



# **Guide for Trustees and Governors**

September 2018

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## **Welcome!**

Thank you for joining the Red Kite Learning Trust (RKLТ) as a governor or trustee - critical roles in the leadership of our schools that ensure our academies deliver on our mission, values and strategy. We look forward to working with you, your contribution to the success of our endeavours and the considerable skills that you bring to the RKLТ, a collective of state-funded independent schools.

People become governors/trustees for a wide variety of reasons. Research by the National Governors Association (NGA) <sup>1</sup> set out to discover what motivates them to generously volunteer their time – the majority claimed that the best aspect of governance was a 'sense of satisfaction' at knowing that their work was 'making a difference' to children, particularly having a positive impact on the life chances of young people and giving something back to the community.

The most rewarding elements of governance are seeing our hard work pay off, such as increasing morale within the school, improvements in students' progress and attainment, an improvement in the educational standards across the schools and being part of a structure that positively changes young people's lives.

This is not to minimise the complexity of the roles of trustees and governors dealing with the constant changes initiated by national government and the amount of background reading often required to keep up-to-date, although the chairs and clerks work hard to ensure that you are not deluged with unnecessary paperwork, that meetings run efficiently and are not over-long!

This guide is intended for all trustees and governors, setting out their respective roles and responsibilities and what the RKLТ expects of them.



**Jim McHugh**  
**Chair**

## What is the Red Kite Learning Trust?

The RKL is a Multi-Academy Trust (MAT), a structure created by the government as a form of educational delivery to operate at a high level as a form of legal partnership. MATs can operate in a number of ways, and our aim was to establish a structure that ensured teaching staff, local governors and trustees could focus on what matters the most – raising educational achievement in our academies. The articles of association set out the structure of the governance of the academy trust, and the structure diagram can be found in Appendix 1.

The RKL was formed in 2015 by the three 'founder' schools working together at head teacher and governor level to create a structure that combines the desire for each school to be different and autonomous with the benefits of sharing key functions and processes. The Red Kite approach has always been to value the differences and encourage the special and unique elements that each school offers to their different communities. However, some of the 'back office' functions of our schools can better be delivered centrally and we can also ensure that all our schools continue to strive for excellence through appropriate support and challenge from within the Trust.

Red Kite Learning Trust schools share the same values. They work together to improve the learning and achievement of all their young people. The Trust secures excellence for all, providing world-class opportunities for the young people in its schools. Its schools achieve this by continuously striving for the best: improving, innovating and reflecting.

The Trust is committed to equality of opportunity and to closing the gaps in attainment and progress between groups and individuals within each school and across the Trust. The Trust aspires to the highest standards of academic achievement. It is also passionate that its young people develop values and inter-personal skills so that they can contribute positively to local and global communities.

The RKL has nine aims that encompass values central to the Trust's work:

1. **EQUALITY OF OPPORTUNITY** for all the young people and staff in our schools.
2. **COLLECTIVE MORAL PURPOSE** through which we will help others and be professionally generous in all aspects of our work.
3. **INTEGRITY, OPENNESS, AND TRUST** that help forge strong relationships between partners.
4. **FAIRNESS TO EACH OTHER** as partners and to our associates and the individuals we work with.
5. **TRANSPARENCY AND PROBITY**, particularly in financial matters and in accordance with the highest expectations of standards in public life (the Nolan principles, Appendix 7).
6. **INDIVIDUAL AUTONOMY** that respects the unique nature of each school and its place within its own community.
7. **SUPPORT FOR OTHERS**, offering help to other schools / academies and young people beyond our own where we have the capacity to do so.

8. **COLLABORATION** with others, including local authorities, other education providers and charitable bodies, to promote the success, welfare and safety of our young people.
9. **GOOD GOVERNANCE** that secures our aims and values within a robust accountability framework.

As a member of the Red Kite Teaching School Alliance, the Trust will also share its ideas, skills and experience in the best interests of young people within and beyond its own schools.

