Inclusive Education Trust (IET)

Scheme of Delegation

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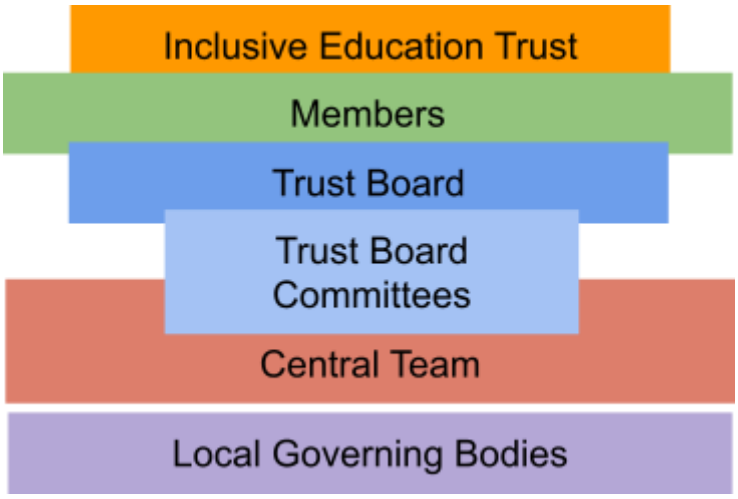
1. **Multi Academy Trust Board Scheme of Delegation (SoD)**

1.1. Inclusive Education Trust referred to as IET

1.2. IET Multi Academy Trust's (MAT) Board of Directors (also referred to throughout this document as "the Trustees Board", "Directors", or "TB") are accountable in law for all major decisions about the academies that comprise the MAT.

1.3. This document outlines how the Trust Board has resolved to delegate responsibilities down through the various layers of governance within the MAT structure. Any decision to delegate a task/responsibility is made by the full Board of Directors. Without such delegation, an individual/committee has no power to act.

1.4. The structure of the IET MAT Governance is as follows:



1.5. The table included in this document (chapter 2) shows to which level the Trust Board has chosen to legally delegate functions.

1.6. The Trust has been founded on the belief that governance should be focused on creating educational excellence. The philosophy of the Trust is best reflected structurally as follows:

1.7. This document should be read in conjunction with the job descriptions of the Chief Executive Officer, Deputy CEO and
the CFO, as well as the Trust's Governance Handbook and the Trust's Delegated Financial Handbook.

1.8. The Trust Board is responsible for the strategic direction of the Trust and this will inform the strategic direction of the individual academies that form the MAT.

1.9. Although decisions may be delegated, the Trust Board as a whole remains responsible for any decision made under delegation.

1.10. Trust Board committees can be given delegated authority to make decisions, monitor, evaluate and review particular plans, policies and targets. The Chief Executive Officer and Trust employees play a major role in formulating plans, policies and targets to bring to committees or to the Trust Board for discussion prior to adoption by the full MAT.

1.11. The Trust Board has established two committees with delegated powers - Audit and Risk and Business and finance. These committees have terms of reference (sections 4 & 5).

1.12. The Trust Board has also established a committee which will review the performance of the CEO.

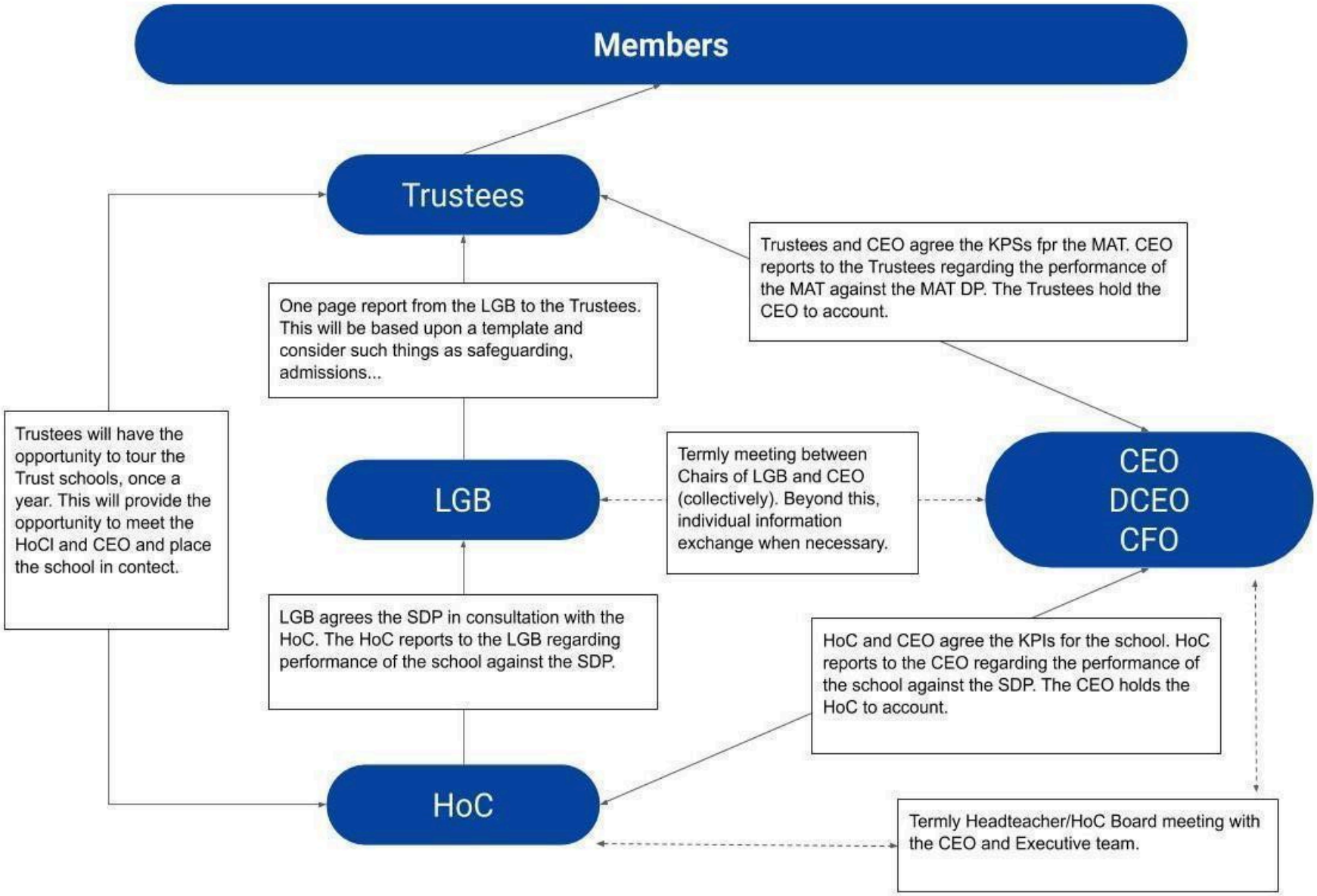
1.13. Whilst the Department for Education uses the term "Local Governing Board" for individual academy/school governance boards, IET uses the term "Local Governing Body". Local Governing Bodies have also been given delegated authority to make decisions, monitor, evaluate and review plans, policies and targets in relation to their own academy, on behalf of the Chief Executive Officer who is named "accounting officer" responsible to HM Parliament and Companies House.

