



Five Rivers Multi-Academy Trust

Scheme of Reservation and Delegated Authority

Endeavour. Empower. Excel

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1 Introduction and Rationale

The Five Rivers Multi-Academy Trust (FRMAT) is a charitable company limited by guarantee. “It is an independent legal entity with whom the Secretary of State has decided to enter into a funding agreement on the basis of agreeing their articles of association.” (Governance Handbook).

The Five Rivers Multi-Academy Trust is a registered charity which was incorporated in May 2016.

As an academy trust the FRMAT is a single legal entity, a charitable company, with a board that is accountable for all of the academies within the Trust. There is no lead academy within a MAT. The MAT board is equally responsible and accountable for the performance of all the academies within the Trust. Even where the Trust was originally established by one stronger academy ‘taking on’ weaker academies, once the MAT is formed it becomes one organisation and the Trust Board must not favour or show allegiance preferentially to one academy, but rather govern in the interests of all pupils and foster a common ethos and vision across the whole MAT.¹

The **Articles of Association** for the Five Rivers Multi-Academy Trust (separate document) set out the internal management, decision making and mode of operation of the Trust, as well as its liabilities.

The Scheme of Delegation defines:

- the roles, responsibilities and decision making of the Trust Board;
- the person(s) to whom authority will be delegated for each role/responsibility/decision;
- the procedures to be followed by the person(s) with delegated authority.

The Trust Board delegates responsibility for the performance of the Trust, including academies within the Trust, to:

- academy local governing bodies (LGBs)
- committees of the Trust Board;
- the Chief Executive Officer (CEO) and the Executive Leadership Team (ELT);

The Scheme of Delegation is a critical document in the functioning of the Five Rivers Multi-Academy Trust. It is a “live” working document that not only guides the actions of those who work in the Trust but must also reflect good governance and management.

The initial version of this document was approved by Trustees in November 2016.

This revised version incorporates the **Scheme of Financial Delegation** into the main document, as well as recent developments in the MAT, designed to improve and enhance governance and stakeholder engagement. This version builds on the initial version.

¹ See Governance Handbook January 2017 section 5.2.2 for more details

The document will continue to be updated as issues arise.

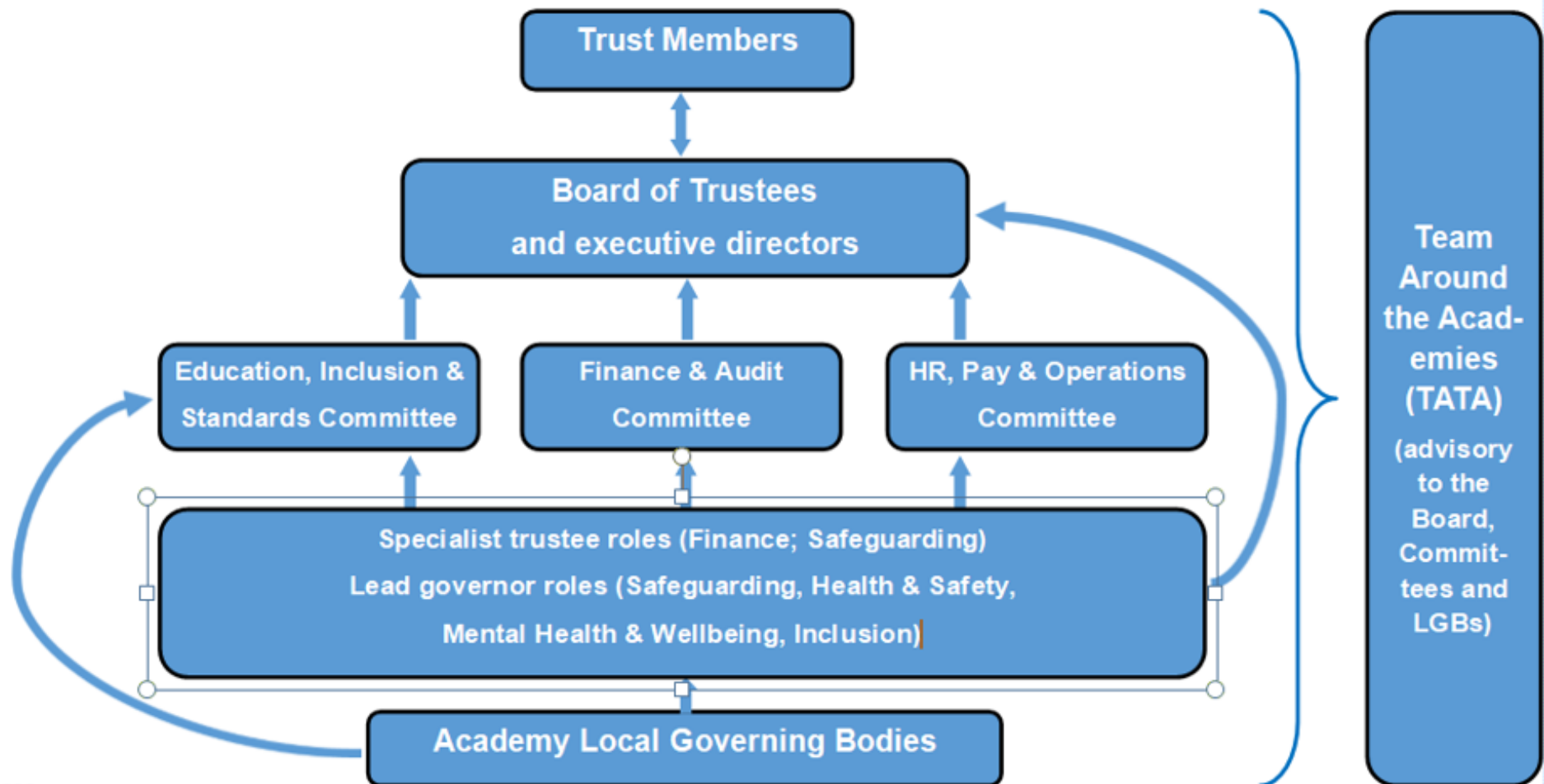
The document should be seen as a means of supporting the achievement of the Trust's Vision and Values (Appendix 1), whilst ensuring that the Trust meets all statutory obligations. There will also be a continuing reference to parents, staff and children in order to ensure engagement and involvement with the local community.

The overall structure of the governance and leadership of the FRMAT is shown in Section 2 of this document.

The names of role holders can be found in Appendix 2.

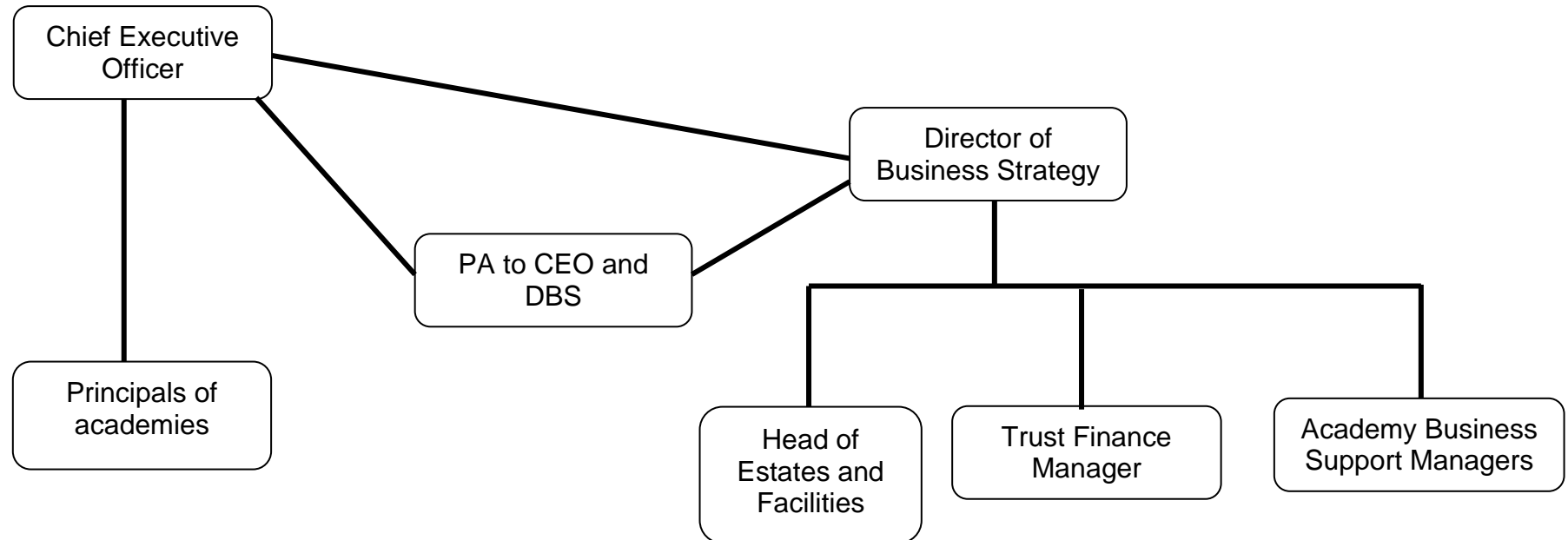
2 Overall Governance Structure

Five Rivers MAT Governance Model



Oct 2022

2.1 FRMAT Staffing Structure – Executive Leadership Team



3 Members

The members are equivalent to the shareholders of the Academy Trust, a charitable company. They have ultimate control over the Academy Trust.

Specific responsibilities of Members are as follows:

- Reviewing, amending and agreeing the articles of association
- Changing the name of the trust
- Receiving an Annual Report from the Board and the CEO on the Trust's performance (including standards)
- Receiving the Trust's audited annual accounts
- Appointing and removing Members
- Appointing / removing trustees;
- Appointing external auditors for the Trust and academies
- Ensuring the governance structure is fit for purpose;
- Holding the Trust Board to account;
- The link trustee/member to performance manage the Trustees, using an approximate three year cycle.²

Further details may be found in the Governance Handbook section 5.2.1.

The current membership is given in Appendix 2.

4 Trustees

The Trustees are equivalent to the directors of the Academy Trust, a charitable company and must comply with company law requirements.

The trustees are responsible for setting the direction of the Academy Trust, holding the Chief Executive Officer (CEO) to account and ensuring financial probity. As charity trustees, they must also ensure that they are complying with charity law requirements.

