



## **Governance Structure and Scheme of Delegation**

### **Lordswood Academies Trust**

**Approved December 2021: reviewed annually and as required (see revision history)**

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**Revision History:**

- removal of HR Director attendance from meetings of the Finance & Audit Committee – November 2020
- amendments to appendix 3 – Staffing Committee terms of reference – point 14 01.2021
- amendments to appendix 2, point 8, Finance & Audit Committee terms of reference page 17 – January 2021
- amendments to appendix 2, delegated levels of authority – June 2021
- updated terminology regarding person acting in the role of Finance Director or Headteacher – December 2021
- appendix 8 – update regarding payment of allowances to Trustees and Governors

## **LORDSWOOD ACADEMIES TRUST GOVERNANCE STRUCTURE**

### **1. Introduction**

The Board of Trustees of Lordswood Academies Trust is required to approve a Governance structure for the Trust on an annual basis.

The governance structure must be:

- compliant with DfE requirements, company and charity law;
- scalable and so adaptable to growth or change in the Academy Trust;
- capable of being serviced by the Trustees of the Academy Trust and members of the Governing Body.

### **2. Delegated powers**

The Academy Trust has a strategic role in the running of Lordswood Girls' School and Sixth Form Centre.

The Academy Trust may (subject to the Articles of Association) delegate to the Governing Body and any of its committees, any Trustee holding an executive office, or to the person undertaking the role of Headteacher such of their powers or functions as they consider desirable to be exercised by them.

The Academy Trust has approved a Scheme of Delegation defining the powers and functions that are reserved for the Board, the Governing Body and its committees, which is set out below.

Any delegated decision must be reported to the next full Trustees' meeting, but a decision taken under delegated powers is binding and immediately effective.

### **3. Constitution**

This reflects a MAT as at 1<sup>st</sup> September 2017 which comprises a single school.

#### **3.1 Trust**

3.1.1 The Trust will have Trustees, made up as follows:-

- a) the person undertaking the role of Headteacher;
- b) the Chair of the Governing Body;
- c) up to three people who have been governors at a school within the Trust;
- d) the Trust may also appoint up to 3 co-opted Trustees.

- 3.1.2 the Directors will be known as Trustees. Non Trustees will be known as Governors.
- 3.1.3 the person undertaking the role as Headteacher can attend all meetings of any committee established by the Trust. When an issue is being discussed which directly affects the person undertaking the role of Headteacher he/she must, as with any other Trustee/Governor in a similar position, declare an interest and physically withdraw from the meeting.
- 3.1.4 the legal minimum quorum for Trust committee meetings is three voting Trustees.
- 3.1.5 the term of office for any Trustee shall be 4 years, and the term of office for any Governor shall be 3 years, save that this time limit shall not apply to the person undertaking the role of Headteacher. Subject to remaining eligible to be a particular type of Trustee, any Trustee or Governor may be re-appointed or re-elected.
- 3.1.6 Any Trustee who has a business relationship, directly or indirectly with the Academy Trust or the school must have previously completed a declaration of interests for the academic year in question. The Clerk or the Trustees will re-state those interests in the meeting.

## **3.2 Governing Body**

- 3.2.1 The terms of reference for the Governing Body can be found at Appendix 1.
- 3.2.2 The constitution of the Governing Body will be agreed on an annual basis by the Trust.
- 3.2.3 The person undertaking the role of Headteacher is an ex officio member of the Governing Body.
- 3.2.4 The Governing Body will have the following membership:
- the person undertaking the role of Headteacher;
  - two elected parent governors;
  - up to 8 co-opted governors, recruited for their skills.
- 3.2.5 The Governing Body will have delegated power to monitor the performance of the school and review:-
- the implementation of the decisions and policies approved by the Trustee Board;

- the management and organisation of the school
- the quality of education:-
  - the quality of teaching
  - the curriculum and its delivery, including enrichment and extra-curricular activities
  - pupil progress and achievement
  - progress of SEND and pupil premium students
- student personal development and behaviour:-
  - attendance and welfare
  - behaviour and exclusions
  - student destinations
  - pupil voice
  - safeguarding
- the implementation of the School Improvement Plan;
- the implementation of school policies.

3.2.6 The minutes of Governing Body meetings shall be included as an agenda item for consideration at the next meeting of the Trust where appropriate;

3.2.7 Appointment of Chair:-

- The Chairman and Vice Chair of the Governing Body will be elected on an annual basis at the first meeting of the Governing Body each academic year;
- No Trustee/Governor who is employed by the Academy Trust will act as Chair of the Governing Body;
- The Chair and Vice chair may resign at any time by giving notice to the clerk;

3.2.8 In the event that the Chair or Vice Chair resigns, the relevant position will be filled at the next Governing Body meeting.

