



# Unity Education Trust

## Scheme of Delegation

**Approved By:** Board of Trustees

**Approved On:** 9 March 2017/26 April 2017/28 Sept 2017

Reviewed and amended to include new terms of ref for Finance & Audit Committee – Board of Trustees 14 December 2017.

Reviewed by Trustees 17 July 2018. Approved by Board of Trustees 5 September 2018

Reviewed by Trustees September 24<sup>th</sup> 2019– changes to Members and Trustees, revised growth statement, revised terms of reference for SOCs in Appendix 10, DSI, CFO & central staff added to Appendix 12 chart.

Reviewed by Trustees 4 February 2020 following merger with the Engage Trust

Reviewed by Trustees October 20<sup>th</sup> 2020 – changes to Members and Trustees; reference to appointment, chairing and terms of reference of School Improvement Boards or Review Boards which may replace, or to work alongside, School Oversight Committees; minor clarification amendments to Decision Matrix; replacement of NGA Code of Conduct with 2020 version; additions amendments to Standards, Finance committee and SOC terms of reference.

**Review Date:** Autumn 2021

**Responsibility for Review:** Board of Trustees

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## Introduction

UET's Articles of Association state that the Trustees may appoint committees, the constitution, membership and proceedings of which shall be determined by the Trustees. Committees appointed in respect to each academy in the Trust are described in the Articles and in other documents as Local Governing Bodies. Having reflected on the functions that local governors are primarily called upon to undertake, the Trustees have determined that the title School Oversight Committee is one which better describes the role in comparison with the wider brief that governors have in schools that are not part of a MAT. Where, in the Articles and other documents, reference is made to local governing body this should be read, in the UET context, as referring to the School Oversight Committee (SOC).

The overall level of governance responsibility delegated to academies is determined in line with the principles described below (page 7). If an academy is judged to require improvement or to be inadequate the Board of Trustees will agree a rapid improvement plan and will normally replace the SOC with a School Improvement Board (SIB) chaired by the CEO. If the educational performance of an academy is judged to be good or outstanding but the governance is less good, perhaps due to an inability to recruit sufficient governors with the necessary skills or experience, the Board of Trustees will put in place a Review Board (RB), with additional Trustees as members, until the capacity of local governance can be strengthened. The Board will appoint the chair of any Review Board who may be a Trustee, the CEO or another senior member of the Trust Directorate.

The Board will determine terms of reference for any SIB or RB which may incorporate some or all of the roles of SOCs, as well as additional responsibilities to meet particular needs.

Accordingly, references to SOCs, their membership and responsibilities in this Scheme of Delegation may not always apply to SIBs and RBs.

The underlying principles for the Unity Education Trust Schemes of Delegation are:

1. UET is a registered charity and company limited by guarantee, committed to our own ethos and principles.
2. UET is confidently governed by a Board of Trustees who are responsible for, and oversee, the management and the administration of the organisation and its academies.
3. The Board of Trustees will operate in line with their Schemes of Delegation in order that UET's School Oversight Committees (SOC) fully meet the needs of their pupils, staff and the local community.
4. The Board of Trustees are accountable to external government agencies including the Charities Commission, Education and Skills Funding Agency and the Department for Education for the education provided and ensuring that all statutory obligations are met.
5. In order to discharge these responsibilities, the Board of Trustees appoints Governors to serve on School Oversight Committees (SOC) to ensure good governance of individual academies. The SOCs are at all times subject to any

directions the Board of Trustees may give. The terms of this delegation may be altered suspended or withdrawn by the Board of Trustees.

6. The Schemes of Delegation describe the process by which the Board of Trustees fulfil their roles for the leadership and management of all academies. They also outline the respective roles and responsibilities of the Board of Trustees and members of the SOCs to ensure the success of each academy.
7. UET believes that the representatives of each SOC are best placed to service the needs of their school and their communities. On occasions, a single SOC may be delegated responsibility for more than one academy.
8. Responsibility for the strategy, management and operations for each academy will be delegated to SOCs in accordance with the terms of reference for SOCs and subject to the category of delegation determined for each academy. Certain decisions and actions in respect of UET and the academies are reserved to the Board of Trustees.
9. The Scheme of Delegation has been put in place by the Board of Trustees in accordance with UET articles of association.

## **Mission Statement**

Unity Education Trust exists to provide high quality education and ensure progress for all our children and young people in both mainstream school settings and alternative provision/specialist academies and services.

## **Vision**

Unity Education Trust (UET) is a Multi-Academy Trust built on developing like-minded schools to outstanding through collaborative working that develops a unity of purpose in all that we do.

The Trust sets high expectations in every aspect of our work, providing pupils with the best opportunities through outstanding teaching, the development of 21<sup>st</sup> century facilities, inspirational leadership and a growth mind-set approach.

We believe that all children and young people:

- have the right to be healthy, happy and safe, to be loved and respected and to have high aspirations for their future;
- should be appropriately supported to make educational progress in line with their peers or their own trajectory of success

and that successful progress not only benefits our young people themselves, but also their schools, families, communities and ultimately our society and economy.

We will ensure that each of our academies maintains their unique identities at the heart of their communities as well as engaging with all partners and stakeholders and other high performing educational organisations.

## **Ethos**

- An unrelenting belief and focus that all students can achieve high standards, whatever their background and life experiences when given a positive climate of support, challenge and the development of Growth Mind-set through outstanding teaching.

- Committed to the notion of '**raising aspirations to fulfil potential**' ensuring our learners are encouraged to build confidence, expand their leadership qualities and embrace British values that enable all to thrive in an ever-changing society.
- All members of our UET are valued for their individuality and nurtured to ensure high levels of success through creative approaches which develop people with a passion for learning, ability to be adaptable and supportive of all within our community.

## **UET - Underpinning Principles**

**UET believes in setting high aspirations for all its learners and that all children, regardless of their background, ability or life experiences, can achieve high standards and flourish in an outstanding education setting that cares for all.**

- UET academies ensure a growth mind-set for all that does not place limitations on any of its learners and, as a result, learners' aspirations are high and strongly self-motivated.
- UET academies operate on the principle 'Unity of Purpose' in all that they do, supporting each other.
- UET is a multi-academy trust which recognises that successful academies are built upon the key foundations of:
  - excellent leadership and high expectations, standards and professional effectiveness;
  - an unrelenting focus on raising aspirations and the focus on progress and improvement for all;
  - high standards of behaviour, positive environments and work ethic - "The Unity Way"
  - innovative teaching and learning that is led by active teacher practitioners and researchers and that engages all learners;
  - precise and focused improvement planning that is designed to develop all our academies incorporating cutting-edge developments and succession planning;
  - promoting a positive work life balance for all.
- UET core education, business, operational and Governor services have been designed to effectively challenge and support leadership and management within our academies.
- UET believes in maintaining local community schools and providing children and their families in those communities with access to those schools.
- UET is not a selective Trust and we follow the Local Authority admissions criteria.
- UET is committed to maintaining and developing a high quality model of alternative/specialist provision for additional needs learners in the eastern region.
- UET will set up clear lines of support for our academy SOCs in terms of accountability, transparency and compliancy.
- UET is an employer of excellence, providing high level continued professional development combined with detailed career development opportunities where all feel valued.

## Scope and Applicability

- This document outlines the framework for decision making within Unity Education Trust. It applies to all Members, Trustees, Governors serving on the SOCs and staff.
- To aid decision making, a “Decision Matrix” is attached at Appendix 1
- This Scheme of Delegation shall operate from the effective date of **20 October 2020** ~~4 February 2020~~.
- The Trustees will have the absolute discretion to review this Scheme of Delegation at least on an annual basis and to alter any provisions of it.
- In considering any material changes to this Scheme of Delegation or any framework on which it is based, the Trustees will have regard to and give due consideration of any views of the School Oversight Committees.
- In the event that amendments are made the Trust shall notify the Chair of each School Oversight Committee, who shall be expected to make other governors aware of such changes.

## UET Core Offer

The core offer is built around individual needs of UET academies by:

- enabling leaders and all other academy staff to raise standards of achievement and attainment by ensuring outstanding practices;
- ensuring that the academies of UET achieve outstanding value for money;
- building capacity across all aspects of education, business and operational activity;
- ensuring we minimise bureaucracy to enable all to achieve an unrelenting focus of supporting and achieving the best for our learners;
- recruiting and retaining excellent staff by ensuring there are career opportunities within the Trust and effective and comprehensive continued professional development as our founding principles.

We will achieve this by deploying a central team of outstanding practitioners who will work with every academy to develop and confidently share consistent best practice, providing quality assured and value for money central services.

Each of our mainstream academies **contribute 5% of their General Annual Grant (GAG) and our alternative/specialist provision academies contribute 6.75% of their GAG and 6.75% of their £6,350 LA top up funding** to cover the central core offer provision which provides a wide range of finance, personnel and other support to its academies. **The higher percentage for specialist academies reflects the fact that their core service includes central processing of financial transactions and employment contracts.**

Although the UET Board of Trustees has ultimate financial responsibility, each academy must work within its allocated budget lines.

