



**UNITED  
ENDEAVOUR**  
TRUST

**Governance Structure  
for  
United Endeavour Trust**

Approved by Trust: 24 January 2022  
*Reviewed Annually*

# Contents

# Page

## Terms of Reference of the Trust Board

<b>1. Introduction</b>	5
<b>2. Rationale</b>	5
<b>3. Delegated powers of the Trust Board</b>	5
<b>4. Powers Retained by the Trust Board</b>	5
<b>5. Relationship between the United Endeavour Trust Board, the Local Governing Bodies and the Committees</b>	6
<b>6. Constitution of the Trust Board</b>	7

## Terms of Reference of the Local Governing Body

<b>7. Local Governing Body</b>	8
7.1 Purpose	
7.2 Membership	
7.3. Attendance at Local Governing Body meetings.	
7.4. Quorum	
7.5 Voting at Local Governing Body meetings	
7.6. Appointment of Chair	
7.7. Governance Professional	
7.8. Recording and reporting the proceedings of Local Governing Body meetings	
7.9. Frequency of meetings and programme of work	
7.10. Review Date	

## **8. Discipline Committee**

10

8.1. Purpose	
8.2. Membership	
8.3. Attendance at Committee meetings.	
8.4. Quorum	
8.5. Voting at committee meetings	
8.6. Appointment of Chair	
8.7. Governance Professional	
8.8. Recording and reporting the proceedings of Committee meetings	
8.9. Frequency of meetings and programme of work	
8.10. Review date.	

## **9. Appeals Committee**

11

9.1. Purpose	
9.2. Membership	
9.3. Attendance at Committee meetings	
9.4. Quorum	
9.5. Voting at committee meetings	
9.6. Appointment of Chair	
9.7. Governance Professional	
9.8. Recording and reporting the proceedings of Committee meetings	
9.9. Frequency of meetings and programme of work	
9.10. Review date	

## **10. Staff Pay and Performance Pay Committee**

12

10.1. Purpose	
10.2. Membership	
10.3. Attendance at Committee meetings	
10.4. Quorum	
10.5. Voting at Committee meetings	

- 10.6. Appointment of Chair
- 10.7 Governance Professional
- 10.8. Recording and reporting the proceedings of Committee meetings
- 10.9. Frequency of meetings and programme of work
- 11.9. Review date
- 10.10 Review date

**11 MAT MEMBERS Audit Committee – Strategy and Operations**

14

- 11.1 Purpose
- 11.2. Membership
- 11.3. Attendance at Committee meetings
- 11.4. Quorum
- 11.5. Voting at Committee meetings
- 11.6. Appointment of Chair
- 11.7. Governance Professional
- 11.8. Recording and reporting the proceedings of Committee meetings
- 11.9. Frequency of meetings and programme of work
- 11.10. Review Date
- 11.11 Authority

**Appendix 1**

16

Local Governing Body Terms of Reference

Discipline Committee Terms of Reference

Appeals Committee Terms of Reference

Audit (Strategy and Operations) MAT BOARD Committee Terms of Reference

**Appendix 2**

22

Appeals Process

# THE UNITED ENDEAVOUR TRUST GOVERNANCE STRUCTURE 2020/21

## Terms of Reference of the Trust Board

### 1. Introduction

*The Board of Trustees of the United Endeavour Trust is required to approve a Governance structure for the Trust on an annual basis.*

The governance structure must be:

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

### 2. Rationale

The proposed structure complies with the Academy Trust Handbook and the Articles of Association.

It is proposed to have Committees for:

Audit (MAT Members Strategy and Operations)

Discipline (Exclusions)

MAT Board Education Provision

MAT Board Business Operations

LGB Education Provision

LGB Business Operations, which service the needs of the Trust.

### 3. Delegated powers of the Trust Board

*The United Endeavour Trust has a strategic role in the running of Clayton Hall Academy, Newcastle Academy and Sir Thomas Boughhey Academy*

The United Endeavour Trust may (subject to the Articles of Association) delegate to any Committee (this includes the Local Governing Body), any Trustee holding an Executive office, or to the Chief Executive Officer such of their powers or functions as they consider desirable to be exercised by them.

The United Endeavour Trust has approved a Scheme of Delegation defining the powers and functions that are reserved for the Board 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.