1.14. The Heads of Centre are responsible for internal organisation, management and control of the schools and are accountable to the Trust Board via the Chief Executive Officer and Deputy CEO.

1.15. As part of its responsibilities, the Trust Board will ensure that this document is reviewed at least annually.

1.16. This Scheme of Delegation is reflective of 'business as usual' for the Trust. The Trust Board may reserve the right to vary the delegation of powers in exceptional circumstances (such as the suspension of an officer employed by the Trust) or where an academy requires intervention in line with the Trust policy or when academies are causing concern or are sponsored academies. The Trust Board cannot revise those powers held by Members. Only Members can amend these.

The following page gives an overview of the scheme of delegation. Whilst it's an illustration of the accountability and communication lines the precise delegations are laid out in the subsequent tables.


Members
Trustees
Trustees and CEO agree the KPSs fpr the MAT. CEO reports to the Trustees regarding the performance of the MAT against the MAT DP. The Trustees hold the CEO to account.
One page report from the LGB to the Trustees. This will be based upon a template and consider such things as safeguarding, admissions...
Trustees will have the opportunity to tour the Trust schools, once a year. This will provide the opportunity to meet the HoCl and CEO and place the school in contect.
LGB
Termly meeting between Chairs of LGB and CEO (collectively). Beyond this, individual information exchange when necessary.
CEO
DCEO
CFO
LGB agrees the SDP in consultation with the HoC. The HoC reports to the LGB regarding performance of the school against the SDP.
HoC and CEO agree the KPIs for the school. HoC reports to the CEO regarding the performance of the school against the SDP. The CEO holds the HoC to account.
HoC
Termly Headteacher/HoC Board meeting with the CEO and Executive team.

Delegation of Responsibilities
2.1 Key

M	Members
TB	Trust Board (Directors of IET)
COM	Committee level
CEO	Chief Executive Officer +/or Deputy Chief Executive Officer
CFO	Chief Financial Officer
LGB	Local Governing Body
HoS	Heads of Centre
Dark Blue	Function cannot be carried out at this level
A	Accountable to
a	To advise
✔	Action could be undertaken by this level. Where a tick is used for more than one tier of delegated responsibilities for the same function, this means that either/or level can discharge delegated responsibilities dependent on the needs of the business at that time.

Area	Function	Delegated responsibility	Accountability

Area 1	Function	M	TB	CEO	LGB	HoS	Accountability
Governance and Strategy	**1.a** Appoint members	✔					
	1.b Remove members	✔					
	1.c Appoint Directors	✔					
	1.d Remove Directors	✔	A				TB accountable to M
	1.e Appoint/remove Chief Executive Officer	✔	A				TB accountable to M
	1.f Review/amend articles of association	✔	a				TB to advise M
	1.g Approve annual report to members on Trust performance	✔	A				TB accountable to M
	1.h Determine Trust's vision, values & ethos	✔	A				TB accountable to M
	1.i Setting the Trust-wide strategy / agreeing key performance indicators (KPI) to inform progress of 3-5 year plan	✔	A	a			TB accountable to M CEO advise TB
	1.j Contextualise trust wide vision/strategy in each academy		✔	A	a	a	CEO accountable to TB HoS and LGB to advise

Area 1	Function	M	TB	CEO	LGB	HoS	Accountability
	1.k Establishing governance structure for the trust / review scheme of delegation.	✔	A				TB accountable to M
	1.l Appoint / remove Trust Board governance professional	✔	A				TB accountable to M
	1.m Appoint/remove clerk to academy LGB's		✔	A	a	a	CEO accountable to TB HoS LGBs to advise
	1.n Appoint chair of Trust Board and Trust Board committees	✔	A				TB accountable to M
	1.o Appoint/remove chairs of LGB's	✔	A				TB accountable to M
	1.p Lead on director recruitment	✔	A				TB accountable to M
	1.q Annual self-review - assess whether size/composition/governance structure conducive to effective working	✔	A		A		TB accountable to M LGB accountable to TB
	1.r Review chair performance	✔	A		A		TB accountable to M LGB accountable to TB
	1.s Annual review of Director contribution / succession planning		✔				Chair of TB
	1.t Election of LGB parent governors		✔	a	A	a	LGB accountable to TB CEO / HoS to advise
	1.u Agree Terms of Reference for all standardised Trust Board committees.	✔	A				TB accountable to M
	1.v Agree HoSs report format		✔	A	a	a	CEO accountable to TB HoS LGBs to advise
	1.w Receive/review termly HoSs report		✔	A	a	a	CEO accountable to TB HoS LGBs to advise
	1.x Agree trust scheme of delegation (SoD)	✔	A				TB accountable to M
	1.y Agree LGB annual schedule of business		✔	a	A		LGB accountable to TB CEO to advise
	1.z Receive/review termly CEO report		✔	A			CEO accountable to TB
	1.aa Report annually on effectiveness of LGB	✔	A	a			TB accountable to M CEO to advise
	1.bb Enhance trust wide collaboration		✔	A			CEO accountable to TB
	1.cc Hold CEO to account for effective implementation of strategy	✔	A				TB accountable to M
	1.dd Ensure trust complies with publishing requirements on trust website including		✔	A			CEO accountable to TB

Area 1	Function	M	TB	CEO	LGB	HoS	Accountability
	governance structure and Director details						
	1.ee Establish a register of interests in compliance with requirements set out in the Academies Trust Handbook	✔	A	a	A		TB accountable to M LGB accountable to TB CEO to advise
	1.ff Establish a safeguarding trust policy and procedures		✔	A			CEO accountable to TB