## Overall Level of Governance Authority

### Essential features of Governance

UET has an expectation that governance at all levels will be:

- outward facing rather than internally preoccupied

- encouraging of equality and diversity
- consistent in leadership
- collaborative in approaches to decision-making and sharing practice
- proactive in its approach to strategic leadership in an ever-changing educational landscape rather than simply reacting to national developments and initiatives.

### Categories of Delegated Authority

The level of authority delegated to each academy is in line with one of the following four categories:

- Outstanding
- Good
- Requires Improvement
- Inadequate

UET's Scheme of Delegation is based on the governance of the academy having been judged Outstanding or Good.

The judgements will be established via a review of the academy's governance by an external partner making recommendations to the Chief Executive Officer, which will be ratified by the UET Board of Trustees. It is expected that each academy will have at least one review over an academic year.

Academies with a judgement of *Requires Improvement* will have a specific Rapid Improvement Plan with agreed timeline for action with Chief Executive Officer, education, business / finance and operational directorate working party. It will be the responsibility of the academy to manage, update and drive the actions within the Improvement Plan and timeline.

Academies with a judgement of *Inadequate* will have a Rapid Improvement Plan with agreed timeline for action with Chief Executive Officer, education, business / finance and operational directorate working party. It will be the responsibility of the Chief Executive Officer and the school improvement team to manage, update and drive the actions within the Improvement Plan and timeline.

### Overall Level of Education Delegation

The level of authority to each academy is in line with one of the following three categories:

- Consultative – UET provides advice, support and monitors the process
- Collaborative – collaborative activity between UET and the individual academy, but UET approval required through the CEO.
- None – UET Board of Trustees, Chief Executive Officer and senior officers steer, oversee and approve the improvement focus and process.

The starting assumption, as reflected in the terms of reference for School Oversight Committees and the Decision Matrix at Appendix 1, is that the level of delegation is "Consultative". In the event that a decision is taken to move delegation for an academy to "Collaborative" or "None", the Trustees will write to the Headteacher/Head of School and the Chair of the SOC indicating how the new delegation will operate. The Chair shall be expected to make other governors aware of such changes.

### Education Core Offer

UET's intention is to provide an outstanding education for all our learners across the Trust's portfolio of primary, secondary and alternative/specialist provision academies.

Through UET core offer, our intention is to:

- provide an outstanding education for all learners across the Trust;
- achieve sustainable success in our academies with the ultimate goal of obtaining an outstanding grade in Ofsted section 5 framework;
- offer an education experience that is personalised to our learners;
- ensure that learners in our alternative/specialist provision academies make the same amount of progress from their starting points with us that their peers in mainstream schools would make. We aim to achieve this by giving these learners holistic and thorough support alongside a curriculum and learning plan which best meets their needs.
- ensure an environment where discipline, respect and care for others in our and the surrounding communities are paramount;
- develop confident independent learners who enjoy learning and make progress in a safe environment;
- develop responsible citizens who value core British values and make positive contributions in their communities and society;
- equip our learners for a confident transition into the next stage / phase of their education life / career.
- ensure all learners adopt a can-do attitude based on a Growth Mind-set approach.

## **Statement of Growth**

In a world of ongoing change, bringing together leaders to shape and drive the educational ambition and operational management of a group of schools provides a powerful way to chart a successful path into the future. Unity Education Trust is a locally Norfolk-based MAT delivering primary and secondary education in mainstream settings and also alternative/specialist provision for the most vulnerable and challenging learners in the Eastern Region.

The Trust is committed to working with like-minded organisations where this offers mutual advantages. We recognise that growing our Trust can bring benefits but we reject growth for its own sake. Our approach is to establish new partnerships and build on existing ones, which have been underpinned by trust and mutual respect, a shared ethos and a history of being rooted in the community. If this leads to more formal organisational changes, then we welcome that. In addition, as a DfE sponsor academy, we are willing to work with schools which require support to improve outcomes for learners.

The Trust model for recruitment and growth will be carefully planned and operate on local partnerships and 'Hub School' provision. Any new school wishing to join the Trust will be carefully scrutinised through a documented due diligence process involving a review of finance, achievement, staffing, health & safety and facilities.

With any potential growth the Trust is clear that there will always be sufficient infrastructure dedicated to providing school improvement and back office support. With growth we will look to establish hub schools to ensure quality local school-to-school support and sustained leadership capacity and school improvement. Trustees will monitor progress and regularly review what needs to happen to support schools further.

Unity Education Trust is committed to developing mutually beneficial partnerships with schools **and Clusters**, businesses and other Multi Academy Trusts.

## **Education Improvement Services**

To provide flexible active support for raising standards in:

- Teaching & learning
- Leadership development at all levels – to include leadership quality assurance
- English and Literacy
- Mathematics and numeracy
- ICT / computing
- Science and humanities
- Creative arts and performance

Providing:

- Data support (ensuring understanding, interpreting and applying performance data by all staff)
- Effective learning support and Special Educational Needs services
- **Enriching and extending the curriculum and learning offer in our schools**
- **Supporting and raising the level of achievement of pupils who are disadvantaged**
- Effective behaviour support
- Robust and compliant safeguarding support
- Effective and responsive ICT services to enhance learning
- **A core school improvement team.**
- **Finance and other services including site and estates support**

## **Deployment of Education Support**

The ultimate responsibility for the deployment of Education Support lies with the Chief Executive Officer.

Headteachers / Heads of School will discuss their requirements with the Chief Executive Officer who will in turn broker the required support.

## **Strategic Finance Systems**

- Central Finance storage and system management
- Centralised Management information and Business Information system
- Policy compliance
- Payroll
- Personnel services

## **Overall Level Finance Delegation**

The Trust Board will determine levels of delegated financial authority having regard to the financial position of each academy and the Trust as a whole. The general levels of financial delegation will be set out in the Trust's Finance policy and any variations which

apply to an individual academy will be notified in writing by the CEO to the Head of School who shall be expected to notify relevant budget holders.

## Members

The Trust has the following Members:

- Mr Richard Barr
- Mr Graham Hacon
- Mr Alan Jones
- Mr Roger Margand
- ~~Mr Mike Salt~~
- Mr Roger Stephenson
- Mrs Helen Smith

The Members are the guardians of the Trust's constitution, determining the governance structure of the Trust and providing oversight and challenge of the Trustees to ensure the charitable object of the Trust is being fulfilled.

Members can appoint Trustees and remove any Trustee subject to the provisions outlined within the Articles. Appendix 3 outlines the role of the Members.

## Board of Trustees

The Trust has the following Trustees:

- Mr Ed Colman
- Mrs Maureen Eade
- ~~Mr Dennis Freeman~~
- Mr Glyn Hambling
- Mr Alan Jones
- ~~Mr Robert Phillips~~
- Ms Alison Randall
- Mr Gavin Redwood
- Mr Michael Rose
- Mr Colin Taylor
- Mr Mark Winson-Pearce

The Board of Trustees is responsible for the performance of the Trust.

The Board will offer support, constructive advice, a sounding board for ideas, a second opinion on proposals and help where needed, but will also challenge, ask questions, seek information, improve proposals and so seek to arrive at the best outcome for the Trust.

As Trustees of a charity (the Trust), the Trustees have a fiduciary duty to act in good faith in the best interests of the Trust. This duty includes a responsibility to do the following:

- to ensure compliance with any legal obligations;

- to report on the Trust's activities (the Trust must prepare accounts in accordance with the Statement of Recommended Practice for Charities, the so called "Charity SORP" and any reporting requirements of the Education and Skills Funding Agency);
- to fulfil the charitable object of the Trust as set out in its constitution (i.e. the Articles of Association) and to act in a way which is compliant with the rules of the Trust contained in the Articles;
- to act with integrity and to avoid any personal conflicts of interest and not to misuse any charity funds or assets;
- to act prudently in the financial management of the Trust, avoiding putting any assets, funds or reputation of the Trust at undue risk;
- to exercise reasonable care and skill, using personal knowledge and experience to ensure the Trust is well run and efficient; and
- to act responsibly, getting advice from others, including professional advisors, where appropriate.

The Code of Conduct, Role Description and Person Specification for Trustees are set out in Appendices 2 and 4.

Specific skills may be needed if a Trustee is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Trust.

A regular skills audit will be undertaken and Trustees should expect to be able to articulate their contribution to the success of the Trust and the Academies.

The Chair of the Board will be appointed annually by the Board.

The Chair is responsible for the leadership of the Board therefore he/she is responsible for ensuring that:

- the necessary business is carried on efficiently, effectively and in a manner appropriate for the proper conduct of public business;
- the Board acts in accordance with the Articles of Association, Funding Agreements, other external regulatory requirements, and with the Trust's own internal rules and regulations, and should seek advice from the Clerk in any case of uncertainty;
- the Board exercises collective responsibility and conducts itself in accordance with accepted standards of behaviour in public life.

