delegation, for example if there are financial irregularities, or performance concerns.

We have identified certain key issues and decisions which must be tackled collectively by the Trust Board and which cannot be delegated to any individuals or committees – this is called a '**schedule of reserved matters**'. These matters must always be brought to the Trust Board for discussion and no individual Trustee, officer, Headteacher, employee or sub-committee has the power to make these decisions alone:

- Setting the vision, values and ethos of the Trust.
- Approval of the Trust's Annual Report and Accounts
- Developing, approving and reviewing the Trust's strategy
- Approval of business and operating plan and budgets, review of progress against budgets
- Approval of expenditure and contracts in excess of delegated limits
- Approving the prosecution, defense or settlement of any court claims

- Approval and ongoing monitoring of risks – the Trust Board will set appropriate risk management policies and establish a system of internal control. It will seek regular assurances that the system is working effectively
- Appointment and removal of Trustees, the Chief Executive and Headteachers
- Succession planning for key roles
- Ownership of all statutory Trust-wide policies, such as health and safety, safeguarding, admissions and SEN
- Approval and ownership of the board Code of Conduct
- Setting terms of reference for delegation of powers to individual executives and committees

An effective Trust Board has five main strands to its work:

- To establish and maintain the vision, mission and values of the Trust (the *vision* should be an inspiring picture of the organisation's potential, the *mission* is a statement of how to achieve the desired state, whilst *values* are the principles and deeply held beliefs and standards of conduct embedded in our way of doing things).
- To decide the strategy and structure – the Trust Board should continually review and evaluate the Trust's *strengths, weaknesses, opportunities and threats* and consider how best to play to the organisation's strengths, or boost the Trust's skills set.
- Delegate authority to the Corporate Team and Local Governing Bodies where appropriate, and then monitor and evaluate the performance of our strategy and business plan, whilst maintaining appropriate monitoring and systems of internal control; determine the appropriate key performance indicators (KPIs) to be used to monitor progress.
- Identify risks, put in place arrangements to manage those risks as appropriate, (including insurances, policies and processes) and review and monitor them periodically.
- Communicate with all our stakeholders (such as parents and carers, pupils, employees, partners, suppliers, funders, and members): maintain a continuous dialogue with them to understand their needs and views, promote their goodwill and support.

## Financial controls

The Trust Board must establish a control framework that recognises public expectations about governance, standards and openness. The Academies Financial Handbook requires that the Trust's internal control framework must include:

- Securing overall financial sustainability and setting overall financial plans
- coordinating the planning and budgeting processes
- applying discipline in financial management, including managing banking, debt and cash flow, with appropriate segregation of duties
- preparation of monthly budget monitoring reports
- ensuring that delegated financial authorities are respected
- effective planning and oversight of any capital projects



- the management and oversight of assets
- the propriety and regularity of financial transactions
- reducing the risk of fraud and theft
- ensuring efficiency and value for money in the organisation's activities
- a process for independent checking of financial controls, systems, transactions and risks.

The system for carrying out independent checks (sometimes known as the '**Responsible Officer**') may be delegated to a Trustee with appropriate financial expertise, or may (when scale and resources permit) be contracted out to an external supplier or independent peer reviewer. Our Trust's internal control framework is detailed within the Operational Controls Manual.

## The role of the Chair of Trustees

The Chair of the Trust Board has a crucial role to play both inside and outside the boardroom. The Chair should be a team-builder and diplomat: ensuring the Trust Board understands the strategy and common objectives; promoting open and two-way communications, facilitating participative decision-making and providing visible leadership. The Chair is elected by vote from within the Trustees for a four-year term of office. This four-year term needs to be approved at the first meeting of each year by a vote. The same process applies to the Vice Chair position.

### Managing meetings is critical

The Chair's role is to create a safe space in which constructive inputs from all Trustees can occur. The Chair runs the board and set its agenda. Meetings should be held in conducive locations and should start and finish on time. Agendas should focus on strategic matters, value creation and performance, rather than operational details, which are better delegated to the Corporate Team.

The Chair should ensure that all members of the Trust Board receive accurate, timely and clear information. This should cover both financial and non-financial indicators. This will enable the Trust Board to make decisions based on evidence and properly to discharge their duty to promote the success of the Trust. Information should generally be circulated in advance of meetings to allow adequate reading time.

For each item, the Chair should invite the person leading on it, often a member of the Corporate Team, to introduce the subject and report, then open up the subject for discussion and debate. Vociferous members of the Trust Board should not be allowed to dominate, particularly if this discourages quieter members from contributing. The Chair's primary role should be to elicit the views of others and not to manipulate the discussion so that it goes their own way. The sense of the meeting must be ascertained and the outcome documented in the minutes. The Chair must ensure that actions are followed through.

The Chair should manage the Trust Board to ensure that sufficient time is allowed for discussing complex or contentious issues. Trust Board members should not be faced with unrealistic deadlines for decisions. All board members should be encouraged to participate and offer constructive challenge. A skillful Chair should encourage feelings to be openly expressed and create a climate of Trust and candour. Conflict should be surfaced and handled, with constructive negotiation, rather than personal attacks.

The Chair should make certain that the Trust Board decides the nature and extent of the risks that it is willing to tolerate in implementing its strategy. The Trust Board should determine its appetite for risk. Sufficient attention should also be given to the composition, skills mix and succession planning for Trust Board roles.



## Chair's role outside of meetings

The Chair should make a special effort to get to know the other Trust Board members through one-to-one phone calls or meetings. Valuable insights can be gleaned by drawing out fellow Trustees' perceptions of the strengths, weaknesses, opportunities and threats facing the organisation. The Chair may help to facilitate social time in advance or after meetings to enhance teamwork within the group, by encouraging Trustees to get to know and understand each other's background, skills and perspective.

The Chair should take the lead in ensuring a proper induction programme for all new appointees to the Trust Board (assisted by the Vice Chair and Clerk where appropriate). The Chair should also lead on evaluating the performance of the Trust Board as whole, as well as individual Trustees, preferably on an annual or biennial basis. The Chair's performance should be subject to review by fellow Trustees also. Following the reviews, the Chair should follow through on any training and development needs which have been identified.

The Chair has a crucial role to play in managing communications with the Trust's stakeholders and ensuring that Trustees develop an understanding of the needs and desires of parents, pupils, staff, partners and funders, as well as regulators. There is also key role to play in dealing with the media, particularly during a crisis, to ensure that communication is consistent, accurate and appropriate.

## What makes an effective Chair?

An effective chair needs self-confidence, usually acquired through experience, good listening skills and charisma, which arises from being simultaneously in control, yet still open to contributions. To lead the Trust Board effectively, the Chair must know the Trustees and Corporate Team, their strengths and weaknesses, so that they can be challenged on relevant matters, prioritise what needs discussion or not and ensuring discussions remain on point. A visible presence, walking the floor in schools, motivating and talking to staff, as well as meeting and presenting to external stakeholders, is important.

The Higgs Review of 2003 found that an effective Chair:

- Upholds the highest standards of integrity, probity and good governance, leading by example
- Sets the agenda, tone and style of board discussions to promote debate and discussion and sound decision-making
- Ensures a clear structure for running board meetings, including starting and finishing on time and spending proportionate amounts of time on thorny and complex issues
- Promotes effective communications, inside and outside the boardroom
- Builds an effective board by initiating change and succession planning for board vacancies
- Ensures that Board decisions are implemented effectively
- Establishes a close relationship of Trust with the senior executives, providing wise counsel, advice and support, but at the same time being careful not to interfere with operational management decisions
- Provides coherent leadership of the organisation, including representing the organisation to the outside world and understanding the views of all the organisation's key stakeholders.