Area 2	Function	M	TB	CEO	LGB	HoS	Accountability
Staffing	**2.a** Performance management of the CEO	✔	A				TB accountable to M
	2.b Performance of Executive Team		✔	A			CEO accountable to TB
	2.c Performance of HoSs		✔	A			CEO accountable to TB
	2.d Performance of School SLT		✔	A	✔	A	CEO accountable to TB HoS accountable to LGBs
	2.e Performance of School Staff		✔	A		a	CEO accountable to TB HoS to advise
	2.f Appoint / remove Executive Leadership tier (non-academy trust staff)		✔	A			CEO accountable to TB
	2.g Appoint/remove academy HoSs		✔	A	a		CEO accountable to TB LGB chair to advise
	2.h Appoint/remove academy Deputy HoSs		✔	✔	a	A	CEO accountable to TB LGB chair to advise HoS accountable to CEO
	2.i Performance of HoSs		✔	A			CEO accountable to TB
	2.j Agree approach to staffing policies trust wide	✔	A	a			TB accountable to M CEO to advise
	2.k Development of trust wide staffing policies		✔	A			CEO accountable to TB
	2.l Approval/consult on staff policies including: staff appraisal, grievance, discipline, capability, pay, appointments, dismissal, suspension and redundancy		✔	A		a	CEO accountable to TB HoS to advise
	2.m Recommend central trust staff structure	✔	A	a			TB accountable to M CEO to advise
	2.n Agree central trust staffing structure	✔	A	a			TB accountable to M CEO to advise

Area 2	Function	M	TB	CEO	LGB	HoS	Accountability
	2.o Agree academy staffing structure	✔	A	a			TB accountable to M CEO to advise
	2.p Facilitate discussions with unions and agree trust policies		✔	A			CEO accountable to TB

Area 3	Function	M	TB	CEO	LGB	HoS	Accountability
Finance	**3.a** Designate named accounting officer (CEO)	✔	A				TB accountable to M
	3.b Appointment of CFO		✔	a			CEO to advise TB
	3.c Overall responsibility of trust funds	✔	A	A	a	a	TB accountable to M CEO accountable to TB HoS / LGB to advise
	3.d Establish a scheme of financial delegation		✔	A			CEO accountable to TB
	3.e Establish trust Audit & Finance Committees	✔	A				TB accountable to M
	3.f Agree local financial delegation for each academy		✔	a	a	a	CEO advise TB LGB and HoS advise CEO
	3.g Agree academy top slice/charging policy		✔	A			GAG pooling If no GAG pool CEO accountable to TB
	3.h Monitor use of financial procedures		✔	A			CEO accountable to TB
	3.i Ensure central financial procedures are implemented effectively		✔	A			CEO accountable to TB
	3.j Monitor effective use of local financial procedures		✔	A		a	CEO accountable to TB HoS to advise CEO
	3.k Ensure local financial procedures are implemented effectively		✔	a	A	a	LGB accountable to TB CEO to advise TB HoS to advise CEO
	3.l Submit annual report and accounts Inc.: accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement	✔	A	a			TB accountable to M CEO to advise
	3.m Appoint external auditors	✔	A	a			TB accountable to M CEO to advise

Area 3	Function	M	TB	CEO	LGB	HoS	Accountability
	3.n Action external auditors report	✔	A	a			TB accountable to M CEO to advise
	3.o Monitor and evaluate value for money of overall trust performance	✔	A	a			TB accountable to M CEO to advise
	3.p Appoint trust external responsible officer / receive report	✔	A	a			TB accountable to M CEO to advise
	3.q Action trust internal / external responsible officer report recommendations/requirements		✔	A			CEO accountable to TB
	3.r Action academy level external responsible officer report		✔	A			CEO accountable to TB
	3.s Monitor and evaluate value for money at academy level		✔	A	a		CEO accountable to TB LGB to advise
	3.t Produce accurate and up-to-date reporting on trust wide financial data and accounting records		✔	A			CEO accountable to TB CFO to advise
	3.u Produce accurate and up-to-date reporting on academy financial data and accounting records		✔	A			CEO accountable to TB CFO to advise
	3.v Annual approval of trust balanced budget in accordance with ESFA timeframes	✔	A	a			TB accountable to M CEO to advise
	3.w Annual approval of academy balanced budget in accordance with trust requirements and ESFA timeframes	✔	A	a			TB accountable to M CEO to advise
	3.x Monitor and review performance against trust budget	✔	A	a			TB accountable to M CEO to advise
	3.y Monitor financial performance against agreed academy budget - to include sports and Pupil premium	✔	A	a			TB accountable to M CEO to advise
	3.z Agree trust wide expenses policy		✔	A			CEO accountable to TB
	3.aa Develop trust wide procurement strategies/procedures to ensure value for money and efficiency savings		✔	A			CEO accountable to TB CFO to advise
	3.bb Ensure academy contractual arrangements comply with regulations and trust strategy / procedures		✔	A			CEO accountable to TB CFO to advise
	3.cc Agree trust wide charging and		✔	A			CEO accountable to TB

Area 3	Function	M	TB	CEO	LGB	HoS	Accountability
	remissions policy						CFO to advise
	3.dd Authorise financial outgoings not covered by scheme of delegation		✔	A			CEO accountable to TB CFO to advise

Area 4	Function	M	TB	CEO	LGB	HoS	Accountability
Managing Risk	**4.a** Agree and review trust strategic plan	✔	A	a			TB accountable to M CEO to advise
	4.b Implement trust expansion plan, exploring academy development, assessing opportunity against capacity and risk of organisational threats etc. Complete thorough due diligence process of any potential developments and acquisitions.	✔	A	a			TB accountable to M CEO to advise
	4.c Approve expansion and permit acquisition of upcoming academies.	✔	A	a			TB accountable to M CEO to advise
	4.d Agree trust wide strategy for insurance arrangements to deliver financial efficiencies	✔	A	a			TB accountable to M CEO to advise
	4.e Ensure Trust risk management policies are in place and adhered to.	✔	A	a	a	a	TB accountable to M CEO to advise HoS advise LGB LGB advise CEO
	4.f Implementation and maintenance of trust risk register		✔	A			CEO accountable to TB
	4.g Implementation and maintenance of academy risk register		✔	A			CEO accountable to TB
	4.h Establish trust wide GDPR and freedom of information policies and procedures		✔	A			CEO accountable to TB
	4.i Agree a trust wide whistle blowing procedure		✔	A			CEO accountable to TB
	4.j Establish a financial contingency plan/appropriate level of reserves to ensure continued operation in event of substantial financial loss	✔	A	a			TB accountable to M CEO to advise

Area 5	Function	M	TB	CEO	LGB	HoS	Accountability
School Improvement	**5.a** Ensure the Trust promotes student wellbeing/attainment as strategic priority		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.b Responsibility for cultivating trust focus on improving teaching and learning		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.c Publish and regularly review a Trust development and improvement plan, taking learning from self- evaluation; Ofsted findings; lessons learned; and other best practice guidance		✔	A		a	CEO accountable to TB HoS to advise CEO
	5.d Develop a trust wide strategy for academy improvement planning (AIP) and self-evaluation		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.e Agree format for academy improvement plan		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.f Agree format for academy self-evaluation (SEF)/quality assure SEF implementation		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.g Monitor and challenge academy progress against Academy Improvement Plan and Self-Evaluation data.		✔	A	a	A	CEO accountable to TB HoS accountable to LGB LGB advise CEO
	5.h Agree trust approach to intervention for academies causing concern	✔	A	a	a	a	TB accountable to M CEO to advise HoS advise LGB LGB advise CEO
	5.i Action intervention plans where required in line with intervention strategy		✔	A	a	a	CEO accountable to TB LGB / HoS to advise
	5.j Promote awareness of national changes in education policy, developing trust wide strategies and procedures		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	5.k Develop/promote trust wide forums for the sharing of best practice, exploring perspectives on challenges facing **education** community		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	5.l Assist HoSs to develop academy curriculum in line with trust strategy		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	5.m Hold school SLT to account for			✔	a	A	HoS accountable to CEO