3.2.9 The Governing Body will appoint a Responsible Officer and monitor reports from this governor;

3.2.10 The Governing Body will maintain a risk register.

3.2.11 The meeting arrangements and terms of reference of the Governing Body will be reviewed annually.

### **3.3 Trust Committees**

- 3.3.1 The Terms of Reference for each committee will be reviewed at the first meeting of the committee in the new academic year cycle. Where changes are proposed, these will then be presented to the Trust for approval;
- 3.3.2 Each committee must have a Chair and must have a minimum of 3 members to be quorate. The Chair and Vice Chair of the Committee will be elected on an annual basis at the first meeting of the academic year of the Committee. No person who is employed by the Academy Trust will act as Chairman to the committee;
- 3.3.3 All decisions made by Committees with delegated powers must be reported to the next full meeting of the Trust. If the minutes are not finalised a brief statement of the conclusions reached should be given;
- 3.3.4 The Trust may need to form ad-hoc committees such as exclusions, discipline (both student and staff) and grievances;
- 3.3.5 The Chair and Vice-Chair of the Governing Body and each committee will be elected at the first meeting of the academic year;

### **3.4 Finance & Audit Committee**

- 3.4.1 The terms of reference for the Finance & Audit Committee can be found at Appendix 2.
- 3.4.2 The membership of the committee will be agreed on an annual basis.
- 3.4.3 The person undertaking the role of Headteacher is an ex-officio member of the committee.
- 3.4.4 There will be up to 6 members comprising Trustees and Governors in addition to ex-officio member: the person acting in the role of Finance Director.

### **3.5 Staffing Committee**

- 3.5.1 The terms of reference can be found in Appendix 3;
- 3.5.2 There will be up to 6 members comprising Trustees and Governors in addition to ex-officio members: the person acting in the role of Finance Director, the person acting in the role of HR Director (non-voting).

- 3.5.3 The membership of the committee will be agreed on an annual basis.
- 3.5.4 The person undertaking the role of Headteacher is an ex-officio member of the committee.
- 3.5.5 The committee may invite attendance at meetings from persons who are not Trustees or Governors to assist or advise on a particular matter or range of issues, including members of school staff.
- 3.5.6 The Staffing committee will also serve as the Pay committee.
- 3.5.7 The quorum is three voting members of the committee.

### **3.6 Headteacher's Appraisal Committee**

- 3.6.1 The terms of reference can be found in Appendix 4;
- 3.6.2 The Headteacher's Appraisal Committee is responsible for carrying out the appraisal of the person undertaking the role of Headteacher and making decisions on the Headteacher's pay.
- 3.6.3 The membership of the committee is a minimum of three and up to five Trustees as below and as determined by the Board of Trustees:
  - the Chair or Vice-Chair of the Board of Trustees;
  - the Chair or Vice-Chair of the Governing Body.

In addition, an external advisor appointed by the board of Trustees will attend meetings in a non-voting capacity to advise the committee.

- 3.6.4 Any Trustee who is employed by the Academy Trust may not be a member of this committee.
- 3.6.5 The committee will meet at the start of the academic year to review and set objectives and again in the Spring term to review progress towards objectives.
- 3.6.6 Quorum will be three Trustees.
- 3.6.7 Voting at committee meetings:
  - only members of the committee may vote at committee meetings;
  - the Chair will have a casting vote.

3.6.8 All Trustees/Governors are encouraged to attend training regularly and review training needs annually. This training will be arranged by the Clerk.

#### **4. Chair's Action**

##### **4.1 Trust**

4.1.1 Where paragraph 3.1.5 applies, the Chair may exercise any function of the Board of Trustees.

4.1.2 The circumstances are that the Chair is of the opinion that a delay in exercising the function would be likely to be seriously detrimental to the interests of:-

- a) the school;
- b) any pupil at the school, or their parent; or
- c) a person who works at the school.

4.1.3 In paragraph 4.1.2, "delay" means delay until the earliest date on which it would be reasonably practicable for a meeting of the Board of Trustees, or a committee to which the function in question has been delegated, to be held.

4.1.4 Where it appears to the Vice-chair that:-

- a) the circumstances mentioned in paragraph 4.1.2 apply;  
and
- b) the Chair (whether by reason of vacancy in the office or otherwise) would be unable to exercise the function in question before the detriment referred to in that paragraph is suffered, then the reference in paragraph 4.1.1 to the Chair is to be read as if it were a reference to the Vice-Chair.

##### **4.2 Governing Body**

4.2.1 Where paragraph 4.2.2 applies, the Chair may exercise any function of the Governing Body.

4.2.2 The circumstances are that the Chair is of the opinion that a delay in exercising the function would be likely to be seriously detrimental to the interests of:

- a) the school;
- b) any pupil at the school, or their parent; or
- c) a person who works at the school.

4.2.3 In paragraph 4.2.2, “delay” means delay until the earliest date on which it would be reasonably practicable for a meeting of the Governing Body, or a committee to which the function in question has been delegated, to be held.