Being Chair is a challenging role. A good chair will have a clear vision and focus on strategy, bringing together the disparate skills, qualities and experience of other Trustees. The Chair should foster a positive

culture of corporate governance which then permeates down through the organisation and delivers positive results.

## The role of Committees

The Trust Board may establish committees either with delegated authority to make decisions or to provide advice and support, informing the overall work of the Trust Board. However, these committees are not legally responsible or accountable for statutory functions – the Trust Board always retains overall accountability and responsibility. The responsibilities of Trust Board committees will be set out in their terms of reference; the responsibilities for Local Governing Bodies are set out in this Scheme of reserved decisions and delegation. The Trust Board always has the power to appoint and remove committee members and committee chairs.

TRUE Learning will have six board committees:

- Achievement and Standards
- Audit and Risk
- Finance
- Physical Resources
- People
- Remuneration

The terms of reference for these six committees of the Trust Board are set out in Appendix A

## The role of the Local Governing Body (LGB)

The Trust Board will ensure that each school has its own Local Governing Body who will recommend a chair for approval by the Trust Board. The Trust Board will ensure at least 2 of the LGB members are parents or carers, and will determine what functions will be delegated. High level delegated responsibilities include:

- Building an understanding of how the school is led and managed
- Monitoring whether the school is:
  - providing an appropriate standard of education, care, welfare and safeguarding in accordance with Trust policies
  - is meeting the agreed KPIs
  - managing its finances well
- Engaging with stakeholders
- Reporting up to the Trust Board

The Local Governing Body's role is to exercise leadership on behalf of the Trust in the running of the individual School and to provide information to the Trust Board on its operation and performance. It will exercise its responsibilities and powers in partnership with the Headteacher and the Trust's Corporate Team. It is agreed that at the outset, individual schools may, if they wish, keep their current governing body composition and membership and may organise their sub-committee structure as they see fit, provided the

essential functions of education and achievement, pupil welfare, finance, premises and human resources, admissions, curriculum and spiritual, moral, social and cultural development (SMSC) are covered off.

The Local Governing Body and Headteacher have full delegated responsibility, in accordance with this document, for the day to day leadership and management of their school. Each Local Governing Body also has a key role to play in the overall development and success of the Trust and in contributing to joint working and sharing of best practice between schools in the Trust.

In particular, the Local Governing Body will:

- Help the School to set high standards by planning for the future, set and agree targets, monitor and evaluate performance.
- Determine and approve the School's Development Plan in line with the Trust's Vision, Mission and Values
- Be a critical friend to and hold leaders to account for the pace of improvement and the achievement of all children
- Ensure the application of the Trust's vision and values at a local level
- Ensure sound management and administration of the School and ensure all staff have the necessary qualifications, experience, skills and training to carry out their role
- Ensure the School complies with all Trust-wide policies and procedures, as well as statutory and legal requirements
- Help the school respond to and meet the needs of local parents and the wider local community
- Ensure all local governors are able to understand, interpret, and compare school performance, attendance, admissions and exclusions data
- Ensure local governors have the skills and knowledge to assess the school's financial performance

In line with the Trust's policies and procedures, the Local Governing Body will undertake the following specific tasks:

- Ensure that the Local Governing Body consists of a minimum of 9 members, with a maximum of 3 being staff (including the Headteacher) and 2 parents
- Recommend a governor for appointment as Chair of the Local Governing Body, subject to the approval of the Trust Board
- Appoint a Vice Chair
- Hold at least 3 Local Governing Body meetings per year
- Make arrangements for the election/appointment of parent and staff governors in line with the Trust's procedures.
- Ensure a clerk is appointed and implement arrangements in accordance with the Trust Board's requirements, including keeping accurate minutes of all meetings and supplying copies promptly to the Trust Board

- Maintain and publish, through the clerk, a register of governors, Headteacher's and Deputy Headteacher's outside interests and adhere to the Trust's Code of Conduct and policies on managing conflicts of interest
- Establish sub-committees as it sees fit with appropriate documented terms of reference and appoint the chairs of these sub-committees. Ensure that the sub committees consist of a minimum of 5 members, 3 of which are not staff
- Carry out and report regularly on all duties and responsibilities delegated by the Trust Board
- Local Governors shall hold office for a term of 4 years and may serve for a maximum of two terms, with the chair voted in annually. When joining the Trust, Governors terms of office renew with time served prior to the Trust not counted towards the 4-year term. A governor may serve for more than two terms under exceptional circumstances with the agreement of the Trust Board.
- The quorum for a Local Governing Body or sub-committee meeting to proceed shall be at least 50% of governors/ sub-committee members present, of whom no more than one third may be staff governors. In Local Governing Body meetings each governor shall hold one vote, but in the event of a tie, the Chair shall hold a casting vote.
- The Chief Executive, the Headteacher or any person nominated by them shall have the right to attend all meetings of a Local Governing Body or its sub-committees.

As a committee of the Trust Board, delegation can be removed at any time, for example if there are performance issues or severe financial pressures or irregularities.

## The role of the Chief Executive

The Chief Executive has the delegated responsibility for the operation of the Trust including the performance of the Trust's schools and the Chief Executive performance manages the individual Headteachers alongside the local governing body members. As there is delegation to a Local Governing Body (LGB) this is usually with the LGB chair alongside.

The Chief Executive is the designated 'Accounting Officer' and so has overall responsibility for the operation of the Trust's financial obligations and must ensure that the organisation is run with financial effectiveness and stability, avoiding waste and securing value for money. The role of the Chief Executive is set out in detail in the Job Description and Person Specification for that role.

The Chief Executive leads the Corporate Team of the Trust, which includes the Chief Financial Officer, the TL Director of HR and Personnel, the TL Executive Assistant, the TL Director of ICT and Network Operations, the TL Director of Health and wellbeing, and in due course a Chief Operating Officer, and Executive Director of Information Management. The Chief Executive will delegate executive management functions to members of the Corporate Team, but remains accountable to the Trust Board for the performance of the Corporate Team. The Corporate Team at Trust level will have primary responsibility for the following functions across all the Schools within the MAT:

- Finance and accounting functions
- Payroll and HR matters, including Occupational Health
- Information and Communications Technology (ICT)
- Procurement and purchasing of supplies and joint contractual opportunities (e.g. grounds maintenance and catering)

- Sourcing of external improvement partner services
- Developing the strategic business plan
- Developing a Training Framework
- Development of Statutory Policies
- Seeking to secure additional sources of funding to support schools
- Developing a talent spotting, recruitment and succession planning framework
- Developing a robust and effective risk management system

The overarching function of the Corporate Team is to provide support, to protect, to anticipate, to challenge and to empower each individual school. The Trust will resource these functions by charging a top-sliced contribution from individual school budgets. The Trust Board will determine the amount of the contributions after consultation with Local Governing Bodies. The specification and agreed service levels for activities to be performed by the Trust will be set out in a service level agreement.

### **The role of the individual Headteacher**

An individual Headteacher is responsible for the day to day management of their School and is line-managed by the Chief Executive in conjunction with the local governing body Headteacher pay committee, but will report to the Local Governing Body on matters which have been delegated to the Local Governing Body. The Headteacher will also be part of the MAT Executive Strategic Group which consists of the CEO, CFO, and Headteachers or other senior leaders of individual schools within the MAT.