### 4. Powers Retained by the Trust Board

4.1 Ensuring compliance with the Trust's duties under Trust Law and Charity Law and agreements made with the DfE, including the Funding Agreement, and the Deed of Gift;

4.1.2 The determination of the educational character and mission of the Trust;

4.1.3 Ensuring the solvency of the Trust and Charity, safeguarding its assets and delivering its charitable outcomes;

4.1.4 The appointment or dismissal of the Chief Executive Officer, Executive Principal, Principal, Associate Principal and Trust Director;

- 4.1.5 Ensuring the continued charitable status of the Trust;
- 4.1.6 Setting key strategic objectives and targets and reviewing performance against these;
- 4.1.7 Determination of the establishment, constitution, membership, proceedings and delegated powers and functions of Local Governing Bodies and committees and their annual review and revision;
- 4.1.8 The approval of United Endeavour Trust policies, not delegated to the Local Governing Body or Resources to include Admissions and Child Protection;
- 4.1.9 The approval of annual estimates of income and expenditure for the Trust and its Academies;
- 4.1.10 To approve the appointment/resignation of the auditors for the Trust on an annual basis;
- 4.1.11 The approval of the Trust year end accounts;
- 4.1.12 Entering into all contracts on behalf of the Trust;
- 4.1.13 To authorise expenditure or income over the value of £125,000;
- 4.1.14 To authorise the opening of a bank account;
- 4.1.15 To approve the pay structure for the Trust;

## **5. Relationship between the United Endeavour Trust Board and Local Governing Bodies.**

5.1 The United Endeavour Trust Board will delegate power to the Local Governing Bodies.

5.2 The Local Governing Body will have delegated power to **monitor** the role of the Academy at an operational day to day level and to monitor and review:

- the management and organisation of the Academy;
- the implementation of the decisions of the Board and the Chief Executive Officer;
- performance in relation to targets and standards approved by the Board;
- the implementation of policies as stated in the policy schedule agreed by the Board;
- the implementation of policies approved by the Board;
- the implementation of all extended services activities.

The Local Governing Body will report to the Board its advice and recommendations.

5.3 Business Operation meetings of the Local Governing Body will consider the finance, resources and site issues as standing agenda items.

Education Provision meetings of the Local Governing body will consider curriculum, student welfare and extended school issues as standing agenda items.

5.4 The 'normal' termly schedule of meetings should commence with the Local Governing Body, and then followed by the United Endeavour Trust Board in the first half of the term. This allows action and decisions made by a Governing Body or Committee to be reported to the Trust Board as required by the Articles of Association and within a termly cycle.

5.5 The other Committees that report directly to the United Endeavour Trust are the Discipline, Appeals, and Scrutiny Committees.

- The MAT MEMBERS Audit committee Strategy and Operations is responsible for reviewing and addressing the risks to internal control, informing the statement of internal control, and agreeing a programme of internal audit work to provide assurance to the external audit.
- The Discipline committees will deal with all student behaviour issues and Academy staff discipline issues (Governor committee) and any staff discipline issues (MAT Board committee) in relation to the Chief Executive Officer, and the Trust Director.
- The Appeals committee will deal with any appeals from staff/students or the public.
- The MAT MEMBERS Audit committee Strategy and Operations Committee will deal with the salaries and performance of the Senior Leadership Teams.
- The Terms of Reference for each committee will be presented to the board for approval at its first meeting in the new academic year.
- Each committee must have a Chair and must have a minimum of 3 members to be quorate.

## **6. Constitution of the Trust Board**

6.1 The Members Board will have five Members

The Trust Board will have up to eleven Directors, made up as follows;

- Up to 5 Community Trustees (appointed by United Endeavour Trust);
- The Chief Executive Officer;
- The Trust may also have any Co-opted Trustees (up to five);
- The Trust may also appoint an Executive Principal Trustee (up to three)
- any Additional Trustees (if appointed by the Secretary of State)
- Up to 2 Trustees, if appointed by the Secretary of State in accordance with the terms of any of the Relevant Funding Agreements following the provision of a notice by the Trust to terminate that relevant Funding Agreement.

6.2 The Directors will be known as Trustees. Non Trustees will be known as Governors.

6.3 The Chief Executive Officer can attend all meetings of any committee established by the Trust but in some instances this may only be in an advisory capacity. When an issue is being discussed which directly affects the Chief Executive Officer he/she must, as with any other Trustee/Governor in a similar position, declare an interest and physically withdraw from the meeting.

6.4 The legal minimum quorum for committee meetings is three voting Trustees/Governors.

6.5 Associate members may be appointed to a committee by the Trust Board and may be given voting rights. However, a majority of the members serving on the committee must be Trustees, except in the case of the Local Governing Body.

6.6 No vote on any matter shall be taken at a meeting of a committee of the Trustees, unless the majority of members of the committee present are Trustees except in the case of the Local Governing Body or Family Committees.

6.7 The appointed Governance Professional will undertake the clerking of the Board and its Committees.

6.8 The minutes shall be included as an Agenda item for consideration at the next meeting of the full Board where appropriate.

6.9 All decisions made by Committees with delegated powers must be reported to the next full meeting of the Board. If the minutes are not finalised a brief statement of the conclusions reached should be given.

6.10 The Chair of the Local Governing Body and the Chair of each Committee will be appointed at the first Committee meeting of the academic year.