4.2.4 Where it appears to the Vice-chair that:-

- a) the circumstances mentioned in paragraph 4.2.2 apply; and
- b) the Chair (whether by reason of vacancy in the office or otherwise) would be unable to exercise the function in question before the detriment referred to in that paragraph is suffered, then the reference in paragraph 4.2.1 to the Chair is to be read as if it were a reference to the Vice-chair.

## **5. Removal and suspension of governors**

- 5.1 Any governor who is not elected or a governor by virtue of their position can be removed from office by the Board of Trustees.
- 5.2 Any governor can be suspended from the Governing Body, and if relevant, the Board of Trustees, for a period of up to 6 months, for breach of the code of conduct.
- 5.3 Nothing in 5.2 denies a governor or trustee the right to receive minutes, papers and the agenda for meetings.

## **6. Powers Retained by the Trust Board**

- 6.1 Ensuring compliance with the Trust’s duties under Company Law and Charity Law and agreements made with the DfE, including the Funding Agreement.
- 6.2 The determination of the educational character and mission of the Academy Trust (although the Governing Body may also look at this).
- 6.3 Ensuring the solvency of the Academy Trust, safeguarding its assets and delivering its charitable outcomes.
- 6.4 The appointment or dismissal of the person undertaking the role of Headteacher and senior leadership positions.
- 6.5 The performance management of the person undertaking the role of Headteacher.
- 6.6 Ensuring the continued charitable status of the Company.

- 6.7 Setting key strategic objectives and targets and reviewing performance against these; setting and reviewing a five year plan.
- 6.8 Determination of the establishment, constitution, membership, proceedings and delegated powers and functions of the Governing Body and its committees and their annual review and revision.
- 6.9 Ensuring that all statutory policies are in place and kept up to date and that the Trust is compliant in regard to policies which are required to be published on the website; to ensure that all required HR policies are in place and kept up to date.
- 6.10 To approve the appointment/resignation of the auditors for the Trust on an annual basis.
- 6.11 The approval of the Trust year end accounts and the writing of the Trustees' report which accompanies these.
- 6.12 Entering into all contracts on behalf of the Trust.
- 6.13 The Trust will retain overall responsibility for any major items of expenditure and income over the value of £40,000 for individual items;
- 6.14 To authorise the opening of a bank account.
- 6.15 To ensure the sound, proper and effective use of the School's financial resources.
- 6.16 To approve the pay structure for the Trust.
- 6.17 To review policies relating to finance, security, fraud and critical incident.
- 6.18 To review the Lordswood Academies Trust's procedures for detecting fraud and whistleblowing and ensure that arrangements are in place by which staff, may in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control or any other matters.
- 6.19 To ensure that any allegations of fraud and irregularity are appropriately investigated and controls weaknesses addressed.
- 6.20 To review management's reports on the effectiveness of the systems for internal financial control, financial reporting and risk management.
- 6.21 To monitor the integrity, adequacy and effectiveness of the Trust's systems of internal financial controls and its control and governance processes.

- 6.22 To review the statement in the annual report and financial statements on the Lordswood Academies Trust's internal controls and risk management framework.
- 6.23 To assess the scope and effectiveness of the systems established by management to identify, assess, manage, monitor and address financial and non-financial risks.

## **7. Delegation of all matters relating to finance**

### **7.1 Finance & Audit Committee**

- 7.1.1 To review and recommend, in association with the person acting in the role of Finance Director and the person undertaking the role of Headteacher the indicative annual budget recommended by the EFA for Trust approval;
- 7.1.2 To approve the initial budget for the academic year and recommend acceptance/non acceptance to the Trustees;
- 7.1.3 To ensure the annual budget plan has been prepared in line with the principles of Best Value established by the Trust (see the Trust's Financial regulations for details);
- 7.1.4 To receive financial information which will enable the Trust to ensure compliance with EFA financial regulations, the Academy Financial Handbook and the Charity Commission;
- 7.1.5 To receive details of the school's actual surplus/deficit and devise its use/recovery and to report this clearly to the Trustees and EFA;
- 7.1.6 To review and monitor the Risk Assessment Strategy for the Trust;
- 7.1.7 To ensure financial systems have adequate controls to ensure all transactions are processed properly and are transacted in line with the tendering limits;
- 7.1.8 To ensure each year that the insurance cover held by the Academy Trust provides adequate protection against risks;
- 7.1.9 To receive the annual accounts and audit certificate for all funds operated by the school, in accordance with Companies Act and Charity Commission requirements and recommend to the Trust Board;
- 7.1.10 To ensure the EFA are informed of any irregularities of financial issues;
- 7.1.11 To ensure a Register of Business Interests is kept for all Trustees/ Governors and staff;