The Scheme is divided into four sections as follows:

- Strategy & Leadership
- Education
- Finance
- People

# Strategy and Leadership

	Members	Trustees	CEO	LGB	Headteacher
Set strategic objectives of the Trust & Academies		Determine - for the Trust & Academies	Develop - in the case of the Academies in consultation with LGB & Principal	Recommend	Consult - in the case of their Academy
Develop the character, mission & ethos of Trust & Academies		Determine - for the Trust Consult - for the Academies	Develop - for the Trust  Consult - for the Academies	Deliver - for the Academies	Recommend - for the Academies
Deliver strategic objectives of the Trust & Academies		Review	Deliver	Review	Deliver
Scrutiny: Performance - review & challenge progress of the Trust against its strategic objectives and KPIs		Review - progress of the Trust & Academies	Set strategic objectives of the Trust & Academies	Review - progress of the Academy  Report - progress to the CEO & Board	Report - progress of the Academy to the LGB
Scrutiny: Ethos - operation of the Trust & Academies against the agreed character, mission & ethos		Review	Develop the character, mission & ethos of Trust & Academies	Review	Report

	Members	Trustees	CEO	LGB	Headteacher
Compliance: Funding Agreement - comply with all obligations including the Academies Trust Handbook		Review	Deliver strategic objectives of the Trust & Academies	Comply	Comply
		Scrutiny: Performance - review & challenge progress of the Trust against its strategic objectives and KPIs	Deliver: Performance - review & challenge progress of the Trust against its strategic objectives and KPIs		
		Scrutiny: Ethos - operation of the Trust & Academies against the agreed character, mission & ethos	Deliver: Ethos - operation of the Trust & Academies against the agreed character, mission & ethos		
		Compliance: Funding Agreement - comply with all obligations including the Academies Trust Handbook	Comply: Funding Agreement - comply with all obligations including the Academies Trust Handbook		
Compliance: Regulatory - with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety)		Review	Deliver Report - to Board	Review	Deliver Report - to LGB & CEO
Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds		Determine - policies to ensure compliance Review	Deliver Report - to Board	Review	Deliver Report - to LGB & CEO



	Members	Trustees	CEO	LGB	Headteacher
Compliance - completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions		Determine - policies to ensure compliance Deliver		Deliver	
Trust Risk Register		Review delivery	Deliver - management of corporate risk register	Review - Academy risk register	Deliver - management of Academy risk register
Appointments of Trustees and Governors - ensuring processes in place for appointment of Trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)	Members approve	Determine - policies and criteria for the selection of Trustees and Governors Review - the Board's own performance	Report - to the Board on the performance of the LGBs Review - annually the size, structure and composition and skill Determines of LGBs	Review - procedures for the election of staff and parent governors of the LGB Review - own performance	
		Review - performance of the LGBs	Recommend - if appropriate changes to the size and composition of the LGBs		
Register of Interests		Deliver		Deliver	
Appointment of Clerk - Board and LGBs		Deliver - appoint the clerk to the Board and sub-committees		Deliver - appoint the clerk to the LGB	

	Members	Trustees	CEO	LGB	Headteacher
Policies - review and approval of Trust Wide Policies (including admissions, DBS, charging and remissions policies, health & safety and safeguarding)		Determine	Deliver - presenting policies to the Board for approval  Report - material non-compliance to the Board	Review - all policies approved by the Board and Academy specific policies	Deliver - presenting Academy specific policies for approval by the LGB  Report - non-compliance to the LGB and the CEO
Prepare terms of reference for LGB's and Committees		Deliver  Review - annually	Develop	Consult	
Training programme for Trustees and governors		Deliver	Develop	Deliver	Consult

# Education

	Members	Trustees	CEO	LGB	Headteacher
Academy Development Plan - for each Academy in line with strategic aims of the Trust		Determine - the Academy Development Plan in consultation with the appropriate LGB	Deliver - drafting and agreeing the Academy Development Plan	Recommend - Academy Development Plan to the Board	Work with the CEO in producing the Academy Development Plan  Review - the Academy Development Plan
Key Performance Indicators - setting and reviewing performance of the Trust & the Academies		Determine - Trust wide and Academy KPIs  Review - performance against KPIs	Consult - with the LGBs and propose KPIs to the Board  Receive reports - from the LGBs and report performance of the LGBs against KPIs	Recommend - targets for performance of the Academy to the CEO  Review - performance of the Academy and report to the CEO  Deliver - holding leadership to account for delivery against KPIs	Deliver - performance of the Academy against KPIs  Report - performance of the Academy to LGB

	Members	Trustees	CEO	LGB	Headteacher
Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes		Review - the work of the CEO	Deliver - supporting the Academies and intervening where appropriate	Consult Review	Review - management of staff to ensure teaching and learning objectives are met  Report- strengths and concerns in the quality of teaching to LGB
Curriculum - setting the curriculum for the Academies and reviewing its effectiveness		Determine - curriculum and standards  Review - effectiveness of the curriculum across Trust	Deliver Recommend	Review	Deliver
Curriculum - ensuring that the legal requirements for children with special needs are met and that they are given support for learning.		Comply	Deliver Recommend	Review	Deliver
Pupil Premium - reviewing and challenging the value for money/ ROI of the Pupil Premium in terms of educational outcomes and narrowing the achievement gap		Review	Report - to Board effectiveness of use of the Pupil Premium across Trust	Determine & Review - how Pupil Premium is spent at the Academy	Deliver Report - on effectiveness of use of the Pupil Premium
Collective worship arrangements for school without religious character		Comply	Review	Review	Deliver
Set admissions policy		Comply	Develop Recommend	Review	Deliver

	Members	Trustees	CEO	LGB	Headteacher
Admission decisions				Deliver	Consult
<p>Review - considering and evaluating performance of the Academies by:</p> <ul style="list-style-type: none"> <li>▪ reviewing progress against agreed KPIs</li> <li>▪ holding each academy's leadership to account for academic performance, quality of care and quality of provision</li> <li>▪ monitoring the overall effectiveness and efficiency of leadership and management at the Academies</li> </ul> <p>receiving reports on the quality of teaching and learning and making recommendations to the Board.</p>		Review	Review	Deliver	Report
Self-evaluation - carrying out the self-evaluation process and the areas for improvement with particular regard to outcomes and success criteria.		Review	Determine	Review	Deliver
Report - termly to Board on performance		Review	Review	Deliver	Deliver

	Members	Trustees	CEO	LGB	Headteacher
Student issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)		Review	Review delivery	Receiving reports from the Principal  Report any material issues to the Board and the CEO	Deliver - ensuring student issues are dealt with in accordance with Trust and Academy Policies  Report - to the LGB on any material issues
Academy Hours - setting the opening and closing times for the Academies		Determine - in consultation with LGBs	Determine	Consult - with the Trust Board	Comply
Term Dates and length of school day		Determine - in consultation with LGBs	Determine	Consult - with the Board	Comply
School lunch - ensure provided to appropriate nutritional standards				Review	Deliver
Provision of free school meals to those meeting criteria				Review	Deliver
Safeguarding - including ensuring each Academy has appointed a Designated Safeguarding Lead, ensuring compliance with statutory guidance and maintenance of single central record.		Review	Review	Deliver	Determine Deliver

	Members	Trustees	CEO	LGB	Headteacher
<p>Stakeholder Engagement -</p> <ul style="list-style-type: none"> <li>Promoting partnership working between parents/carers and the Academies to promote high standards of attendance, behaviour and learning by students.</li> <li>Undertaking consultation with students, parents/carers and other stakeholders as part of a programme of regular self-evaluation by the Academies to assess its performance against its stated aims and objectives.</li> </ul> <p>Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall student experience.</p>		Review	Consult	Determine	Deliver
<p>Ofsted Inspections Trust Support -</p> <ul style="list-style-type: none"> <li>Board will liaise with Ofsted where MAT is inspected or it will assist with an Academy inspection.</li> </ul>		Deliver	Deliver	Support	Support



CEO will ensure Trust is prepared for inspection and manage the process from a Trust perspective where the impact of the Trust is under review					
	<b>Members</b>	<b>Trustees</b>	<b>CEO</b>	<b>LGB</b>	<b>Headteacher</b>
CEO will support LGBs and Principals/Headteachers for individual Academy inspections			Deliver		
Ofsted Inspections: Academies		Review	Support	Deliver	Deliver