Further details may be found in the Governance Handbook (Jan 2017) section 5.2.1. The current membership is given in Appendix 2. The terms of reference for the Trust Board are outlined in Appendix 3.

Trustees have a number of areas of work:

Strategy and Planning:

- establishing and steering the Trust's clarity of purpose;
- scrutinising plans for growth or consolidation;

² Approximately every 3 years, a Member will discuss with each Trustee, their performance, tenure, meeting attendance, etc.

- education policy;
- information systems;
- Human Resource Management.

Governance:

- overseeing effective governance and decision-making;
- internal control and managing risk: ensuring that the Trust is meeting its statutory and legal responsibilities.

Financial stewardship:

- ensuring the trust is financially competent and has a sustainable budget;
- audit;
- asset management;
- fundraising.

Performance:

- ensuring pupils are gaining the best education and experience possible;
- putting in place effective leadership and holding the executive leadership to account;
- performance management.

5 Committees of the Board of Trustees

The Trust Board has established the following Committees:

- Education, Inclusion & Standards (Appendix 4)
- Finance and Audit (Appendix 5)
- HR, Pay and Operations (Appendix 6)
- Growth Strategy Group (Appendix 7)

These committees have delegated powers as set out in this scheme of delegation. Terms of reference including quoracy rules and meeting frequency for each committee are contained within this document.

6 Local Governing Boards

6.1 Authority and Responsibility

6.1.1 Local Governing Boards

The Trust Board of FRMAT has established Local Governing Boards (LGBs) to monitor, support and challenge academy senior leadership teams in the overall quality and effectiveness of education, inclusion and standards in each academy.

LGBs have a delegated responsibility to ensure each academy engages effectively with its local community and that the voice of local stakeholders, particularly parents and pupils, is heard and taken into account.

Local Governing Boards are accountable to the Education, Inclusion and Standards Committee for the delivery of their responsibilities. Terms of reference for the Local Governing Boards is contained in Appendix 8.

The Board is not a subcommittee of the Education, Inclusion and Standards Committee and acts in an advisory capacity only. The board has no legal powers or operational responsibilities/duties. Terms of reference for the Local Governing Boards are contained in Appendix 8.

7 CEO and Executive Leadership Team

The CEO and Executive Leadership Team (ELT) are responsible for supporting the Trust Board in all aspects of the operation and development of the Multi-Academy Trust. They provide a link between the individual academies and the Trust.

The current post-holders are listed in Appendix 2.

8 Academy Intervention Board

An Academy Intervention Board (AIB) will be established for a newly acquired academy if the Trust Board, on the advice of the CEO, are concerned that additional support and guidance is required for the Principal and the SLT and that the normal local governance arrangements of the MAT are not appropriate at the time of academisation;

The Chair and members of the AIB will be appointed by the Trust Board on the advice of the CEO.

The delegated functions of the AIB will be limited to those which are critical to the progress of the academy to Good.

These critical functions will be determined by the AIB and the CEO.

9 Stakeholder Forums

Three stakeholder forums will be established in each academy of the MAT, once the academy is deemed to be stable and progressing. The forums will be:

- Children's Forum
- Staff Forum
- Parents and Community Forum

In each case the objective is to:

- create a communication channel between the forum and the Trust Board;
- enable each constituency to raise issues of interest/concern with respect to an individual academy or the MAT as a whole;

- provide the Trust Board with the means of informing/consulting with all stakeholders about MAT-wide activities and future plans.

9.1 Children's Forum

The Executive Leadership Team (ELT) and Trust Board of the Multi-Academy Trust (MAT) recognise the importance of a dialogue between children and their academy in order to establish the vital partnership necessary to support the children's learning and the development of the MAT.

They will ensure that the views of children are sought and taken into account in the strategic decision making process as well as the day to day operation of the school.

The Children's Forum will be a key part of this process.

The Chair/Vice Chair will be named members of SLT within the academy.

The Children's Forum will be an integral part of the School Council.

Membership will be the School Council membership.

The Children's Forum will:

- become a place for children to express their views about their academy and the MAT;
- act as a sounding board for the SLT, ELT and Trust Board around future developments for the academy and the MAT.
- actively encourage and support all children to participate in the process of academy improvement;
- act as a listening post for other children and feed their views and comments into discussions of the Forum;
- review, develop and monitor the school's contribution to children's well-being, including the extent to which children feel safe, adopt healthy lifestyles and contribute to the school and wider community
- assist in finding solutions to issues raised and discussed at the meetings of the Children's Forum;
- meet at least 3 times a year (once every term);
- business will be part of a School Council meeting once per term;
- disseminate its outcomes with the School Council minutes which are posted on the academy website and also circulated to the ELT;
- report on the work of the Children's Forum to other children;
- agenda planning will be standing item at each Children's Forum meeting.

Review of the Children's Forum business will be a standing agenda item for the Trust Board Education, Inclusion & Standards Committee.

9.2 Staff Forum

Five Rivers Multi-Academy Trust (FRMAT) is committed to supporting and developing a Staff Forum in each of its academies.

The Executive Leadership Team (ELT) and Trust Board of the Multi-Academy Trust (MAT) recognise the importance of a dialogue between staff members and their academy and the MAT, in order to establish the vital partnership necessary to support the children's learning.

Membership is all staff.

Agenda items will be suggested by staff using communication mechanisms within the school, or will come from the Trust Board.

The Staff Forum will:

- become a place for staff to express their views about their academy and the MAT;
- actively encourage and support all staff members to participate in the process of academy and MAT improvement;
- support the academy and the MAT in communicating effectively with staff;
- act as a sounding board for the ELT and Trust Board around future developments for the academy and the MAT.
- be involved in commenting on specific Trust/academy policies and practice and provide feedback to the academy, ELT and the Trust Board;
- help to develop systems to enable Five Rivers Multi-Academy Trust to communicate more effectively with staff;
- assist in finding solutions to issues raised and discussed at the meetings of the Staff Forum;
- recognise that the Staff Forum is an advisory and consultative body;
- Meet once per term

Staff Forum notes will be available for all staff by email, or by hard copy to those members of staff who do not have email. Copies of notes will also be circulated to the ELT.

The Staff Forum will **not**:

- become involved in staffing, personnel or financial/contractual issues;
- get involved in discussions surrounding individual children, staff or parents;
- become a forum for individual staff issues. These must follow the normal FRMAT procedures.

9.3 Parent and Community Forum

Five Rivers Multi-Academy Trust (FRMAT) is committed to supporting and developing a Parent & Community Forum in each of its academies.

The Executive Leadership Team (ELT) and Trust Board of the Multi-Academy Trust (MAT) recognise the importance of a dialogue between parents and their academy in order to establish the vital partnership necessary to support the children's learning.

The academy and the MAT are enthusiastic about engaging with the wider community, not only to enrich the educational provision but also to foster understanding and tolerance.

The Parent & Community Forum will take place during ordinary parent meetings organised by the school (e.g coffee mornings). The aims of the Parent & Community Forum are to:

- encourage parents to participate in the life and work of their academy;
- become a place for parents to express their views about their academy and the MAT;
- engage with community representatives so that concerns of the wider community are also given a voice;
- actively encourage and support all parents to participate in the process of academy improvement;
- support the academy in communicating effectively with parents;
- act as a sounding board for the SLT, ELT and Trust Board around future developments for the academy and the MAT.
- provide comment on specific academy policies and practice and provide feedback to the academy SLT and ELT;
- enable Five Rivers Multi-Academy Trust to communicate more effectively with parents;
- assist in finding solutions to issues raised and discussed at their meetings;

The forum will be an advisory and consultative body. It will meet at least three times a year (once every term). The notes of meetings will be made available to all parents and will be shared with Trust Board, its committees, governing boards and ELT.

The Parent & Community Forum will **not**:

- become involved in staffing, personnel or financial/contractual issues;
- get involved in discussions surrounding individual children, staff or parents;
- become a forum for individual parents' complaints. These have to follow the normal FRMAT procedures. This does not prevent parents giving their views on topics being discussed.

10 SUMMARY SCHEME OF DELEGATION

10.1 GOVERNANCE

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
High level governance							
Reviewing, amending and agreeing the articles of association	YES	Propose					
Changing the name of the trust	YES	Propose					
Appointing and removing Members	YES						
Appointing and removing Trustees	YES	Propose					
Appointing and removing external auditors for the Trust and academies	YES	Propose					

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval of Trust Scheme of Delegation		YES			Draft and propose		
Appoint / remove the Clerk to the Trust Board		YES			Propose		
Appoint the Accounting Officer		YES					
Appoint the Chief Financial Officer		YES					
Publish the Trust's governance arrangements					YES – delegate to Clerk to Trust Board		
Handling complaints (see Complaints Procedure)	Yes – if complaint about Chair of Trust Board	Yes – if complaint about a Trustee, CEO or Director		Yes, if complaint about Principal (in liaison with CEO) and respond to any escalated complaints from academy	Yes, if complaint about Principal, Director or other escalated complaints from academy		Yes, if complaint about academy or its staff
Ensure adequate insurance arrangements are in place		YES			Propose		

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Distributed Governance (Trust Business)							
Approval of changes to governance structure (e.g. set up of new trust committee / change delegated power or membership of an LGB / establish an AIB)		YES			Propose		
Approval of terms of reference for Trust Board Committees		YES			Draft and propose		
Elect Chairs and Vice Chairs of Trust Board		YES					
Elect Chairs, Vice Chairs and members of Trust Committees		YES					
Elect lead trustees as per the governance structure (e.g.		YES					

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
safeguarding lead)							
Local Governance (Academy Business)							
Approval of LGB constitution and terms of reference		YES		Propose changes	Draft and propose		
Appointing and removing Local Governors		YES		Propose	Propose		
Appoint Chair of Local Governing Boards		YES		Propose			
Appoint / remove the Clerk to Local Governing Boards		YES		Propose			
Trust wide strategy, vision and values							
Determine and approve changes to the vision and values of the Trust		YES		Consult	Propose / Consult	Consult	