- 7.1.12 To make recommendations to the Trust Board on the appointment of auditors ensuring that Trustees are kept updated on their performance.
- 7.1.13 To receive and respond to the recommendations made in any reports, from the external auditors and DfE, on the financial systems operated by the school;
- 7.1.14 To authorise the write-off of debts in accordance with prevailing DfE rules;
- 7.1.15 To establish a Risk Management policy and Risk Register for the Academy Trust and ensure this is kept under review by the Governing Body;
- 7.1.16 To review legal compliance and risk;
- 7.1.17 To keep under review the Risk Register for the Trust.
- 7.1.18 To monitor the effectiveness of the contingency and business continuity plan and to periodically test the underlying assumptions of the plan;
- 7.1.19 To monitor the Trust's financial management and governance, qualities of performance, succession planning and disaster recovery.
- 7.1.20 The Committee will approve any major items of expenditure and income over the value of £10,000 up to £40,000 for individual item;
- 7.1.21 To ensure the accounting system meets the needs of the school by having in place systems for cash and banking, payroll, purchases, income, and security of assets;
- 7.1.22 To approve scales of charges for any use of the school premises;
- 7.1.23 To ensure all charging policies are reviewed on an annual basis;
- 7.1.24 To review the leases and contracts as and when necessary, in accordance with delegated limits;
- 7.1.25 To ensure an inventory is maintained of equipment owned by the school;
- 7.1.26 To approve the disposal of surplus equipment in accordance with the Trust's regulations up to £20,000. In the case of items of value in excess of £20,000 purchased using capital grant, to secure prior permission from the Secretary of State in writing;

7.1.27 To ensure that there is an independent check of assets and the asset register.

**7.2 Delegation to the person undertaking the role of Headteacher, the person acting in the role of Finance Director, Budget Holders**

7.2.1 The person undertaking the role of Headteacher and/or the person acting in the role of Finance Director will approve all bids for funding up to the value of £100,000;

7.2.2 The person undertaking the role of Headteacher and/or the person acting in the role of Finance Director will approve any expenditure on an individual order up to the value of £10,000;

7.2.3. Individual Budget Holders will approve any expenditure up to the value of £1,500;

7.2.4 All orders over the value of £1,500 must be countersigned by the person undertaking the role of Headteacher or the person acting in the role of Finance Director;

7.2.5 The Finance & Audit Committee must authorise virements over £10,001.

**7.3 These delegations will be subject to annual review by the Trust Board.**

**All other decisions are delegated to the Governing Body of Lordswood Girls' School & Sixth Form Centre.**

**8. Meetings**

8.1 The Trust will meet three times a year; additional meetings of the Trust will be scheduled as the need arises.

8.2 The Governing Body will meet twice a term and its committees once a term or as required:-

8.2.1 The quorum is 51% of voting members (this would be 8 on a Governing body of 15).

8.3. Any Trustee may attend any meetings of the Governing Body and its committees.

8.4 The Governing Body may invite attendance at meetings from persons who are not Trustees/Governors to assist or advise on a particular matter or range of issues, including parents and members of school staff.

- 8.5 The Chair of the Governing Body should meet with the Chair of the Academy Trust and the person undertaking the role of Headteacher to plan the Governing Body's work in relation to the 5 year plan of the Academy Trust.
- 8.6 Voting at Governing Body meetings:-
- 8.6.1 Only members of the Governing Body may vote at its meetings. All matters are decided by majority vote;
- 8.6.2 The Chair will have a casting vote;
- 8.6.3 The Governing Body may approve alternative arrangements for governors to participate and vote at meetings of the Governing Body including, but not limited to, by telephone or video conference.
- 8.7 Voting at committee meetings:-
- 8.7.1 Only members of the Committee may vote at Committee meetings;
- 8.7.2 The Chair will have a casting vote.
- 8.8. **Clerk**
- 8.8.1 There will be a clerk to the Trust and a clerk to the Governing Body;
- 8.8.2 In the absence of the clerk, a replacement clerk for the meeting will be appointed;
- 8.8.3 The clerk will circulate an agenda and papers for each meeting at least one week before any meeting.
- 8.9. Recording and reporting the proceedings of Trust, Governing Body & Committee meetings:-
- 8.9.1 The Clerk will record:-
- attendance at meetings;
  - issues discussed;
  - questions raised;
  - recommendations;
  - decisions.

8.9.2 The written record will be included in the agenda and papers for the next meeting; in the case of minutes of Governing Body meetings, these will be presented at the next meeting of the Board of Trustees. This is to enable the Governing Body to report on the exercise of any delegated functions.