# Financial

	Members	Trustees	CEO	LGB	Headteacher
Appointment of the Audit & Risk Committee		Deliver			
Appointment of the Accounting Officer & Chief Financial Officer		Deliver	Deliver - the Accounting Officer role		
Recommend appointment of External Auditors to the Members		Deliver			
Appointment of the Internal Auditors		Deliver			
Approve Annual Accounts	Approve	Approve	Deliver - arrange for auditing and filing of annual report and accounts	Comply - by ensuring Academy keeps proper records and providing such information to assist the Trust in preparation of the Annual Accounts	
Scheme of Financial Delegation & Financial Policies -establishing of policies and procedures to ensure		Determine	Review - compliance Report - any issues or	Review - compliance by the Academy	Comply

compliance with the Trust's financial and reporting requirements		Comply  Review	non-compliance to the Board  Comply	Report - any issues or non-compliance to the CEO and/or CFO  Comply	
Bank Accounts - authorising the establishment of bank accounts and approve bank mandates in the name of the Trust		Determine	Recommend		
Funding Model - agreeing a funding model across the Trust and develop an individual funding model for the Academies) so as to the secure the Trust's financial health in the short term and the long term		Determine - in consultation with the LGBs	Recommend a funding model to the Board for approval  Review	Consult - with the Board  Review - compliance with the overall financial plan for the Academy	Comply
Trust Annual Budget - formulating and setting the Trust wide budget		Determine  Approve - significant variances (as defined in the Scheme of Financial Delegation)	Deliver - preparation of Trust budget and present to the Board for approval  Review - submission of Trust budget to the EFA		
Academy Annual Budgets - formulating and determining the		Determine	Deliver - preparation of Academy budgets in	Consult - with	Deliver - in

proportion of the overall budget to be delegated to each Academy (including uses of contingency funds/ balances)		Approve - significant variances (as defined in the Scheme of Financial Delegation)	consultation with the LGBs and present to the Board for approval	CEO & CFO in respect of the Academy's requirements Comply Approve within permitted limits	consultation with CFO  Comply
Expenditure and ensuring delivery of Annual Budgets		Review	Report - to the board any material issues with delivery against the Annual Budget by the Academies  Receive reports - on matters of concern in connection with compliance with the Annual Budgets	Review Report - to the CEO any issues with expenditure or compliance with the Annual Budgets by the Academy	Report - to the LGB any need for any matters of concern in respect of the Academy's annual budget
Reporting: financial reporting and KPIs		Determine  Review	Deliver	Review	Deliver
Investments - agreeing the investment policy in line with the Academies Financial Handbook and the Scheme of Financial Delegation		Determine and review delivery	Deliver		
Setting Trust wide procurement policies (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the		Determine	Deliver	Comply	Comply

Funding Agreement, Academies Financial Handbook and the Trust's procurement policy					
Setting academy specific procurement policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy		Determine	Review	Deliver - in accordance with Trust policy	Recommend
Enter into contracts - up to limit of delegation set out in Scheme of Financial Delegation		Review and deliver	Review and deliver	Review and deliver	Deliver
Asset and Premises Maintenance Strategy - determining use of Academies' premises and ensuring premises are adequately maintained		Determine - Trust wide policy	Recommend	Determine - academy plan in accordance with Trust policy Review delivery of academy plan	Deliver - in accordance with Academy policy
Acquiring and disposing of Trust land		Deliver	Recommend to the ESFA		
Changing use of Assets		Deliver	Determine	Recommend to the Board of any changes to fixed assets used by the Academy	
Arranging insurance for the Trust		Determine	Deliver		

# People

	Members	Trustees	CEO	LGB	Headteacher
Appointing the CEO		Appoint			
Appointing the Principals at each Academy		Approve -in consultation with the CEO/ LGBs	Recommend - sit on appointment panel along with, Trustee & [two] representatives of the relevant LGB	Recommend - [two representatives ] to sit on the appointment panel with the CEO & a Trustee	
Appointing of cross-Trust Staff (in line with recruitment policy)		Review	Appoint and report to the Board		
Appointing Academy SLT (excluding Headteacher)			Consult	Appoint and report to the Board	Recommend
Appointing Academy Staff (excluding SLT & Headteacher)				Appoint	Recommend
Establishing Trust wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations		Determine Review	Comply	Review	Comply

Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust's pay policy and all statutory regulations)		<p>Review - in respect of CEO</p> <p>Receive reports - in respect of appraisal arrangements and outcomes</p> <p>Review - any appeals in respect of the Principals and cross academy staff</p>	<p>Review - in respect of Principals and cross Trust staff (and any appeals from Academy staff)</p> <p>Review - and Report - (annually) to the Board on appraisal arrangements and outcomes</p>	<p>Assure - in respect of performance management of Principal</p> <p>Review - any appeals respect of all other staff</p>	<p>Review - in respect of all other staff</p> <p>Report - annually to the CEO on appraisal arrangements and outcomes</p>
Setting Terms and Conditions of Employment and Staff Handbook		Determine - and consider any proposals by LGBs to make amendments	Recommend	Consult - report to Board on any suggested changes to the Academy's terms and conditions	Comply
Dismissing CEO, Principals/Headteachers, senior/ cross Trust staff (in accordance with the Trust disciplinary and capability policies)		Determine and review - in respect of the CEO	<p>Determine and review - in respect of Principals, cross academy staff and senior leadership teams of the Academies</p> <p>Report - any dismissals to the Board</p>	Review - in respect of the Principal of the Academy	
Dismissing all other staff (in accordance with the Trust disciplinary and capability policies)			<p>Review</p> <p>Report - to the Board</p>	Review (in consultation)	Comply



				with the CEO)	
				Report - to the CEO	
Reviewing discipline and grievance policy		Review delivery	Recommend	Review - in line with Trust policy	
Determining and allocating central services provided to the Academies by the Trust		Determine (in consultation with the LGBs)	Deliver- on recommending the allocation of services to the Board	Consult	Consult
Overseeing the effectiveness of services provided centrally by the Trust		Review	Deliver and report to Board	Advise	Advise
Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community		Review	Deliver - Trust wide activities	Comply	Comply
Information management - including adopting and following policies for information security and compliance with FoI and DPA legislation and maintaining accurate records (staff, student)		Determine	Deliver	Comply	Comply
Academy Prospectus			Review	Deliver	Recommend
Trust Prospectus and website		Review	Deliver		

## Thresholds for delegations to Local Governing Bodies

True Learning principle of 'aligned autonomy' means that all decisions should be made by the most local and least centralised competent authority, in most instances this is the Local Governing Body (LGB) and the Headteacher and their Senior Leadership Teams of each individual school. However, The TRUE Learning Partnership's Trust Board retains a range of powers to intervene depending on the nature and scale of any issues. Any such issues will be evaluated by the Trust Board's Achievement and Standards Committee under guidance from both the Chief Executive and TL's School Improvement Officer. In instances where the concerns are financial or contractually related, such issues will be evaluated by the Trust Board's Finance Committee and People Committee. Both committees will make a recommendation to the full Trust Board in relation to the removal of some, or all, of the Local Governing Body's delegations.

Academic standards in the schools will be evaluated using the professional judgement from the following sources:

School Improvement Partners

TL School Improvement Framework data monitoring

TL MAT Data Dashboard Summary

National comparisons of the most recent academic results

Range of indicators provided by the DfE performance tables

Ofsted reports

Additional external commissioned school evaluation reports

Schools in True Learning that are judged to be at least good by Ofsted and have a balanced financial plan, will normally be allowed full delegation, as defined in TL's Scheme of reserved decisions and delegation, to the LGB, including the approval of the School Development Plan.