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

6.12 The term of office for any Trustee or Governor shall be 4 years, this time limit shall not apply to the Chief Executive Officer. Subject to remaining eligible to be a particular type of Trustee, any Trustee or Governor may be re-appointed or re-elected.

## **Terms of Reference of Local Governing Bodies and Committees**

### **7. Local Governing Body**

**The terms of reference for each committee is attached as Appendix 1**

#### **7.1 Purpose**

The Local Governing Body will be responsible for **monitoring and reviewing** the operational day to day running of the Academy to include;

- the implementation of decisions of the United Endeavour Trust Board and the Chief Executive Officer
- the management and organisation of the Academy in line with the Academy Improvement Plans;
- Performance in relation to curriculum targets and to include the receiving and reviewing of student performance data on a termly basis and to oversee the policies and procedures for reporting student progress and performance;
- The implementation of policies approved by the Board according to the agreed policy schedule.
- Implementation of all extended school activities
- Performance in relation to the site and Health and Safety

#### **7.2 Membership**

7.2.1 The membership of the Local Governing Body will be agreed on an annual basis

7.2.2 The Chief Executive Officer and Associate Principal (where applicable) are ex officio member of the Local Governing Body with no voting rights.

7.2.3 The membership for the 2021/22 academic year shall be:

- 2 parent governors
- 1 or 2 staff governors (Executive Principal or Principal) In the absence of the Executive Principal being present at the meeting, Associate Principals will have a voting right.
- 2 Trust governors
- 4 or 5 co-opted governors

#### **7.3 Attendance at Local Governing Body meetings.**

7.3.1 Any Trustee may attend meetings of any of the United Endeavour Trust, Local Governing Bodies and Committees.

7.3.2 The Local 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 Academy staff.



## **7.4 Quorum**

7.4.1 The three members of the Local Governing Body.

## **7.5 Voting at Local Governing Body meetings**

7.5.1 Only members of the Local Governing Body may vote at its meetings.

7.5.2 The Chair will have a casting vote.

## **7.6 Appointment of Chair**

7.6.1 The Chair of the Local Governing Body will be elected on an annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Local Governing Body.

7.6.2 No Trustee/Governor who is employed by the United Endeavour Trust will act as Chair to the Local Governing Body.

7.6.3 In the absence of the Chair the Local Governing Body will elect a temporary replacement from among the Trustees/Governors present at the meeting subject to 7.6.2 above.

## **7.7 Governance Professional**

7.7.1 The Governance Professional of the Local Governing Body will be specifically appointed to serve the Governing body. The secretary of the Trust will not normally undertake this role.

7.7.2 In the absence of the Governance Professional the Local Governing Body will appoint a replacement Governance Professional for the meeting.

7.7.3 The Governance Professional will circulate an agenda and papers for each meeting at least a week before the Local Governing Body meeting.

## **7.8 Recording and reporting the proceedings of Local Governing Body meetings**

7.8.1 The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional of the Local Governing Body to the Board of Trustees and included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

7.8.2 The Chair of the Local Governing Body will be responsible for giving an oral summary of the Governing Body's deliberations at meetings of the Board of Trustees.

## **7.9 Frequency of meetings and programme of work**

7.9.1 The Local Governing Body will meet as often as is necessary to fulfil its responsibilities and at least once each term.

7.9.2 The Chair of the Local Governing Body should meet with the United Endeavour Trust Chairs, and the Chief Executive Officer of the Trust to plan the Local Governing Body's work in relation to the development plans of the United Endeavour Trust.

## **7.10 Review date**

7.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **8. Discipline Committee**

### **8.1 Purpose**

9.1.1 To comply with Annex 4 of the Funding Agreements between the Secretary of State and the United Endeavour Trust which obliges the Academy to have regard to the Secretary of State's Guidance on exclusions—'Improving Behaviour and Attendance: Guidance on Exclusion from Schools and Pupil Referral Units' and to resolve any issues relating to staffing not delegated by the Trust.

8.1.2 To make appropriate comments and recommendations on such matters to the Board of Trustees.

### **8.2 Membership**

8.2.1 The membership of the Committee will be agreed on an annual basis.

8.2.2 The membership for the year 2021/22 shall be any Trustee or Governor subject to the Articles.

8.2.3 No Committee member may participate in the meeting if they have a connection with or knowledge of the issue that might affect their impartiality.