## **APPENDIX 1**

### **Governing Body Terms of Reference**

The Governing Body monitors the performance of the School and the Sixth Form ('the School'). Its duties are:-

1. To implement the Trust's decisions;
2. To monitor standards of teaching and learning and review student progress through the scrutiny of data and analysis of the school's performance against national performance measures;
3. To monitor curriculum delivery and implementation of all linked policies and review the School's provision for students' spiritual, moral, cultural, mental and physical development;
4. To monitor the implementation of the School Improvement Plan;
5. To review and update the School's self-evaluation form (SEF);
6. To hold the Senior Leadership team to account for performance of the School with reference to any KPI's set by the Trustees;
7. To ensure the safety and welfare of all staff and students through, in particular, the monitoring of the School's compliance with Safeguarding and Child Protection guidelines, the SEND Code of Practice and the School's Behaviour Policy;
8. To ensure that the School's prospectus reflects the ethos, standards and expectations of the School and gives the detailed information required by parents;
9. To ensure that the School website contains the statutory information required of academies;
10. To review the structure of the School Day as necessary;
11. To review the School's Admissions Policy annually and receive reports on the admissions process;
12. To review the School's Safeguarding & Child Protection Policy annually and receive reports on the school's action in relation to child protection;
13. To receive reports of subject area reviews and review and monitor action plans drawn up in light of the review;

14. To monitor the behaviour of students in school in relation to those making good progress or who may be likely to be excluded on either a short or long term basis, ensuring that appropriate support is in place as necessary;
15. To monitor the School's implementation of policies relating to punctuality and attendance;
16. To monitor the School's implementation of its policy for praise and rewards;
17. To make recommendations on an action plan following formal inspections of the School;
18. To appoint a Governor to monitor the School's compliance with safeguarding and child protection guidelines;
19. To appoint a Governor to monitor and review provision for Special Educational Needs throughout the School;
20. To appoint a Governor to monitor and review provision for Looked After Children;
21. To deal with curriculum complaints in accordance with the Trust policy;
22. To monitor and review the delivery of careers information, advice and guidance;
23. To ensure that the views of stakeholders are sought in an active manner and that their views are taken into account when making decisions;
24. To monitor and review primary liaison activities and links with the wider community with regard to curriculum development and improvement.

## APPENDIX 2

### Finance & Audit Committee Terms of Reference

1. To review and recommend, in association with the person acting in the role of Finance Director and the person undertaking the role of Headteacher, the indicative annual budget, as notified by the EFA;
2. To approve the initial budget for the academic year and recommend acceptance/non acceptance to the Trustees;
3. To contribute to the formulation of the Strategic Plan for the Academy Trust, through the consideration of financial priorities and proposals, in consultation with the person undertaking the role of Headteacher;
4. To ensure the annual budget plan has been prepared in line with the principles of Best Value established by the Trust (see the Trust's financial regulations for details);
5. To receive details of the School's actual surplus/deficit and devise its use/recovery and to report this clearly to the Trustees and EFA;
6. To prepare, review, approve in association with the person acting in the role of Finance Director and the person undertaking the role of Headteacher, medium term financial projections in accordance with the requirements of the Trust's financial regulations;
7. To receive financial information which will enable the Committee to ensure compliance with EFA financial regulations, the Academy Financial Handbook and the Charity Commission;
8. To monitor compliance with the Trust's Scheme of Financial Delegation as approved by the Trustees and outlined below:-
  - The Trust will retain overall oversight and approve any major items of expenditure and income over the value of £40,000 for individual items;
  - The Finance & Audit Committee will approve any major items of expenditure and income over the value of £10,000 up to £40,000 for an individual item;
  - The person undertaking the role of Headteacher and/or the person acting in the role of Finance Director will approve all bids for funding up to the value of £100,000;
  - The person undertaking the role of Headteacher and/or the person acting in the role of Finance Director will approve any expenditure on an individual order up to £10,000;
  - Individual budget holders will approve any expenditure up to the value of £500;

- All orders between £500 and £1,000 must be countersigned by the person undertaking the role of Headteacher and/or the person acting in the role of Finance Director can authorise budget virements up to £10,000;
- The Finance & Audit Committee will authorise virements over £10,001.

These will be subject to annual review by the Trust Board.

9. To annually ensure that the insurance cover held by the Academy Trust provides adequate protection against risks;
10. To renew and monitor the Risk Assessment Strategy for the Trust and update Trustees on a regular basis;
11. To ensure financial systems have adequate controls to ensure all transactions are processed correctly and are transacted in line with the tendering limits;
12. To ensure that there is sufficient internal scrutiny to provide assurance to the Committee that the Trust's financial and risk management controls are operating effectively.
13. To receive the annual accounts and audit certificate for all funds and trading organisations operated by the Academy, in accordance with Companies Act and Charity Commission requirements and recommend to the Trust Board;
14. To receive the Audit Committee's report and act on any advice;
15. To ensure the EFA are informed of any irregularities of financial issues;
16. To ensure a Register of Business Interests is kept for all Trustees, Governors and staff;
17. To ensure that there is an independent check of assets and the asset register;
18. To receive and respond to the recommendations made in any reports, from the external auditors and DFE on the financial systems operated by the School.