Area 5	Function	M	TB	CEO	LGB	HoS	Accountability
	implementing academy curriculum						LGB to advise CEO
	5.n Implementation of trust wide teaching objectives/priorities at local level		✔	A		a	CEO accountable to TB HoS advise CEO
	5.o Monitor/challenge quality of academy teaching/learning and student attainment		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO

Area 6	Function	M	TB	CEO	LGB	HoS	Accountability
Student Voice & Family Engagement	**6.a** Decide on how to report trust/academy progress to parents		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.b Agree and monitor implementation of broad and balanced curriculum, delegating sufficient resources, questioning SLT on suitability/rationale		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.c Development and enhancement of curriculum, decide which subject options should be taught and applying teaching and other resources where required		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.d Agree academy year and academy day		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.e Agree academy admissions policy		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.f Consult on changes made to admissions arrangements or where no changes made consult at least every 7 years		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.g As admissions authority, mainstream academies: establish independent admissions appeal panel to address parent appeals establish process to address disagreements with commissioning local authorities' subsequent to placement consultations						N/A
	6.h Establish trust complaints policy and ensure compliance with this policy		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.i Monitor academy website compliance		✔	A	a	a	CEO accountable to TB

Area 6	Function	M	TB	CEO	LGB	HoS	Accountability
	with regulations including local governance structure/governor details.						HoS advise LGB LGB advise CEO
	6.j Agree strategy to for the promotion of parental, student and local stakeholder voice		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.k Implement strategy for parental and student voice		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.l Agree sex education policy and ensure parents are informed of their rights.		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.m Agree RE provision in compliance with statutory requirements & any trust deed		A	a	a	a	N/A
	6.n Decide on enrichment/extended services offer		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.o Ensure school food standards are met and the provision of free school meals to those pupils meeting the criteria.		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.p Agree academy special educational needs and disability (SEND) policy		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.q Agree academy safeguarding and child protections procedures		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.r Responsibility for academy equality information and objectives statement		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	6.s Implement timely policy review schedule		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO

Area 7	Function	M	TB	CEO	LGB	HoS	Accountability
Premises / IT & Health & Safety	**7.a** Implement trust ICT strategy to prioritise student wellbeing and maximise efficiency.		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	7.b Lead on strategic oversight of effectiveness of premises/ICT strategies		✔	A	a	a	CEO accountable to TB HoS advise LGB

Area 7	Function	M	TB	CEO	LGB	HoS	Accountability
							LGB advise CEO
	7.c Lead on trust forums promoting sharing best practice and improve trust strategies		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	7.d Decide local level health and safety procedure in line with Trust Policy		✔	A	a	a	CEO accountable to TB HoS advise LGB LGB advise CEO
	7.e Responsibility for trust compliance with H&S legislation	✔	A	a			TB accountable to M CEO to advise
	7.f Approve academy lettings procedure in line with Trust Policy	✔	A	a		a	N/A

Terms of Reference
IET Trust Board

1. **Membership**
   1.1. Up to 9 Directors plus the CEO. Additional directors can be co-opted in accordance with the Articles of Association.

2. **Meetings**
   2.1. Members meet when required and at least annually
   2.2. The Trust Board of Directors (Board) meet six times a year

3. **Quorum**
   3.1. The Trust Board will require a quorum of four Directors, who should include the Chair **or** Vice Chair of the Trust Board.
   3.2. Where there is an equal division of votes, the Chair of the meeting shall have a casting vote in addition to any other vote they may have
   3.3. The quorum shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Directors entitled to vote on those matters for the purposes of:
   3.4. any vote on the removal of a Director; and
   3.5. any vote on the removal of the Chair of the Directors;

4. **Terms of office**
   4.1. The term of office for any Director (other than Co-opted/Associate Directors) shall be four years. Subject to remaining eligible to be a particular type of Director, any Director may be re-appointed or re- elected by the Trust Board. The Chief Executive Officer will be appointed as a Director for the full term of their appointment in post and will not require reappointment every 4 years

5. **Purpose**
   5.1. to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum ("the mainstream Academies") or educational institutions which are concerned with providing full-time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them ("the alternative provision Academies") or 16 to 19 Academies offering a curriculum appropriate to the needs of its students ("the 16 to 19 Academies") or schools specially organised to make special educational provision for pupils with Special Educational Needs ("the Special Academies"), and;
   5.2. to promote for the benefit of the inhabitants of the areas in which the Academies are situated the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants.
   5.3. The purpose of the IET Multi Academy Trust is to promote the best possible outcomes for children young people and families by adhering to the Trust vision, values and ethos. In striving to meet these, the Trust Board will be required to scrutinise decisions made by the Chief Executive Officer, DCEO, CFO, HoSs, Senior Leadership Teams (SLT) and Local Governing Bodies, acting as a critical friend to ensure the efficient and effective strategic management of the Academies that comprise the Trust.
   5.4. The Trust Board has a duty to ensure high standards of support for all teaching and learning within its educational establishments.

6. Responsibilities

6.1. The Company Members are the signatories to the Company Memorandum.

7. Skills audit ands training

7.1. The Trust Board will every year undertake a self-assessment of their knowledge and skills.

8. Safeguarding

8.1. The appointments of all Directors will not be confirmed until they have been subject to an enhanced disclosure and barring record check through the relevant school admin officer, with the certificate numbers recorded by the clerk to the Trust Board.

8.2. The Trust will appoint a designated Director for Safeguarding.

9. Clerking / Governance Professional (GP)

9.1. Each meeting must be called, managed and minuted according to the articles. The GP must be formally appointed by the Trust Board and will keep a register of business interests for all directors. Draft minutes should be presented to the Chair within 10 days of the meeting. The key points from a Board meeting to be put forward to the Local Governing Bodies or a committee shall be agreed at the meeting and forwarded by the Clerk using the agreed pro-forma.

10. Meetings

10.1. The Directors shall hold at least six meetings in every school year. Meetings of the Directors shall be convened by the Clerk, with at least 7 days notice.