## **What do Local Governing Boards (LGB) do?**

Different LGBs have varying degrees of responsibility, as determined by the multi-academy trust board. For example, in some MATs, LGBs act solely in an advisory capacity, while in others they have responsibility for determining each school's budget and staffing arrangements. The extent of the LGB's responsibilities are contained within the RKL Scheme of Delegation (Appendix 1) and the Constitution and Function (Page 15).

Within the RKL substantial responsibilities are delegated to the LGB by the Trust: the role of the LGBs is vital to the success of the pupils who attend RKL academies and is critical in enabling our academies to deliver on our strategy, missions and values. Essentially, LGBs are committees of the Trust and their Delegated Powers are set out below (Page 19).

## **What do the trustees do?**

Essentially, the trustees set the strategy and hold the executive and LGBs to account for the delivery of services and the outcomes of the MAT as a whole; they also listen and respond to the LGBs, establishing dialogue and ensuring the Trust is responsive to the needs of its schools. The trustees ensure the effective governance of the academy trust.

Trustees are the individuals appointed or elected to the academy trust's board. They will enact the responsibilities of the academy trust as defined under the articles of association, ensuring the trust complies with law whilst conducting the strategic operations of the trust.

Academies have three legal identities; they are:

- Independent state schools;
- Exempt charities (charities that do not need to register with the Charity's Commission); and
- Companies limited by guarantee (a company with members who act as guarantors).

There are some legal implications for trustees under the Charities Act and as company directors under the Companies Act, and trustees must be registered as directors of the academy trust with Companies House. The EFA's Academies Financial Handbook explains that as directors, the Companies Act 2006 requires that academy trustees:

- act within their powers;
- promote the success of the company;
- exercise independent judgement;
- exercise reasonable care, skill and diligence;
- avoid conflicts of interest;
- not to accept benefits from third parties; and
- declare interest in proposed transactions or arrangements.

## **What do the Members do?**

Members have a different status from the trustees. They are the guardians of the academy trust, have oversight of the governance arrangements of the academy trust and will have the final say over whether any amendments are made to the articles of association. Members also have the power to appoint or remove trustees.

## **What does the Chief Executive Officer (CEO) do?**

The Trustees appoint the Chief Executive Officer of the Trust who is also the Accounting Officer of the Trust. The Chief Executive Officer is responsible and accountable to the Trust for the discharge of his or her executive functions. As Accounting Officer, he or she shall be

responsible and accountable to the National Schools Commissioner and the Secretary of State.

### **What does the Executive Group (EG) do?**

The EG consists of the Headteachers of the academies that are operated by the Trust and plays a vital role in the day-to-day running and organisation of the Trust. Although it is not part of the formal governance structure, the EG advises and informs the Trustees through the CEO who chairs meetings of the EG.

The EG will consider how the Trust can work better to serve the needs of all the academies operated by the Trust and prepare information, reports and recommendations for consideration by the Trustees.

The EG meet on a monthly basis.

### **What does the Audit Committee do?**

The Audit Committee is a standing committee of the Trustees that provides assurance over the suitability of, and compliance with, the Trust's financial systems and controls. It meets to consider the financial security of the Trust and its approach to risk management in all aspects of its activities. The members of the Audit Committee will include those Trustees with specific audit and finance experience. The Audit Committee will consider reports from internal and external auditors employed to work on their behalf by the Trust.

The Audit Committee will meet at least twice a year and report back to the Members and the Trustees. The committee has a key function in ensuring the legitimate and effective use of public money and holding to the values of probity and transparency that are contained within the Trust's values.

### **What does the Education Board (EB) do?**

The EB is an advisory body made up of the chairs of the local governing bodies of all academies operated by the Trust. It is not intended that the EB is a committee of the Board.

The EB meet once a term and provides an opportunity for each Local Governing Body to share effective practice and to agree items it wishes the Trustees to consider. The Chief Executive Officer of the Trust shall be entitled to attend EB meetings and contribute to debate and discussion.