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Determine the vision and values of individual academies, ensuring that it remains consistent and within the overall vision and values of the Trust		YES		Propose and monitor	Monitor	Implement and monitor	Develop and propose
Determine the Trust's strategic business planning objectives and monitor progress against this		YES	Input to	To note for info	Draft and propose	Input	Input
Ensure that each academy has in place a strategic implementation plan and that there is a robust strategy in place for achieving this			EIS to note for info	Approve	Input	Input	Draft and Propose
Approve applications for schools to join the trust		YES	Consult	Consult	Propose	Due diligence	Consult

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Enter into, or withdraw from a formal school to school partnership arrangement with another trust / school		YES	Consult		Propose	Due diligence	
Development of Policies and Procedures							
Approve statutory and non-statutory trust wide policies and procedures			YES – as relevant	Consult on educational policies only	Draft and propose	Consult	Consult
Approve statutory and non-statutory academy policies			YES – as relevant	Yes – educational policies only	Draft and Propose		Draft and Propose
Organisation of Trust							
Determine academy term dates, length, organisation of academy day, age ranges, extended provision		YES – significant changes as defined by DfE must be submitted to RSC for approval		Propose	Propose		Propose

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
		following board approval					
Approval of academy admissions policies and criteria – every 7 years		YES – this cannot be delegated		Propose	Propose		Propose
Corporate Communications							
Media relations and responses		Oversight of contentious media relations and approval of response where appropriate			Reactive local and national media relations and responses	Reactive local media relations	<p>Principals – website and social media</p> <p>Proactive media relations</p> <p>To liaise with the CEO and director where a response is required to</p>

Governance	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
							reactive media relations
Website Compliance			HR, Pay and Operations Committee to review compliance against statutory guidance on academy and trust websites.	Conduct academy level website audit to ensure compliance. Report to HR, Pay and Operations Committee	CEO / Director to ensure trust website is up to date and accurate. Ensure compliance with national expectations on trust websites (Clerk to TB to audit and make recommendations)		Principal to ensure academy website is up to date and accurate. Address actions identified by website audit.

10.2 FINANCIAL DELEGATION

Financial Delegation (Budgets, Finance and Risk)							
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Statutory Reporting							
Annual accounts and annual report	Members to receive approved accounts ESFA to receive approved accounts	YES	Finance and Audit Committee to review draft prior to Trust Board approval		CEO and CFO to draft in partnership with auditors Once approved, ensure publication on website (delegated to Clerk of TB)		
Maintain a register of business interests for the Trust		Oversee			CEO – delegated to Clerk of Trust Board		
Complete and submit other accounting returns			FAC to approve where appropriate		CFO or delegated		
Authorisation for PAYE returns					CEO in partnership with		

					CFO and auditors / payroll		
Authorisation to complete and submit VAT returns					CFO in liaison with Finance Manager and auditors		
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Budget and management reporting							
Approve a three year balanced budget for the trust (including top slice arrangements)		YES Lead Finance Trustee to scrutinise prior to approval	Finance and Audit Committee to review and scrutinise prior to Trust Board approval		Develop and propose		Input
Approval of short and medium term reserves spend		YES	Finance and Audit Committee to propose		Develop and propose	Input	Consult
Academy level budget monitoring					YES		YES

	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Purchases, payments and expenditure							
Setting up new users on the Trust's financial accounting system					CFO / Trust Finance Manager		Requests
Ordering of goods and services within the approved budget		Trust Board approval for orders over £100,000 (following competitive tendering process – should be minuted or approval sought via email with majority votes obtained)	Finance and Audit Committee to approve orders between £50,001 and £100,000 (following competitive tendering process) – should be minuted or approval sought via email with majority votes obtained		CFO approval for orders between £10,001 and £30,000 (following the securing of three quotations) CFO and CEO approval for orders between the value of £30,001 and £50,000 (a competitive tendering process should be carried out as per the Competitive Tendering Policy)		Approval (up to the value of £10k) – 3 quotes required for anything over £5k and also advised for all purchases regardless of value

	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
BACS payments for goods or services within the approved budget No payments processed without prior order approval					CFO approval for values higher than £10k 2 signatories required for values of £5k or more (on invoice certification)		Approval (up to the value of £10k) 2 signatories required for values of £5k or more (on invoice certification)
Approval of Trust Procurement / Competitive Tendering Policy		Approval	Consideration and recommendation to Trust Board		Draft and develop		
Approval of related party transactions (RPTs)	ESFA prior approval required for RPTs exceeding £20k in any financial year	Trust Board to receive annual report which details RPTs in year	Finance and Audit Committee to review RPTs		CFO to ensure RPTs are subject to approval and ESFA notified (regardless of value)		Principals to ensure RPTs are subject to prior approval with CFO
Entering into contracts			Finance and Audit Committee approval for contracts outside of the approved budget		Approval of contracts that fall outside of the approved budget (up to the total value of £30k)		Approval of contracts where these have been approved as part of the annual budget

	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval of non-staffing expenditure not provided for in the annual budget		Trust Board approval of expenditure beyond £30k which cannot be balanced in year and which requires a call on reserves	Finance and Audit Committee approval of expenditure beyond £30k (or any amount which takes the annual budget into a deficit but where adjustments can be made in year to offset this)		CEO / CFO approval of expenditure up to the value of £30k (or any amount which retains an end of year surplus or balance)		
Systems of internal financial control							
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Ensure proper financial controls are in place across the Trust	Appoint / remove external auditors	Appoint internal auditors and make recommendation to Members on options for external audit	Agree themes of internal scrutiny based on risk		CFO to ensure adequate financial controls are in place Head of Estates and Facilities to ensure adequate asset management		Spot checks to ensure proper financial controls are in place

					systems are in place		
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
External and internal audit recommendations		Receive recommendations / management report	Receive recommendations / management report		Review reports and ensure recommendations are addressed	Review progress against internal audit where recommendations are specific to the academy	Ensure academy internal audit report recommendations are addressed
Dealing with incidents of (or suspected) fraud, theft and / or irregularity	Report to ESFA full details any unusual or systematic fraud regardless of the value		Finance and Audit Committee to receive full debrief report and approve measures to mitigate against future occurrences		CFO to investigate and put in place mitigating measures plus a full debrief report to F&A Committee. CFO to also notify ESFA	Participate in debrief	Participate in debrief
Review risk management and maintain a Trust Risk Register		Retain overarching ownership of Trust Risk Register and review once per annum – delegate specific risks to committees	Ownership of risks that are relevant to the TOR of the committee. Review at each meeting	Ownership of academy level risk register that align with the TOR	Develop and review. Present to committees and TB	Review	Develop and review academy level risk register and present to LGB. Raise any high level risks to CEO for inclusion in Trust Risk Register

Accepting of gifts and hospitality (ref Gift and Hospitality Policy)					Approval to accept compassionate gifts up to the value of £25 (as per the policy) and include in register		Approval to accept compassionate gifts up to the value of £25 (as per the policy) and include in register
Banking and cash management							
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval to borrow money (bank or sponsor loan / overdraft)	ESFA approval required	Submit request to ESFA	Recommend approval to board		Recommend approval to F&A Committee		
Entering into guarantees, indemnities and letters of comfort	ESFA consent required if exceeds 1% of annual income, £45k individually or 2.5% or 5% of annual income cumulatively	Submit request to ESFA outside of delegated control. Sign off any other request					

	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval to invest (as per Investment Policy)		Approval	Recommendation to board		Review options and present to F&A committee		
Open a bank account		Approved signatory			Approved signatory		
Amend, remove or add signatories to the bank account		Chair of Trust Board (who should also be an approved signatory)			Approved signatory		
Applications for procurement card (credit card)					Approval		Submit application to CFO / CEO
Transactions							
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
New creditors authorised to be					Finance Manager approval for		Request made to Finance Manager

added to the accounting system (ref Financial Procedures Manual for checking requirements)					academy requests for new creditors to be added (independent verification required) CFO approval for request for new MAT creditors to be added (independent verification check required)		
Payroll approval (monthly sign off)					CEO / Director to approve monthly payroll		Principal and academy delegate (BSM) to scrutinise payroll reports before authorisation
Authorisation of expenses claims			Finance and Audit Committee to monitor trustee expenses		Authorisation of claims from Trust Board, LGB members, Principals and central MAT staff		Authorisation of claims from academy level staff members

					(cannot authorise own expenses)		
Approval of income against budget					CFO for Trust controlled income		Principal for academy controlled income
Writing off bad debts	ESFA approval required over £45k or 1% of total income (whichever is smaller)	Approval for values from £20,001 and £45k (ESFA limits)	Approval for values between £5,001 and £20k		CFO to approve write offs up to the value of £5k CFO to make recommendation to F&A committee for values over £5k		Make recommendation to CFO / CEO (after following escalation procedure for recovery of debts – see Financial Procedures Manual)
Fixed assets							
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Application for capital funding that requires Trust contribution		Approval	Make recommendation to board		Head of Estates and Facilities to develop proposals with CEO / CFO	Input	Input
Acquiring a freehold on land and buildings	ESFA approval required	Request approval from ESFA	Recommend request to TB		Develop proposals for consideration		
Disposal of a freehold on land and buildings	ESFA approval required	Request approval from ESFA	Recommend request to TB		Develop proposals for consideration		

Develop, approve and review a capital assets plan		Approve	Review and make recommendations to TB		Head of Estates and Facilities to develop and review with CEO		
Disposal of assets that are not land, buildings or heritage assets			Receive details of fixed asset disposals in year		Approve for fixed assets above £5k		Approve academy level fixed assets (e.g. furniture, IT equipment) up to the value of £5k
	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Leasing							
Taking up a financial lease	ESFA approval required	Request approval from ESFA	Recommend request to TB		Develop proposals for consideration		
Take up a leasehold on land and buildings	ESFA approval required for lease >7 years	Request approval from ESFA if > 7 years Retain approval rights for < 7 years	Recommend to TB		Develop proposals for consideration		
Take up any other lease (operating leases)			Approval		Develop proposals for consideration		
Grant a lease on land and buildings	ESFA approval required	Request approval from ESFA	Recommend to TB		Develop proposals for consideration		

	Members / ESFA	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Authorised signatories							
Financial signatory	N/A	Sarif Alrai (Chair) Sheila Sutherland			CEO Director of Business Strategy		Principals for academy level authorisation
Appeals for Financial Decisions							
Financial dispute relating to top slice arrangements, pay decisions or any other financial dispute	ESFA – final decision		FAC – final trust level decision (if dispute not resolved – Secretary of State ESFA)		CEO considers appeal from Principal in consultation with CFO and Chair of FAC CEO appeal in writing to FAC (if trust level appeal)		Appeal in writing to CEO