10.2. Each meeting of the Trust Board should consider:

- 10.2.1. a report of the financial position of the Trust, including its income and expenditure and financial commitments;
- 10.2.2. whether adequate financial monitoring of the academies budget and activities is being undertaken;
- 10.2.3. progress on any action identified to improve financial arrangements at the academies;
- 10.2.4. significant contracts proposed to be entered into by the Trust;
- 10.2.5. details of any significant matters affecting the Trust's staff i.e. safeguarding
- 10.2.6. details of any significant matters affecting the students' welfare or education, safeguarding, national success
- 10.2.7. details of any significant matters affecting the academies assets e.g. buildings, computers, FHES expansion etc.
- 10.2.8. the overall performance of the Trust

11. Delegation

11.1. Subject to provisions of the Companies Act 2006, the Articles and to any directions given by special resolution, the business of the Company shall be managed by the Directors who may exercise all the powers of the Company.

11.2. The Directors may delegate to any Director, committee (including any Local Governing Body or any other holder of an executive office), such of their powers or functions as they consider desirable to be exercised by them. Any such delegation shall be made subject to any conditions the Directors may impose and may be revoked or altered.

11.3. Where any power or function of the Directors has been exercised by any committee (including any Local Governing Body), any Director or any other holder of an executive office, that person or committee shall report to the Directors in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Directors immediately following the taking of the action or the making of the decision.

11.4. The details of all powers and responsibilities delegated are set out in the MAT Scheme of Delegation and the Delegated Financial Powers Handbook.

Powers to be exercised only by the Trust Board are:

12. Strategy and governance

12.1. Agree a long term strategy, vision and mission for the Trust, and communicate this to stakeholders;
12.2. Produce a report on Trust performance annually for Members;
12.3. Establish and monitor a strategic risk register and disaster recovery plan;
12.4. Develop a MAT strategic plan.
12.5. Establish and maintain a register of business interests for the Trust Board;
12.6. To review annually and consider the establishment, Terms of Reference and membership of committees and effectiveness
12.7. Establish and appoint to Trust Board committees;
12.8. Review Terms of Reference of Trust Board committees and Local Governing Bodies;
12.9. Agree the reporting format for the Chief Executive Officer and HoS;
12.10. Agree the Trust Schedule of Business;
12.11. Ensure the trust complies with publishing requirements on the Company website;
12.12. Appoint and removal of persons the Chairs to the Local Governing Bodies;
12.13. Elect (or remove) the Chair and Vice-Chair of the Trust Board annually;
12.14. Approve Trust-wide policies and procedures and review regularly;
12.15. Approve the Scheme of Delegation of powers and responsibilities and review at least annually.

13. Finance

13.1. Approve the annual budget, allocating finance to individual academies, using the funding formula allocations as a guide, but being sensitive to individual academy circumstances;
13.2. Establish a Trust Finance committee;
13.3. Establish a Scheme of Financial Delegation;
13.4. Approve the annual report, returns and accounts;
13.5. Agree Trust Wide expenses policy;
13.6. Submit annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance and governance statement;
13.7. Inform the appropriate government agency if it suspects any irregularity affecting resources, and approvals of any write-offs and other requirements of the ESFA/DfE.

14. Risk management

14.1. Agree Trust wide strategy for insurance arrangements to deliver financial efficiencies;
14.2. Ensure Trust risk management policies are in place and adhered to;
14.3. Establish trust wide GCPR and freedom of information policies and procedures;
14.4. Agree Trust wide whistleblowing procedure;

15. People and Leadership

15.1. Approve the Terms and Conditions of Employment;

15.2. Approve Trust-wide policies and procedures.
15.3. Confirm appointments of a HoS, taking advice from the CEO;
15.4. Workforce remodelling / seeking and ensuring cross-academy collaborations for efficiency and effectiveness;
15.5. Establish and implement a performance review process for Board and Chair;
15.6. Ensure effective performance management of the CEO;
15.7. Agree central Trust staffing structure;
15.8. Ensure LGBs conduct self-assessment and performance review.

16. School improvement

16.1. Ensure the Trust promotes student wellbeing/attainment as a strategic priority;
16.2. Publish and implement Trust wide strategy for school improvement and school self-evaluation;

17. Student voice and Community engagement

17.1. Ensure the Trust and Academies have a clear engagement plan for parents and carers;
17.2. Establish independent admissions appeals panel wherever there is a parent admissions appeal;
17.3. Publish and implement a Trust complaints policy;

18. Policies

18.1. Establish, monitor and review policies and procedures as per the Scheme of Delegation

Terms of Reference
Business and finance

1. Constitution

1.1. The IET Multi Academy Trust Board of Directors has resolved to establish a Business and Finance Committee to advise the Board on matters relating to the Trust's finance arrangements and to advise and aid the Board's responsibility to ensure sound management of the Trust's finances and resources, including proper planning, monitoring and probity.
1.2. The Business and Finance committee is responsible to the Trust Board. The committee has no executive powers or operating responsibilities/duties.
1.3. The Committee's Terms of Reference are adopted by the Board and may only be amended with the approval of the Board.

2. Authority

2.1. The Business and Finance Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers, including the academies assets, depreciation and removal of such items from the asset register.
2.2. The Business and Finance Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any Director, LGB member, employee, external auditor, internal auditor or other assurance provider.
2.3. The Business and Finance Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Chief Executive Officer and/or Chair of the Trust Board.

3. Main duties

3.1. The Business and Finance Committee will fulfil its responsibilities as set out in these Terms of Reference in line with the Academies Trust handbook, the Trust's Financial Regulations and in compliance with the Funding Agreement with the Secretary of State of Education.

3.2. The Committee will ensure sound management of the Trust's finances and resources, including proper planning, monitoring, probity and value for money.

3.3. The Committee will advise the Board and Chief Executive Officer (CEO) on the adequacy and effectiveness of the Trust's financial management and value for money systems and frameworks;

4. Detailed responsibilities

4.1. Subject to the detailed requirements of the Academies Trust handbook, Funding Agreement and the Financial Regulations of the Trust, the Committee shall consider and advise the Trust Board on the following specific matters:

4.2. The annual estimates of income and expenditure and financial forecast for the Trust and its Academies;

4.3. Monitoring of revenue finances of the Trust and its Academies and advising the Trust Board on progress to achieving its financial objectives;

4.4. Monitoring of policies relating to finance, staffing and buildings, including Health and Safety, capitalisation, depreciation, treasury management, investment and borrowing;

4.5. The acquisition or disposal of land to be used by the Academies;

4.6. The management accounts of the Trust;

4.7. Strategic matters with financial implications concerning sponsorship of Academies;

4.8. The Financial Regulations, to be reviewed on an annual basis;

4.9. Any relevant legal and contractual documentation operating within the Articles of Association, Scheme of Delegation, Funding Agreement and Financial Regulations;

4.10. The deployment of non-financial resources, including personnel and property, with a view to advising the Trust Board on the effectiveness of such resources.