### **What does the Standards Committee (SC) do?**

The SC is a sub committee of the RKL Board which meets prior to each full board meeting to consider the quality of education being provided by each of the Academies in the Trust. The committee consists of at least three Trustees, at least one of whom will have significant school improvement experience. The committee will review in detail reports from the CEO, School Improvement Directors (SIDs) and relevant Ofsted and other external reports to ensure the Trust is able to provide the appropriate level of challenge and support to each of its schools. The Chair of the SC will report back formally to the main board at each meeting and provide an appropriate summary of the Trust's progress in reaching its targets and wider aims in relation to quality and standards of provision across the Trust.

## **What does the Finance Committee (FC) do?**

The FC is a sub committee of the RKL T Board which meets prior to each full board meeting to consider the ongoing financial management of the Trust and its constituent schools. The committee consists of at least three Trustees, at least one of whom will have significant and relevant financial experience at a level which enables them to provide challenge and support to the CFO and CEO. The committee will review regular management reports from the CFO and ensure that the Trust uses public money efficiently and effectively in line with its Articles and the Academy Financial Handbook. The FC will make recommendations to the full board regarding budget setting and the use of the Trust's previous capital resources.

## **Where can I find more detailed guidance?**

The roles and duties of school governors and academy trusts can be found in the DfE 'Governance Handbook' <sup>ii</sup>. This is a critically important document containing a mine of useful information within a 100+ pages reference guide, and is an essential source of information for both trustees and governors. Governors must also be conversant with the contents of the EFA's Academies Financial Handbook which contains vital regulatory information that all Members, Trustees and LGB members must be conversant with. A paper copy of the Academies Financial Handbook will be provided for each Trustee at the beginning of each Academic/Fiscal year. Trustees are expected to be able to refer to this in meetings as appropriate.

## **The essentials of effective governance**

The trust board and its LGBs are jointly responsible for three core functions:

1. Ensuring clarity of vision, ethos and strategic direction;
2. Holding the Headteacher/CEO to account for the educational performance of the school/Trust and its pupils, and the performance management of staff; and
3. Overseeing the financial performance of the school/Trust and making sure its money is well spent.

Effective governance is essential for the health and success of any organisation. Our trust and each LGB must have:

- the right people round the table
- an understanding of their role and responsibilities
- a good chair
- professional clerking
- good relationships based on trust
- a knowledge of the school – the data, the staff, the children, the parents, and the community
- a commitment to asking challenging questions
- the confidence to have courageous conversations in the interests of the children and young people

School leaders in return must have:

- an understanding of governance, including acknowledging the role of the school's accountable body
- a willingness to provide information in the most appropriate way in order that the governing board can carry out its role
- a willingness to be challenged

- reasonable time to devote to ensuring professional relationships are established with governors and trustees
- the skills and understanding to develop effective working relationships with the governing board

To collaborate effectively, trustees, governors and senior leaders have to understand that **governance is strategic** and **management is operational**. As the NGA points out:

'this distinction between governance and management needs to be clearly understood by all, so that governors and trustees are not asked to, and do not try to, involve themselves in day-to-day management. Governors and trustees are there to govern, not to carry out other work within a school on a pro bono basis. School leaders must not be micromanaged. The governing board should concentrate on matters related to strategy and school improvement, delegating to school leaders those tasks which are operational (for example, drafting policies, making judgments about teaching quality, and recruiting and deploying staff below senior leadership level)'.<sup>iii</sup>

The local governing board, in partnership with the school leadership, should determine and articulate a clear vision as to where they want the school to be in three to five years' time. This should lead to the identification of the key strategic priorities that will drive the agenda of governing board meetings. The head teacher will be responsible for ensuring the strategy is delivered.

When vacancies arise on the trust or LGB it is important to get the right person with the right skill set to supplement those of the other trustees or governors, so a skills audit <sup>iv</sup> and analysis needs to be available prior to advertising or headhunting: this will enable the role and level of commitment and responsibility to be outlined in advertisements along with any particular skills that the trust or governing board is seeking.