8.2.4 The Chair has a casting vote.

### **8.3 Attendance at Committee meetings.**

8.3.1 Any Trustee may attend meetings of any Academy Committee and Local Governing Body.

### **8.4 Quorum**

9.4.1 The quorum is three Trustees/Governors subject to the Articles.

### **8.5 Voting at Committee meetings**

9.5.1 Only members of the committee may vote at Committee meetings.

9.5.2 The Chair will have the casting vote.

### **8.6 Appointment of Chair**

8.6.1 The Chair of the Committee will be elected at each meeting

### **8.7 Governance Professional**

8.7.1 The clerk of the Local Governing Body and the MAT Board will be specifically appointed to serve the Governing body/MAT Board

8.7.2 In the absence of the Governance Professional the Discipline Committee will appoint a replacement Governance Professional for the meeting.

8.7.3 The Governance Professional will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

### **8.8 Recording and reporting the proceedings of committee meetings**

8.8.1 The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of

Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

8.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

### **8.9 Frequency of meetings and programme of work**

8.9.1 The committee will meet as often as is necessary to fulfil its responsibilities.

### **8.10 Review date.**

8.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **9. Appeals Committee**

### **9.1 Purpose**

9.1.1 To hear appeals on behalf of the United Endeavour Trust.

9.1.2 To make appropriate comments and recommendations on such matters to the Board of Trustees.

9.1.3 To implement guidance on the conduct of appeals issued by the Secretary of State as it applies to Academies.

### **9.2 Membership**

9.2.1 The membership of the Committee will be three or five Trustees or Governor subject to the Articles.

9.2.2 No committee member may participate in any appeals process if the committee member is an employee of the Academy or has any prior involvement or association with the circumstances leading to the appeal.

9.2.3 The Chair has a casting vote. The Chair may not be an employee of the Academy.

### **9.3 Attendance at Committee meetings.**

9.3.1 Any Trustee may attend meetings of any Academy Committees and Local Governing Bodies.

### **9.4 Quorum**

9.4.1 The quorum is three Committee members subject to the Articles.

### **9.5 Voting at Committee meetings**

9.5.1 Only members of the committee may vote at Committee meetings.

9.5.2 The Chair will have the casting vote.

### **9.6 Appointment of Chair**

9.6.1 The Chair of the Committee will be elected at the meeting of the Committee.

### **9.7 Governance Professional**

9.7.1 The Governance Professional of the Local Governing Body and the MAT Board will be specifically appointed to serve the Governing body/MAT Board

9.7.2 In the absence of the Governance Professional the Appeals Committee will appoint a replacement Governance Professional for the meeting.

9.7.3 The Governance Professional will circulate an agenda and papers in accordance with any statutory requirements.

## **9.8 Recording and reporting the proceedings of Committee Meetings**

9.8.1 The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

9.8.2 The Chair of the Committee will be responsible for giving an oral summary of the committee's deliberations if necessary at meetings of the Board of Trustees.

## **9.9 Frequency of meetings and programme of work**

9.9.1 The committee will meet as often as is necessary to fulfil its responsibilities but at least once annually.

### **9.10 Review date.**

9.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually.

## **10. Staff Pay and Performance Review Committee**

### **10.1 Purpose**

10.1.1 To apply the Performance Management Scheme for the Leadership team of the Trust and Academy.

10.1.2 To determine the salary of those on the Leadership Pay Spine.

10.1.3 To make recommendations on these matters to the Board of Trustees.

### **10.2 Membership**

10.2.1 The membership of the Committee will be three Trustees (subject to the Articles) as below and as determined by the Chair:

- the Chair of the Board of Trustees;
- the Vice-Chair of the Board of Trustees;
- any other Trustee.

10.2.2 Any Trustee who is employed by the United Endeavour Trust may not be a member of the committee.

10.2.3 Any Trustee who has a business relationship, directly or indirectly with the United Endeavour Trust or its Academies must have previously completed a declaration of interests for the academic year in question. The Governance Professional or the Trustees will re-state those interests in the Committee meeting.

### **10.3 Attendance at Committee meetings.**

10.3.1 In some cases an external advisor may also attend. Any such advisor may also be a Trustee.

## **10.4 Quorum**

10.4.1 The quorum is three Trustees/Governors who are members of the Committee subject to the Articles.

## **10.5 Voting at Committee meetings**

10.5.1 Only Trustees who are members of the Committee may vote at Committee meetings.

10.5.2 Any recommendations or decisions made by the Committee must be agreed unanimously.

## **10.6 Appointment of Chair**

10.6.1 The Chair of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Committee.

10.6.2 In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

## **10.7 Clerk**

10.7.1 The clerk of the Local Governing Body and the MAT Board will be specifically appointed to serve the Governing body/MAT Board.

10.7.3 The clerk will circulate an agenda and papers for each meeting at least a week before the Committee meeting.

## **10.8 Recording and reporting the proceedings of Committee meetings**

10.8.1 The clerk will record attendance at meetings. Issues discussed and recommendations for decision will be recorded. The written record will be forwarded by the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees.

## **10.9 Frequency of meetings and programme of work**

10.9.1 The Committee will meet as often as is necessary to fulfil its responsibilities and at least once per academic year.