5. Administration

5.1. The Business and Finance Committee will meet at least twice per year.. The Chair or any two members may call a meeting.

5.2. The Business and Finance Committee will consist of at least three trustees. Additionally, up to two external co-opted members with particular expertise may also be appointed who are not members of the Board. The Board may not co-opt an employee of the Academy Trust if the result would be that the number of Committee members who are employees of the Trust (including the CEO) would exceed one third of the Committee. Co-opted members of the Committee will have full participation rights. At least one of the members should have relevant financial experience.

5.3. The Chair of The Business and Finance Committee will be appointed by the Board annually. If the Chair is absent from a meeting the Board shall choose another Trustee to act as Chair for that meeting.

5.4. The Business and Finance Committee will be quorate if at least two members (or at least one third if greater) of those members eligible to vote are present. In addition, at least 50% of those members present are required to be Board members (in the event of there being co-optees on the Committee) and no more than 50% may be employees of the Trust.

5.5. The CEO or DCEO and the CFO should also attend the meetings. Other employees of the Trust may be invited to meetings and participate in discussions. No employee should be a member of the Committee.

5.6. Other Board members shall also have right of attendance and may fully participate in meetings, though the Committee may wish to exclude Employee Directors.

5.7. Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

5.8. Administrative support will be provided by the Clerk to the Board. However, the Clerk can be requested to withdraw from that part of any meeting where information of a highly sensitive or confidential nature is being discussed, with one of the committee members acting as a temporary Clerk to minute the proceedings of the committee.

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

5.10. Minutes of meetings will be agreed by the committee and shared with the Board.

5.11. The Business and Finance Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Board for approval.

5.12. The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

5.13. The Board must not add to these terms of reference responsibilities that require The Business and Finance Committee to adopt an executive role, or its members to offer professional advice. The Business and Finance Committee should seek formal professional opinions from the internal or external auditors or other professional advisers to the Board. Advice should only be given in Committee members' capacity as Trustees and co-optees and only within their terms of reference.

Terms of Reference
Audit and risk

1. **Constitution**
   - **1.1.** The IET Multi Academy Trust Board of Directors has resolved to establish an Audit and Risk Committee to provide assurance to the Board on matters relating to the Trust's financial and other controls and risk management procedures.
   - **1.2.** The Audit and Risk Committee is responsible to the Trust Board. The Committee has no executive powers or operational responsibilities/duties.
   - **1.3.** The Committee's Terms of Reference are adopted by the Board and may only be amended with the approval of the Board.

2. **Authority**
   - **2.1.** The Audit and Risk Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers.
   - **2.2.** The Audit and Risk Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any Director, governor, employee, external auditor, internal auditor or other assurance provider.
   - **2.3.** The Audit and Risk Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Chief Executive Officer and/or Chair of the Trust Board.

3. **Main duties**
   - **3.1.** To maintain an oversight of the Trust's financial, governance, risk management and internal control systems.
   - **3.2.** To provide independent assurance to the Board that the Trust's financial controls and risk management procedures are operating effectively.
   - **3.3.** To report its findings termly and annually to the board of trustees and the accounting officer as a critical element of the Trust's annual reporting requirements.

4. **Detailed responsibilities**
   - **4.1.** In accordance with the ESFA's guidance 'Internal Scrutiny in Academy Trusts', the Audit and Risk Committee will:
   - **4.2.** Take delegated responsibility on behalf of the Board 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 requirements for internal scrutiny, as specified in the Academies Trust handbook (AFH).
   - **4.3.** Oversee the Trust's risk register, which is owned by the Trust's senior management and, on the advice of the CEO/accounting officer and Head of Finance, conduct a regular review of risks.
   - **4.4.** Provide assurance to the Board that risks are being adequately identified and managed.
   - **4.5.** Agree an annual programme of internal scrutiny with the Trust's internal auditors for checking financial systems, controls, transactions and risks, ensuring that the programme of internal scrutiny delivers objective and independent assurance.
   - **4.6.** Advise the Board on the adequacy and effectiveness of the Trust's systems of internal control and governance processes.
   - **4.7.** Consider the appropriateness of executive action following internal audit reviews and to advise senior management on any additional or alternative steps to be taken.
   - **4.8.** Advise the Board on the appointment, reappointment, dismissal and remuneration of external and internal auditors and to monitor the effectiveness of auditors.
   - **4.9.** Advise the Board of the Trust's annual report and accounts
   - **4.10.** Ensure there is co-ordination between internal audit and external audit and any other review bodies that are relevant.

4.11. Ensure that additional services undertaken by auditors are compatible with audit independence and objectivity.

4.12. Consider the reports of the auditors and, when appropriate, advise the board of trustees of material control issues.

4.13. Encourage a culture within the Trust whereby each individual feels that s/he 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.

5. Administration

5.1. The Audit and Risk Committee will meet at least twice a year. The Chair or any two members may call a meeting.

5.2. The Audit and Risk Committee will consist of a minimum of three Trustees. At least one member of the Committee should have recent or relevant accountancy or audit assurance experience.

5.3. The Chair of the Committee will be appointed by the Board annually. Neither the Chair of the Board nor the Chair of The Business and Finance Committee should serve as the Chair of the Audit and Risk Committee. If the Chair is absent from a meeting the Board shall choose another member to act as Chair for that meeting.

5.4. Until otherwise determined by the Board, a quorum shall consist of two members of those eligible to vote

5.5. The CEO or DoE and the CFO should also attend the meetings. Other employees of the Trust may be invited to meetings and participate in discussions. No employee should be a member of the Committee.

5.6. Other trustees shall also have right of attendance and may fully participate in meetings.

5.7. Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

5.8. Administrative support will be provided by the GP. However, the GP can be requested to withdraw from that part of any meeting where information of a highly sensitive or confidential nature is being discussed, with one of the committee members acting as a temporary Clerk to minute the proceedings of the committee.

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

5.10. Minutes of meetings will be agreed by the committee and shared with the Board.

5.11. The Audit and Risk Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Board for approval.

5.12. The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall first happen).

5.13. The Board must not add to these terms of reference responsibilities that require the Audit and Risk Committee to adopt an executive role, or its members to offer professional advice. The Committee should seek formal professional opinions from internal or external auditors, other professional advisers to the Board. Advice should only be given in Committee members' capacity as Trustees and co-optees and only within their terms of reference.

The ESFA's full document can be found here:
https://www.gov.uk/government/publications/academy-trust-financial-management-good-practice-guides/internal-scrutiny-in-academy-trusts

Terms of Reference
Executive CEO Appraisal Committee

1. Constitution

1.1. The IET Multi Academy Trust has resolved to establish an Executive Leadership Appraisal Committee within the Trust to advise the Trust Board on matters relating to the Appraisal and Pay Review of the CEO.