The Chair is responsible for overseeing the business of the Board, particularly:

- ensuring the Board exercises control over the strategic direction of the Trust and that the performance of Academies is adequately assessed against relevant objectives and indicators;
- ensuring, through liaison with the Clerk, that all relevant information (including regular and satisfactory management and committee reports) are presented to the Board;
- establishing a constructive and supportive yet challenging working relationship with the CEO, recognising the proper separation between governance and executive management, and avoiding involvement in the day-to-day executive management of the Trust.

The Chair will represent the Board at external meetings, presentations and conferences and may be asked to play an agreed ambassadorial role on behalf of the Trust.

The Board shall hold at least three meetings in every school year. A schedule will be published by the Clerk in agreement with the Chair.

All meetings of the Board shall be convened and conducted as provided by the Articles of Association.

Each meeting of the Board shall normally, in respect of the Trust and its academies, cover the following:

- A report on the financial position of the Trust and its Academies
- Whether adequate financial monitoring is being undertaken
- Details of any significant matters affecting:
  - Staff
  - Students' education and welfare
  - Assets
  - Any other matters as determined by the Board.

Role Responsibilities for Trustees and Terms of Reference for the Trust Board are outlined in Appendices 4 and 5.

### **The Chief Executive Officer (CEO)**

The CEO is appointed by the Board.

The role description for the CEO is attached as Appendix 6

### **Trust Committees**

The Trust Board will establish a structure of committees as deemed appropriate. These committees will act in an advisory capacity to the Board of Trustees except where powers have been specifically delegated to them by the Trust Board.

The Trust Board has established the following committees:

- Trust Finance and Audit Committee
- Trust Standards Committee

The terms of reference for these committees is in Appendices 7 and 8.

The Trustees will determine the work schedule of the Board and its committees in line with the demands of the organisation and regulator deadlines.

### **The Trust and School Oversight Committees**

School Oversight Committees (SOC) will be established as local governing bodies as detailed in the Articles of Association of the Trust clauses 100-106

- The establishment, constitution, terms of reference, membership and proceedings of School Oversight Committees will be determined by the Board of Trustees.
- The Code of Conduct, Role Description and Person Specification for Governors are set out in Appendices 2 and 9.
- The Terms of reference, Proceedings and Duties for School Oversight Committees are set out in Appendix 10.
- Specific skills may be needed if an individual is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Local Governing Body. A regular skills audit will be undertaken and governors should expect to be able to

articulate their contribution to the success of the Trust and the Academies for which they are responsible.

- In circumstances described on page 3 of this Scheme of Delegation and in the preamble to Appendix 10, the Trust Board may decide to appoint School Improvement Boards or Review Boards to replace or work alongside a SOC.

## **Appendix 1 key**

**Dark Blue box = action cannot legally be undertaken at this level**

**Blue tick = action to be taken at this level**

**Red tick = action to be taken at this level**

**<> Direction of advice and support**

## Appendix 1

### Decision Matrix

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
Governance framework								
People	Members: Appoint/Remove	✓						
	Trustees: Appoint/Remove	✓	✓					
	Trustees co-opt		✓					
	Role descriptions for members	✓						
	Role descriptions for trustees/chair/ specific roles/committee/ members: agree		✓			<A		
	Appointment/removal of local governors and procedure for election of parent governors		✓				<A	
	Board/committee chairs: appoint and remove		✓	✓	✓	<A		
	SOC chairs: appoint and remove (as per Appendix 10)		✓			<A	✓	
	Clerk to board: appoint and remove		✓					
	Clerk to committees, including SOCs: appoint and remove		✓					
Systems	Articles of association: review and agree	✓	<A			<A		
	Governance structure (committees) for the Trust: establish and review annually		✓			<A		

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
and structures	Establishment of SOC committees		✓				<A	
	Terms of reference for board committees and scheme of delegation for SOCs: agree annually		✓			<A		
	Skills audit: complete and recruit to fill gaps		✓			<A>	✓	<A
Systems and structures	Annual self review of trust board and committees: complete annually		✓					
	Annual self review of academy SOCs: complete annually						✓	
	Chair's performance: carry out 360 review periodically		✓				✓	
	Trustee / SOCmember contribution: review annually		✓				✓	
	Succession: plan		✓			<A>	✓	A
	Annual schedule of business for Trust Board & committees: agree		✓	✓	✓	<A		
	Annual schedule of business for SOCs: agree		✓			<A>	✓	A
Reporting								
Reporting	Publication on trust and schools' websites of all required information: ensure		✓			<A>	✓	<A
	Annual report on performance of the trust: submit to members and publish		✓			<A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A		<A		

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
	"School on a page" report and other reports requested by Trust Board			✓	✓	✓	✓	A
Being Strategic								
Sx  Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	✓	✓	<A		
	Determine school level policies which reflect the school's ethos and values to include e.g SEND; curriculum; behaviour, home school agreement; pupil premium strategy : approve				✓	<A>	✓	A
	Central spend / top slice: agree		✓	<A		<A		
	Management of risk: establish register, review and monitor		✓	<A	<A	<A>		A
	Management of school risks: review, monitor and report to Trust Board		✓				<A	<A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine and monitor		✓	<A	<A		<A	

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
Being Strategic	Prepare School Improvement and Development Plan (SIDP) objectives for agreement by Trust Standards Committee				✓		✓	✓
	Monitor progress towards achieving SIDP objectives		✓		✓	✓	✓	✓
	Prepare Trust Development Plan and monitor progress towards achieving objectives		✓			<A		
	Chief executive officer: appoint and dismiss		✓					
	Academy principal : appoint (selection committees to include CEO, Trustees, LGB reps and dismiss		✓			<A	A	
	Chief Finance Officer appointment		✓			<A		
	Trust staff appointments		A>			✓		
	School SLT appointments					✓	<A	<A
	School teaching and associate staff appointments					A>	A>	✓
	Sign off of job description and contracts of employment					✓		<A
	Dismissal of staff including redundancy (appeals heard by panel of Trustees)					✓		<A
	Authorising settlement agreements		✓			<A		
	Budget plan to support delivery of trust key priorities (to		✓		<A		<A	

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
	include broad headings for each school's budget): agree							
	Detailed budget plan to support delivery of school key priorities: agree					✓		<A
	Trust's staffing structure: agree		✓	<A	<A	<A		
	School staffing structure: agree					✓	A	A
Holding to account								
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓	<A>	✓	A
	Reporting arrangements for progress on key priorities: agree		✓	<A	<A	<A>	✓	A
	Performance management of the Chief Executive Officer: undertake		✓					
	Performance management of academy principal and central Trust Directorate : undertake					✓	A	
	Trustee monitoring: agree arrangements		✓			<A		
	SOC member monitoring: agree arrangements						✓	A
	Academy committee overall performance monitoring: agree arrange		✓			<A		

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
Ensuring financial probity								
Ensuring financial probity	Chief financial officer for delivery of trusts detailed accounting processes: appoint		✓	<A		<A		
	Trust's scheme of financial delegation: establish and review		✓	✓		<A		
	School's scheme of financial delegation: establish and review			✓		<A>		✓
	External auditors' report: receive and respond		✓	<A		<A>		✓
	Internal audit: agree plans, receive reports and respond		✓	<A		<A>		
	CEO pay award: agree		✓					
	Academy principal and other senior staff pay award: agree		✓			<A	A	
	Staff appraisal procedure and pay progression: review and agree		✓			✓		A
	Benchmarking and trust wide value for money: ensure robustness			✓		<A		
	Benchmarking and academy value for money: ensure robustness			✓		<A	✓	A
Develop trust wide procurement strategies and efficiency					✓			

Area	Decision	Delegation						
		Members	UET Trust Board	UET Finance Committee	UET Standards Committee	CEO	Academy LGB	Academy Principal
	savings programme							
	Review and approve trust wide procurement strategies and efficiency savings programme			✓				

## Appendix 2

### NGA Code of Conduct

Code of Conduct for School Governing Boards (for governors also read trustees and headteacher also read CEO)

#### 2020 Version

#### As governors / trustees, we will focus on our strategic functions:

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff
3. overseeing the financial performance of the organisation and making sure its money is well spent
4. ensuring the voices of stakeholders are heard

#### As individuals on the board we agree to:

##### Fulfil our role & responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
2. We will develop, share and live the ethos and values of our school/s.
3. We agree to adhere to school/trust policies and procedures as set out by the relevant governing documents and law.
4. We will work collectively for the benefit of the school/s.
5. We will be candid but constructive and respectful when holding senior leaders to account.
6. We will consider how our decisions may affect the school/s and local community.
7. We will stand by the decisions that we make as a collective.
8. Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
9. We will only speak or act on behalf of the board if we have the authority to do so.
10. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
11. When making or responding to complaints we will follow the established procedures.
12. We will strive to uphold the school's / trust's reputation in our private communications (including on social media).