Governors and senior leaders must carry out their roles in accordance with the seven principles of public life (Lord Nolan): to act selflessly, with integrity, objectively and be accountable, open and honest and demonstrate leadership skills (Appendix 2).

There is a clear expectation for all new governors and trustees (including staff governors and trustees) to undertake both school-based and professional induction training paid for by the school or trust, with regular training and updating made available: for example, RKL schools are encouraged to take out a NGA subscription (where each trustee / governor receives regular 'Governing Matters' magazine six times a year, a weekly e-newsletter, access to members' information area and resource library on website, free legal advice and training); 'development time' in meetings, and identifying effective practices in other schools. This expectation is set out in writing in advance of a governor or trustee appointment, and agreed to as part of the code of conduct signed by each governor (Appendix 7).

## **Frequently asked questions (FAQ)**

### **Q: How many meetings will I have to attend in an academic year?**

**A:** The trust currently meets a minimum of four times a year and LGBs five times a year. Meeting dates are set well in advance, usually towards the end of the previous academic year (in June or July) and meetings generally last between two and three hours. Governors are expected to be well prepared for these meetings (e.g. reading and evaluating papers sent in advance by the Clerk, formulating questions) and attendance is expected, with apologies accepted only for good reasons. The Trustees and some LGBs will also have an annual 'away day' type event to review the previous year's strategy, and to set the following year's priorities.

The trust and LGBs may meet more frequently than this, depending on need, and most also delegate work to committees and / or working parties and task groups that meet between the trust / LGB meetings. Governors will be expected to play a full role in agreeing how their governing body works, and then in supporting this. In addition, some governors volunteer to fulfil specific roles, such as being the Special Educational Needs governor, or the Health and Safety governor, or the link governor for a particular year or subject.

### **Q: How often should I visit the school, other than for trust / LGB meetings?**

**A:** The trust and LGBs encourage trustees and governors to visit during the school day because it provides important opportunities for governors and trustees to better understand the school and the learning environment and to undertake their monitoring role. Most trustees / governors arrange a couple of shorter visits to school and classrooms, focusing on key priorities so that they can see how the school is addressing issues identified for development. In addition, informal visits to special events such as drama productions and sports day are generally encouraged.

Visits should always have a focus that should be linked to the school's strategic priorities, and governors need to be clear about their role (i.e. they are not inspectors). School leaders should welcome governors and trustees to visit schools. Visits should be arranged in accordance with an agreed protocol that is communicated in advance to governors and trustees and school staff involved in visits. All parties need to be sensitive to the pressures of the school calendar, and governors and trustees' other commitments.

### **Q: Who else is on the trust / LGB?**

**A:** The Clerk to the trust / LGB will provide you with a list of membership and contact details, details of any formal committees or working groups currently in operation, together with the schedule of meetings for the year.

### **Q: Who is on the School Leadership Team and who does what?**

**A:** The Clerk to the trust / LGB will provide you with a list of people in the Senior Leadership Team and their responsibilities.

### **Q: How long should a person be on the LGB?**

**A:** There is no statutory requirement for a minimum or maximum length of membership, although the National Governors Association recommends that no one should serve for more than two four-year terms in one school.

**Q: How well is this school doing?**

**A:** The school will have a huge amount of data that it uses to self-evaluate the impact of its work on pupils' progress and attainment, and governors will be regularly updated at their meetings. This enables an on-going and up-to-date dialogue regarding the impact of the work of the LGB and school staff on the life chances of its pupils.

There is also a range of external sources of information, such as OfSTED reports that can be easily found online (<https://www.gov.uk/find-ofsted-inspection-report>), and all of the RKLT schools have other regular external reviews to evaluate its work, including peer reviews – the outcomes of these reviews will be made available to the trust / LGB. The government also sponsors sites that enables comparison of how an individual school is doing in relation to those in its local authority and nationally on an annual basis, together with its performance over time, and the performance of different groups of pupils (<https://www.compare-school-performance.service.gov.uk>). Other useful information can be obtained from the Education Endowment Foundation's 'Family of Schools Database' that facilitate collaboration between schools facing similar challenges to help them learn from one another (<https://educationendowmentfoundation.org.uk/tools/families-of-schools-database/>).