In the event of any evidence of a significant dip in performance or serious financial weakness the Trust Board reserves the right to withdraw elements of delegation, a dip in performance can be evidenced by:

A school being judged by Ofsted to be Requiring Improvement, have Serious Weaknesses or require Special Measures

A school having serious financial weakness based on advice from TL auditors, internal audit processes, inability to set an in-year balanced budget or breach of the 'TL Financial Operations Manual'

A school deemed to be at serious risk by either another external regulatory body or by the Achievement and Standards Committee through the analysis of the data sources as described above and with advice from TL's School Improvement Partner.

In the event of such evidence, the Chief Executive will support the work of the Headteacher and will work together to establish a School Improvement Action Plan, to be jointly managed between the Headteacher and the Chief Executive. Both the School

Development Plan and the School Improvement Action Plan will be approved by the Trust Board and progress towards meeting the targets will be monitored by the respective Trust Board's Sub-Committee. The Chief Executive will have, for a clearly determined time period (as detailed within the School Improvement Action Plan), the authority to direct the Headteacher within the parameters of the School Development Plan and School Improvement Action Plan, draw upon appropriate expertise and will be accountable directly to the Trust Board. The Trust Board will decide on appropriate levels of financial delegation given the individual circumstances of the school.

Formal review of the level of delegation will be undertaken by the Trust Board at least annually and the conclusion will be communicated back to the respective Local Governing Body.

In this Scheme the phrases used above have the following meanings:

**Comply:** the individual/group will follow agreed policies and procedures.

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

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

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

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

**Recommend:** the individual/group that should make recommendations as to how a particular task should be completed.

**Report:** the individual/group that has responsibility for reporting on the delivery of tasks.

**Review:** the individual/group that has responsibility for reviewing whether a particular task is being carried out satisfactorily and where appropriate requiring action to be taken to ensure task is delivered appropriately. In the case of:

## Appendix A – Committee Terms of Reference

### **People Committee**

#### **Purpose**

The People Committee has delegated responsibility from the Trust Board of The True Learning Partnership (the “Trust”) for the following:

- To take a strategic overview of HR across the Trust’s schools.
- To ensure that the Trust addresses compliance with employment law and health and safety and safeguarding duties.
- To provide oversight, monitoring and assurance that the Trusts Strategic Objectives are met where it relates to the Trusts People and the duties outlined below.
- To refer major issues to the full Trust Board for discussion and ratification and to consider specific issues remitted by the Trust Board to the committee for detailed consideration.

#### **Membership**

- The Committee shall comprise four members of the Trust Board including:  
The Chief Executive (ex officio)  
Three Trustees
- Members of the Committee shall serve a term of 2 years.
- The Committee will elect a chair from within its own membership, who shall serve for a period of two years. The Chair may not be an employee of the Trust. In the absence of the Chair, members shall appoint a temporary replacement from among their number present at the meeting. Where necessary, the Chair may have a second or casting vote.
- Non-voting participants may be invited to meetings by the committee as and when required, including:
  - Headteachers of individual schools
  - Chairs or governors of Local Governing Bodies
  - External expert speakers
  - Director of Human Resources
  - Chief Financial Officer
  - Trust Safeguarding Lead
  - Director of Health and Wellbeing

#### **Quorum**

The quorum for meetings shall be 3 members present in person or by appropriate virtual means.

#### **Appointment of Clerk**

- The Committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.

- No committee member employed by the Trust shall act as Clerk to the Committee.

## **Meetings**

### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the Committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

### **Frequency of Meetings**

- There shall be at least three meetings within each academic year, once each term
- Additional meetings may be called by the Chair of the committee or at the request of the Trust Board.

### **Authority**

- The committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any Trustee, committee, Local Governing Body, sub-committee of the Local Governing Body, Executive or employee of the Trust. All Trustees, Governors, Executives and employees of the Trust are directed to co-operate with any request made by the committee.
- The committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.

### **Duties**

The committee is authorised to carry out the following activities:

- To develop, review and oversee the implementation of the Trust's HR policies, including recommendations for the adoption of, and amendments to policies.
- To oversee the procedures for appointment of all members of staff in line with The True Learning Operations Controls Manual and Scheme of Delegation.
- To review on behalf of the Trust Board annually, the performance management policies for all staff.
- To carry out the Trust Board's responsibilities in relation to Safeguarding, including recommending a Safeguarding Policy to the Board.
- Provide an annual report to the Trust Board on the monitoring of safeguarding issues.
- Agree and monitor a training strategy for executive management, teachers, support staff,

trustees and local governors.

- To approve applications for early retirement, secondment and long term (i.e. over 1 month) leave of absence not covered by local agreements.
- To draft and review, in consultation with the Chief Executive, a policy on absence management for the approval of the Trust Board.
- To carry out staff-related tasks as specifically delegated by the Trust Board.
- To receive reports on key HR metrics such as absences, turnover, feedback from exit interviews and staff surveys and to escalate to the Board any areas of concern.
- To monitor, update and review when appropriate and make recommendations to the Trust Board on the following policies: -
  - Disciplinary and Grievance Procedure
  - Equality and Diversity
  - Managing Staff Absence
  - Performance Management
  - Safeguarding

### **Reporting Procedures**

- The Clerk to the Committee shall circulate minutes of the meetings of the Committee to the Trust Board
- The Chair of the Committee shall give a verbal summary of the Committee's deliberations, if necessary, at meetings of the Trust Board.

## **Remuneration Committee**

### **Purpose**

The Pay Committee of The TRUE Learning Partnership will be appointed by the Trust Board. It is authorised to recommend/decide all pay matters and allow the Head Teachers to confirm pay awards to staff upon its direction.

### **Membership**

- The committee shall comprise of four members of the Trust Board.
- The Chief Executive Officer is not a member of the pay committee, he/she will attend all meetings in an advisory capacity following his/her moderation of the appraisal pay recommendations. The CEO's pay is part of the remit of this committee and he/she will withdraw from the meeting during consideration of any changes to his/her salary or pay range.
- Members of the committee shall serve a term of two years.
- The Committee will elect a chair from within its own membership, who shall serve for a period of two years. The Chair may not be an employee of the Trust. In the absence of the Chair, members shall appoint a temporary replacement from among their number present at the meeting. Where necessary, the Chair may have a second or casting vote.

## **Quorum**

The quorum shall be a minimum of 3 members present in person or by virtual means.

### **Appointment of Clerk**

- The Committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.
- No committee member employed by the Trust shall act as Clerk to Committee.

## **Meetings**

### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the Committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

### **Frequency of Meetings**

- The committee shall meet as often as necessary to fulfil its responsibilities.
- Meetings will normally be held a minimum of once a year in the Autumn term.

### **Authority**

- The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any Trustee, Committee, Local Governing Body, Sub-Committee of the Local Governing Body, Officer or Employee of the Trust. All Trustees, Governors, Officers and Employees of the Trust are directed to co-operate with any request made by the Committee.
- The committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.
- **Pay Range Decisions**
  1. Determination of pay range for Chief Executive Officer.
  2. Determination of pay range for Chief Financial Officer.
  3. Determination of pay range for Head Teachers of Trust Schools (upon recommendation from LGB).
  4. Determination of pay ranges for all leadership roles with a starting salary above £55,000 (upon recommendation from LGB).
  5. Determination of pay range for all Corporate Team staff
- **Pay Progression**
  1. Determination of pay progression of Chief Executive Officer
  2. Determination of pay progression of Chief Financial Officer



## **Duties**

The committee will have full powers to make decisions within the pay policy adopted by the trust. The terms of reference are as follows:

- To achieve the aims and objectives of the trust's pay policies
- To apply the criteria set by the policy, including linkages with the appraisal policy, in determining the pay of each member of staff
- To observe all statutory and contractual obligations for both teaching and support staff.
- To ensure that the policy complies with the most recent School Teachers' Pay & Conditions Document
- To ensure that the policy complies with the most recent support staff terms and conditions (e.g. Green Book)
- To ensure that all pay decisions have regard to current legislation
- To ensure that all pay decisions of joint trust and school staff are aligned with the Performance Management procedures as detailed in the TTLP Operations Manual.
- To recommend the annual pay budget for TTLP central services employed staff, including pay progression at all levels.
- To minute clearly the reasons for pay decisions and to report a summary of these to the full Trustee Board.
- To ensure that each member of teaching staff receives a written statement of the breakdown of pay as at 1st September.
- To ensure that staff know the procedure for making an appeal against pay decisions.
- To ensure that clear job descriptions for each post at the school, so that additional allowances can be awarded in a fair, equitable and consistent manner.
- To keep abreast of developments influencing pay considerations and to advise the Trust Board of any future business implications and when policies may need review.