## **APPENDIX 3**

### **Staffing Committee Terms of Reference**

1. To have strategic oversight of staffing requirements for the Trust;
2. To review the staffing structure annually to confirm equal pay and overall staffing establishment figures and to authorise changes, with the exception of the person undertaking the role of Headteacher;
3. To review staffing needs in light of curriculum and operational requirements, always having regard to cost effective deployment and the creation of opportunities for staff development;
4. To ensure that appropriate succession planning arrangements are in place;
5. To oversee and monitor any staffing restructure;
6. To review the appraisal scheme;
7. To review the financial implications on the budget of the operation of the Trust's Pay Policy and Appraisal Policy;
8. To ensure that the Trust's Single Central Record complies with statutory requirements;
9. To ensure that all required HR policies are in place, are reviewed regularly/when model policies are updated and formally approve new policies and policies that have been extensively revised;
10. To implement pay decisions as a delegated function of the Academy Trust;
11. To produce, monitor and review a whole school pay policy for the Trust's approval including an annual implementation plan and timetable which will include options for informal and formal representation;
12. To confirm salary statements in the light of performance management reviews;
13. To undertake a salary review at any time as directed by the Trust;

14. To ensure appropriate personnel management procedures are in place, including but not exclusively;

- Staff Grievance;
- Staff Discipline;
- Staff dismissal, redundancy and redeployment;
- Consideration of applications from staff for variation to contract (secondments, early retirements, leave of absence, job share etc.);
- Consideration of applications from staff for leave of absence not within the person undertaking the role of Headteacher's discretion;
- Ensuring all personnel records are held securely;
- A review of staff work/life balance, working conditions and well-being, including the monitoring of absence;
- Performance management of staff;
- Equal Opportunities;
- Ensure compliance with Academies Workforce Census.

## **APPENDIX 4**

### **Headteacher's Appraisal Committee Terms of Reference**

1. To carry out the appraisal for the person undertaking the role of Headteacher and make recommendations for the Headteacher's pay;
2. To appoint a suitably qualified external advisor to advise the committee on the setting of appropriate performance objectives for the person undertaking the role of Headteacher.

## APPENDIX 5

### Appointment of Staff

To ensure a transparent interview process, the Trust has agreed the following appointment panels:-

Senior Leadership team	2 Trustees including Chair of Trust The person undertaking the role of Headteacher or, for the appointment of Headteacher, an external advisor, the person undertaking the role of HR Director as necessary
Teaching staff  For posts carrying a TLR	The person undertaking the role of Headteacher or the person undertaking the role of Assistant Headteacher Line Manager One Governor
Support staff - managers	The person undertaking the role of HR Director The person undertaking the role of Headteacher or Assistant Headteacher Line Manager
Other support staff	The person undertaking the role of HR Director The person undertaking the role of Line Manager

The above is a minimum; other people can be included.

## **APPENDIX 6**

### **Code of Conduct for the Governing Body**

This code sets out the expectations on and commitment required from governors in order for the Governing Body to properly carry out its work within the school and the community.

**The Governing Body will remain focussed on the following core strategic functions:-**

Establishing the strategic direction, by:

- Setting the vision, values, aims and objectives for the school
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Creating accountability, by:

- Monitoring progress towards targets
- Engaging with stakeholders
- Contributing to school self-evaluation

Allocating resources:

- Putting forward proposals for allocation of resources in line with strategic priorities and outcomes for pupils for the school

**As individuals on the Governing Body we agree to the following:**

#### **Seven principles of public life**

- We will adhere to these (see appendix)

#### **Discrimination and equality**

- We recognise that this is a diverse city, and we support the elimination of discrimination and we will advance equality of opportunity

#### **Safeguarding**

- We will ensure that the school follows all relevant policies and procedures to ensure that young people in need of protection are adequately safeguarded

## **Role & Responsibilities**

- We understand the purpose of the board and the role of the person undertaking the role of the Headteacher
- We will respect lines of demarcation and the role of the person undertaking the role of Headteacher to manage the school. We accept that our role is strategic and focussed on the three main functions above. We will not involve ourselves in the day-to-day management of the school or attempt to micro-manage senior leaders. We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the Governing Body when we have been specifically authorised to do so
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the Governing Body meeting
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer
- We will encourage open government and will act appropriately
- We will consider carefully how our decisions may affect the community and other schools
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school. Our actions within the school and the local community will reflect this
- In making or responding to criticism or complaints affecting the school we will follow the procedures established by the governing body
- Although appointed through different routes (i.e. parents, staff, co-opted) we understand the overriding concern of all governors has to be the welfare of the school as a whole
- We will actively support and challenge the person undertaking the role of Headteacher

## **Commitment**

- We acknowledge that accepting office as a governor involves the commitment of significant amounts of time and energy