10.3 STAFFING AND HR DELEGATIONS

Staffing and HR Delegations							
	JCNC	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Staffing Structures							
Approve annual staffing structure for central MAT team and Executive Leadership (up to and including Executive Principals and Principals)		Approve as part of budget approval process	HR & Pay Committee and Finance and Audit input		CEO to propose		
Approve annual staffing structure for academy (up to and including Deputy Principals)		Approve as part of budget approval process	HR & Pay Committee and Finance and Audit input		Receive proposal from Principal and recommend to TB for approval as part of budget process		Propose
Changes to staffing structure in year		Approval of requests for changes to staffing structure that exceed budget and which cannot be balanced / offset in year (resulting	HR & Pay Committee to approve any requests for changes to MAT central team and ELT HR & Pay Committee to		CEO / CFO approval for academy level requests that can be achieved within budget		Proposal to CEO / CFO

		in a call on reserves)	approve requests from academies whereby the budget is exceeded but can be balanced in-year		Proposals for changes to central MAT / ELT to HR & Pay Committee		
Recruitment and Selection							
For the appointment of		Mandatory Panel Members			Signature of Letter of Appointment		
Chief Executive Officer*		Minimum of 3 trustees (one of whom should be the Chair of Trust Board – or Vice if circumstances prevent this)			Chair of Trust Board		
Executive Directors*		Minimum of 2 trustees and the CEO			CEO		
Other central FRMAT posts		CEO and Director (or appropriate delegate)			CEO		
Executive Principals*		Minimum of 1 trustee, CEO and Director			CEO		
Principals*		Minimum of 1 trustee, Chair of Governors (or delegate), CEO and Director			CEO		
Deputy Principal		CEO, Principal and Governor			Principal		
Other leadership posts (E.G. Assistant Head, TLR holders, Heads of, Business Managers)		Principal (or delegate), 1 governor and another senior leader Where the post is for a Business Manager or equivalent, Director of Business Strategy to form part of the panel			Principal		
Any other academy post (teaching and learning, e.g. Teacher, HLTA, TA, learning support)		Principal (or delegate) and another appropriate senior or middle leader or governor / Business Manager or equivalent			Principal		

All recruitment panels must contain at least two people, a minimum of three for leadership posts and comprise of one member who has successfully completed Safer Recruitment training.

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	JCNC	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Pay Decisions							
Approval of a trust wide pay policy	Consult	Approval	HR, Pay and Ops Committee to review draft and recommend to TB		Draft and propose (with support from HR provider)		
Annual inflation decisions (commitment to align with national decisions) (If this policy changes we would enter into a full negotiation / consultation with staff members and unions)	National negotiators	To note	HR, Pay & Ops Committee to note and approve		CEO / CFO to budget and communicate		
Annual increments for all staff – link to professional development reviews		Trust Board to approve increments for CEO and CFO following recommendation from professional development reviewers	HR, Pay and Ops Committee to ratify for teachers and support staff (automatic increments unless poor performance)	Recommendation to HR, Pay and Ops Committee for Principal	CEO recommendation to HR, Pay and Ops Committee for exec Principals, principals and Directors		Develop analysis of professional development pay recommendations for ratification by HR, Pay and Ops Committee

<p>April for support staff, September for teachers</p> <p>CEO and Directors on teaching contracts to align with teacher increment date</p> <p>CFO and Directors with non-teaching contracts to align with support staff increment date</p>							
Senior pay decisions		Trust board to approve HRPO recommendations	HR Pay & Ops Committee to make recommendations for salary range and starting salary for CEO and Directors				
New starter salary decisions (exceptions to starting on bottom of scale)			HR Pay & Ops Committee to decide on directors and CEO based on rationale and equity		Propose Approve for all academy and CMT posts	Propose	Propose

	ESFA	Trust Board	Committee	Local Governing Body	CEO / Director	ELT	Principals
Settlements and severance agreements	Severance payments of any value to be disclosed in audited accounts Prior approval required for payments of £50k or more	Approval	Consult (if necessary) Finance and Audit Committee / HR, Pay and Operations Committee		Propose / prepare business case	Propose	Propose
Compensation payments (redress for loss or injury)	ESFA approval required for payments over £50k		Finance and Audit Committee delegated authority for payments under £50k		CEO / Director to propose such payments		
Ex Gratia Payments (e.g. payments to meet hardship caused by official failure to avoid legal action)	ESFA approval required	Propose to ESFA			Propose to Trust Board		
Staff redundancies		Management of appeals from staff	HR, Pay and Ops Committee to	To receive reports of the			Principal to lead staff consultation

		(Appeals Committee x 3 Trustees – trustees not involved in the formal consultation process)	commence the formal consultation process (after all other avenues have been explored)	need to make redundancies			with staff and TUs (liaising closely with the CEO and Director and HR consultants)
HR Policies and Procedures							
	JCNC	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval of flexible working requests		Chair of Trust Board for request made by CEO		Chair of LGB joint approval with CEO for request made by Principal	<p>CEO joint approval with LGB for request made by Principal</p> <p>CEO approval for Exec Principal / Directors of MAT</p> <p>CEO / Director approval of requests made by central MAT</p>		<p>Approval for academy staff</p> <p>Joint approval with Director for business managers or equivalent</p> <p>Joint approval with Head of Facilities and Estates for premises staff</p>

					staff or business managers		
Granting requests for leave of absence (as per the policy)		Chair of Trust Board for requests made by CEO			<p>CEO approval for Exec Principals / Principals and Directors</p> <p>CEO to hear and assess appeals from academy staff (final decision held with CEO)</p> <p>Director approval for central MAT staff and business managers or equivalent</p>		<p>Approval for academy staff (joint approval with Director for business managers or equivalent)</p> <p>Joint approval with Head of Facilities and Estates for premises staff</p>
Overtime payments and time in lieu approval (not applicable for CEO, Directors or Principals)					Approval for central MAT staff and business managers or equivalent		Approval for academy staff
Professional Development Reviews		For CEO: Chair of Trust Board and external consultant	For CFO: Chair of Finance and Audit Committee, CEO and external consultant	For Principal: Chair of LGB, CEO and external consultant	For central MAT Team: CFO		For academy staff: Principal / member of SLT (as appropriate)

Disciplinary							
Staff Level	Informal action (e.g. management and advice note)	Initiation (including suspension if necessary – always in consultation with HR)	Investigation	Hearing & Outcome Decision	Appeal Hearing & Outcome Decision		
CEO	Chair of Trust Board	Chair of Trust Board	Vice Chair of TB, Other Trustee Or appointed independent external investigating officer	Three Trustees (no prior involvement in the process)	Three Trustees (no prior involvement in the process)		
Exec Director	CEO	CEO	An Exec Director or independent external investigating officer – as deemed appropriate by CEO	Chair of Trust Board plus two other Trustees	Three Trustees (no prior involvement in the process)		
Executive Principal	CEO	CEO	An Exec Director or independent external investigating officer as deemed appropriate by	Three Trustees (no prior involvement in process)	Three Trustees (no prior involvement in process)		

			CEO		
Staff Level	Informal action (e.g. management and advice note)	Initiation (including suspension if necessary – always in consultation with HR)	Investigation	Hearing & Outcome Decision	Appeal Hearing & Outcome Decision
Principal	CEO	CEO	An Exec Director as delegated by CEO	Three Trustees or Governors (no prior involvement in the process)	Three Trustees /Governors (no prior involvement in the process)
Central MAT posts (below Directors)	CFO / CEO	CFO / CEO	CEO / Director	Three trustees (no prior involvement in the process)	Three Trustees (no prior involvement in the process)
Academy Senior Leadership (e.g. Deputy, Asst Head, Business Managers, Head of...)	Principal	Principal	Principal from another academy, senior member of leadership team or Director from Trust as appropriate	CEO/Director and Two Trustees or Governors (no prior involvement in the process)	Three Trustees or Governors (no prior involvement in the process)
Other Academy	Principal	Principal or Senior	Deputy or another senior leader	Three trustees or	Three Trustees or

Staff		Leader		Governors (no prior involvement in the process)	Governors (no prior involvement in the process)
Grievance					
Against	Informal Stage	Grievance Hearing	Appeal		
Chair of Trust Board	External independent consultant	Chair of another Trust and two Trustees from another Trust	Three Trustees from another trust or external consultants (no prior involvement in the process)		
Trustee	Chair of Trust Board	Three other trustees (no prior involvement in the process) – external if necessary	Three Trustees (no prior involvement in the process) – external if necessary – or external consultants		
CEO	Chair of Trust Board	Three Trustees	Three Trustees (no prior involvement in the process)		
Director / CFO	CEO	Chair of Trust Board and two other Trustees	Three Trustees (no prior involvement in the process)		
Other Central MAT staff	CFO / Director	CEO and two others (either Directors in the MAT or Trustees – no prior involvement)	Three panel members (either Directors of the MAT or Trustees – no prior involvement in the process)		
Chair of Local Governing Board	CEO	Director of the MAT plus two Trustees (or three Trustees)	Three Trustees (no prior involvement in the process)		
Governor	Chair of Governors	CEO/Director plus Two Governors from within the Trust or trustees	Three governors or Trustees (no prior involvement in the process)		
Executive Principal	CEO	Director of the MAT plus two Trustees or Governors	Three governors or Trustees (no prior involvement in the process)		
Principal	CEO	Director of the MAT (or one Trustee) plus two Governors	Three governors or Trustees (no prior involvement in the process)		

Deputy Principal	Principal	CEO or Director plus two governors	Three governors or Trustees (no prior involvement in the process)
Assistant Heads, Heads of..., Business Managers (SLT members)	Principal (or Director if business manager)	CEO or Director plus two governors	Three governors or Trustees (no prior involvement in the process)
Other academy staff	Deputy	Principal plus two governors	Three governors or Trustees (no prior involvement in the process)

10.4 CAPITAL, ESTATES, PREMISES AND HEALTH & SAFETY

Capital, Estates, Premises & Health and Safety							
	Members	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approval of Accessibility Plans			HR, Pay and Ops to ratify		Developed by Head of Estates and Facilities Oversight - CEO		Approval
Accident / Incident Reporting & Monitoring			HR, Pay and Ops to monitor analysis		Head of Estates and Facilities to review and scrutinise and raise any high level risks for inclusion in Trust risk register		Accident book oversight and debrief All near misses to be reported to Principal