1.2. The CEO Appraisal Committee will ensure that there is sound management and implementation of the Trust's agreed Appraisal and Capability Policy. Recommendations and proposed changes of pay for the Chief Executive Officer will be reported to the Trust Board, in conjunction with the IET MAT Scheme of Delegation.

2. Authority

2.1. The Committee will report to the Trust Board on any decision taken in accordance with the Scheme of Delegation and delegated powers.

2.2. The CEO Appraisal Committee is authorised to obtain any outside legal or independent professional advice it considers necessary.

2.3. The CEO appraisal will follow the Growing Great Staff (GGS) policy

3. Main duties

3.1. The duties of the CEO Appraisal Committee are:

3.1.1. with advice from the External Advisors where necessary, set and record objectives for the appraisee relating to CEO, Following the GGS policy

3.1.2. meet with the appraisee to review and monitor performance, including assessment of achievement against objectives, and to discuss and identify professional development needs and activities;

3.1.3. meet with the appraisee, and External Advisor where necessary, at the end of the review cycle to review the CEO's performance and identify achievements;

3.1.4. with advice from an External Advisor, where necessary, set and record appraisee objectives relating to Trust leadership and management and student progress

3.1.5. to fulfil its responsibilities as set out in these Terms of Reference in line with the Trust's Appraisal & Capability Policy

3.1.6. demonstrate to the public that the pay of the CEO is set by a committee which has no personal interest in the outcome of its decision and which gives due regard to the interests of the public and of the financial health of the Trust.

4. Detailed responsibilities

4.1. The committee shall advise the Trust Board on the recommended changes of the appraisee's salary and in doing so shall consider the following component elements:

4.1.1. basic salary;

4.1.2. pension provision;

4.1.3. the main terms and conditions of each individuals' service agreement, with particular reference to the Trust's Pay Policy.

4.1.4. Terms and references are included in the Academies Trust Handbook regarding executive salaries.

5. Administration

5.1. The appointment to committees will be agreed during the autumn term each year. The Trust Board will appoint to the committee.

5.2. Each Appraisal committee will be established in line with the following agreement made by the Trust Board:

5.3. Chair of Trust Board (Chair) and Deputy Chair of the Trust Board plus one other Trustee

5.4. Quorate – Two members

5.5. The quoracy for each meeting is set out in the above agreement.

5.6. Decisions made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

5.7. Administrative support will be provided by GP to the Trust. Where present, the GP can be requested to withdraw from a part of any meeting where information of a highly sensitive or confidential nature is being discussed.

5.8. Agendas will be agreed in advance by the Chair of Committee and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.

5.9. A record of the Appraisal will be formally recorded in the Trust Performance Management Documentation and kept on personal file.

5.10. The CEO Appraisal Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Trust Board for approval.

5.11. The members of the Committee shall hold office from the date of their appointment for the following academic year or until their resignation or their omission from membership of the Committee.

Terms of Reference
Local Governing Bodies (LGBs)

1. Responsibilities of the LGBs

1.1. The Directors of IET Multi Academy Trust are the charity trustees and responsible for the general control and management of the administration of the Company in accordance with the provisions set out in the Articles of the Company.

1.2. The Local Governing Body shall be a Committee of the Trust Board established pursuant to articles 100 - 104 of the Articles of the Company.

1.3. Legal responsibility for the Academy lies with the IET Multi Academy Trust. It is governed by the Directors, who rely on recommendations and support from the Academies' Local Governing Bodies, particularly (but not limited to) strategic planning and the specific matters delegated under these Terms of Reference.

1.4. Subject to provisions of this Document, the Companies Act 2006, the Articles and to any directions given by special resolution of the Directors or the Education & Skills Funding Agency, the business of the Academy shall be managed by the Local Governing Body who may exercise all the powers of the Company as set out in this document, other than matters concerning finance and site which will remain with the Trust Board.

1.5. Local Governing Bodies have delegated responsibilities from the Trust Board to hold the Academy Leadership to account for the running of the Academy and specifically the following duties:

2. Asset management

2.1. Maintenance of the Academy estate.

3. Policy and procedures

3.1. ensure trust risk management policies are in place and adhered to;

3.2. Adopt the trust's sex education policy and ensure parents are informed of their rights;

3.3. Adopt the trust's academy special educational needs and disability (SEND) policy;

3.4. Adopt the trust's academy safeguarding and child protections procedures, in line with the Trust's policy and maintain oversight of compliance;

3.5. responsibility for academy equality information and objectives statement;

3.6. Consider any adaptations to the Trust health and safety policy in line with local concerns;

3.7. ensure school food standards are met and that there is the provision of free school meals to those pupils meeting the criteria;

3.8. Support the Trusts timely policy review schedule for local policies.

4. Human resources and finance

4.1. ensure full support for academy level auditors report recommendations/requirements are actioned;

4.2. monitor and evaluate value for money at academy level for delegated budgets;

4.3. monitor financial performance against agreed delegated budget;

4.4. authorise financial outgoings not covered by scheme of delegation;

5. Teaching, learning and student voice

5.1. monitor and challenge academy progress against SEF data;

5.2. hold school SLT to account for implementing academy curriculum;

5.3. monitor/challenge quality of academy teaching/learning and student attainment;

5.4. decide on how to report trust/academy progress to parents;

5.5. agree and monitor implementation of broad and balanced curriculum, delegating sufficient resources, questioning LT on suitability/rationale;

5.6. agree strategy to promotion of parental, student and local stakeholder voice;

5.7. decide on enrichment/extended services offer and stop if not sustainable;
5.8. Recommend to the Trust Board any changes in the times of school sessions and dates of terms and holidays.

6. Undertake Annual Self-Assessment of Effectiveness

6.1. Each LGB member shall act in the best interests of the Academy at all times, with the Chair translating these interests into the broader, strategic aims and ambitions of the IET Multi Academy Trust collective.
6.2. The Governors must keep confidential all information of a confidential nature obtained by them relating to the Academy.

7. Composition of Local Governing Body

7.1. The Trust Board will approve and the Local Governing Body will appoint its own members through whichever means it feels to be most effective i.e. via vote, via interview, via parent/staff wide vote etc. This LGB will consist of a link Trustee, HoS, a staff member, 2 x parents and 3 x co=opted. The HoS will be a member of the Local Governing Body
7.2. The elected or appointed Parent Governors must, in the first instance, be a parent of a registered student at the Academy at the time when he/she is elected or appointed. If there are no nominations by parents of a registered student at the Academy, the Directors can appoint a person who is the parent of a child at another school within the Trust. If this is not possible they can appoint a parent of a child in the local community.
7.3. The Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the Parent Governors of Local Governing Bodies including any question of whether a person is a parent of a registered student at one of the Academies.
7.4. The Local Governing Body shall have regard to the skills of prospective LGB members and the skills requirements of their governing body when making appointments.
7.5. It is the responsibility of the Local Governing Body to ensure that all new LGB members are included on the Single Central Record and a DBS check is carried out.