##### Demonstrate our commitment to the role

1. We will involve ourselves actively in the work of the board, and accept our fair share of responsibilities, serving on committees or working groups where required.
2. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the school/s well and respond to opportunities to involve ourselves in school activities.
5. We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.

6. When visiting the school in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
7. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

### **Build and maintain relationships**

1. We will develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community/ communities.
2. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
3. We will support the chair in their role of leading the board and ensuring appropriate conduct.

### **Respect confidentiality**

1. We will observe complete confidentiality both inside and outside of school when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any governing board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.

### **Declare conflicts of interest and be transparent**

1. We will declare any business, personal or other interest that we have in connection with the board's business and these will be recorded in the Register of Business Interests.
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
4. We accept that the Register of Business Interests will be published on the school/trust's website.
5. We will act in the best interests of the school/trust as a whole and not as a representative of any group.
6. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
7. We accept that information relating to board members will be collected and recorded on the DfE's national database of governors (Get information about schools), some of which will be publicly available.

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions.

### **2015 Version**

This code sets out the expectations on and commitment required from school governors and trustees in order for the governing board to properly carry out its work within the school and the community. It can be amended to include specific reference to the ethos

of the particular school. 'School' includes academies, and it applies to all level of school governance.

### **The governing board has the following core strategic functions**

Establishing the strategic direction, by:

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

Ensuring accountability, by:

- Appointing the headteacher
- Monitoring progress towards targets
- Performance managing the headteacher
- Engaging with stakeholders
- Contributing to school self-evaluation

Ensuring financial probity, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring value for money is obtained
- Ensuring risks to the organisation are managed

## As individuals on the Board we agree to the following:

### Role and Responsibilities

- We understand the purpose of the Board and the role of the headteacher.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the governing board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the governing board meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open government and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints affecting the school we will follow the procedures established by the governing board.
- We will actively support and challenge the headteacher.

### Commitment

- We acknowledge that accepting office as a governor involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will get to know the school well and respond to opportunities to involve ourselves in school activities.
- We will visit the school, with all visits to school arranged in advance with the staff and undertaken within the framework established by the governing board and agreed with the headteacher.
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training.
- We accept that in the interests of open government, our full names, date of appointment, terms of office, roles on the governing body, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.

### Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other governors.

- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other governors in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the headteacher, staff and parents, the local authority and other relevant agencies and the community.

### Confidentiality

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

### Conflicts of Interest

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the governing board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.
- We accept that the Register of Business Interests will be published on the school's website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the school as a whole and not as a representative of any group, even if elected to the governing board.

### Ceasing to be a Governor

We understand that the requirements relating to confidentiality will continue to apply after a governor leaves office.

### Breach of this code of conduct

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

## The Seven Principles of Public Life

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

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

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

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

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

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

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

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

## Appendix 3

### Role Description and Responsibilities for Members

**Role Title:** Member

**Hours:** Meetings in accordance with the requirements as set out in article 20 of the Articles of Association

Remote involvement via email/telephone

**Salary Range:** Voluntary

### Role Purpose

- Determine the ethos and purpose of the Trust (for example, the provision of education) and the way it is governed (as per the Articles of Association).
- To appoint Trustees in accordance with the requirements as set out in the Articles of Association.
- To appoint the Trust's Auditors, receive the Trustees' Annual Report and Accounts and to attend general meetings of the Trust.
- To assure themselves that the Board of Trustees is exercising effective governance and to that end to be kept informed of Trust business whilst recognising that the responsibility to conduct business sits with the Trustees and the role of Members is "eyes on and hands off".

### Legal Responsibilities of Members

Members of companies limited by guarantee are responsible only for contributing to the Trust's capital on winding up, to the limit of the guarantee set out in the Articles.

Members provide an additional layer of accountability and can scrutinise the actions of the Trustees.

## Appendix 4

### Role Description and Person Specification and Role Responsibilities for Trustees

**Role Title:** Trustee

**Hours:** Attendance at Trust Board and other meetings as required  
Remote involvement via email/telephone  
Regular review of reports and documentation

**Salary Range:** Voluntary

**Term of Office:** Four years

**Role Purpose:** The Trustees oversee the management and administration of the Trust and the Academies run by the Trust.

#### Role Description

##### Governance

The corporate management and trustee responsibility for the Trust is vested in the Trustees, who will also be the company Trustees registered with Companies House. The Trustees are personally responsible for the actions of the Trust and the Academies and are accountable to the Secretary of State for Education and the wider community for the quality of the education received by all students of the Academies and the expenditure of public money.

The Trustees are required pursuant to the Funding Agreements to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Trust.

##### Specific Responsibilities of the Trust Board and the Trustees

The role of the Trust Board and the Trustees collectively is to:

- Determine the strategic vision and overarching strategic plan of the Trust;
- Provide strategic leadership and governance;
- To develop effective links within the Academies' communities, communicating openly and frequently as appropriate and ensuring that the Academies meet their responsibilities to the community and serve the community's needs in relation to the safeguarding and education of its students;
- Provide challenge and support to senior leaders including the CEO;
- Develop and decide strategic and operational policies;
- Facilitate collaboration between the Academies to actively seek opportunities for the Academies to work together either with the aim of improving economic efficiencies within the Trust or identifying and implementing best practice across all Academies;
- Co-ordinate and oversee shared services and resources;
- Develop and oversee the implementation of Academies action plans focussing on Academy improvement;
- Set and monitor performance benchmarks;
- Determine curriculum priorities;
- Set the overall Trust budget and approval of Academies budgets;
- Monitor expenditure in accordance with appropriate authorisations;

- Develop and implement a risk management strategy;
- Ensure the Trust and the Academies comply with their legal obligations;
- Determine the Trust's reserves/contingency policy;
- Ensure appropriate insurance or risk cover is put in place;
- Undertake recruitment and ensure performance management of headteachers and other senior leaders;
- Develop staff training programmes and opportunities for professional development;
- Support the development and building of leadership and governance capacity at Academy level;
- Approval of site and asset management strategies;
- Oversee any significant capital expenditure and building projects;
- Approval of all funding applications;
- Act as decision maker for all appeals.

### **Core Competencies**

The following core competencies and skills expected of the Trustees are that they will:

- Work as a team;
- Attend meetings and be prepared to contribute to discussions and commit to agreed actions;
- Be respectful of the views of others and to be open to new ideas and thoughts;
- Treat all confidential information confidentially;
- Act with integrity, avoiding any personal conflicts of interest and complying with the Trust's Conflict of Interest policy;
- Develop a deep understanding of the vision and ethos of the Trust and its Academies and the roles played by all individuals in fulfilment of the Trust's mission;
- Understand the policies and procedures of the Trust and how these flow down to the Academies;
- Support the Trust in public and act as an ambassador of the Trust and the Academies;
- Commit to training and skills development;
- Be ready to ask questions;
- Be focussed on problem solving and be ready to learn from past experiences;
- Adhere to the Nolan Principles in their conduct.

## Person Specification

### Personal Qualities and Values:

- A desire to create positive change for young people;
- A commitment to the aims and objectives of the Unity Education Trust;
- A willingness to devote time and effort;
- An ability to work effectively as a team while contributing an independent perspective;
- An ability to build productive and supportive professional relationships;
- A commitment to the Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership;
- A commitment to equal opportunities and anti-discriminatory practice;
- A commitment to Safeguarding young people;
- Reliability and integrity.

### Education and Training:

- A record of continuous professional development;
- Educated to higher level in professional area of expertise.

### Experience:

- Experience of driving positive change;
- Experience in leadership and management;
- Professional experience in education / accountancy / finance / business / HR / marketing / law.

### Knowledge:

- An understanding and acceptance of legal duties, responsibilities and liabilities of trusteeship;
- An understanding of the use of attainment and other data to assess the progress, strengths and weaknesses of an educational environment;
- An understanding of financial and workforce data.

### Skills:

- Strategic vision;
- An ability to think creatively;
- Good, independent judgement;
- An ability to use financial and workforce data to inform decision-making.

## Legal Requirements:

Individuals who are not able to make the following declarations may not serve as a Trustee:

- I am not disqualified from acting as a charity trustee;
- I have not been convicted of an offence involving deception or dishonesty (or any such conviction is legally regarded as “spent”);
- I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft;
- I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate the avoidance;
- I am not an undischarged bankrupt;
- I have not made compositions or arrangements with my creditors from which I have not been discharged;
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity;
- I have not been disqualified from serving as a company Trustee;
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school;
- I am able to provide a valid Disclosure and Barring Service Certificate under the Protection of Freedoms Act 2012 which does not disclose any reason why I should be unsuitable for working with children.