- We will each involve ourselves actively in the work of the Governing Body, and accept our fair share of responsibilities, including service on committees or working groups
- We will make full efforts to attend all meetings on time and where we cannot attend explain in advance why we are unable to. We will read all relevant paperwork before meetings, arriving prepared to make an informed and positive contribution and by observing meeting protocols
- We will get to know the school well and respond to opportunities to involve ourselves in school activities
- We will visit the school, with all visits to school arranged in advance with the staff and undertaken within the framework established by the Governing Body and agreed with the person undertaking the role of Headteacher
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training

### **Relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted
- We will express views openly, courteously and respectfully in all our communications with other governors
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times
- We are prepared to answer queries from other governors in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved
- We will seek to develop effective working relationships with the person undertaking the role of Headteacher, staff and parents, the local authority and other relevant agencies and the community

### **Confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside school
- We will exercise the greatest prudence at all times when discussions regarding school business arise outside a Governing Body meeting
- We will not reveal the details of any Governing Body vote

### **Conflicts of interest**

- We will record any pecuniary or other business interest that we have in connection with the governing board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.

### **Transparency**

Our first line of accountability is to parents, the wider school and local community.

- We will demonstrate transparency by publishing on the school website up to date details of the structure of the governing body and Trust, together with the names of our governors and their roles and responsibilities within that structure
- We will also publish on the school website the register containing the relevant business interests and details of any other educational establishments they govern

### **Breach of this code of conduct**

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate; the Governing Body will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways
- Should it be the Chair that we believe has breached this code, another governor, such as the Vice Chair will investigate.

### **Implementing this code**

There is an expectation that anyone serving as a governor will adhere to this Code of Conduct.

### **The Seven Principles of Public Life**

(originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

#### **Selflessness**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

#### **Integrity**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

**Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

**Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

**Openness**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

**Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

**Leadership**

Holders of public office should promote and support these principles by leadership and example.

## APPENDIX 7

### Lordswood Girls' School & Sixth Form Centre: Governor Job Description

The role of a School Governor is to contribute to the work of the Governing Body in providing a high quality education and improving outcomes for all children at the school.

This involves acting as a challenging friend and ensuring accountability.

At Lordswood, the finance & staffing and health & safety issues are dealt with by the Governing Body and its committees.

The Governing Body is responsible for monitoring standards of learning and achievement at the school. The main responsibilities therefore centre on knowing the school's target and monitoring progress of the school's improvement plan; holding the person undertaking the role of Headteacher and senior leaders to account for the educational performance of the school and its pupils; ensuring that all children in the school have access to a broad and balanced curriculum suited to their age and aptitude; listening to and reporting to the school's stakeholders.

#### Person Specification

Governors have a range of skills and knowledge, but there are a number of **essential** qualities required of any Governor and they include:-

- An interest in the education of all children
- Commitment to the vision and values of the school
- Sound communication skills in listening, speaking and writing
- Assimilation skills to help absorb and make use of wide ranges of information and data
- The capacity to develop specific knowledge and understanding of the school and its community
- A sense of fairness
- A commitment to equalities
- A commitment to securing the best educational outcomes for all children
- Tact and diplomacy
- An ability to work as a member of a team
- An ability to respect confidentiality
- A willing constructive work ethic with a team of governors who have some or all of these qualities
- A commitment to participate in training and self-evaluation
- A commitment to behave in a professional manner, as set down in the Governing Body's code of conduct, including acting in strict confidence.

**The points below summarise what is expected of each Governor as a minimum requirement:-**

- To get to know the school, its needs, strengths and areas for development, e.g. through regular school visits (on average once a term during the school day)
- To act as a link between the school and Governing Body for a key result area (KRA)
- To act as a link governor for a special responsibility area: SEN / Safeguarding & Child Protection/Looked After Children
- To attend school events such as parents' evenings and concerts throughout the year
- To attend Governing Body meetings (6 a year, or more dependent on special requirements); read agendas, papers and minutes in advance as preparation for those meetings and be prepared to engage with the discussions at the meetings
- To be available to assist with or lead special working groups, exclusion or appeal panels as required
- To attend training sessions as appropriate and have a commitment to personal development
- To be a challenging friend ready to offer constructive criticism and support the school community

## APPENDIX 8

### Payment of Allowances to Trustees and Governors

#### 1) INTRODUCTION

- 1.1 Paragraph 6.5 of the Lordswood Academies Trust Articles of Association states “A Director may at the discretion of the Directors be reimbursed from the property of the Company for reasonable expenses properly incurred by him or her when acting on behalf of the Company.”
- 1.2 The aim of this policy is to ensure that trustees and governors do not incur unnecessary expenditure through undertaking recognised and approved business on behalf of the Trust, and that a facility exists which enables the Trust to pay reasonable expenses to trustees and governors that have incurred them.

