



# **Healing Multi-Academy Trust & LGBs**

## **Terms of Reference for Schools with Partial Scheme of Delegation**

**Approved by HMAT Board: October 2019**

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(revised Oct 2019 re Trust Finance & Audit Committee)

## **1. Key Trust roles**

### **1.1 Chair of the MAT Board of Trustees**

- a. Ensure the strategic direction of Healing Multi Academy Trust whilst offering effective support and challenge at all levels of the organisation
- b. Ensure the business of the Trust Board is conducted properly, in accordance with legal requirements
- c. Ensure any decisions taken are done so in accordance with the scheme of delegation
- d. Ensure meetings are run effectively, focusing on priorities and making the best use of time available
- e. Ensure that all attendees have an equal opportunity to participate in discussion and decision-making
- f. Establish and foster an effective relationship with the Chief Executive Officer, Local Governing Bodies and Headteachers within the Trust based on trust and mutual respect for each other's roles
- g. Ensure the Trustees/Trust Board act as a sounding board to the Chief Executive Officer, Local Governing Bodies and Headteachers within the Trust and provide strategic direction
- h. Exercise emergency powers as and when required
- i. Conduct Performance Management of the CEO with a panel of Trustees

### **1.2 Chief Executive Officer**

- a. Offer effective support and challenge to school leaders
- b. Ensure the strategic direction of Healing Multi Academy Trust
- c. Ensure the business of the Trust Board is conducted properly, in accordance with legal requirements
- d. Ensure any decisions taken are done so in accordance with the scheme of delegation and delegated authority framework
- e. To establish and foster an effective relationship with the Chair of the Trust Board, Chair of the Local Governing Bodies and Headteachers based on trust and mutual respect for each other's roles
- f. Effectively deploy the staff and resources of the Trust as required
- g. Conduct the Performance Management of Headteachers with the chair of the Chair of the Local Governing Body.

### **1.3 Headteacher (Schools with partial delegated powers) - within their own school**

- a. Offer effective support and challenge to school leaders
- b. Raise and maintain the standards of attainment and progress
- c. Establish and foster an effective relationship with the CEO and Chair of the Local Governing Body based on trust and mutual respect for each other's roles
- d. Ensure any decisions taken are done so in accordance with the scheme of delegation and delegated authority framework.

## **2. Term of Office**

Best practice is for a Trustee/Governor to serve a maximum of 2 terms (1 term = 4 years)

### 3. Terms of Reference

#### 3.1 Members

They have ultimate control over the Trust. They are responsible for:

- a. The Trust's Memorandum and Articles of Association, including reviewing and amending as appropriate
- b. Appointing and removing Trustees
- c. Holding the company Annual General Meeting
- d. Adopting the audited annual company accounts
- e. Appointing the company external auditors
- f. Appointing the Responsible Officer.

#### 3.2 Trust Board

##### 3.2.1 Quorum: 4

##### 3.2.2 Objective

The Trust Board take a strategic role, act as a critical friend to the schools and are accountable for decisions made. Trustees set the Trust vision and ethos, values, aims and objectives and agree them through the Trust Business Plan. They agree the Trust future plans and formalise decisions, consulting when appropriate with Local Governing Bodies. The Trust Board provide strategic direction to support and challenge all levels within Healing Multi Academy Trust.

The Trust Board receive reports twice a year in specified meetings to audit, the adequacy and effectiveness of the schools' systems of internal control and its arrangements for risk management, control and governance processes and securing economic, efficiency and effectiveness (value for money).

It is authorised to seek any information it requires from any Trust members, Trustees, Governors within the Trust or employee of the Trust, plus relevant information from sub-contractors and other third parties.

##### 3.2.3 Related Documents

- Code of Conduct

##### 3.2.4 Terms of reference:

###### Ensuring clarity of vision, ethos and strategic direction

- a. Provide strategic vision and support for School Improvement across the Trust
- b. Approve the Trust's mission, strategy and long term Business Plan
- c. Systematically evaluate all Trust activity and take appropriate action as required
- d. Provide strategic direction for the Trust including the addition of new schools
- e. Establish the audit committee of the Board of Trustees and approve the terms of reference
- f. Decide which functions of the Board of Trustees will be delegated to committees, groups and individuals, including the Chief Executive Officer, with reference to the Scheme of Delegation and Delegated Authority Framework
- g. Review the Scheme of Delegation and Delegated Authority Framework arrangements annually
- h. Review the Governance arrangements annually
- i. Consider and approve policies and procedures
- j. Agree constitutional matters, including procedures where the Board of Trustees has discretion
- k. Suspend a Chair of a LGB

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- l. Keep the Health and Safety Policy and its practice under review and to make revisions where appropriate and comply with all requirements under the Health and Safety at Work Act
- m. Ensure that safeguarding arrangements are compliant and adhered to particularly in relation to 'Keeping children safe in Education' and Safer recruitment.
- n. Comply with Public Sector Equality Duty and uphold the Trust Equality Objectives
- o. Annually complete a skills audit and analysis of the Board of Trustees to assess any training or recruitment needs
- p. Annually receive and assess information from the LGBs regarding skills and effectiveness audits.

Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff

- q. Appoint and performance manage the CEO and monitor Local Governing Bodies and the performance of headteachers
- r. Approve procedures for handling internal grievances
- s. Monitor the Trust's performance against the approved Business Plan and KPIs
- t. Receive reports from any individual or committee to whom a decision has been delegated and to consider whether any further action by the Board of Trustees is necessary.

Overseeing the financial performance of the organisation and making sure its money is well spent

- u. Ensure regularity and propriety of use of Trust's funds
- v. Manage the stewardship of the Trusts funds to ensure VFM
- w. Monitor the effectiveness of the Trusts support arrangements and to ensure that the schools are satisfied with the support and that they are receiving value for money
- x. Ensure financial accountability to the Department for Education
- y. Approve the systems of control and accountability and receive an overview of each schools' percentage spending and take appropriate action, including financial and operational controls and risk assessment
- z. Approve the strategic budget plan and the formal budget plan.

3.2.5 Audit & Finance:

Quorum: 3

- Audit

The Audit Committee will:

- Oversee the Trust's risk register and, on the advice of the CEO/Accounting Officer and CFO, conduct a regular review of risks
- Take delegated responsibility on behalf of the Board of Trustees for examining and reviewing all systems and methods of control both financial and otherwise including risk analysis and risk management; and for ensuring the Trust is complying with the overall requirements for internal scrutiny, as specified in the Academies Financial Handbook
- Agree an annual programme of internal scrutiny with the Trust's internal auditors for checking financial systems, controls, transactions and risks
- Ensure that the programme of internal scrutiny delivers objective and independent assurance.
- Provide assurance to the Trust Board that risks are being adequately identified and managed
- Advise the Trustees on the adequacy and effectiveness of the Academy Trust's systems of internal control and governance processes, securing economy, efficiency and effectiveness (value for money)

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- Consider the appropriateness of executive action following internal audit/internal scrutiny reviews and to advise senior management on any additional or alternative steps to be taken
- Advise the Trust Board on the appointment, reappointment, dismissal and remuneration of auditors (both external auditors and internal audit)
- Monitor the effectiveness of auditors
- Review the findings of the external auditors and agree any action plan arising from it
- Ensure there is co-ordination between internal audit and external audit and any other review bodies that are relevant
- Ensure that additional services undertaken by the auditors is compatible with the audit independence and objectivity
- Consider the reports of the auditors/scrutineers and, when appropriate, advise the Trust Board of material control issues.
- Encourage a culture within the trust whereby each individual feels that he or she has a part to play in guarding the probity of the Trust, and is able to take any concerns or worries to an appropriate member of the management team or in exceptional circumstances directly to the Board of Trustees
- Provide minutes of all Audit Committee meetings for review at board meetings

#### Finance:

##### Monitor:

- The monthly management accounts of the Trust and its Academies and subsidiaries, including any proposed actions required to address any adverse variances from budget plan
- The revised forecast of estimated income and expenditure for the full year for the Trust, its Academies and subsidiaries, including any proposed actions required to address any adverse variances from budget plan
- The setting of the annual budget and 3 year plan for the Trust, its Academies and subsidiaries in advance of submission to the Education & Skills Funding Agency (ESFA)
- The annual audited financial statements of the Trust.
- Monitoring and updating of financial policies and financial regulations of the Trust, its Academies and subsidiaries
- To consider any other matters that can have a financial impact on the Trust, its Academies and subsidiaries.

#### Risk Management:

- Annual review of the Trust's risk management systems including arrangements for risk management, control and governance processes
- Review, monitoring and assurance of the Trust's Risk Register
- Review of the Trust's Scheme of Delegation and recommending any changes to Board for approval
- Annual review of all insurance arrangements.