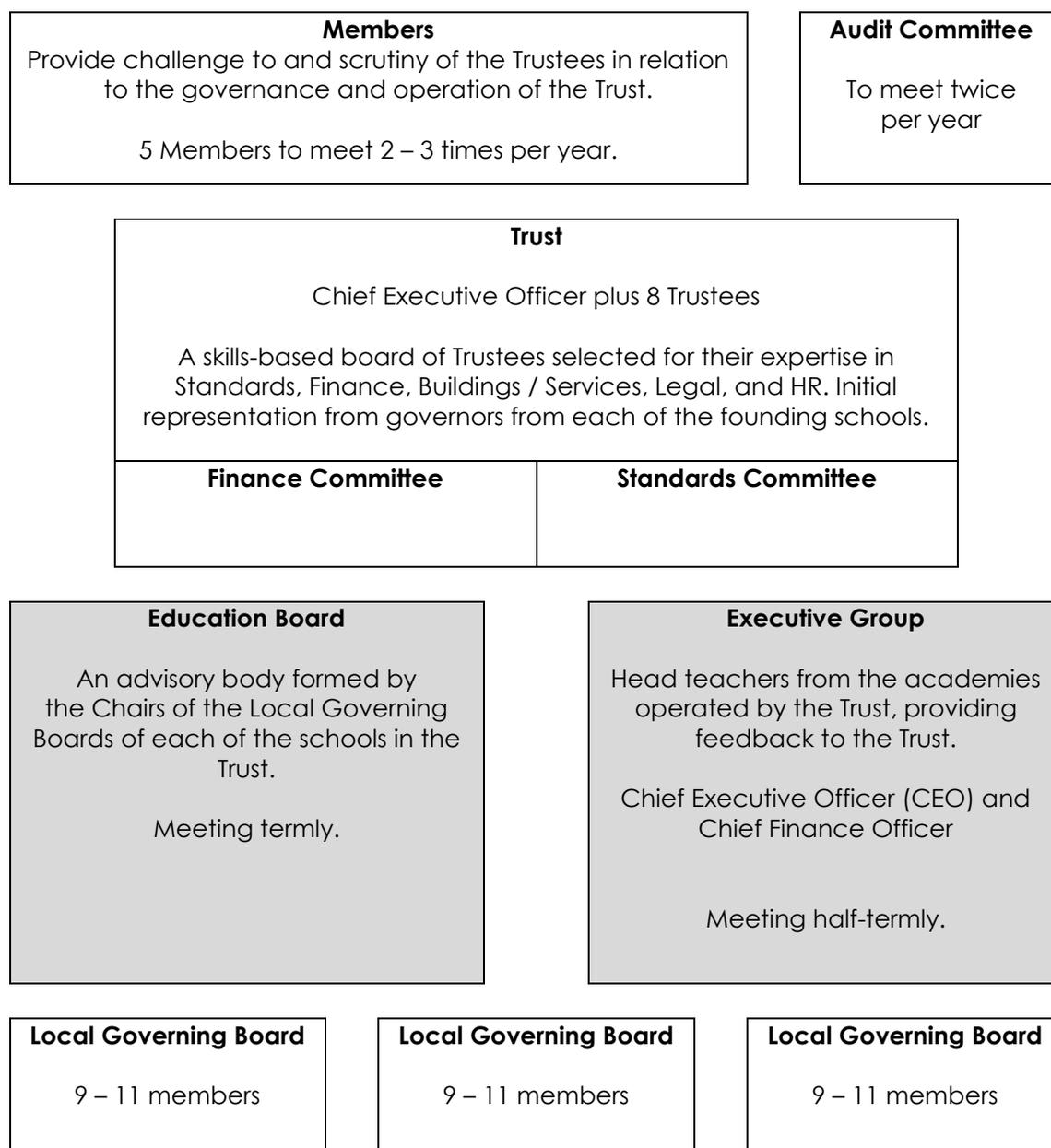
Remember that data does not provide any answers, but it does enable you to identify the questions that you should be asking – these are the questions that enable the trust / LGB to provide the challenge for the Senior Leadership Teams that are an integral part of the role of improving pupils' progress and attainment.