#### 2) ACTIVITIES FOR WHICH ALLOWANCES MIGHT BE/MIGHT NOT BE PAYABLE

- 2.1 The Trust considers that its governors/trustees should be entitled to claim allowances for attending meetings or events which take place outside the West Midlands, and where no local alternative was available. In this case the member should seek prior approval from the Chair of the Academy Trust/Governing Body.
- 2.2 Trustees/Governors would not be expected to claim allowances for attending meetings or events at the school or elsewhere in the West Midlands.

**The Trust notes that the above does not include attendance allowances or reimbursement for any loss of earnings.**

#### 3) BASIS AND RATES OF PAYMENT

- 3.1 For any meetings that come within the provisions of paragraph 2, the Trust has agreed to adopt the following scheme of payments:
- a) travel by rail – 2<sup>nd</sup> class fare;
  - b) travel by bus – the fare actually paid;
  - c) travel by the member’s own private motor vehicle where its use results in a substantial saving of governors’ time or is in the interest of the Trust / Governing Body or is otherwise reasonable. Rates payable and expenses incurred through the use of private cars and motor cycles shall be at a rate not exceeding Her Majesty’s Revenue & Customs Approved Mileage Rates which are published on the following website [www.hmrc.gov.uk/rates/travel.htm](http://www.hmrc.gov.uk/rates/travel.htm);
  - d) subsistence – Re-imburement for food and drink items bought on the day claimed;
  - e) other eligible expenses agreed.

As there are no national or local rates set for these expenses the Trust will determine rates of payment based on provision of a receipt.

- 3.2 All expense claims should be made in the same financial year as the expenses have been incurred.

#### **4) METHOD OF PAYMENT**

##### 4.1 Reimbursement

- a) *Car and Motor Cycle Mileage (including parking fees).*
- b) *Reimbursement of Actual Costs for Bus, Rail Fares, Subsistence and Other Expenses etc.*

These are made via the school's finance system. Appropriate receipts, including those for VAT, must be provided.

#### **5) CLAIM FORMS**

- 5.1 Claims that relate to car and motorcycle mileage should be submitted on the standard form (appendix A of this policy) that is certified by the Chair of the Governing Body, the person undertaking the role of Headteacher or Chair of the Trust. Completed certified forms are sent to the Clerk to the Governing Body. No governor should certify their own claim for expenses incurred.
- 5.2 Claims that relate to actual costs incurred (e.g. subsistence) should be submitted on the standard claim form (appendix B of this policy) and certified by the Chair of the Governing Body, the person undertaking the role of Headteacher or Chair of the Trust. No governor should certify their own claim for expenses incurred.

#### **6) OTHER INFORMATION**

##### 6.1 Use of private vehicles and insurance documentation

Members are reminded that if they use their cars for the discharge of their duties, they are responsible for checking that their insurance cover is sufficient and appropriate (e.g. business use).

**APPENDIX A**

**TRUSTEE / GOVERNOR CAR AND MOTOR CYCLE MILEAGE CLAIM FORM**

<b>Name:</b>	
<b>Address:</b>	
<b>Telephone Number:</b>	
<b>School:</b>	
<b>Date of Birth :</b>	
<b>Make and Type of Vehicle:</b>	
<b>Registration Number:</b>	

**Payment Details**

Payment may be made directly to your bank / building society.

<b>Details of Bank/Building Society</b>
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**This section must be completed in full and where applicable receipts should be attached.**

<b>Period of Claim</b>	From:	To:
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**Mileage Incurred**

<b>Date</b>	<b>Departing From</b>	<b>Returning To</b>	<b>No. of Miles Claimed</b>	<b>Details</b>

Total Number of miles claimed: \_\_\_\_\_ @ \_\_\_\_\_ p per mile

Total Travelling Allowance: \_\_\_\_\_

**Authorised:** \_\_\_\_\_

***(Chair of Governors, the person undertaking the role of Headteacher or Chair of Trust)***

I declare that I have actually and necessarily incurred expenditure on travelling for the purpose of enabling me to perform approved duties as a member of the Trust / Governing Body.

**Signed (claimant):** \_\_\_\_\_ **Date:** \_\_\_\_\_

**APPENDIX B**

**SCHOOL GOVERNOR CLAIM FORM FOR ACTUAL EXPENSES INCURRED**

<b>Name:</b>	
<b>Address:</b>	
<b>Telephone Number:</b>	

This section must be completed in full and where applicable receipts should be attached.

<b>Period of Claim</b>	From:	To:
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**Actual Expenditure Incurred**

<b>Date</b>	<b>Details</b>	<b>Amount Claimed</b>

**Authorised:** \_\_\_\_\_  
*(Chair of Governing Body, the person undertaking the role of Headteacher or Chair of Trust)*

I declare that I have actually and necessarily incurred expenditure on subsistence for the purpose of enabling me to perform approved duties as a member of the Trust / Governing Body.

**Signed (claimant):** \_\_\_\_\_ **Date:** \_\_\_\_\_