## **Appendix 5**

### **Terms of Reference for the Trust Board**

#### **Membership**

The membership of the Board will be not less than three and subject to a maximum as outlined in the Articles of Association.

#### **Quorum**

Quorum for meetings is in accordance with article 117 and is subject to the requirements of article 119.

Quorum will be any three trustees, or where greater any one third (rounded up to a whole number) of the total number of trustees holding office at the date of the meeting, who are in each case present at the meeting and entitled to vote on the matters being resolved.

#### **Meetings**

- a) Subject to the Articles of Association, the Trustees may regulate their proceedings as they think fit.
- b) The Board shall hold at least three meetings each year in accordance with article 109.
- c) The Board has determined that a calendar of meetings will be agreed at the start of each academic year.

#### **Chair and Vice Chair**

- a) The Chair and Vice chair will be elected by the Board on an annual basis at its first meeting of the academic year.
- b) Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the Chair for the purposes of the meeting.
- c) No employee of the Trust will act as the Chair or Vice-Chair of the Board.

#### **Responsibilities**

The business of the Trust shall be managed by the Board which may exercise all the powers of the Trust as set out in the Articles. This will include but not be limited to:

#### **Setting the Strategic Direction**

- To ensure that the Trust's vision and values underpin the way in which the Trust and its schools work.
- To determine the educational character, religious ethos and mission of the Trust.
- To approve the Trust's appropriate strategic plans and review annually.

#### **Ensuring High Standards of Achievement and Improved Performance**

- To ensure that all schools in the Trust are effectively challenged and supported to maximise outcomes of children and young people who attend Trust schools.
- To receive reports from the Standards Committee at every board meeting in order to review regularly outcomes and impact against key performance indicators as identified in the Trust's strategic plan.
- To challenge and support the Trust's senior officers and Academy leaders to achieve best value in terms of impact, outcomes, quality and cost.

## Ensuring Sound Financial Practices

- To ensure that financial plans are prepared and monitored, satisfying itself that the Trust remains a going concern and financially sustainable;
- To approve the Trust's annual budget and keep it under regular review by receiving reports from the Trust's Finance and Audit Committee and considering management accounts at least six times per annum. every board meeting.
- To approve and review each Trust/School's annual budget and review this annually.
- To agree the scheme of financial delegation to Trust academies and review this annually.
- To receive the Annual Report from the Trust's auditors and take appropriate actions.

## Ensuring Strong and Robust Governance

- To ensure compliance with the Trust's duties under company law and charity law and agreements made with the Department for Education (DfE) including Master Funding Agreement and Supplemental Funding Agreements.
- To ensure the continued charitable status of the trust, and compliance with the charitable objects as set out in the Articles of Association.
- To approve the Trust's accountability and delegation framework and review regularly.
- To approve the terms of reference for agreed committees
- To approve the Trust's policy framework
- To take timely action to address decisions for which there is a legal requirement for board approval.
- To ensure effective consultation and communication with all stakeholders of the Trust.
- To review the effectiveness of governance structures and take appropriate steps to improve its performance.

## Appendix 6

### Role Description and Person Specification and Role Responsibilities for the Chief Executive Officer

**Role Title:** Chief Executive and Accounting Officer

**Overview:** The Chief Executive Officer, must be an outstanding leader, who is able to develop and articulate the vision, values and ethos for the Unity Education Multi-Academy Trust (the MAT) and who will inspire and empower others to share in achieving it. The successful candidate will be driven by a commitment to creating the best possible educational opportunities for the young people in order to raise aspirations and transform lives across the MAT.

**Accountable:** to the Board of Trustees of Unity Education Trust, though the Chair of that Board.

#### **Core purpose:**

The Chief Executive Officer will:

- Secure the values and ethos of the MAT.
- Provide clear direct-line management of Headteachers / Heads of School within the MAT to ensure that appropriate performance reviews, challenge and support are in place. The CEO will be part of all Headteacher / Head of Schools appraisals.
- Maximise the performance of all students across the MAT through high quality learning and teaching which motivates, challenges and empowers.
- Empower students to be active participants in their learning and to take personal responsibility for improving their life chances through their education experience.
- Create a place of learning open to the whole community and develop the MAT as a wider resource accessible to the whole community, offering a diverse range of extended and wrap around services.
- Enhance opportunities through partnerships between parents/carers, students, staff, the local community, HE and FE partners, the LA, other schools, voluntary organisations, other public sector bodies and employers.
- Develop effective relationships with primary and secondary schools, HE and FE providers and in collaboration with them make a positive contribution to the reorganisation and improvement of education services.
- Provide inspirational, strategic and professional leadership, both internally and externally focused, which will ensure the success of the Trust, and its academies, as places of transformational learning, with a reputation for high standards in Alternative and Specialist education.
- Be responsible for the continuous improvement of educational standards, equality of access and achievement for all, and effective use of resources across the Trust
- Act as the Chief Executive and Accounting Officer of the Company.

### *Key responsibilities:*

1. To execute all the functions and responsibilities of the Chief Executive and Accounting Officer of Unity Education Trust (a Company Limited by Guarantee with charitable status) including those of financial planning, budget setting and managing a wide range of services.
2. To ensure that the MAT meets all legislative and statutory requirements, including safeguarding and those required by Companies House, the Charity Commissioners and the ESFA.
3. To advise the Trustees and Governors on the vision, values, ethos, strategy and performance necessary to ensure that all elements of the organisation contribute to creating transformational learning opportunities and excellent educational outcomes.
4. To develop and deliver, in conjunction with the Trustees and senior Trust staff, the vision and aims of Unity Education Trust to create a platform for high standards of learning in all aspects of its work.
5. To enthusiastically lead the MAT's education work setting high professional standards and ensuring that the education vision is understood and embraced by Headteachers / Heads of School, staff, students, parents/carers and the wider community.
6. To ensure the MAT's Trust management and organisational structures are fit for purpose and facilitate continuous improvement for all schools and their learners.
7. To deploy all resources, including staff and financial resources, in such a way that the MAT's education vision is delivered. This will include:
  - Maintaining effective financial control, securing value for money and managing budgets in accordance with those agreed by the MAT's Board of Trustees.
  - Maximising the MAT's resources by seeking additional funds from external sources.
  - Managing and regularly reviewing the use of available resources, including human resources, so as to improve students' learning and achievement.
  - Recruiting and retaining staff of high quality with appropriate qualifications and the ability to achieve transformational change that delivers outstanding educational outcomes.
  
  - Ensuring effective performance management of all staff and effective workforce development to secure high standards that are continually improving, and that underachievement is rigorously challenged should it exist
  - Utilising ICT to support personalised learning, curriculum development and delivery.
  - Maintaining effective management and administrative processes and procedures and ensuring these are written and understood by all staff and students.
  - Ensuring the maintenance of the MAT's physical infrastructure and that it meets legislative requirements (eg on health and safety).

8. To lead, motivate, support, challenge and develop staff, ensuring effective induction, training, and performance management.
9. To secure and sustain effective inclusive learning and teaching and in particular to:
  - Ensure a curriculum that meets statutory requirements and the MAT's education vision
  - Maintain effective behaviour management and the health, safety, welfare and emotional development of all students.
  - Monitor and evaluate the quality of teaching and the standards of achievement.
- 10 To ensure the effectiveness and efficiency of the MAT, providing information and advice to the MAT's Board of Trustees (and its sub-committees), including assessments and reports on the development, progress and attainment of students, and developing self-evaluation and accountability.
- 11.To work in partnership with parents, the community, and other schools and Stakeholders
12. To develop UET in response to national, regional and local initiatives, and provide leadership to identify and build relationships with external stakeholders that will benefit the Trust.
- 13.To undertake such other duties as are commensurate with the post and which may reasonably be required by the MAT's Board of Trustees.

## **General**

The Chief Executive Officer will be expected to:

- Be an ambassador for the MAT
- Inspire, lead and set unambiguous expectations of staff at all levels and students
- Lead the strategic planning, use and development of the MAT's physical, human and financial resources so as to secure the optimum educational and social benefits for students
- Develop high motivation and aspirations for all students so that they attain the highest possible levels of achievement
- Secure effective partnership working with other schools, education and training organisations, and other stakeholders
- Develop the MAT's specialisms (eg Arts, humanities, early years, specialist and alternative provision etc)
- Secure positive relationships with local communities and the local authority
- Address the needs of students with special needs

The Chief Executive Officer will work with the MAT's Board of Trustees and the constituent Academies' School Oversight Committees to ensure that:

- The vision, values and ethos of the MAT are embedded into strategic and operational planning and are evident in the daily life of each Academy
- The expectations and aspirations of parents/carers and of students are raised
- Each Academy meets the needs of all its students
- Each Academy develops effective and efficient practices, policies and procedures
- Each Academy remains in sound financial health and is implementing any agreed recovery plan.
- Each Academy's specialisms are developed and valued
- Each Academy exercises sound governance
- The interests of the MAT are actively promoted locally, regionally, nationally and, where appropriate, internationally.