The school's self-evaluation process will identify those areas requiring further improvement – this forms the core of government improvement policy, that self-evaluation leads to sustained self-improvement. Self-evaluation is an integral part of the school development planning process with the resulting actions and targets captured in a School Development Plan (SDP).

The SDP is a strategic plan for improvement, and the school will provide you with a copy. It brings together, in a clear and simple way, the school's priorities, the main measures it will take to raise standards, the resources dedicated to these, and the key outcomes and targets it intends to achieve.

Article 13(3) of the 1998 Education Order places a duty on governors, through the scheme of management, to prepare, and periodically revise, a SDP. In doing so, the LGB is required to consult the head teacher and consider any guidance provided by the Department of Education, and also any inspection and / or review findings.

## RKLT governance structure



The Education Board and Executive Group are not formally part of the governance structure, but fulfill advisory roles to the Chief Education Officer (CEO) and Trust.

The CEO works for the MAT and it is his / her job to ensure that the MAT operates in the way that the Trustees have envisaged. The CEO also has responsibility for standards across the Trust schools and will report back to the Trustees at their termly meetings.

The MAT also has an executive and central support team to service the needs of the Trust and Local Governing Boards.

Composition of LGB's – Parents (elected) 2  
 Headteacher 1  
 Co-opted 3  
 Trust Appointed 2  
 Staff  $\frac{1}{9}$

## **RKLT Governance code of conduct**

The LGB/Trust board has the following core strategic functions:

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school(s) / trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the lead executive / head teacher
- Monitoring progress towards targets
- Performance managing the lead executive / head teacher
- 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 an individual on the board I agree to the following:

### Role and Responsibilities

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

### Commitment

- I acknowledge that accepting office as a governor / trustee / academy committee member involves the commitment of significant amounts of time and energy.
- I will involve myself actively in the work of the governing board, and accept my fair share of responsibilities, including service on committees or working groups.
- I will make full efforts to attend all meetings and, where I cannot attend, explain in advance why I am unable to.
- I will get to know the school/s well and respond to opportunities to involve myself in school activities.

- I will visit the school/s, with all visits arranged in advance with the lead executive / head teacher and undertaken within the framework established by the governing board.
- I will consider seriously my individual and collective needs for induction, training and development, and will undertake relevant training.
- I accept that in the interests of open government, 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.
- In the interests of transparency, I accept that information relating to governors / trustees / academy committee members will be collected and logged on the DfE's national database of governors (Edubase).

#### Relationships

- I will strive to work within a team in which constructive working relationships are actively promoted.
- I will express views openly, courteously and respectfully in all our communications with other governors / trustees / academy committee members.
- I will support the chair in the role of ensuring appropriate conduct both at meetings and at all times.
- I am prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and I will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- I will seek to develop effective working relationships with the lead executive / head teacher, staff and parents, the trust, the local authority and other relevant agencies and the community.

#### Confidentiality

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

#### Conflicts of interest

- I will record any pecuniary or other business interest (including those related to people I am connected with) that I 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 I will offer to leave the meeting for the appropriate length of time. I accept that the Register of Business Interests will be published on the school / trust's website.
- I will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- I 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.

#### Breach of this code of conduct

- If I believe this code has been breached, I 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 I believe has breached this code, another governing board member, such as the vice chair will investigate.