Health & Safety compliance – ensuring the premises are fit for purpose, safe and secure.		Retain oversight for Health and Safety	HR, Pay and Ops to receive reports and apply scrutiny / challenge To receive high level risks as part of the trust wide risk reporting arrangements (risk register)	Health and Safety Lead Governor to monitor, scrutinise and report to LGB / EIS	Head of Estates and Facilities to monitor, scrutinise and report to LGB / EIS		Principals have Duty Holder responsibilities for health and safety compliance
Approval of relevant policies and procedures		Ratify where appropriate	HR, Pay and Ops to approve policies	Consult	Develop		Consult
Emergency planning, business continuity and lockdown procedures In exceptional circumstances e.g. pandemic, global or regional/local emergency situation, CEO to convene			HR, Pay and Operations Committee to receive reports on findings and debriefs following tests as appropriate.	Approval of academy level policies and procedures	Consult (with special input from the Head of Estates and Facilities)	Consult	Develop for approval Test policies at least annually in partnership with the Head of Estates and Facilities

emergency response committee (ELT, trustees...?)							
Academy level risk assessments		To receive any high level risks as part of the trust risk reporting arrangements (risk register)	HR, Pay and Operations Committee to oversee compliance (receive reports from Head of Estates and Facilities / Lead H&S Governor)	H&S Governor to scrutinise and provide reports to LGB and HR, Pay and Operations Committee	Head of Estates and Facilities to advise and oversee	Consult	Principal to ensure operational and generic risk assessments are in place and effective. Review annually (or more frequently where necessary)

10.5 SUSPENSIONS AND PERMANENT EXCLUSIONS

Suspensions and Permanent Exclusions							
	Local Authority / DfE	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Suspending or permanently excluding a child from school	Receive notification from LGB of decision to suspend / permanently exclude and arrange suitable full time		Education, Inclusion and Standards Committee to review and monitor suspensions / exclusions	3 x governors to convene as a panel to consider the proposed suspension / exclusion (one governor must have completed the LA Exclusion training)	Receive notification from Principal of decision to suspend / exclude		Decision to recommend a suspension or permanent exclusion (as a last resort) Decision to cancel a suspension or

	education for the child.			LGB to monitor and analyse suspensions and exclusions data To consider and decide on the resintatement of a suspended or permanently excluded child.			permanent exclusion that has already begun (where it has not been reviewed by the LGB) Reintegration strategy (where a child returns after a suspension)
Directing a child to alternative provision / agreeing part time timetables			Reported to EIS committee	To monitor AP access and children on PT timetables	Reported to CEO		Principal has delegated authority
Behaviour Policies			Education, Inclusion and Standards Committee to receive analysis of behaviour across the academies EIS also to ratify behaviour policy for each academy	Approve behaviour policy for ratification by EIS	CEO to be consulted		Develop for approval

10.6 SAFEGUARDING

Safeguarding Children							
	Local Authority / DfE	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Safeguarding children	<p>LADO – to receive reports from Principal on any allegations of abuse against staff</p> <p>Sheffield Safeguarding Team to receive reports from Principal as necessary</p>	<p>To retain responsibility for safeguarding children and receive reports as necessary</p> <p>To appoint Safeguarding Trustee</p> <p>Safeguarding Trustee to provide scrutiny and challenge as appropriate</p>	<p>To receive reports and analysis on all safeguarding statistics including annual reports</p> <p>To ensure all academies have an appropriate number of trained DSLs and that their details are published on the websites.</p>	<p>LGB to appoint Safeguarding Governor</p> <p>Safeguarding lead governor to conduct reviews of effectiveness and report to LGB and to EIS</p>	<p>CEO to receive reports from Principal as required and to support with decisions as necessary</p> <p>Clerk to check that DSLs listed on websites</p>		<p>Designated Safeguarding Lead</p> <p>Appointment of deputy designated safeguarding leads</p> <p>Heads of Pastoral Care to work with Safeguarding lead governors and trustees to ensure effective and safe procedures are in place</p>
Mandatory safeguarding related training		To ensure the lead safeguarding	Education, Inclusion and Standards	To ensure the lead safeguarding	To ensure MAT central team		To ensure all staff (including themselves) are

and development		trustee is appropriately trained	Committee to ensure annual safeguarding training of all trustees and governors	governor is appropriately trained	are trained as appropriate		trained in safeguarding and other relevant CPD
Single Central Record		To receive any high level risks in relation to the SCR	To receive reports from the Safeguarding Governors and Trustee on standards in each academy	Safeguarding governor to check that the SCR is being checked and audited.	Support with checklists and training		Principal to ensure the SCR for the academy is regularly updated and complete. To audit regularly and keep records of dates of audit. To address any actions identified by audit.
Approval of off-site visits / residential of children for more than 24 hours in duration				Governors to receive report with list of visits	CEO to be notified		Principal to approve and ensure all necessary risk assessments are in place

10.7 STANDARDS, CURRICULUM AND TARGET SETTING

Standards, Curriculum and Target Setting							
	Local Authority / DfE	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Approve academy priority implementation plans			Education, Inclusion and Standards Committee to receive reports on progress against academy plans	Monitor progress against the implementation plans	CEO to monitor progress against the implementation plans		Set and propose priorities to CEO and governing board / report progress to LGB
The impact of ring fenced funding to support progress (e.g. pupil premium, SEND, sports, recovery)			Education, Inclusion and Standards Committee to receive progress reports and apply challenge as appropriate	Monitor the impact of funding against pupil progress in year	CEO to monitor impact		Ensure effective deployment and monitor impact. Report to LGB, CEO and EIS. Ensure mandatory information is published on website
Post Ofsted action plans		Sign off for any academy judged RI or Special Measures (or where local governance is judged as such)	Education, Inclusion and Standards Committee to review plans (where academy is judged as RI)	LGB to approve action plan	CEO to approve action plan		Develop and implement post Ofsted action plan for approval

			or Special Measures) and progress made against them.				
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10.8 SPECIAL EDUCATIONAL NEEDS AND DISABILITIES (SEND)

SEND							
	Local Authority / DfE	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Overall educational performance of SEND children			Education, Inclusion and Standards Committee to monitor performance of SEND children at high level	Review SEND provision across the academy and report to the EIS any particular areas of concern. Appoint an Inclusion Lead Governor. Inclusion Lead Governor to monitor, scrutinise and	CEO to monitor and review		Implement and monitor effective SEND provision

				challenge academy leaders			
Designate a teacher to be responsible for co-ordinating SEND provision							Principal to appoint

10.9 INFORMATION GOVERNANCE

Information Governance							
	ICO / Trust Data Protection Officer	Trust Board (non-delegated)	Committee	Local Governing Board	CEO / Director	ELT	Principals
Information Governance suite of policies including GDPR	Consult DPO	Approve	HR, Pay and Operations to receive draft and recommend to TB	Consult	To develop and review trust wide procedures		To ensure compliance with trust wide policies including publication of privacy statements etc in line with the FRMAT IG toolkit
Training		Ensure the trust has appointed a DPO with			Ensure central MAT team receive		Ensure all academy staff receive

		necessary training and experience			appropriate, adequate and timely training including in induction		appropriate, adequate and timely training including in induction
Data breaches web	<p>DPO to receive notification of any breach</p> <p>DPO to inform ICO where there is a likely risk to people's rights, freedoms as a result of the breach (notify within 72 hours)</p>	To receive details of high level data breaches where they pose significant risk to the trust (reputational, financial)	HR, Pay and Operations Committee to review breaches annually	To review data breaches annually (receive reports)	To review breaches and agree actions in partnership with DPO (including notification to ICO if appropriate)		<p>Maintain accurate and secure pupil and staff records for the academy</p> <p>Report to DPO and CEO / Director any data breaches of any nature</p>

Appendix 1: Vision and Values

Our core vision and values are simple and are embedded within our motto:

Endeavour – Empower – Excel

Our vision for Five Rivers Multi Academy Trust is:

A life-affirming and life-changing education in a close-knit community of schools centred around people, where good relations are based on mutual respect, a sense of community and a recognition that the rights and needs of everyone matter.

ENDEAVOUR - A Centre of Distinction in Teaching and Leadership

In which

- we value and believe in our staff. With a Teaching School as part of the Trust, we are able to offer multiple strands of personal development and career progression
- we are committed to lifelong learning and continual professional development, to succession and sustainability, and the development of leaders of the future
- we recognise, nurture and encourage talent to evolve through bespoke support for new and experienced teachers, thus ensuring good and outstanding practice in all our teaching teams
- evidence-based research, collaborative learning, system leadership and intelligent use of data underpin our strategies for success
- our informed strategies for teaching and learning will be shared widely through research, training, publications, and professional conferences
- our trustees are involved in school life and provide challenge and support across the trust, ensuring our schools are run effectively to secure continued improvement for our children and the very best outcomes

EMPOWER - A Focus on the Whole Child'

Where

- every child's emotional well-being is central to their educational experiences; they feel safe and secure, able to overcome emotional barriers, express their worries and concerns and be listened to
- children have an awareness and understanding of their culture, community, and, respect and tolerance of others
- close partnerships with parents, families and carers are vital for children's development, learning and achievement

Through

- our commitment to equality, dignity, and respect, as Rights Respecting Schools adhering to the United Nations Convention on the Rights of the Child, and to British values, to develop confident, positive, young citizens of the wider world

- pride in our local communities and celebration of our differences in faith, culture, religion and identity
- involvement and partnerships with businesses, universities, public services and the local and wider communities to allow us to raise our children's aspirations and encourage them to be life-long, independent thinkers and learners

EXCEL - Success for All

Where

- every child receives individual, personalised support to become an autonomous, enthusiastic learner ready to achieve our high aspirations in relation to attitudes to learning, behaviour and attendance
- our pedagogical approach to learning and teaching enables our children to grow in confidence and independence
- all our children are challenged and supported to reach their full potential regardless of their background, culture and life experiences
- we have high aspirations for ourselves and others in order to ensure high aspirations for our children and families