## **10.10 Review Date**

10.10.1 This Committee's meeting arrangements and terms of reference will be reviewed at the first meeting of the board of directors in the autumn term.

## **11. MAT MEMBERS Audit Committee – Strategy and Operations**

### **11.1 Purpose**

11.1.1 The **MAT MEMBERS Audit Committee – Strategy and Operations** Committee is responsible for reviewing and addressing the risks to internal control, informing the statement of internal control of the United Endeavour Trust, and agreeing a programme of internal audit work, to provide assurance to the external audit process.

11.1.2 The Committee has delegated responsibility from the Board of Trustees for ensuring that there is a framework for accountability; for examining and reviewing all systems and methods of control both financial and otherwise including risk analysis and risk management; and for ensuring the charitable Trust is complying with all aspects of the law, relevant regulations and good practice.

## **11.2 Membership**

11.2.1 The membership of the Committee will be agreed by the Board on an annual basis.

11.2.2 The Committee will comprise at least three members.

11.2.3 Committee members will be appointed by the Board.

11.2.4 The Committee will comprise all independent non-executive members of the Board. Ideally at least one should have some recent and relevant financial experience.

11.2.5 No employee of the United Endeavour Trust may be a member of the Committee.

## **11.3 Attendance at MAT MEMBERS Audit Committee – Strategy and Operations Committee meetings**

11.3.1 Any Trustee or Governor may attend a meeting of the Scrutiny Committee.

11.3.2 The Chief Executive Officer in her/his role as Accounting Officer would normally attend all meetings.

11.3.3 The Committee may invite attendance at meetings from persons who are not members of the Committee such as, Trust Director, Head of Finance, Head of HR, auditors and Board Chair to assist or advise when appropriate.

## **11.4 Quorum**

11.4.1 The quorum is three members of the Committee.

## **11.5 Voting at committee meetings**

11.5.1 Only members of the Committee may vote at Committee meetings.

11.5.2 The Chair will have a casting vote.

11.5.3 No decision on any matter shall be made at a meeting of the Audit Committee unless the majority of members of the Committee present are Trustees.

## **11.6 Appointment of Chair**

11.6.1 The Chair of the Committee will be appointed by the Board on an annual basis at the first meeting of the Board of Trustees in the autumn term.

11.6.2 In the absence of the Chair the Committee may elect a temporary replacement from among the members present at the meeting.

## **11.7 Clerk**

11.7.1 The Governance Professional of the Local Governing Body and the MAT Board will be specifically appointed to serve the Governing body/MAT Board

11.7.2 In the absence of the Governance Professional the Committee will appoint a replacement Governance Professional for the meeting.

11.7.3 The Governance Professional will circulate an agenda and papers for each meeting at least a week before the committee meeting.

### **11.8 Recording and reporting the proceedings of committee meetings**

11.8.1 The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

11.8.2 The Chair of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees.

### **11.9 Frequency of meetings**

11.9.1 The Committee will meet as often as is necessary to fulfil its responsibilities and at least twice per year. Once, at the beginning to agree the programme of work and once at the end to review.

11.9.2 The External Auditors and/ or Responsible Officer may request a meeting of the Committee, at any time.

### **11.10 Review date.**

11.10.1 This Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

### **11.11. Authority**

11.11.1 The **MAT MEMBERS Audit Committee – Strategy and Operations** Committee is authorised to:

- obtain appropriate external legal and other professional advice in order to fulfil its responsibility to the Board of Trustees;
- investigate on the behalf on the Board of Trustees anything that threatens or adversely affects the accomplishment of the charity's aims and objectives, its assets, the reliability of all records and information, and its compliance with all relevant laws, regulations, policies and its governing instruments;
- obtain, at the Trust's expense, outside legal or other professional advice on any matter within its terms of reference;
- call any employee to be questioned at a meeting of the committee as and when required;
- publish in the Trust's annual report details of any issues that cannot be resolved between the Committee and the Board.