## **Pecuniary Interest**

No Trustee may participate in discussions leading to recommendations/decisions in which he/she has a pecuniary interest.

## **Reporting Procedures**

- The full Trust Board will receive the anonymised information about appraisal outcomes and their link to salary progression.
- This Pay committee report will be placed in the confidential section of the agenda. Once decisions have been made/communicated, they will be advised in writing to members of staff.

## **Physical Resources Committee**

### **Purpose**

The Physical Resources Committee has delegated responsibility from the Trust Board of The True Learning Partnership (the "Trust") for the following:

- To take a strategic overview on premises-related issues across the Trust's schools.
- To ensure that the Trust addresses its statutory responsibilities with regard to Health and Safety

as well as occupier's liability and compliance duties.

- To refer major issues to the full Trust Board for discussion and ratification and to consider specific issues remitted by the Trust Board to the committee for detailed consideration.
- To develop, review and oversee the delivery of the committee's strategic plan

## **Membership**

- The Committee shall comprise five members of the Trust Board including:  
The Chief Executive (ex officio)  
Four Trustees
- Members of the Committee shall serve a term of 2 years.
- The Committee will elect a chair from within its own membership, who shall serve for a period of two years. The Chair may not be an employee of the Trust. In the absence of the Chair, members shall appoint a temporary replacement from among their number present at the meeting. Where necessary, the Chair may have a second or casting vote.
- Non-voting participants may be invited to meetings by the committee as and when required, including but not limited to:
  - Headteachers of individual schools
  - Chairs or link governors of Local Governing Bodies
  - External expert speakers
  - Director of Business & Operations
  - Chief Financial Officer

## **Quorum**

The quorum for meetings shall be 3 members present in person or by appropriate virtual means.

### **Appointment of Clerk**

- The committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.
- No committee member employed by the Trust shall act as Clerk to the committee.

## **Meetings**

### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

### **Frequency of meetings**

- There shall be at least three meetings within each academic year, once each term
- Additional meetings may be called by the Chair of the committee or at the request of the Trust Board.

### **Authority**

- The committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any Trustee, committee, Local Governing Body, sub-committee of the Local Governing Body, Executive or employee of the Trust. All Trustees, Governors, Executives and employees of the Trust are directed to co-operate with any request made by the committee.
- The committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.

### **Duties**

#### **Estates Management**

The committee is authorised to carry out the following activities:

- To receive and approve the Estates Management Plans
- Agree level of maintenance service the Trust will buy from external service providers.
- To receive and approve an Asset Management Plan and Accessibility Plan for the Trust's schools.
- To ensure that a programme of statutory testing and compliance is in place for the Trust's premises.
- Research and keep under review the opportunities (and challenges) from developing extended school activities and income-generation.
- To carry out any other premises-related tasks specifically delegated by the Trust Board.

#### **Health & Safety**

- To carry out the Trust Board's responsibilities in relation to Health & Safety including recommending a draft Health and Safety policy to the Board.
- Examine internal and external health and safety reports and audits on behalf of the Trust Board and discuss, oversee and monitor actions taken and areas of improvement.
- Monitor to ensure that suitable risk assessments have been prepared and action taken to minimise risk.
- To oversee arrangements for the security of school premises and equipment.
- Provide an annual report to the Trust Board on the monitoring of health and safety issues.
- To monitor, update and review when appropriate and make recommendations to the Trust Board on the Health and Safety Policy.

## Reporting Procedures

- The Clerk to the Committee shall circulate minutes of the meetings of the Committee to the Trust Board
- The Chair of the Committee shall give a verbal summary of the Committee's deliberations, if necessary, at meetings of the Trust Board.

## Achievement and Standards Committee

### Purpose

The Achievement and Standards Committee has delegated responsibility from the Trust Board of The True Learning Partnership (the "Trust") for the following:

- To take a strategic overview of curriculum, quality, standards and achievement across the Trust's schools.
- To ensure that the Trust addresses the raising of standards in teaching and learning, student achievement and outcomes.
- To refer major issues to the full Trust Board for discussion and ratification and to consider specific issues remitted by the Trust Board to the committee for detailed consideration.

### Membership

- The Committee shall comprise four members of the Trust Board including:  
Chief Executive  
Three Trustees
- Members of the Committee shall serve a term of two years.
- The Committee will elect a chair from within its own membership, who shall serve for a period of two years. The Chair may not be an employee of the Trust. In the absence of the Chair, members shall appoint a temporary replacement from among their number present at the meeting. Where necessary, the Chair may have a second or casting vote.
- Non-voting participants may be invited to meetings by the committee as and when required, including but not limited to:
  - Headteachers of individual schools
  - Chairs or link governors of Local Governing Bodies
  - School Improvement Partner(s)
  - Quality Assurance Consultants
  - External expert speakers

### Quorum

The quorum shall be a minimum of 2 members and the CEO present in person or by virtual means.

#### Appointment of Clerk

- The Committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.

- No committee member employed by the Trust shall act as Clerk to the committee.

## **Meetings**

### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

### **Frequency of meetings**

- There shall be at least three meetings within each academic year, once each term
- Additional meetings may be called by the Chair of the committee or at the request of the Trust Board.

### **Authority**

- The committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any Trustee, committee, Local Governing Body, sub-committee of the Local Governing Body, Officer or Employee of the Trust. All Trustees, Governors, Officers and Employees of the Trust are directed to co-operate with any request made by the committee.
- The committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.

### **Duties**

The committee is authorised:

- To ensure that the curriculum provided across the Trust's schools meets the statutory requirements, including those for reporting.
- To set Key Stage, GCSE and Sixth Form targets for the performance of the Trust each year.
- To monitor the Trust's performance regarding student achievement.
- To advise on ways in which Trustees and local governors can be involved in curriculum aspects of the School Development/Improvement Plan and the Self Evaluation Form.
- To monitor progress towards the Trust Development Plan
- To review the aims of the school curriculum in relation to the current statutory requirements on offer by the Trust, including those for Religious Education, Collective Worship and Sex & Relationships Education.
- To monitor pupil progress in relation to the targets set and with specific reference to particular groups.
- To agree actions and monitor progress towards improving standards of teaching and learning.