## **Appendix 7**

### **Terms of Reference for the Standards Committee**

#### **Membership**

The Committee will be appointed by the Trust Board and will comprise no fewer than three Trustees (including the Chief Executive Officer). Membership may include persons who are not Trustees provided that no vote shall be taken at a meeting unless the majority of members present are Trustees.

The Committee will appoint one of its members as its Chair.

#### **Attendance**

The Committee may ask any member of staff to attend meetings of the Committee either regularly or by invitation, in order to provide information.

#### **Voting**

The quorum for each meeting shall be one half of the numbers of the Committee rounded up. Decisions of the Committee shall be taken by a simple majority of those present and voting save that no vote shall be taken unless the majority of members present are Trustees. The Chair will have a casting vote on an equality of votes.

#### **Meetings**

The Committee shall meet on such dates as shall be determined by the Committee from time to time and at such other time as the Clerk shall specify at the request of any member of the Committee.

Unless otherwise agreed, notice of each meeting confirming the venue, date and time together with an agenda shall be sent to each member of the Committee and any other person invited or required to attend no fewer than seven working days prior to the date of the meeting.

#### **Minutes**

The Clerk will minute the proceedings and resolutions of the Committee and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Minutes of each Committee meeting will be sent to all members of the Committee and the Clerk of the Trust Board within seven working days of the meeting.

#### **Authority**

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee may sub-delegate its duties and functions in accordance with article 105A.

## Duties

The duties of the Committee shall be:

- to ensure that the highest possible standards are set and maintained across the Trust
- to receive a termly report regarding standards and performance of the Trust against key performance indicators
- to identify any areas of concern in respect of standards and performance and to implement an action plan
- to ensure that the Trust's curriculum is balanced and broadly based
- to scrutinise and review Trust policies for recommendation to the Trust Board
- to ensure that effective processes are in place for the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the Trust
- to support the Chief Executive Officer in the creation, implementation and monitoring of the Trust's self-evaluation development plan and any post-Ofsted action plan
- to advise the Trust Board with respect to targets for student achievement across the Trust
- to ensure that effective arrangements are in place across the Trust for pupil/student support and representation, for monitoring attendance and for pupil/student discipline
- annually to set, monitor and review the standards for each Academy in the Trust predicated on teaching & learning needs, curriculum structure and staffing requirements alongside the levels of resources required from the central and executive leadership teams or external assistance to ensure development priorities are delivered within financial constraints. To make recommendations to the Finance and Audit Committee on the level of resources required to deliver those standards and performance objectives
- to review, on a regular basis, its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness.

## **Appendix 8**

### **Terms of Reference for the Finance and Audit Committee**

#### **Membership**

The Committee will be appointed by the Trust Board and will comprise no fewer than three Trustees (including the Chief Executive Officer). Membership may include persons who are not Trustees provided that no vote shall be taken at a meeting unless the majority of members present are Trustees.

The Committee will appoint one of the members of the Committee as its Chair.

Committee members who are also staff employed by the Trust should not participate as members when audit matters are discussed. They may remain in attendance to provide information and participate in discussions. The Accounting Officer and other relevant senior staff should routinely attend the Committee in the capacity set out in this paragraph.

#### **Attendance**

The Committee may ask the Chief Finance Officer and any other member of staff to attend meetings of the Committee either regularly or by invitation, to provide information.

The Committee will have at least one annual meeting, or part of one meeting, with the external auditor without the senior executives being present.

#### **Voting**

The quorum for each meeting shall be one half of the members of the Committee rounded up. Decisions of the Committee shall be taken by a simple majority of those present and voting save that no vote shall be taken unless the majority of members present are Trustees. The Chair will have a casting vote on an equality of votes.

#### **Meetings**

The Committee shall meet on such dates as shall be determined by the Committee from time to time and at such other time as the Clerk shall specify at the request of any member of the Committee.

Unless otherwise agreed, notice of each meeting confirming the venue, date and time together with an agenda shall be sent to each member of the Committee and any other person invited or required to attend no fewer than seven working days prior to the date of the meeting.

#### **Minutes**

The Clerk will minute the proceedings and resolutions of the Committee and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Minutes of each Committee meeting will be sent to all members of the Committee and the Clerk of the Trust Board within seven working days of the meeting.

#### **Authority**

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee may sub-delegate its duties and functions in accordance with article 105A.

## Duties

The duties of the Committee shall be to:

- develop a financial strategy for the Trust and consider policies, procedures or plans required to realise such strategy
- consider the Trust's indicative funding, once notified by the ESFA, and to assess its implications for the Trust, in consultation with the CEO and the Chief Finance Officer, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trustees
- consider and recommend acceptance/non-acceptance of the Trust's budget to the Trustees
- monitor any variances from the budget and ensure the ESFA is notified as required
- receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the Trust Development Plan
- liaise with and receive reports from the Standards Committee and then to make recommendations about the financial aspects of matters being considered by them
- monitor and review income and expenditure on a regular basis and ensure compliance with the overall financial plan for the Trust ~~and any recovery plan agreed with the ESFA~~, drawing any matters of concern to the attention of the Trust Board
- monitor, review and, where appropriate, approve arrangements for ensuring the effective implementation and operation of personnel/HR and financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement recovery plan and premises
- prepare the financial statement to form part of the Annual Report
- ensure the Trust's commercial and fundraising activities are carried out effectively
- examine and review new initiatives for financial development, including fundraising
- oversee significant investment and capital financing decisions
- oversee arrangements for monitoring Trust/school premises to ensure they are fit for purpose and provide an environment in which pupils and staff feel safe
- approve and keep under review the Trust's investment policy
- approve and keep under review the Trust's reserves policy
- to scrutinise and review Trust policies for recommendation to the Trust Board
- promptly notify the Trust Board of all financial matters of which the Committee has knowledge and which may materially affect the current or future position of the Trust
- advise generally on the provision of resources and services to the Trust
- as the Trust's Audit Committee:
  - to produce an annual report of the committee's conclusions and findings to advise the Board and Members, including recommendations on the appointment or dismissal or retendering of the external auditor, and their

remuneration having regard to the requirements in the Academies Financial Handbook (2020 edition para 4.17)

- ~~o to recommend to the Trust Board the appointment, re-appointment or removal of the external auditors~~
- o to approve the terms of engagement and remuneration for the external auditors and review the external auditor's plan each year
- o to review the annual reports and accounts
- o to receive the auditors' reports and the actions taken by the Trust's managers in response to those findings, and to recommend to the Trust Board action in response to audit findings
- o to ensure the provision of effective internal audits within the Trust and each of its schools; to receive reports based on these audits; to ensure findings are shared with appropriate Trustees, Local Governors and staff; and to review governance and management responses to findings
- o to focus its audit work on providing assurances to the Trust Board:
  - that all risks are being adequately identified and managed with particular regard to reviewing personnel/HR operational risks and the risks to financial control at the Trust and its constituent academies, and agreeing a programme of work to address, and provide assurance on, those risks
  - that information submitted to the DfE and ESFA that affects funding, including pupil number returns, and funding claims completed by the Trust and by its constituent academies, is accurate and in compliance with funding criteria
  - that any other internal scrutiny functions recommended for audit committees in the Academies Financial Handbook are addressed.
- to review, on a regular basis, its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness.

## Appendix 9

### Role Description and Person Specification and Role Responsibilities for Governors (including specific responsibilities of the Chair)

**Role Title:** Governor serving on a School Oversight Committee

**Hours:** School Oversight Committee meetings as required  
Remote involvement via email/telephone  
Regular review of reports and documentation

**Salary Range:** Voluntary

**Term of Office:** Four years

**Role Purpose:** The School Oversight Committee for an Academy or Academies plays an active part in supporting the Headteacher of the Academy, liaising as appropriate with the Trust's CEO and the Trust Board more generally in relation to the oversight of the Academies and the Academies' Leadership Teams.

#### Role Description

##### Governance Support and Local Accountability

The role of those serving on a School Oversight Committee is an important one, ensuring there is local accountability for the performance of the Trust and the Academies and that the Academies serve their communities. Those serving on a School Oversight Committee are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the Academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience.

##### Specific Responsibilities

The specific tasks and responsibilities governors are as follows, to:

- Ensure implementation of the strategic vision of the Trust and the Academies, in particular;
- Support the Trust Board in developing and maintaining effective links within the Academies' communities, communicating openly and frequently as appropriate and ensuring that the Academies meet their responsibilities to the community and serves the community's needs in relation to the safeguarding and education of its students;
- Oversee and support the Academy's Leadership Team;
- Support the Academy's Leadership Team in the development and review of an appropriate staffing structure;
- Where appropriate, support the Headteachers in the recruitment and performance management of strategic personnel;
- Promote collaboration with the other Trust Academies, actively seeking opportunities for the Academies to work together either with the aim of improving economic efficiencies within the Trust or identifying and implementing best practice across all Academies;

- Review delegated local Academy policies;
- Provide advice and feedback to the Trustees and reporting on all matters, responsibility for which has been passed to the School Oversight Committee;
- Support the Academy's Leadership Team in relation to curriculum determining any local priorities;
- Support the Academy's Leadership Team in monitoring student progress and analysing performance data, having regard to the performance benchmarks determined by the Trust across all Academies;
- Ensure the implementation of any Academy plan, focussing particularly on Academy performance targets;
- Undertake all and any appropriate community consultation;
- Provide a point of contact for parents, carers and other members of the local community;
- Maintain effective links with the local community.