## **Appendix 1**

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

1. Make proposals for the annual budget for the Academy for consideration by the Board;
2. Monitor the Academy Improvement Plan and review progress against the Academy Improvement Plan;
3. To monitor & review information on Academy Performance;
4. To review data for student progress;
5. To prepare targets for endorsement by the Board;
6. To monitor & review information about Academy targets;
7. To monitor the effectiveness of Literacy & Numeracy Strategies & other subject policies as required;
8. To consider the Healthy Schools Agenda;
9. To appoint link Governors for Child Protection, SEN and Literacy & Numeracy, plus any other area as recommended by the Chief Executive Officer;
10. Monitor pupil behaviour policies;
11. Monitor implementation of pupil behaviour policies
12. Consider exclusion appeals in accordance with statute and government policy (any appeal from such an exclusion appeal will be made to the Board);
13. Oversee admission arrangements in accordance with the Board's policy
14. Propose to the Board a premises & capital strategy;
15. Monitor property processes to ensure the Directors' responsibilities are fully discharged;
16. Monitoring the school's lettings policy and out of hours use;
17. To adopt the Health and Safety Policy and to keep its practice under review and to make revisions where appropriate;
  - Report on Risks to the Board;
  - Report on compliance with current fire safety legislation & regulation
  - Receive reports/audits from Health & Safety representatives
18. Monitoring the Academy emergency policy and procedures (Critical Incident Management plan);
19. Monitoring the Academy Transport Plan (Travel Plan);
20. To make recommendations to the Board for the Academy's annual budget;
21. To receive a minimum of 3 budget monitoring reports which enable the current and predicted end of financial year situation of the Academy to be determined and to report on these to the Board;
22. To recommend to the Directors appropriate action on changes to the budget during the financial year;
23. To set up a Register of Governors' Business Interests;
24. To ensure all documents required under statutory regulation are published on the school's website;
25. To report to parents according to statutory requirements and best practice;
26. To ensure all students are safeguarded.



## **Learning, Teaching and Achievement**

To monitor and evaluate Academy activity as below.

### **1. The review and monitoring of the curriculum to include:**

- Ensuring the Academy is meeting any statutory curriculum requirements;
- To review DfE Data and associated data profiles;
- To monitor & review information on Academy performance;
- To monitor & review the Academy Raising Achievement Plan;
- To review the Academy Prospectus;
- To monitor & review Academy targets;
- To report to parents according to statutory requirements;
- To appoint link Governors as recommended by the Chief Executive Officer.

### **2. To monitor the safety and welfare of all staff and students to include the review and monitoring of all policies as stated in the agreed policy schedule to include:**

- Compliance with DfE and HSE guidance;
- Compliance with all child protection and SEN requirements;
- Working with the local community to embed good practice.

### **3. To monitor all premises and health and safety issues, to include all policies as stated in the agreed policy schedule to include:**

- Reviewing the Health & Safety Policy on an annual basis.

### **4. To approve the Extended Services work in the Academy to include:**

- Reviewing all activities and the annual development plan.
- Monitoring work to ensure adherence with the plan and assessing its impact.
- Receiving termly reports on progress.

## **Business and Operations**

To monitor and evaluate Academy activity as below.

1. To review the indicative annual budget, as notified by the ESFA.

2. To approve the initial budget for the next academic year and make recommendations to the Trustees.

3. To contribute to the formulation of the Academy's development plan;

4. To ensure the annual budget plan has been prepared in line with the principles of Best Value established by the Trust.

5. To receive details of the Academy's actual surplus/deficit and to report recommendations to the Trustees.

6. To approve medium term financial projections in accordance with the requirements of the Trust's financial regulations.

7. To receive, at least termly budget monitoring reports which enable the current and predicted end of financial year situation of the Academy to be determined.

8. To approve or recommend to the Trustees appropriate action on changes to the budget during the financial year.
9. To receive bids for external funding for approval.
10. To receive financial information which will enable the Committee to ensure that the Academy's Financial Regulations are being complied with. This to be done in conjunction with the Audit (Strategy and Operations) Committee.

11. To Monitor compliance with the Academy's Scheme of Financial Delegation as approved by the Trustees and outlined below:-

- Individual Budget Holders will approve any expenditure up to the value of £5,000.
- All orders will be countersigned by the Chief Executive Officer, Principal, Trust Director or Head of Finance (via PS Financials).
- Chief Executive Officer to authorise budget virements up to £20,000.
- MAT Board committee to authorise budget virements from £20,001 up to the value of £30,000.
- The Board of Directors and notify ESFA if significant to authorise virements over £30,001.

Description	Delegated Authority	Value
<b>Expenditure Limits</b>	<ul style="list-style-type: none"> <li>• Principal / Trust Director</li> <li>• Chief Executive Officer</li> <li>• Chair of LGB /Chair of Board</li> <li>• MAT Board / Chair of Board</li> <li>• Board of Directors</li> </ul>	<ul style="list-style-type: none"> <li>• Up to £10,000</li> <li>• From £10,001 to £35,000</li> <li>• From £35,001 to £50,000</li> <li>• From £50,001 to £125,000</li> <li>• Over £125,000</li> </ul>

12. To assess the financial progress in achieving the objectives in the Academy Improvement Plans.
13. To annually ensure that the insurance cover held by the Academy provides adequate protection against risks.
14. To prepare a scale of charges for Academy activities for approval by the Trustees.
15. To review the Annual Report of the Directors and Financial Statements for the year-end in accordance with the Companies Act (2006) and Charity Commission requirements and make recommendations to the Trust Board. This in conjunction with the Scrutiny Committee.
16. To ensure a Register of Business Interests is kept for all Trustees/Governors and staff.
17. To ensure an inventory is maintained of and equipment owned by the Academy.
18. 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, secure prior permission from the Secretary of State in writing.
19. To authorise the write-off of debts in accordance with prevailing DfE rules/ Academy Trust Handbook.
20. To recommend the finances for the Academy Pay Policy for approval by the Trustees.
21. To authorise changes to the Academy's staffing establishment with the exception of the Chief Executive Officer, and Trust Director.
22. To ensure appropriate personnel management procedures are in place according to the agreed policy schedule.
23. To review cash flow forecast and investment.