- To approve a Special Educational Needs and Disability (SEND) Policy and monitor its implementation via an annual report
- To prepare and review other curriculum policies within the committee's overall curriculum, quality and standards remit.
- To monitor the impact of curriculum policies and planning on students' learning.
- To receive reports from Local Governing Bodies.
- To be mindful of the requirements of the Equalities Act.
- To consider other matters, as determined from time to time by the Trust Board.
- To receive information from the Executive Management Team and staff about how the curriculum is evaluated and resourced
- To consider and advise the Trust Board on standards and other matters relating to the Schools' curriculum, including statutory requirements and the schools' curriculum policies
- To consider curricular issues which have implications for finance and personnel decisions and to make recommendations to the Trust Board and other committees
- To make arrangements for the Trust Board to be represented at School Improvement discussions with the Local Authority and Regional Schools Commissioner, when necessary, and for reports to be received
- To understand the teaching philosophy of The True Learning Partnership and lend support and advice if required
- To review the information and data about school performance and use this to contribute to school development planning and the SEF
- Together with the Chief Executive, local Headteachers and staff, identify priorities for School Improvement plans, consider drafts for discussion and approval by the Trust Board and monitor, at least once a term, progress of implementation
- To encourage shared ownership of the development of the schools by staff, parents, governors and pupils, interpreting and developing their wishes in so far as they impact on raising standards
- To ensure the requirements of children with special educational needs and/or disability are met through establishing and monitoring a SEN policy and any arrangements for gifted and talented children.
- To ensure that the Trust meets the needs of looked-after children
- To ensure that the Trust meets the statutory requirements of equality legislation
- To monitor pupil attendance and set targets as necessary
- To monitor pupil discipline and behaviour
- To agree protocols for Trustee and governor monitoring visits to the Trust's schools
- Monitor the implementation of the Trust's Performance Management Policy
- Monitor and report on the use made of the Trust's Pupil Premium budget
- To monitor, update and review when appropriate and make recommendations to the Trust Board on the following policies: -
  - Admissions

- Special Educational Needs (SEN) and Disability
- School performance information published on website
- To monitor or and assist in the administration of the following:
  - Pupil disciplinary matters, including exclusions, appeals and behaviour incident monitoring
  - Setting of appropriate and challenging year group and end of key stage targets
  - Assessment arrangements for pupils at the end of each key stage
  - Reporting arrangements to parents and carers.

### **Complaints/Comments**

The committee should be involved should any complaint/comments be made relating to the curriculum.

- The committee must consider formal complaints about modification or disapplication in respect of individual pupils and make appropriate recommendations to the Trust Board about any action required.
- The Terms of Reference will be reviewed annually.

### **Reporting Procedures**

- The Clerk to the Committee shall circulate minutes of the meetings of the Committee to the Trust Board and Local Governing Bodies.
- The Chair of the Committee shall give a verbal summary of the Committee's deliberations, if necessary, at meetings of the Trust Board.

## **Finance Committee**

### **Purpose**

This document sets out the terms of reference of the Finance Committee. This Committee will work closely with the Audit and Risk Committee because both the Finance Committee and Audit and Risk Committee of the True Learning Partnership will support the Board of Trustees in discharging its statutory responsibilities and accountabilities in accordance with the Trust's Articles of Association and under the Academy Trust Handbook and the Trust's Scheme of Delegation. The Finance Committee will do this by providing independent and objective advice on all key matters relating to financial planning, effective use of resources and oversight of financial performance, and the production of its statutory financial statements and returns.

In the event of any uncertainty regarding these terms of reference, the Scheme of Delegation shall take priority.

In particular the Committee will have a critical role in:

- ensuring that the trust remains solvent and in sound financial health;
- reviewing and challenging, the actions and judgements as necessary in relation to the Trust's financial statements and ensuring their timely production and compliance with charity and company law and other legal requirements as necessary;
- Recommend the annual budget to the full board for approval
- Regularly monitoring actual income/expenditure
- Awarding contracts by tender (in excess of £100k)
- Monitoring the effectiveness of financial procedures and controls

The Committee will act in accordance with the Trust's vision, mission and values and refers major issues to the full Trust Board for discussion and ratification and consider specific

issues remitted by the Trust Board to the Committee for detailed consideration in accordance with the Scheme of Delegation.

### **Membership**

Up to four trustees, the majority of whom will have with no executive responsibility for the management of the Trust or its academies/schools.

If not attending the Committee meeting in their capacity as a trustee, in attendance will be the CEO, CFO, and Governance Professional.

At least one of the Committee members shall be appropriately financially qualified and/or experienced. The Committee will appoint a member of the Committee as its Chair. The Chair of the Board of Trustees will NOT chair the Committee.

### **Quorum**

The quorum for meetings shall be three members present in person or by appropriate virtual means. If a member of the Committee withdraws from the meeting due to a conflict (or potential conflict) of interests, the meeting must still be quorate in order for a vote to be conducted.

Any trustee may attend the Committee's meetings, including those who are not members of the Committee with the permission of the Chair. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

Appropriate visitors may attend the meetings with the approval of the Chair - for example, an expert contributor such as an accountant may be invited to speak on key matters or headteachers, or other senior members of staff. All Committee members are informed of any visitors, with appropriate notice, in the agenda.

### **Appointment of Clerk**

- The committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.
- No committee member employed by the Trust shall act as Clerk to the committee.

### **Meetings**

#### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

#### **Frequency of meetings**

- There shall be at least three meetings of the Committee within each Academic Year, if



practicable to feed into Trust Board meetings and relevant accounting deadlines, such as approval of Annual Report & Accounts and ESFA Budget Returns.

- Additional meetings may be called by the Chair of the Committee or at the request of the Trust Board.

### **Authority**

- The committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any Trustee, committee, Local Governing Body, sub-committee of the Local Governing Body, Executive or employee of the Trust. All Trustees, Governors, Executives and employees of the Trust are directed to co-operate with any request made by the committee.
- The committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of outsiders with the relevant experience and expertise, if it considers this necessary.

### **Duties**

#### **Scope of the Committee's duties and responsibilities**

The Committees is authorised to:

- a) investigate any activity within its Terms of Reference;
- b) seek any information it reasonably requires for the proper performance of its role;
- c) in compliance with all procurement and value for money requirements, obtain such external legal or other independent professional advice as is reasonably necessary for the performance of its role, the cost of which shall be borne by the Trust;
- d) review the adequacy and effectiveness of the Trust's arrangements for securing value for money; and
- e) have the right to ask those 'in attendance' to leave.

#### **Financial planning, control and budgeting**

- To receive recommendations made by the Secretary of State for Education or the ESFA are adopted if they improve the financial management of academies.
- To monitor the management of the Trust's financial affairs
- To receive and recommend the Trust's Annual Report and budgets
- To review and approve any unique/unexpected funding submissions or applications.
- To receive and approve the Trust budgets and accompanying commentary prior to final submission to the Trust Board and the ESFA.
- To receive and review the Trust's management accounts and accompanying management report, discuss any material variances to broad budget headings and agree any actions necessary to improve the Trust's financial performance.
- Report to the Board any significant variances in the performance of the academy against the

annual budget plan;

- Review financial performance against agreed key financial performance indicators on a regular basis.
- To receive investment expenditure budgets and accompanying commentary
- To scrutinise and approve any Estates, marketing and IT strategy plans so any significant financial implications for the Trust are fully understood and accepted as required.
- To oversee the School resource management self-assessment tool completion and timely submission.
- Ensure that the conditions of the Trust's Funding Agreement are met, including compliance with the Academy Trust Handbook.
- To review and approve the Trust's Financial Procedures and systems of internal control and assurance.
- Ensure adequate insurance provision has been arranged for the Trust
- Abide by the Trust's governing documents and any ESFA guidance and strategy documents.

### **Policies**

To review and approve (annually unless specified)

- The Investments Policy
- Charging and remissions policy
- Financial procedures Module
- Operational Controls Manual
- Reserves Policy
- Trustees, Governors and Co-opted Advisors Expenses Policy [triennially] Lettings Policies

### **Reporting Procedures**

- The Chair of the Committee shall give an oral summary of the Committee's deliberations, if necessary, at meetings of the Trust Board and at the AGM and shall prepare a summary for inclusion in the Trust's Annual Report
- An annual work plan for the Committee to discharge its duties shall be prepared and approved by the Committee. This plan is adaptable based on resource and need and shall be kept under review by the Committee.