### **Core Competencies**

The following core competencies and skills expected of governors are to:

- Work as a team;
- Attend meetings and be prepared to contribute to discussions and commit to agreed actions;
- Be respectful of the views of others and to be open to new ideas and thoughts;
- Treat all confidential information confidentially;
- Act with integrity, avoiding any personal conflicts of interest and complying with the Trust's Conflict of Interest policy
- Develop a deep understanding of the vision and ethos of the Trust and its Academies and the roles played by all individuals in fulfilment of the Trust's mission;
- Understand the policies and procedures of the Trust and how these flow down to the Academies;
- Support the Trust in public and act as an ambassador of the Trust and the Academies;
- Commit to training and skills development
- Be ready to provide challenge;
- Be focussed on problem solving and be ready to learn from past experiences;
- Act in accordance with any authority delegated to him or her, including complying with any regulation or requirement of those from whom delegated authority is received;
- Adhere to the Nolan Principles in their conduct.

### **Person Specification**

#### **Personal Qualities and Values:**

- A desire to create positive change for young people
- A commitment to the aims and objectives of Unity Education Trust

- A willingness to devote time and effort
- An ability to work effectively as a team while contributing an independent perspective
- An ability to build productive and supportive professional relationships
- A commitment to the Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- A commitment to equal opportunities and anti-discriminatory practice
- A commitment to Safeguarding young people
- Reliability and integrity

#### **Education and Training:**

- A record of continuous professional development
- Educated to higher level in professional area of expertise

#### **Experience:**

- Experience of driving positive change
- Experience in leadership and management
- Professional experience in education / accountancy/ finance / business / HR / marketing/law

#### **Knowledge:**

- An understanding and acceptance of legal duties, responsibilities and liabilities of trusteeship
- An understanding of the use of attainment and other data to assess the progress, strengths and weaknesses of a school
- An understanding of financial and workforce data

#### **Skills:**

- Strategic vision
- An ability to think creatively
- Good, independent judgement
- An ability to use financial and workforce data to inform decision-making

## **Legal Requirements:**

Individuals who are not able to make the following declarations may not serve on the School Oversight Committee:

- I am not disqualified from acting as a charity trustee
- I have not been convicted of an offence involving deception or dishonesty (or any such conviction is legally regarded as “spent”)
- I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft
- I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate the avoidance
- I am not an undischarged bankrupt
- I have not made compositions or arrangements with my creditors from which I have not been discharged
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity
- I have not been disqualified from serving as a company Trustee
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school
- I am able to provide a valid Disclosure and Barring Service Certificate under the Protection of Freedoms Act 2012 which does not disclose any reason why I should be unsuitable for working with children

## **The Chair’s Specific Duties are to:**

- Provide a clear lead and direction for the governors, understanding the aims of the Academies, the roles played by all those involved and the vision of the Trust in relation to its Academies;
- Build an effective team, attracting governors with necessary skills and experience promoting equality and diversity and ensuring priority is given to those who can make a positive contribution to driving school improvement and supporting their development to maximise the benefit of their contribution;
- Work closely with the Headteachers and the Leadership Team to ensure there is proper challenge and encouragement;
- Ensure that Academy improvement is the focus of all policy and strategy for the Academies, reminding governors of this as often as necessary;
- Hold governors to account, ensuring the business of the School Oversight Committee is conducted efficiently and effectively, chairing meetings ensuring all members have the opportunity to contribute and are listened to with clear decisions being made when necessary.

## Appendix 10

### Terms of Reference for School Oversight Committees (local governors)

*Terminology: UET's Articles of Association state that the Trustees may appoint committees, the constitution, membership and proceedings of which shall be determined by the Trustees. Committees appointed in respect to each academy in the Trust are described in the Articles and in other documents as Local Governing Bodies. Having reflected on the functions that local governors are primarily called upon to undertake, the Trustees consider that the title School Oversight Committee is one which better describes the role in comparison with the wider brief that governors have in schools that are not part of a MAT. Where, in the Articles and other documents, reference is made to local governing body this should be read, in the UET context, as referring to School Oversight Committee.*

*The overall level of governance responsibility delegated to academies is determined in line with the principles described on page 7 of this Scheme of Delegation. If an academy is judged to require improvement or to be inadequate the Board of Trustees will agree a rapid improvement plan and will normally replace the SOC with a School Improvement Board (SIB) chaired by the CEO. If the educational performance of an academy is judged to be good or outstanding but the governance is less good, perhaps due to an inability to recruit sufficient governors with the necessary skills or experience, the Board of Trustees will put in place a Review Board (RB), with additional Trustees as members, until the capacity of local governance can be strengthened. The Board of Trustees will appoint the chair of any Review Board who may be a Trustee, the CEO or another senior member of the Trust Directorate.*

*The Board will determine terms of reference for any SIB or RB which may incorporate some or all of the roles of SOCs, as well as additional responsibilities to meet particular needs.*

*Accordingly references to SOCs, their membership and responsibilities below may not always apply to SIBs and RBs.*

### Membership

The composition of the School Oversight Committee (SOC) shall be comprised as follows:

- The Headteacher/Head of School
- A minimum of two parent governors elected in accordance with the procedure available from the Clerk of the Board of Trustees or, in the event that the number of parents standing for election is less than the number of vacancies, parents appointed by the Board of Trustees in accordance with clause 56 of the Articles of Association.
- Up to two Staff Governors
- At least one Community (co-opted) Governors.

Associate Members may be appointed where the School Oversight Committee or the Trustees have identified the need for additional expertise and skills to support the work of the SOC. Associate Members may attend meetings established by the SOC. They will hold no voting rights and normally serve for a maximum term of one year.

All appointments to the School Oversight Committee will be subject to the approval of the Trust Board.

The School Oversight Committee may continue to act notwithstanding a temporary vacancy in its composition.

Where an Academy has a leadership model in excess of one Headteacher, for example two part-time Headteachers or an Executive Head and Head of School, both members of staff will be members of the School Oversight Committee. However, they will only have a single vote.

Trustees and /or members of the Trust executive team reserve the right to attend School Oversight Committee meetings. The Trust will endeavour to link each School Oversight Committee with a named Trustee who will act as a conduit between the School Oversight Committee and the Trust Board.

### **Governors Term of Office**

Any governor shall hold office and vacate office in accordance with the terms of his/her appointment (except in the case of the Headteacher/Head of School) the length of his/her term of office shall not exceed four years.

Subject to remaining eligible to be a governor any governor may be re-appointed for consecutive periods not exceeding eight years in total. Thereafter a governor shall not be eligible for re-appointment until one year after his or her retirement, unless agreed exceptionally by resolution of the Trustees that he or she shall be eligible to serve for a further consecutive term. For the avoidance of doubt, a governor's term of office shall not include any time served as a governor of a predecessor school to the Academy.

### **Resignations and Removal of Governors**

- A governor may at any time resign his/her office by giving notice in writing to the Clerk of the School Oversight Committee.
- A governor shall cease to hold office if he/she is removed by the person or persons who appointed him/her. The provision does not apply in the case of a Parent or Staff Governor.
- The Trustees may terminate the appointment of any governor whose presence or conduct is in breach of the adopted NGA Code of Conduct or deemed by the Trustees not to be in the interests of the Trust or Academy. The Trustees will give due regard to and representation from the School Oversight Committee.
- The removal of a Parent Governor will be undertaken only in exceptional circumstances.
- If any person who serves on the School Oversight Committee in his or her capacity as an employee at any of the Academies ceases to work at the Academy then he or she shall be deemed to have resigned and shall cease to serve on the School Oversight Committee automatically on termination of his or her work at the Academy.
- Where a person who serves on the School Oversight Committee is removed from office, those removing him or her, shall give written notice thereof to the Clerk to the School Oversight Committee who shall inform the Chair of the School Oversight Committee.
- A Parent Governor shall not automatically cease to hold office solely by reason of the child (of whom that Parent Governor is a parent or carer) ceasing to be a student at the Academy.

### **Disqualification of Members of the School Oversight Committee**

- No person shall be qualified to serve on the School Oversight Committee unless he or she is aged 18 or over at the date of his or her election or appointment.