## **Discipline Committee Terms of Reference**

- To review certain exclusions as defined in the Secretary of State's guidance;
- To consider representations about an exclusion made by the parents of an excluded child;
- To consider the appropriateness of any permanent exclusion, or any exclusion where one or more fixed period of exclusions total more than 15 school days in one term.
- To consider representations from all parties in deciding whether or not to uphold or re instate a fixed term or permanent exclusion.
- To apply any other obligations contained in the Secretary of State's guidance.
- To consider any staff discipline issues in relation to the Chief Executive Officer, and the Trust Director.

## **Appeals Committee Terms of Reference**

- To hear any appeal arising from the implementation of any United Endeavour Trust policy;
- To hear staff dismissal appeals;
- To hear staff disciplinary appeals;
- To hear appeals on pay grading and or pay awards;
- To hear staff appeals on redundancy;
- To hear staff appeals on grievance;
- To hear Complaints;
- To hear any Confidential Reporting Disclosure;
- To hear any other appeal referred by the United Endeavour Trust.

## **MAT MEMBER Audit (Strategy and Operations) Committee Terms of Reference**

### **1. Financial reporting.**

The Committee will:

- 1.1 monitor the financial statements of the Trust, including its annual and interim reports and management statements, reviewing significant financial reporting issues and judgements which they contain.
- 1.2 ensure that regular audits are carried out in respect of financial, legal, risk, health and safety, investments, insurance, and the asset register via a self-evaluation process through the role of the Responsible Officer whose reports will be received by the Committee.
- 1.3. monitor annually the consistency of, and any changes to, accounting policies.

### **2. Internal controls and risk management systems.**

The Committee will:

- 2.1 keep under review and report on a regular basis to the Trustees on the adequacy and effectiveness of the Trust's internal financial controls and internal control and risk management systems;
- 2.2 review and approve the statements to be included in the annual report concerning internal controls and risk management.

### **3. Compliance, whistleblowing and fraud.**

The Committee will:

- 3.1 review the adequacy and security of the Trust's arrangements for its employees and contractors to raise concerns, in confidence, about possible wrong doing in financial reporting or other matters. The committee will ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action.
- 3.2 review the Trust's procedures for detecting fraud.
- 3.3 review the Trust's systems and controls for the prevention of bribery and receive reports on non-compliance.

#### **4. Internal audit.**

The Committee will:

- 4.1 monitor and review the effectiveness of the Trust's internal audit function in the context of the Trust's overall risk management system.
- 4.2 consider and approve the remit of the internal audit function.
- 4.3 review and assess the annual internal audit plan.
- 4.4 review reports addressed to the Committee resulting from internal audit.
- 4.5 review and monitor management's responsiveness to the findings and recommendations of the internal audit.

#### **5 External Audit.**

The Committee will:

- 5.1 make recommendations to the Board, for Members' approval at the Spring Term meeting, in relation to the appointment, re-appointment and removal of the Trust's external auditor and the frequency of tendering.
- 5.2 the Committee will oversee the selection process for a new auditor and if an auditor resigns the Committee will consider the issues leading to this and decide whether any action is required.
- 5.3 oversee the relationship with the external auditor including recommendations on their remuneration, whether fees for audit or non-audit services and the level of fees is appropriate to enable an adequate audit to be conducted and approval of their terms of engagement, including any engagement letter issued at the start of each audit and the scope of the audit.
- 5.4 confirm that there are no conflicts of interest between the Auditor and the Trust (other than in the ordinary course of business).
- 5.5 seek to ensure co-ordination with the activities of the internal audit function.
- 5.6 if necessary meet the External Auditor at least once a year, without management being present; to discuss the auditor's remit and any issues arising from the audit.
- 5.7 review and approve the annual audit plan and ensure that it is consistent with the scope of the audit engagement.
- 5.8 review the findings of the audit with the External Auditor. This shall include but not be limited to, the following:

- a discussion of any major issues which arose during the audit
- any accounting and audit judgements
- levels of errors identified during the audit
- the effectiveness of the audit.

5.9. review and monitor management's responsiveness to the findings and recommendations of the Internal Auditor and Responsible Officer.

5.10 review any representation letter(s) requested by the External Auditor before they are signed by management.