Appendix 2: Membership and Constitution

Members

Sarif Alrai
Darren Pearce
Marc Rowland
Andy Wynne

Board of Trustees

Sarif Alrai (Non-Executive Director) (Chair)
Janet Brown (Non-Executive Director)
Emma Farmer (Director of Business Strategy) – non-voting
Jose Angel Garcia (Non-Executive Director) (Vice Chair)
Peter Harris (Non-Executive Director)
Nathan Ray (Non-Executive Director)
David Sandilands (Non-Executive Director)
Sheila Sutherland (Non-Executive Director)
Rebecca Webb (CEO) – non-voting

Finance Trustee: Janet Brown

Safeguarding Trustee: David Sandilands

Education Inclusion and Standards Committee

Peter Harris (Trustee) (Chair)
Sarif Alrai (Trustee) (Vice Chair)
David Sandilands (Trustee)
Sheila Sutherland (Trustee)
Jose Angel Garcia (Trustee)
Emma Farmer (Director of Business Strategy)
Becky Webb (CEO)

Finance and Audit Committee

Janet Brown (Trustee) - Chair
Jose Angel Garcia (Trustee)
Nathan Ray (Trustee)
Emma Farmer (Director of Business Strategy)
Rebecca Webb (CEO)

HR and Pay Committee

Sheila Sutherland (Trustee) – Chair

Pater Harris (Trustee)
 Nathan Ray (Trustee)
 Janet Brown (Trustee) - Chair of the Finance and Audit Committee
 Sarif Alrai (Trustee) – Vice Chair of the Education and Standards Committee
 Emma Farmer (Director of Business Strategy)
 Rebecca Webb (CEO)

Growth Strategy Group

All Board Members (attendance as required)

Executive Leadership Team

Rebecca Webb (CEO, Accounting Officer)
 Emma Farmer (Director of Business Strategy)
 Helen Best (Principal of Abbeyfield Primary Academy)
 Jamie Clarke (Head of Estates and Facilities)
 Alison Brigden (PA to Executive Team)

Local Governing Boards

	Abbeyfield Primary	Tinsley Meadows
Chair	Deborah Sanderson	Jude Grundy
	Habiba Lais	Becky Baynham (Vice Chair)
Parent Governor	Hoda Ibrahim (Vice Chair)	Waqas Rashid
Parent Governor	Stancilous Mashamba	Maria Balazova
Staff Governor	Samantha Hobson	Emma Ratcliffe
Clerk	Becky Baynham	Uzma Rashid

Appendix 3: Terms of Reference – FRMAT Trust Board

The Trustees are equivalent to the directors (Executive and Non-Executive) of the Academy Trust, a charitable company and must comply with company law requirements.

The trustees are responsible for setting the direction of the Academy Trust, holding the Chief Executive Officer (CEO) to account and ensuring financial probity. As charity trustees, they must also ensure that they are complying with charity law requirements.

Trustees have a number of areas of work:

Strategy and Planning

Governance

Financial stewardship

Performance

1.1 Strategy and Planning:

The Board of Trustees is responsible for:

- approval of the Trust's:
 - vision, mission and values;
 - strategic direction;
 - strategic and annual operating plans and budgets;
 - Education Policy;
 - communications and systems for ensuring effective stakeholder engagement;
 - Quality Assurance framework.
- planning the development and future growth of the MAT; liaising with the Finance & Audit Committee re top slicing arrangements;
- monitoring the strategic plan for the MAT in line with its growth model;
- develop options, appraisals and proposals for the Trust Board in relation to the future sponsorship of academies within the MAT;
- agree the MAT's corporate image, branding and marketing plans;
- actively seek out research projects and national policy development projects that directly relate to and have the potential to benefit Five Rivers Multi Academy Trust;
- agree a suite of corporate policies to be adopted by all academies within the MAT;
- approval of the Development Plans, Post Inspection Action Plans and/or Academy Improvement Plans of the individual academies in the MAT.
- monitoring of the policy implementation and decision making on action required.
- approval of Information Systems Strategy and Policy.
- approval of HR Strategy and Policies
- final appeals for all staff under the Disciplinary and Grievance Policy.

- appointment of the Trust's main legal advisers, investment advisers, & approving the terms of their appointment.
- horizon scan to keep abreast of the national direction of travel and make recommendations to the Trust Board accordingly;
- develop and monitor the strategic risk register for the MAT

1.2 Governance:

The Board of Trustees is responsible for:

Review and approval of governance arrangements including:

- the schedule of Trust Board meetings and the format of the agendas;
- approval of the minutes;
- Trust Committee structures and terms of reference including those for the local governance arrangements;
- the approval of the constitution of academy forums;
- the election of a designated officer to carry out an initial review of new Local Governing Bodies;
- the decision to constitute an Academy Interim Board for any newly acquired academy for which there are concerns about performance, leadership or governance;
- the timing and transition arrangements for an AIB to be replaced by academy forums, once the Trust Board is satisfied that the academy has overcome initial concerns;
- levels of delegated authority including limits of financial authority;
- policy on Trustee Induction and Appraisal;
- support the creation, implementation and monitoring of the Trust's self-evaluation;
- Trust Board review and development;
- Trustee Code of Conduct and Conflict of Interest Policy;
- appointment of:
 - Trustees;
 - the Chair of Trustees;
 - Committee Chairs and Members

Internal control and managing risk:

Approval of the Trust's systems of internal control including policies on:

- health and safety;
- data protection;
- fraud prevention and detection;
- whistle blowing
- safeguarding

and decision on action required.

Approval of the Trust's risk management strategy and twice yearly review of:

- major risks;
- health and safety reports;
- safeguarding

and decision on action required.

Appointment of Trust's Responsible Officer and Accounting Officer;
Decision making on any other matter or prospective transaction which might reasonably be expected to expose the Trust to significant reputational, business, financial, legal or other risk.

1.3 Financial Stewardship:

The Board of Trustees is responsible for:

Approval of Financial Regulations/Standing Orders.

Approval of:

- opening/closing of bank accounts and cheque signatories;
- all loan agreements (including overdraft facilities, mortgages or other collateral or security);
- within budget revenue expenditures over £50,000.
- all unbudgeted revenue expenditures over £25,000;

Covenants on prospective restricted donations.³

Approval of the Trust's Reserves Policy.

Approval of Investment Strategy and Policy.

Monitoring and review of financial performance of the Trust and decision making on action required.

Audit:

Appointment of external auditors and approval of changes to auditors' terms of engagement.

Review of external auditors' management letter and decisions re action on issues arising.

Approval of the Annual Report and Accounts.

Asset Management:

Approval of the sale, purchase or disposal of any capital asset over £50,000 in value in line with provisions of the Funding Agreement.

Fundraising

Approval of the Trust's Fundraising Strategy and Policy.

1.4 Performance:

The Board of Trustees is responsible for:

Pupil outcomes and experience:

Monitoring pupil performance in each academy in the Trust against a range of agreed measures, both formal and informal;

Ensuring that there are effective channels of communication between pupils and carers and the Trust Board members.

³ To be reviewed in revised Financial Standing Orders

Ensuring effective leadership:

Appointment of the CEO and other Trust Senior Managers.

Approval of the structure of the Trust's Executive Leadership Team (beyond the academy) and each academy's SLT and staffing complement.

Nomination of Trustees to support the CEO in the recruitment of Executive Team members/Academy's SLT and approval of these appointments.

Review of the Trust Board skills requirements and recruitment of new Trustees to meet identified objectives.

Monitoring the effectiveness of the executive leadership against the agreed objectives of the Trust.

Performance Management:

Approval of the Trust's performance management and reporting framework including key performance indicators.

Monitoring of performance in implementing the strategy and managing the Trust, and decision-making on action required.

Approval of the Trust's Complaints Policy and decision making on appeals in line with the policy.

Approval of Policies for the Reward and Remuneration Strategy and annual pay award.

Approving a policy for the Executive Team's appraisal

Approving performance pay awards (or otherwise) of CEO following recommendations from the HR, Pay & Operations Committee.

1.5 Delegation to the Chair and/or Vice Chair**Matters delegated to the Chair and/or Vice Chair of the Board of Trustees: Strategy and Planning**

Recommending a policy and procedure for the CEO's appraisal.

Leading in the process of recruiting the CEO and making recommendations to the Trust Board re an appointment.

Governance

- approval of Trust Board agendas and draft minutes for circulation to the Trust Board;
- final decision on interpretation of any aspects of the operation of the Trust Board or its Committees;
- recommendation to the Trust Board re: committee chairs and Members and chairs of academy forums.

Financial Stewardship

Authorisation of payment/signature of cheques in line with Financial Regulations/Standing Orders

Performance Management

Either directly or, by nominating a relevant Trustee, setting or reviewing the CEO's objectives, carrying out a performance appraisal on behalf of the Trust Board and reporting on this to the Trust Board.

Decisions taken outside Trust Board Meetings

A majority vote is necessary for decisions taken virtually outside Trust Board meetings before a decision is approved.

Appendix 4: Terms of Reference – Education, Inclusion & Standards Committee

The purpose of the Education, Inclusion and Standards Committee (EISC) is to monitor the academies to account for effective accountability and high performance.

Constitution

The Committee will meet at least three times per year (this may include virtual meetings).

Quorum for this committee is three trustees.

Trustees are assigned to specific committees, however other trust board members may attend meetings as required, if sufficient notice is given, and may expect to be asked if this is necessary to meet quoracy requirements.

When the committee meeting is not quorate (after above steps have been taken), a meeting may still be held to allow continuity of the Trust's business. In such situations, the notes will be made available for comment at the earliest opportunity to those trustees unable to attend. In all situations, if the business conducted by the committee requires urgent decision(s) then the notes will be sent to all Trust Board members with an addendum explaining the issue(s) and the Chair of the Trust Board shall determine whether an actual or virtual meeting is necessary prior to the next Trust Board meeting for the decision(s) to be taken.

Principals and Chairs of Local Governing Bodies will also be present at EISC meetings in a reporting (non-voting) capacity).