#### Health and Safety:

##### Oversight of health & safety policy, including:

- Critical incident and business continuity planning;
- Accident and RIDDOR reporting
- Statutory training

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- Statutory compliance testing
- Fire risk assessments
- Asbestos risk assessments
- Premises and building conditions.

### **Other Responsibilities:**

#### 3.2.6 Interim Executive Board (IEB)

Trustees are accountable for determining whether to implement the Interim Executive Board.

The IEB is a sub-Committee of the Trust Board.

#### Membership

- The members of the IEB shall be appointed by the Trust Board. The Committee shall comprise three members who have appropriate experience to discharge their roles and responsibilities. At least one Trustee will be appointed to the IEB.
- Duties and responsibilities of members of the IEB are in addition to those required of members of the Board.
- A member of the IEB shall normally serve for a maximum of three years.

#### Role and Responsibilities of the Interim Executive Board

- Monitor the progress of schools at high risk of being graded 3 or 4 by Ofsted and Trust external scrutiny. (Trust amber or red rated schools)
- For each red rated school, to receive and consider internal reports on progress towards the achievement of the school action plan including a report from the challenge meeting between the Head Teacher and Chair of Governors of the school and the CEO.
- To receive and consider external reports on the progress and performance of the school including reports from HMI and Ofsted
- Identify red rated academies where improvement is unacceptably slow and decide what further action might be required to address this.

#### Responsibilities of the IEB are to:

- Take action to remove a full Scheme of Delegation as appropriate
- Direct the LGB as appropriate (*possibly for schools judged requiring improvement*)
- Suspend the LGB and take the role of the LGB Schools (*possibly for schools judged inadequate*)
- Support and challenge the LGB to fulfil their duties by shadowing an outstanding LGB, as appropriate
- Evaluate reports and decide whether the rate of improvement at each red rated school is acceptable
- Advise the school, where the rate of improvement is acceptable
- Provide a report to the Trust Board at their next meeting with an assessment of the Trust's ability to support the school in the short and longer terms with recommendations for further action, where the rate of improvement is unacceptable
- Report to the CEO and to the Trust Board where the IEB identifies a lack of capability in a particular area of educational provision.

### 3.3 Local Governing Bodies (Schools with partial delegated powers) - within their own school

#### 3.3.1 Related Documents

- Code of conduct

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- Delegated Authority Framework

### 3.3.2. Quorum 3

3.3.3. The Trust has established Local Governing Bodies with delegated powers agreed within the Terms of Reference and the Delegated Authority Framework. All decisions made therefore must be in line with those delegated powers. The Local Governing Body must ensure compliance with the Trust's policies and national legislation. "All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Trustees to uphold the object of the company" and the Code of Conduct.

3.3.4. Please see individual LGB Committee Terms of Reference for the breakdown and membership of LGB Committees.

The Local Governing Body is constituted in accordance with the requirements set out by the Trust. Each Local Governing Body with a partial scheme of delegation is required to establish one sub-committee in order to carry out specific responsibilities to effectively deal with the business of the school:

- Effectiveness and Health and Safety

Membership of the sub-committee is made up of governors from the Local Governing Body.

3.3.5 LGBs are responsible for:

#### Ensuring clarity of vision, ethos and strategic direction;

- a. Ensure that all children have equal opportunities
- b. Regularly review school policies and provide feedback on their effectiveness to the Trust Board
- c. Provide feedback on Trust policies and procedures, as appropriate
- d. Appoint governors to the sub-committee and to receive minutes and consider recommendations from the sub-committee
- e. Ensure compliance with statutory guidelines to appoint governors to relevant positions e.g. Safeguarding governor and SEN governor
- f. Consider recommendations from external reviews of the school (e.g. Trust School Improvement Partner), agree actions as a result of reviews and evaluate regularly the implementation of the School Development Plan
- g. Monitor the school's publicity, public presentation and relationships with the wider community
- h. Identify and celebrate pupil achievements
- i. Determine the agenda for meetings. The Chair of Governors, in consultation with other members of the Local Governing Body, as appropriate, shall wherever possible circulate the agenda in advance to persons attending the meeting
- j. Systematically evaluate all school activity and take appropriate action as required.

#### Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff;

- k. Set priorities for improvement, and monitor and evaluate the impact of School Development Plans which relate to the committee's area of operation
- l. Monitor and evaluate the impact of continuing professional development on improving staff performance
- m. Monitor assessment targets and data, ensuring they are in line with National standards and Trust Key Performance Indicators, for EYFS, KS1 and KS2 for Primary Schools and KS4 for Secondary Schools
- n. Monitor progress made, ensuring it is in line with National standards as well as monitoring identified groups e.g. Gender, FSM, Disadvantaged, SEN etc.
- o. Ensure that all pupils' SEN requirements are being met
- p. Monitor and review the information about school performance and reporting to parents according to statutory requirements
- q. Monitor the pastoral care of all pupils in line with policies related to pastoral care
- r. The Chair (or an appointed representative) will co-ordinate the Performance Management of the Headteacher with the CEO and an external advisor
- s. Oversee arrangements for educational visits, including the appointment of a named co-ordinator
- t. Ensure all statutory requirements for reporting and publishing information are met and the school website content is fully compliant and presented in an accessible way.

Overseeing the performance of the organisation and making sure it fulfils all requirements:

3.3.6 Complaints (appointed on a needs basis)

- a. To consider and handle complaints strictly in line with the Trust Complaints Policy

3.3.7 Pupil Discipline (appointed on a needs basis)

- a. To consider cases referred by the Headteacher and those required by statutory regulation
- b. To consider any permanent exclusions made by the Headteacher

3.3.8 Appeals (appointed on a needs basis)

- a. To consider internal HR appeals in consultation with the Board of Trustees

3.4 Effectiveness and Health and Safety Committee

3.4.1 Quorum 3

3.4.2 Role of Committee:

The Effectiveness Committee will ensure the school offers a broad and balanced curriculum in line with National legislation and expectations.

3.4.3 Effectiveness:

The Committee will scrutinise standards within the school and ensure outcomes for pupils are maximised. The Effectiveness Committee will ensure the school has an effective School Improvement Plan and monitor progress towards agreed targets.

3.4.4 Health and Safety:

The committee ensures that the School provides an environment that is safe and conducive to highly effective teaching and learning. The committee is responsible for the implementation of the ToR for Partial SoD

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Trust health and safety policies and related school policies and procedures. The committee reviews the Trust's premises and ensures compliance with the external H&S consultant appointed by the Trust.

#### 3.4.5 Terms of Reference:

- a. Review, monitor and evaluate the school's curriculum offer
- b. Recommend for approval to the Full Governing Body the:
  - Self-Evaluation Form (SEF)
  - School Improvement Plan (SIP)
  - Targets for school improvement
- c. Develop and review school policies identified within the school's policy review programme and in accordance with its delegated powers (e.g. sex education and pupil behaviour/discipline)
- d. Ensure that the requirements of children with special needs are met, as laid out in the Code of Practice, and receive termly reports from the Headteacher/SENDCo and an annual report from the SEN governor
- e. Ensure the requirements to Safeguard all pupils are met in line with National expectations and to receive an annual report from the Safeguarding governor
- f. Monitor and evaluate the effectiveness of leadership and management through annual self-evaluation of the work of the LGB
- g. Monitor and evaluate the impact of the quality of teaching on pupil progress and attainment
- h. Monitor and evaluate progress and attainment of all pupils and pupil groups (e.g. gender, disadvantaged, SEN) identifying areas of underachievement
- i. Interrogate the data and, as appropriate, challenge the leadership, on any areas of underperformance relating to the key performance indications using both internal and national indicators
- j. Monitor and evaluate the robustness of the tracking systems and the data it produces, correlating it against any external verification available
- k. Monitor and evaluate the impact of intervention strategies used to address identified areas of underperformance ( prior ability groups, FSM , EAL, LAC, gender, SEN) in order to diminish the differences
- l. Receive reports from subject/ faculty/ phase leads and challenge them on the individual areas of underperformance
- m. Consider the implications for the overall curriculum in light of timetabling and physical resources available and any issues identified
- n. Report to the Local Governing Body on the extent to which they can be assured of the robustness of the internal tracking and monitoring processes in school
- o. Highlight and celebrate the successes of the school
- p. Ensure, as far as is practical, that Health and Safety issues are appropriately prioritised
- q. Ensure that the school complies with all recommendations from the external H&S consultant
- r. Advise the Trustees on priorities for the maintenance and development of all schools premises including use by outside users in line with Health and Safety Procedures
- s. Oversee arrangements for repairs and maintenance
- t. Oversee premises-related funding bids in consultation with the Headteacher and CEO
- u. Establish and keep under review the Accessibility Plan
- v. Monitor, as agreed with the Trust, and report deficiencies
- w. The agenda for meetings shall be determined by the Chair of the Committee in consultation with other members of the Local Governing Body as appropriate and shall wherever possible be circulated in advance to persons attending the meeting.