5.11 review the management letter and management's response to the auditor's findings and recommendations.

5.12 ensure that the ESFA is informed of any irregularities in financial issues.

5.13 to review performance and pay of Trust SLT

- To approve the Performance Management Scheme for the current academic year.
- To determine the level of bonus payable for the current academic year.
- To determine the salary of those on the Leadership Pay Spine.
- To receive annual progress reports on the performance of the Chief Executive Officer and other senior leaders as determined by this committee, in relation to previously agreed objectives and success criteria.
- To advise the Board of Trustees on all matters related to the Performance Management Scheme for the Leadership Team

## **Appendix 2**

### **Appeals Process**

The MAT Board may nominate a number of members and independent persons with delegated powers to hear appeals at that stage, and set out its terms of reference. These can include:

- > drawing up its procedures;
- > hearing individual appeals;
- > making recommendations on policy as a result of appeals.

The panel can be drawn from the nominated members and should consist of three or five people. The panel may choose their own chair.

#### **The Remit of the Appeal Panel**

The panel can:

- > dismiss the appeal in whole or in part;
- > uphold the appeal in whole or in part;
- > decide on the appropriate action to be taken to resolve the appeal;
- > recommend changes to the school's systems or procedures to ensure that problems of a similar nature do not recur.

There are several points which any Trustee or independent person sitting on an appeals panel needs to remember:

- a. It is important that the appeal hearing is independent and impartial and that it is seen to be so. No member may sit on the panel if they have had a prior involvement in the appeal or in the circumstances surrounding it. In deciding the make-up of the panel, Trustees need to try and ensure that it draws members from a cross-section of experiences and is sensitive to the issues of race, gender and religious affiliation.
- b. The aim of the hearing, which needs to be held in private, will always be to resolve the appeal and achieve reconciliation between our academies and the appellant. However, it has to be recognised the appellant might not be satisfied with the outcome if the hearing does not find in their favour. It may only be possible to establish the facts and make recommendations which will satisfy the appellant that his or her appeal has been taken seriously.
- c. An effective panel will acknowledge that many appellants feel nervous and inhibited in a formal setting. The panel chair will ensure that the proceedings are as welcoming as possible. The layout of the room will set the tone and care is needed to ensure the setting is informal and not adversarial.
- d. The members sitting on the panel need to be aware of the appeals procedure.

### **Roles and Responsibilities**

#### **The Role of the Governance Professional**

The Department strongly recommends that any panel considering appeals be clerked. The Governance Professional would be the contact point for the appellant and be required to:

- > set the date, time and venue of the hearing, ensuring that the dates are convenient to all parties and that the venue and proceedings are accessible;
- > collate any written material and send it to the parties in advance of the hearing;
- > meet and welcome the parties as they arrive at the hearing;
- > record the proceedings;
- > notify all parties of the panel's decision.

### **The Role of the Chair of the Trust**

- > check that the correct procedure has been followed;
- > if a hearing is appropriate, notify the clerk to arrange the panel;

### **The Role of the Chair of the Panel**

The Chair of the Panel has a key role, ensuring that:

- > the remit of the panel is explained to the parties and each party has the opportunity of putting their case without undue interruption;
- > the issues are addressed;
- > key findings of fact are made;
- > parents and others who may not be used to speaking at such a hearing are put at ease;
- > the hearing is conducted in an informal manner with each party treating the other with respect and courtesy;
- > the panel is open minded and acting independently;
- > no member of the panel has a vested interest in the outcome of the proceedings or any involvement in an earlier stage of the procedure;
- > each side is given the opportunity to state their case and ask questions;
- > written material is seen by all parties. If a new issue arises it would be useful to give all parties the opportunity to consider and comment on it.

### **Notification of the Panel's Decision**

The chair of the panel needs to ensure that the appellant is notified of the panel's decision, in writing, with the panel's response; this is usually within a set deadline which is publicised in the procedure. The letter needs to explain if there are any further rights of appeal and, if so, to whom they need to be addressed.

### **Checklist for a Panel Hearing**

The panel needs to take the following points into account:

- \* The hearing is as informal as possible.

- \* Witnesses are only required to attend for the part of the hearing in which they give their evidence.
- \* After introductions, the appellant is invited to explain their appeal, and be followed by their witnesses.
- \* The Principal may question both the appellant and the witnesses after each has spoken.
- \* The Principal is then invited to explain the school's actions and be followed by the school's witnesses.
- \* The appellant may question both the Principal and the witnesses after each has spoken.
- \* The panel may ask questions at any point.
- \* The appellant is then invited to sum up their appeal.
- \* The Principal is then invited to sum up the school's actions and response to the appeal.
- \* Both parties leave together while the panel decides on the issues.
- \* The chair explains that both parties will hear from the panel within a set time scale.