The committee will:

- ensure that the highest possible standards are set and maintained across the Academy Trust;
- receive a termly report from the Academy Principals regarding standards and performance of the Academy Trust against key performance indicators;
- identify any areas of concern in respect of standards and performance and implement an action plan with the Executive Team;
- ensure that the Academy Trust's curricula are balanced and broadly based. This will require an annual statement from the CEO confirming that the academies are compliant;
- ensure that effective processes are in place for the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the Academy Trust;
- support the Chief Executive Officer in the creation, implementation and monitoring of any post-OFSTED action plans;
- ensure that effective arrangements are in place in each of the academies in the Trust for pupil support and representation - a statement is required from each academy detailing how they are capturing pupil voice;
- ensure that effective arrangements are in place for monitoring pupil attendance;
- ensure that effective arrangements are in place for monitoring pupil discipline and behaviour;
- ensure that effective arrangements are in place for monitoring inclusion;
- ensure that effective arrangements are in place for monitoring the performance of vulnerable groups including children with SEND, LAC, PP – receive reports from local governing bodies on the quality of inclusion for children with SEND, LAC, disadvantaged and DEI
- agree an approach for the monitoring of performance of new arrivals including associated reports and research;

- receive initial assessments on new governing bodies and agree any intervening action as required;
- agree standards and common goals to ensure the safeguarding of children across the MAT;
- receive reports from the lead safeguarding governors based on their scrutiny of provision and provide challenge as appropriate;
- ~~ensure a designated Safeguarding Trustee is identified;~~
- receive reports from governors in relation to the mental health and wellbeing of children in the trust and provide challenge and scrutiny as appropriate;
- assess compliance with local and national safeguarding requirements using the LA safeguarding audit template which must be completed by each academy;
- horizon scan and keep the responsibilities of the committee under review;
- receive reports on academy level and Trust level website compliance annually (or as new academies join the trust);
- develop and monitor the risks pertaining to education and standards on the MAT's strategic risk register; reporting significant risks to other committees or the Trust Board as appropriate;
- receive reports from the Head of Facilities and Estates regarding Health and Safety standards across the MAT (relevant to this committee e.g. safeguarding);

Agree and review a suite of education and standards related policies (taking into account all statutory duties) to be adopted by all academies within th

Appendix 5: Terms of Reference – Finance & Audit Committee

1) The purpose of the Finance and Audit Committee (FAC)

- a) To maintain effective **financial scrutiny and oversight** of the Trust and strategically plan and monitor the financial growth of the MAT to ensure it can continue to operate as a going concern.
- b) To provide assurance to the Board of Trustees that the trust has **sound internal financial and other management controls** in place and that **risk-based internal scrutiny** takes place with a view to providing independent assurance to the board that its financial and non-financial controls are operating effectively.
- c) To assess the effectiveness of the **external auditor** to provide a basis for decisions by the trust's members about the auditor's reappointment or dismissal or retendering.
- d) To make recommendations to Trust Board on **investments**
- e) To monitor progress on the **estates, asset and capital programmes** in respect of the strategic development of the Trust.

2) Constitution

The Committee will meet at least three times per year (this may include virtual meetings). Quorum for this committee is three trustees.

3) The Remit of the Finance and Audit Committee

3.1) Financial Oversight and Scrutiny:

- 3.1a) To ensure rigour and scrutiny in budget setting and budget management and ensure a balanced budget is set year on year.
- 3.1b) To support the trust board in its duty to ensure budget forecasts for the current year and beyond are compiled accurately, based on realistic assumptions including any provision being made to sustain capital assets, and reflect lessons learned from previous years.
- 3.1c) To review and challenge pupil number estimates as these underpin revenue projections, and review these at least termly.
- 3.1d) To consider taking an integrated approach to curriculum and financial planning so that the board can be confident about planning the best curriculum for pupils and delivering the trust's educational priorities with the funding they have available.
- 3.1e) To review best practice material (DfE / ESFA) with a view to strengthening the management of school resources, capital assets and estates.
- 3.1f) To ensure appropriate action is being taken to maintain financial viability including addressing monthly variances between the budget and actual income and expenditure. This includes supporting the trust to manage its cash position robustly and avoiding becoming overdrawn.
- 3.1g) To recommend to Trust Board key financial performance indicators and measure its performance against them regularly including analysis in its annual trustees' report.
- 3.1h) To notify the Trust Board of any financial matters which may materially affect the current or future position of the Academy Trust.
- 3.1i) To support the planned growth of the trust by ensuring necessary actions and consideration is taken in terms of financial due diligence when looking to take on new School
- 3.1j) Liaise with the HR & Pay Committee, the Regulations & Compliance Committee, and the

Education & Standards Committee and, where appropriate, make recommendations about the financial aspects of matters being considered by them.

3.1k) Have oversight of the process and practices embedded within FRMAT to reduce Modern Slavery and in ensuring our supply chains can demonstrate adherence with local and national laws and regulations.

3.2) Internal Financial Controls

3.2a) To agree a Financial Procedures Manual that clearly sets out separation of responsibilities and review this regularly to ensure internal controls are robust.

3.2b) To agree and review (for board approval) other financial policies and procedures as appropriate including but not limited to the trust's policies on Competitive Tendering, Investments, Reserves, Fixed Assets, Financial Appeals and Gifts / Hospitality.

3.2d) To regularly review bank account signatories.

3.2e) To ensure that the trust is operating in line with the financial freedoms and limits which apply to academy trusts as set out within the Academies Financial Handbook. This includes ensuring ESFA approval is obtained prior to transactions beyond the delegated authority limits (e.g. related party transactions over £20k, novel or contentious / repercussive transactions) .

3.2f) To review the trust's fixed asset register annually.

3.2g) To consider proposals for disposal of fixed assets based on achieving the best price that can be reasonably obtained and efforts that maintain the principles of regularity, propriety and value for money. Note: Trust approval is required for the disposal of any assets valued at more than £10,001.

3.2h) To receive requests for write offs (debts and losses) and approve / reject based on an a careful appraisal of:

- whether or not the trust has pursued all reasonable recovery action to retrieve the amounts owed including overpayments or erroneous payments.
- whether or not insurance claims are applicable
- whether or not there is any feasible alternative
- the delegated limits for academy trusts (e.g. ESFA consent is required if the value of the write off exceeds 1% of annual income or £45k individually; or 2.5% or 5% of annual income cumulatively – see section 5.18 and 5.19 of AFH2020)

3.2i) Receive and review proposals for contracting with a new supplier / provider as a result of a competitive tender led by the management team and make a formal recommendation to trust board as appropriate.

3.3) Risk-based Internal Scrutiny

3.3a) To review the financial elements of the trust's Risk Register and provide advice to the Trust Board to support them in their responsibility to manage risks to ensure effective operation.

3.3b) To identify on a risk basis (with reference to the trust Risk Register) the areas it will review each year, modifying these checks accordingly. For example, applying greater scrutiny where procedures or systems have failed.

3.3c) To review the effectiveness of the internal audit function and make recommendations on reprocurement if necessary. The FAC should ensure that internal scrutiny is carried out independently and objectively by an individual / provider that is suitably qualified and or experienced.

3.3d) To report to Trust Board on the adequacy of the trust's internal scrutiny function, including financial and non-financial controls and management of risks. If the trust changes in size, complexity or risk profile, consider whether this approach remains suitable.

3.3e) To ensure that any information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the trust and by constituent academies, is accurate and in compliance with funding criteria.

3.3f) To direct a programme of independent internal scrutiny to provide reassurance to the board that its financial and non-financial controls and risk management procedures are operating effectively.

3.3g) To receive and review a report of the internal scrutiny (3 per annum) detailing recommendations where appropriate to enhance financial and non-financial controls and risk management.

3.3h) To receive and review an annual summary report for each year ending 31 August outlining the areas reviewed, key findings, recommendations and conclusions, to help consider actions and assess year on year progress.

3.3i) To consider the Trust's strategy for the prevention of fraud, theft and corruption, and agree actions for improvement if appropriate.

3.3j) Recommend and/or approve the appointment of financial, legal, or insurance providers and the terms/cover of their appointment and provide advice to trust board on legal and/or insurance matters;

3.4) External Audit

3.4a) To make recommendations to Trust Board / Members on the appointment / reprocurement of an external auditor.

3.4b) To review the external auditor's plan each year.

3.4c) To review the annual report and accounts in preparation for sign off by Trust Board.

3.4d) To review the auditor's findings and actions taken by the trust management team in response to those findings.

3.4e) To assess the effectiveness and resources of the external auditor to provide a basis for decisions by the trust's members about the auditor's reappointment or dismissal or retendering. Considerations may include: the auditor's sector expertise, their understanding of the trust, whether the audit process allows issues to be raised on a timely basis at the appropriate level, the quality of the auditor comments and recommendations, the personal authority, knowledge and integrity of the audit partners and their staff, the auditor's use of technology.

3.5) Reserves and Investments

3.5a) To monitor reserves and make recommendations to Trust Board on plans for their use, e.g. in year capital spend, specific projects, investment.

3.5b) To make recommendations to Trust Board on appropriate investments in line with the Trust's Investment Policy:

When recommending an investment, the Finance and Audit Committee will:

- Ensure the trust is acting within its powers to invest as described in its Articles of Association

- Review the Investment Policy regularly to ensure value for money
- Exercise care and skill in recommending appropriate investments, taking advice as appropriate from a professional adviser
- Ensure exposure to investment products is tightly controlled so security of funds takes precedence over revenue maximisation
- Ensure investments are in the trust's best interests

4) Review of Terms of Reference

These terms of reference will be reviewed annually or sooner based on changes in DfE / ESFA guidance.

Appendix 6: Terms of Reference – HR, Pay & Operations Committee

Constitution

The Committee will meet at least three times per year (this may include virtual meetings).

Quorum for this committee is three trustees.

Trustees are assigned to specific committees, however other trust board members may attend meetings as required, if sufficient notice is given, and may expect to be asked if this is necessary to meet quoracy requirements.

When the committee meeting is not quorate (after above steps have been taken), a meeting may still be held to allow continuity of the Trust's business. In such situations, the notes will be made available for comment at the earliest opportunity to those trustees unable to attend. In all situations, if the business conducted by the committee requires urgent decision(s) then the notes will be sent to all Trust Board members with an addendum explaining the issue(s) and the Chair of the Trust Board shall determine whether an actual or virtual meeting is necessary prior to the next Trust Board meeting for the decision(s) to be taken.

General

The Committee will:

- develop and monitor HR and pay related risks on the MAT's strategic risk register; reporting significant risks to other committees or the Trust Board as appropriate;
- receive reports from the Executive Leadership Team regarding staff-related Health and Safety standards across the MAT
- Agree and review a suite of HR and pay related policies (taking into account all statutory duties) to be adopted by all academies within the MAT.