8. Resignation and removal

8.1. A LGB member may at any time resign his/her office by giving notice in writing to the Clerk to the Local Governing Body.
8.2. A LGB member shall cease to hold office if he/she is removed by the person or persons who appointed him/her.
8.3. The Directors may terminate the appointment of any LGB member whose presence or conduct is deemed by the Directors not to be in the best interests of the Company or the Academy.
8.4. The HoS and any Staff Member shall automatically cease to hold office if he/she ceases to be associated with the Academy in the capacity in which he/she was appointed or elected.

9. Terms of office

9.1. Any LGB member shall hold and vacate office in accordance with the terms of his/her appointment but (except in the case of the HoS) the length of his/her term of office shall not exceed 4 years.
9.2. LGB members retiring at the end of their term of office shall be eligible for re-appointment at the discretion of the Local Governing Body and approval of the Trust Board.
9.3. Nominations for elected Parent LGB member positions should be requested within 3 months of the term of office of an existing elected Parent LGB member expiring. The previous incumbent can submit a nomination if they wish to continue which will be considered along with any others received and an election by secret ballot held if necessary.

10. Conflicts of interest

10.1. The income and property of the Academy must be applied solely towards the provision of the Objects as detailed in the Articles. The restrictions which apply to the Directors with regard to having a Personal Financial Interest shall also apply to the LGB member.

10.2. Any LGB member who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his/her duties as a LGB member shall disclose that fact to the LGB member as soon as he/she becomes aware of it. A Governor must absent him/herself from any discussions of the LGB member in which it is possible that a conflict will arise between his/her duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

11. Appointment of chair and vice chair

11.1. The Chair of the Local Governing Body will be appointed by the Trust Board for a period of two years.

11.2. The Vice-Chair/s of the Local Governing Body will be appointed by the Trust Board for a period of two years.

11.3. If both the Chair and the Vice-Chair are absent from any meeting of the Local Governing Body, those Governors present shall appoint one of their number to chair the meeting.

11.4. The Local Governing Body can submit a recommended person to the Directors for the role of Chair of the Local Governing Body though it is at the discretion of Directors to appoint to the position, taking advice from the CEO.

12. Meetings of the LGBs

12.1. The Local Governing Body shall meet termly every academic year and shall hold such other meetings as may be necessary.

12.2. All meetings shall be convened by the Clerk to the Local Governing Body, who shall send to the Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. A calendar of meeting will be established at the start of the year.

12.3. A meeting of the Local Governing Body shall be called by the Clerk whenever requested by the Chair, the Chief Executive Officer, or at the request in writing by any three Governors. Where there are matters demanding urgent consideration, the Chair or, in his/her absence, the Vice-Chair may waive the need for seven days' notice of the meeting and substitute such notice as he/she thinks fit.

12.4. The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.

13. Quorum

13.1. Meetings of the Local Governing Body shall be quorate if three or one-third of members are present (whichever is greater).

13.2. If the number of LGB member assembled for a meeting of the Local Governing Body does not constitute a quorum, the meeting need not be held but can proceed making recommendations not decisions. These recommendations should be ratified at the next meeting. If in the course of a meeting of the Local Governing Body the number of LGB member present ceases to constitute a quorum, the meeting can be terminated forthwith or proceed with recommendations only being made.

13.3. If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he/she thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.

14. Proceedings of meetings

14.1. Every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the Governors present and voting on the question. Every LGB member shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.

14.2. No resolution of the LGB member may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.

14.3. Any LGB member who is also an employee of the Company shall withdraw from that part of any meeting of the Local Governing Body at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.

14.4. Any LGB member shall be able to participate in meetings of the Governors by telephone or video conference provided that he/she has given reasonable notice to the Clerk and that the LGB members have access to the appropriate equipment.

15. Minutes and publication

15.1. At every meeting of the Local Governing Body the minutes of the last meeting shall be reviewed for accuracy and signed as a true record.

15.2. The Clerk to the Local Governing Body shall ensure that a copy of the agenda for every meeting of the Governors, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Directors

16. Responsibilities of the HoSs

16.1. Subject to the responsibilities of the Local Governing Body and the policy statements of the Company, the HoS shall be responsible to the Local Governing Body for:

16.2. implementing the agreed policies and procedures laid down by the Company which includes the implementation of all statutory regulations;

16.3. advising the Local Governing Body on strategic direction, forward planning and quality assurance;

16.4. the standards of education, teaching and learning within the Academy

16.5. the leadership and management of the Academy; the admission of students;

16.6. the maintenance of good order and discipline by the students including their suspension and/or exclusion within the framework laid down by the Company; and

16.7. all such additional functions as may be assigned under the job description or contract of employment of the HoS

17. Amendment of these Terms of Reference

17.1. This document shall be subject to review by the Directors prior to or at the start of each academic year and may be subject to amendment by them.

18. Copies of terms of reference

18.1. A copy of this document shall be given to every Governor and shall be available for inspection upon request by members of staff during normal office hours at the offices of the Academy and the Company.

Appendix 1

HR Levels of Authority in disciplinary cases - HR will support all investigations

Investigations prior to escalation to a Panel Hearing	
TRUST ROLES	
Post	**To be investigated by**
CEO or Director of Education	Trustee
Trust's Executive Team	CEO or Director of Education
All other Trust roles	Director of Education
INDIVIDUAL ACADEMIES (SCHOOLS) WITHIN THE TRUST	
Post	**To be investigated by**
Head of Centre	Director of Education
School SLT	Head of Centre or Director of Education
School staff below SLT level	Head of Centre or SLT member

Hearings and appeals		
TRUST ROLES		
Post	**Panel Hearing**	**Appeal Panel**
CEO or Director of Education	Vice Chair of Trustees + Trustee	Chair of Trustees + one Trustee
Trust Executive Team	Vice Chair of Trustees + one Trustee	Chair of Trustees + one Trustee
All other Trust roles	Trustee + CEO	Chair of Trustees + one Trustee
INDIVIDUAL ACADEMIES (SCHOOLS) WITHIN THE TRUST		
Post	**Panel Hearing**	**Appeal Panel**
Head of Centre	CEO or Director of Education + Chair of Local Governing Body	Chair of Trustees + one Trustee
School SLT	CEO or Director of Education + Chair of Local Governing Body	Chair of Trustees + one Trustee
School staff below SLT level	Chair of Local Governing Body + Head of Centre	Chair of Trustees + one Trustee

Note: All disciplinary hearings or appeals require at least two members on the panel.