### **Receiving reports**

- To receive any relevant reports from the Executive Management Group or other meetings.

- To receive reports on the management of assets including premises and their security, ensuring an asset recording system is in place.

### **Resources**

- Any financial resources, as identified within the annual budget, necessary to achieve the Committee's objectives.
- Any management resources necessary to achieve the Committee's objectives
- Appointment of other professional advisors as required to perform its role effectively
- Chief Financial Officer to draft papers and reports for the Committee in conjunction with the Chair and Trust CEO.

### **Purpose**

This document sets out the terms of reference of the Audit and Risk Committee. The Committee is responsible to the Board of the Trust. The Committee will work closely with the Finance Committee because both the Finance Committee and Audit and Risk Committee of the True Learning Partnership will support the Board of Trustees in discharging its statutory responsibilities and accountabilities in accordance with the Trust's Articles of Association and under the Academy Trust Handbook and the Trust's Scheme of Delegation. The Audit and Risk Committee will do this by providing independent and objective advice on all key matters relating to internal and external audit and assurance including the appointment and oversight of the auditors and their work, the identification and management of risk and in general being the focus on behalf of the Trust for all aspects of assurance and compliance.

In the event of any uncertainty regarding these terms of reference, the Scheme of Delegation shall take priority.

The Committee must:

- Oversee and approve the trust's programme of internal scrutiny
- Ensure that risks are being addressed appropriately through internal scrutiny
- Report to the board on the adequacy of your trust's internal control framework (this includes financial and non-financial controls and management of risks)
- Review the statutory financial accounts and recommend to Trust Board

The Committee will act in accordance with the Trust's vision, mission and values and refers major issues to the full Trust Board for discussion and ratification and consider specific issues remitted by the Trust Board to the Committee for detailed consideration in accordance with the Scheme of Delegation.

### **Membership**

Up to four trustees, the majority of whom will have with no executive responsibility for the management of the Trust or its academies/schools.

At least one of the Committee members shall be appropriately qualified and/or experienced. The Committee will appoint a member of the Committee as its Chair. The Chair of the Board of Trustees will NOT chair the Committee.

## **Quorum**

The quorum for meetings shall be three members present in person or by appropriate virtual means. If a member of the Committee withdraws from the meeting due to a conflict (or potential conflict) of interests, the meeting must still be quorate in order for a vote to be conducted.

Any trustee may attend the Committee's meetings, including those who are not members of the Committee with the permission of the Chair. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

Appropriate visitors may attend the meetings with the approval of the Chair - for example, an expert contributor such as an accountant, risk management professional or auditor may be invited to speak on key matters or headteachers, or other senior members of staff. All Committee members are informed of any visitors, with appropriate notice, in the agenda.

## **Appointment of Clerk**

- The committee shall appoint a clerk to take minutes and manage the business of the committee.
- In the absence of the Clerk, members will appoint a replacement for the meeting.
- No committee member employed by the Trust shall act as Clerk to the committee.

## **Meetings**

### **Preparation**

- The Clerk to the committee shall be responsible for convening the meetings of the committee. Proceedings of any meetings must be minuted.
- The Clerk to the committee shall circulate to members the agenda and papers at least a week before each meeting, where possible.
- Minutes must be presented for approval at the next committee meeting and remitted to the next meeting of the full Trust Board.

### **Frequency of meetings**

- There shall be at least four meetings of the Committee within each Academic Year, if practicable to feed into Trust Board meetings and relevant accounting deadlines, such as approval of Annual Report & Accounts and ESFA Budget Returns.
- Additional meetings may be called by the Chair of the Committee or at the request of the Trust Board.

## **Authority**

The Committee will:

- Agree an annual programme of work to deliver internal scrutiny and produce an annual report in respect of this.
- Review the ratings and responses on the risk register to inform the programme of work, making sure checks are adjusted as appropriate each year
- Agree who'll perform the work
- Consider:
  - Reports at each meeting from those carrying out the work
  - Progress in addressing recommendations
  - Outputs from other assurance activities by third parties, including Education and Skills Funding Agency (ESFA) financial management and governance reviews, funding audits and investigations
- Have access to, and consider the quality of, the external auditor and those carrying out internal scrutiny

The committee will have oversight of financial and non-financial controls and risks at **each** academy. It must also make sure that finance and funding information submitted to the DfE and ESFA by the trust and individual academies is accurate and compliant.

The Committees is authorised to:

- a) investigate any activity within its Terms of Reference;
- b) seek any information it reasonably requires for the proper performance of its role;
- c) in compliance with all procurement and value for money requirements, obtain such external legal or other independent professional advice as is reasonably necessary for the performance of its role, the cost of which shall be borne by the Trust;
- e) review the adequacy and effectiveness of the Trust's arrangements for securing value for money; and
- f) have the right to ask those 'in attendance' to leave.

### Duties

- To consider the effectiveness of the Trust's identification and management of risk as delegated by the Trust Board.
- To offer an ultimate port of call for any urgent or highly sensitive concerns raised under the Trust's Whistleblowing Policy in respect of the Trust's integrity, financial or otherwise.
- Abide by the Trust's governing documents and any ESFA guidance and strategy documents.
- Uphold the Vision, Mission and Values of the Trust.
- Serve the interests of the Trust and be accountable to the Trust Board.

### Policies

- To review and recommend for approval by Trust Board (annually unless specified)
  - the Anti-Fraud, bribery and corruption policy
  - Financial procedures Module
  - Operational Controls Manual

- Data protection (GDPR incl Freedom of Information) [Biennially]
- Website privacy Notice
- Data protection statement
- Protection of biometric information of children in schools and colleges (included in GDPR)
- Declaration of Business Interests Form [Biennially]
- Conflicts of Interest Policy (triennially)
- Donations Policy (every 4 years)
- To oversee individual schools' Critical Incident Policies

## Audit

The Committee will:

- advise the Board of Trustees and Members in relation to the appointment of the internal and external audit service, the terms of such appointments, the scope of work to be undertaken by them and the associated fee; monitor their performance in accordance with agreed criteria; and make recommendations to the Members in respect of reappointments, resignations and dismissals
- Agree an annual programme of work to deliver internal scrutiny
- Review the ratings and responses on the risk register to inform the programme of work, making sure checks are adjusted as appropriate each year
- Agree who'll perform the work
- Consider:
  - Reports at each meeting from those carrying out the work
  - Progress in addressing recommendations
  - Outputs from other assurance activities by third parties, including Education and Skills Funding Agency (ESFA) financial management and governance reviews, funding audits and investigations
- Have access to, and consider the quality of, the external auditor and those carrying out internal scrutiny
- Meet at least annually with auditors to consider accounts

The committee will have oversight of financial and non-financial controls and risks at **each** academy. It must also make sure that finance and funding information submitted to the DfE and ESFA by the trust and individual academies is accurate and compliant.

## Risk management

In relation to internal control and risk management the Committee is authorised to:

- a) advise the Board of Trustees on the adequacy and effectiveness of the Trust's systems of internal control and its risk management and governance processes
- b) ensure the Trust's Risk management processes include contingency and business continuity planning;
- c) ensure that the risk register covers the full operations and activities of the trust

- d) review the adequacy and robustness of the Trust's risk registers, processes and procedures for the identification, assessment, evaluation, management and reporting of risks
- e) to review any Trust updates on GDPR compliance policies and procedures; to receive any reports on data breaches and any other IT incidents and consider the adequacy of the actions taken to prevent recurrence; and any reports to/from the ICO.

## **Fraud**

The Committee will review the Trust's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately.

The Committee will monitor policies in relation to Data protection, freedom of information, IT and Data Security and Storage, Whistleblowing, Anti-Fraud and Bribery, the fraud response plan and related matters and to agree changes as necessary.