- No current student of the Academy shall be entitled to serve on the School Oversight Committee.
- A person serving on the School Oversight Committee shall cease to hold office if he or she becomes incapable by reason of mental disorder, illness or injury of managing or administering his or her own affairs.
- A person serving on the School Oversight Committee shall cease to hold office if he or she is absent without the permission of the Chair of the School Oversight Committee from all the meetings of the School Oversight Committee held within a period of six months and the School Oversight Committee resolves that his or her office be vacated.
- A person shall be disqualified from serving on the School Oversight Committee if:
  - His or her estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
  - He or she is the subject of a bankruptcy restrictions order or an interim order.
  - A person serving on the School Oversight Committee shall cease to hold office if he or she would cease to be a Trustee by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- A person shall be disqualified from serving on the School Oversight Committee at any time when he or she is:
  - Included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
  - Disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or
  - Barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).
- A person shall be disqualified from serving on the School Oversight Committee if he or she is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.
- A person shall be disqualified from serving on the School Oversight Committee where he or she has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- After the Academy has opened, a person shall be disqualified from serving on School Oversight Committee if he or she has not complied with the Trust's Disclosure and Barring Service (DBS) policies.
- Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the School Oversight Committee; and he or she was, or was proposed, to so serve, he or she shall upon becoming so disqualified give written notice of that fact to the School Oversight Committee.
- This clause shall also apply to any member of any committee of the School Oversight Committee who is not a member of the School Oversight Committee.

- The provisions for the suspension of a Trustee under the terms of clause 67 of UET's Articles of Association also apply to members of School Oversight Committees.

### **Appointment of the Chair and Vice Chair of the School Oversight Committee**

- The Chair and Vice Chair of the School Oversight Committee shall be appointed at the start of each academic year in accordance with the Trust's procedure for such appointments.
- An employee of the Trust may not be Chair or Vice-Chair of the School Oversight Committee.
- Where the Trust consider that there is not a suitable Chair or Vice Chair from among the pool of Governors a member of the Trust Board or nominee shall fulfil the role until such a time as a suitable governor can be appointed.
- Where the Chair is absent from any meeting of the School Oversight Committee, the Vice-Chair shall act as the Chair for the purposes of the meeting
- If both the Chair and Vice Chair are absent from any meeting of the School Oversight Committee a member of the Trust Board or nominee shall chair the meeting.

### **Appointment of Clerk to the School Oversight Committee**

- The Clerk to Governors shall be appointed by the Trust. for such term, at such remuneration and upon such conditions as they may think fit; and any Clerk so appointed may be removed by them.
- The Clerk shall not be a governor. Notwithstanding this paragraph, the governors may, where the Clerk fails to attend a meeting of theirs, appoint any one of their number or any other person to act as clerk for the purposes of that meeting.

### **Meetings of School Oversight Committees**

- Subject to this Scheme of Delegation, the School Oversight Committee may regulate its proceedings as the members of the School Oversight Committee think fit.
- The School Oversight Committee shall normally meet once every half term, in accordance with the Trust timetable of business as set out by the Trustees.
- All meetings shall be convened by the Clerk to the School Oversight Committee, who shall send to the governors' written notice of the meeting and a copy of the agenda and supporting papers at least seven clear days in advance of the meeting.
- A special/adhoc meeting of the School Oversight Committee shall be called by the Clerk whenever requested by the Chair 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 or she thinks fit.
- 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.
- The establishment of sub-committees by the School Oversight Committee shall be permitted in exceptional circumstances subject to the agreement of the Trustees following consideration of proposed terms of reference.

## **Quorum for School Oversight Committee Meetings**

- Meetings of the School Oversight Committee shall be quorate if one third of members are present.
- If the number of governors assembled for a meeting of the School Oversight Committee does not constitute a quorum, the meeting shall not be held.
- If in the course of a meeting of the School Oversight Committee the number of governors present ceases to constitute quorum, the meeting shall be terminated.
- If for the 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.

## **Proceedings of School Oversight Committee Meetings**

- Every question to be decided at a meeting of the School Oversight Committee shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the School Oversight Committee shall have one vote.
- Where there is an equal division of votes, the Chair of the meeting shall have a casting vote in addition to any other vote he/she may have.
- A governor may not vote by proxy.
- No resolution of the governors 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.
- Any governor who is also an employee of the Trust shall withdraw from that part of any meeting of the School Oversight Committee at which his/her remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- Where the School Oversight Committee resolves to adjourn a meeting before all the items of business on the agenda have been disposed of, the School Oversight Committee shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items. They shall direct the Clerk to convene a meeting accordingly.
- Any governor shall be able to participate in a meeting of the governors by telephone or video conference provided that he/she has given reasonable notice to the Clerk and that the governors have access to the appropriate equipment.
- The proceedings of the School Oversight Committee shall not be invalidated by any vacancy on the School Oversight Committee; or any defect in the election, appointment or nomination of any person serving on the School Oversight Committee.
- Details of any dispute, discussion or disagreement should remain confidential to those present at the meeting.

## **Minutes and Publication**

- At every meeting of the School Oversight Committee the minutes of the last meeting shall be taken as the first agenda item after any apologies, except in cases where the governors present decide otherwise, and, if agreed to be accurate, shall be signed as a true record.

- The Clerk to the School Oversight Committee 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 Clerk of the Trust Board.
- The Clerk to the School Oversight Committee shall ensure that a copy of the agenda for every meeting of the governors, 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 at each Academy to persons wishing to inspect them.
- There may be excluded from any item required to be made available, any material relating to:
  - a named teacher or other person employed, or proposed to be employed, at the Academy;
  - a named student at, or candidate for admission to, the Academy; and
  - any matter which, by reason of its nature, the Local Governing Body is satisfied should remain confidential.

## Conflicts of Interest

- 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 Trustees with regard to having a Personal Financial Interest shall also apply to the governors.
- The procedure detailed at articles 97-98 of the Articles shall apply to the School Oversight Committee always provided that, in the case of a Personal Financial Interest for a governor who is not also a Trustee, the School Oversight Committee may meet to authorise the benefit.
- All governors shall complete a Declaration of Interests form on joining the School Oversight Committee and at the start of each academic year.
- Any governor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a governor shall disclose that fact to the governors as soon as he/she becomes aware of it and notify the Chair at the start of any meeting where that conflict relates to an agenda item. A governor must absent himself/herself from any discussions of the governors 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)

## Duties

The principal duty of the School Oversight Committee shall be the oversight and management of school performance according to the delegated authority derived from the Board of Trustees.

This will include but not be limited to:

### **Ensuring High Standards of Achievement and Improved Performance by:**

- receiving a report from the Head of School/Headteacher at every School Oversight

Committee meeting;

- actively monitoring progress of the school against the milestones in the School Improvement and Development Plan, via reports from the Head of School/Headteacher to School Oversight meetings, and termly visits to the School by a governor to evidence progress against specific milestones;
- challenging and supporting the School's senior leadership team to drive school improvement and improve pupil outcomes in line with the SIDP, and the Trust's policies and objectives.

#### **Ensuring Community Engagement by:**

- ensuring membership of the SOC includes parent and staff governors, and members of the local community, as per the Scheme of Delegation
- receiving and reviewing the results of staff well-being surveys, and the analysis of pupil voice and parent voice questionnaires and surveys;
- providing a point of contact for parents, carers and other members of the local community;
- developing and maintaining effective links with the local community.

#### **Supporting the Trust Board by:**

- reviewing delegated local Academy policies;
- providing advice and feedback to the Trustees and reporting on all matters, responsibility for which has been passed to the School Oversight Committee.
- ensuring implementation of the strategic vision of the Trust within the school and promoting collaboration with other academies in the Trust.

### **Safeguarding Pupils**

All governors on first appointment and at any subsequent re-appointment will be required to undergo checks to determine suitability to have access to children and young people in accordance with any legal requirements or policy of the Trust Board.

Any governor refusing to undertake the checks will be disqualified from membership of the School Oversight Committee.

### **Indemnity**

Subject to the provisions of the Companies Act 2006 every member of the School Oversight Committee or other Officer or Auditor of the Company acting in relation to the Academy shall be indemnified out of the assets of the Company against any liability incurred by him or her in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he or she is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company.

### **Appendix 11:**

#### **Power of the Chair to act in cases of emergency**

Normally decisions should only be taken at a meeting of the Trust Board, or by a committee or individual with delegated powers to make that decision. But there may be times when a decision is so urgent that there is no time to call a meeting in which case the Chair of the Board of Trustees (or the Vice-Chair in the absence of the Chair) has the power to take decisions on behalf of the Board. The Chair will normally consult the CEO

and, where the matter lies within the remit of a committee, the chair of that committee. Any decision must be reported to the next full meeting of the Board.

Similar powers reside with the Chairs/Vice-Chairs of School Oversight Committees for matters within the remit of the SOCs and they will normally consult the Headteacher/Head of school and/or chair of any SOC committee.

Appendix 12:

Unity Education Trust Delegation Structure