Remuneration

The Committee will:

- review levels of remuneration of all staff, with independent, expert advice where necessary;
- oversee the appraisals of the CEO and Executive Directors and make recommendations to the Trust Board regarding any performance pay awards;
- approve any performance pay awards for an Academy's SLT and Central MAT team;
- approve anonymised performance pay awards for all teachers;
- approve annual inflationary pay awards for all staff;
- consider, determine and keep under review effective arrangements for consultation with staff as a whole and for negotiation and consultation with appropriately recognised Trade Unions and/or other representatives (e.g. annual pay negotiations);

Staffing

The Committee will:

- develop strategies designed to encourage a high performing culture amongst staff;
- develop methodologies to measure impact and measure improvement;
- develop and review strategy and policy in all matters relating to the recruitment, reward, retention, motivation and development of the Academy Trust's staff, in liaison with MAT workforce (consultation);

- develop a succession planning strategy for teaching and non-teaching staff;
- encourage talent management by appropriate methods and processes
- approve new appointments to the Executive Leadership Team;
- ensure effective measures are in place to promote equality and diversity in employment;
- consider the details of restructuring programs following any necessary approvals in principle by the Trust Board;
- review and make recommendations to the Trust Board re:
 - recruitment policies;
 - HR Strategy and Policies including Reward and Remuneration Strategy and terms and conditions of employment;
 - the staff annual pay award;
- Receive reports from lead governors on staff wellbeing
- undertake a detailed scrutiny of the Trust's professional development and reporting framework, and advise the Trust Board accordingly;
- Ensure that professional development meetings take place for all senior staff (CEO, Directors, Principals, etc.);
- consider alternative strategies used in business, such as regular 360° Feedback;
- ensure personal development plans are in place for all staff, including the identification of potential training which can be hands on, online courses, mentoring etc.
- oversee the policies and processes for the management of sickness absence;
- monitor sickness absence and leave of absence, together with their impact on academies within the MAT.

Panels

The Committee will:

- oversee the policies and processes for disciplinary hearings, including capability, grievance, whistleblowing;
- delegate representatives from the HR and Pay Committee to participate in disciplinary hearings / appeals where the member of staff under procedure is senior (e.g. Principal / Head of School);
- undertake the role of the dispute resolution panel to consider appeals against the Chief Executive Officer or Academy Trust decisions.

Operations

The Committee will:

- oversee compliance in operational matters including health and safety.
 - have oversight of the process and practices embedded within FRMAT to reduce Modern Slavery and in ensuring our supply chains, which rely on people, can demonstrate adherence with local and national laws and regulations, including paying the minimum wage.

Appendix 7: Terms of Reference – FRMAT Growth Strategy Group

To create & insert.

Appendix 8: Terms of Reference – Local Governing Boards

1. Authority and Responsibility

1.1 Local Governing Boards

The Trust Board of FRMAT has established Local Governing Boards (LGBs) to monitor, support and challenge academy senior leadership teams in the overall quality and effectiveness of education, inclusion and standards in each academy.

LGBs have a delegated responsibility to ensure each academy engages effectively with its local community and that the voice of local stakeholders, particularly parents and pupils, is heard and taken into account. (The details of these delegated responsibilities are outlined below and in the Trust Scheme of Delegation).

Local Governing Boards are accountable to the Education, Inclusion and Standards Committee for the delivery of their responsibilities. This is secured in the following ways:

- All LGB minutes are shared with Trustees
- LGBs have some common agenda items for their meetings determined by the Education, Inclusion and Standards Committee on behalf of the Trust Board.
- The Chair of each LGB attends the Education, Inclusion and Standards Committee – they advise the Education, Inclusion and Standards committee at three meetings per year. The purpose of these meetings is to increase Trustees' understanding of individual academies but also to ensure LGBs are fulfilling their role effectively. Reports are made to the Trust Board.

The Chair and Principals provide advice to the Education, Inclusion and Standards Committee on:

- Development, implementation and impact of trust educational strategy, plans and policy
- Effective implementation and evaluation of the academy improvement priority plans
- The views of each local community, especially families
- The views of children
- The quality and breadth of the curriculum in each academy
- Local governance issues including membership of LGBs.

The Board is not a subcommittee of the Education, Inclusion and Standards Committee and acts in an advisory capacity only. The board has no legal powers or operational responsibilities/duties. There are separate terms of reference for the Education, Inclusion and Standards committee.

1.3 Principals

The **Principal** of each local academy has delegated powers from the Trust Board to manage the academy within the approved curriculum, budget and overall policies of the trust.

2. Role

The role of the LGB is to offer appropriate support and challenge to senior leaders at each academy whilst reviewing and monitoring the following areas:

- The outcomes and welfare of children including their curriculum (this includes extracurricular activities and sports), ensuring it is well matched to the needs of the whole academy community.
- Self-evaluation form (SEF), post-Ofsted reports, any external/internal recommendation/review reports
- Provision for meeting the needs of children with Special Educational Needs & Disabilities (SEND), those who are disadvantaged and Looked After Children (LAC).
- Stakeholder Engagement - Families, Community and Children – ensuring the voice of all local stakeholders is heard and taken into account in the work of the Trust & academy.

The Trust Board is the body with responsibility for all the academies in the Trust and the role and responsibilities of the LGB are determined by the FRMAT Board.

In addition the LGB may be required, on delegation by the committee, to lead or support on the following areas in line with trust policy; complaints, staff capability and disciplinary matters and pupil exclusions.

3. Duties

The duties of the LGB are to:

- Uphold and champion FRMAT vision and values, ensuring each academy is aligned to the Trust's strategic objectives and improvement strategy.
- Advise the Trust Board and Executive team on the performance, strategic outcomes, risks and issues via the Chair's attendance at the Education, Inclusion and Standards Committee.
- Assure and ensure that the plans and actions at a local level are implemented as planned and best meet the needs of all the children in the academy.
- Ensure all LGB members comply with the Code of Conduct and Trust Workforce Charter.
- Ensure all LGB members complete an annual for the register of interests form and update the academy of any changes in (personal, business or financial) interests in the year.
- To maintain confidentiality of matters discussed at meetings unless it has been agreed that the matters are for communication.
 - To appoint lead governors who will provide academy level scrutiny on: Health & Safety, Mental Health & wellbeing; Safeguarding; and Inclusion (SEND, disadvantaged, LAC and DEI)

4. Administration

4.1 The LGB will meet at least once per term.

4.2 The LGB will consist of at least: two parents, one staff member and two co-opted members. The Principal is an ex-officio member of each committee. Local Governing Board members are proposed by the LGB and ratified by the Trust Board prior to them becoming members of the LGB.

4.3 The LGB will be quorate if at least three or (if this would be higher) one third of members are present.

4.4 The Chair will be appointed for a one-year term commencing each September. The Chair will be proposed by the members of the LGB and approved by the Trust Board. The Chair may be reappointed for further years (by proposal from the LGB and approval by the Trust Board). The maximum term as a Chair is the same as the term of office as set out in 4.5 below. No LGB member employed at the Academy will act as Chair to the LGB. In the absence of the Chair the committee will elect a temporary replacement from among the members present at the meeting.

4.5 The term of office in one academy's LGB will be a maximum of 2 terms of 4 years each (i.e. 8 years). After 4 years members may be reappointed for a second 4-year term. Reappointment will be proposed by members of the LGB and approved by Trust Board. After 8 years if the member wishes to remain in a role in a Trust they may look to be appointed at another LGB within the Trust or the Trust Board.

4.6 Vacancies will be advertised on the Trust and academy websites and elsewhere as appropriate. Where necessary, election will take place for staff and parent vacancies. As for all Local Governing Board members, parent and staff members are proposed by the LGB and ratified by the Trust Board prior to them becoming members of the LGB. This will involve the Trust Board agreeing the nominees prior to being issued for election.

4.7 LGB members may resign as members by giving the Chair of the LGB notice. We would request, wherever possible, a term's notice is given to enable new members to be appointed.

4.8 LGB members may be removed from office for persistent non-attendance or significant breaches of the code of conduct.

4.9 Administrative support will be provided by the clerk to the LGB.

4.10 Agendas will be agreed in advance by the Chair (based on, but not limited to, a FRMAT pre-agreed annual schedule of activity) and papers will be circulated least 5 working days in advance of the meeting.

4.11 The Agenda will include an update from Trust Board and any relevant items from the Education, Inclusion and Standards Committee.

4.12 Minutes of meetings will be taken and once approved in draft by the Chair, be submitted to the next scheduled meeting of the LGB. They will be shared with the Education, Inclusion and Standards Committee.

4.13 Each LGB is authorised to invite attendees to its meetings from persons to assist or advise on a particular matter or range of issues, including parents and Academy staff who are not governors. Confidentiality and conflict of interest statements must be signed for such attendees.

4.14 Declarations of interest must be made on an annual basis, where changes arise and at each meeting (where there are interests in specific agenda items). Generally, governors and Trustees must not be involved in discussions or vote on matters to which their conflict relates. Guidance will be given on when withdrawal from the meeting or non-participation in discussions will be required.

- Conflict of interests may arise when the interests of a governor in a matter may affect, or be seen to affect, the ability to take decisions that are impartial and in the best interests of the academy. Conflicts of interest are not restricted to those declared on the register of interests. Governors and Trustees are also obliged to declare any potential conflicts of interest during meetings.
- Determining that a governor has a conflict of interest in a matter should come down to an assessment of how likely the governor is to exert (or be perceived to exert) undue influence or allow their personal circumstances to cloud their judgement.
- Of course, if there is any doubt then the Chair should acknowledge the interest, declare it and ask for the individual to withdraw from the meeting for the relevant item of business.

4.15 The LGB will review these terms of reference via the Trust Board and self-assess its performance against these terms of reference on an annual basis.

4.16 The Chair will meet with each LGB member annually to discuss performance, training needs and whether the member wishes to change role within the LGB.

4.17 The LGB will keep a training log for LGB members.

4.18 The FRMAT Board will review and approve these terms of reference annually.

5. Roles of responsibility

5.1 The LGB may allocate roles of responsibility (e.g. monitoring the sports premium plan) or establish working groups to keep under review key aspects of the academy's performance.