## **Constitution and Function of the Local Governing Body**

The Local Governing Body has responsibility for the Academy in accordance with this Scheme of Governance and Delegation. The Trust expects the Local Governing Body to ensure that the Academy is led and managed effectively to ensure the aims and values of the Trust as a whole are delivered upon. The Local Governing Body shall be constituted in accordance with the instructions laid out in this Scheme of Governance and Delegation. The formal letter of appointment of governors to the Local Governing Body must be through, and from, the Trustees who have a duty to ensure that the Local Governing Body is configured appropriately to meet the needs of the Academy and the Trust. The Local Governing Body operates under powers delegated to it by the Trustees and these powers may be withdrawn by the Trustees if the Local Governing Body has demonstrated that it is not fit for purpose.

## **Composition of the Local Governing Body**

The number of governors who shall sit on the Local Governing Body shall be between nine and eleven.

The Local Governing Body shall be composed of:

Two elected parent governors, three co-opted governors, two Trust appointed governors, one staff governor and the head teacher of the Academy (the Headteacher).

The Local Governing Body may also have co-opted governors they will be identified and selected through a skills audit.

The Trustees (all or any of them) shall also be entitled to serve on the Local Governing Body and attend any meetings of the Local Governing Body. Any Trustee attending a meeting of the Local Governing Body shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Body.

All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Trustees that they will perform their role in line with the expectations set out by the Trust in the "Guide to Trustees and Governors".

## **Appointment of governors to the Local Governing Body**

The Trust may appoint up to two persons to serve as governors on the Local Governing Body, ensuring that the governors on the Local Governing Body between them have an appropriate range of skills and experience enabling them to make a significant contribution to the governance of the Academy and ensuring that due attention is given to succession planning.

Unless the Trustees agree otherwise, in appointing a person to serve on the Local Governing Body who is employed at the Academy, the Local Governing Body shall invite nominations from all staff employed under a contract of employment at the Academy (excluding the Headteacher) and, where there are any contested posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Local Governing Body.

The Headteacher shall be an ex officio governor of the Local Governing Body (i.e. a full governor by virtue of their position as Headteacher).

The parent governors of the Local Governing Body shall be elected by parents of registered pupils at the Academy and he or she must be a parent of a pupil at the Academy at the time when he or she is elected.

The Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent governors of the Local Governing Body, including any question of whether a person is a parent of a registered pupil at the Academy. Any election of persons who are to be the parent governors of the Local Governing Body which is contested shall be held by secret ballot.

The arrangements made for the election of the parent governors of the Local Governing Body shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he or she prefers, by having his or her ballot paper returned to the Academy by a registered pupil at the Academy.

Where a vacancy for a parent governor of the Local Governing Body is required to be filled by election, the Local Governing Body shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent or carer of a registered pupil at the Academy is informed of the vacancy and that it is required to be filled by election, informed that s/he is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.

The first parent and staff governors of the Local Governing Body may be those people who filled those positions on the governing body of the predecessor school at its closure (provided they remain eligible under this Scheme of Governance and Delegation), who shall serve on the Local Governing Body for the remainder of the term(s) of office for which they were elected to the governing body of the predecessor school.

### **Co-opted governors of the Local Governing Body**

The Local Governing Body may appoint up to three persons to be "Co-opted" to the Local Governing Body subject to the approval of the Trustees. A person who shall be "Co-opted" to the Local Governing Body means a governor who is to serve on the Local Governing Body without having been appointed or elected to serve on the Local Governing Body. The Local Governing Body may not co-opt a person who is employed at the Academy. Co-opted Governors should be appointed on the basis of the skills and expertise they will bring to the LGB. The use of a skills matrix will aid LGBs in identifying the right people for co-opted roles.

### **Term of office**

The term of office for any governor on the Local Governing Body shall be four years, save that this time limit shall not apply to the Headteacher. Subject to remaining eligible to be a particular type of governor on the Local Governing Body, any person may be re-appointed or re-elected (including being "Co-opted" again) to the Local Governing Body.

### **Resignation and removal**

A person serving on the Local Governing Body shall cease to hold office if he resigns his office by notice to the Local Governing Body (but only if at least three persons will remain as governors on the Local Governing Body when the notice of resignation is to take effect).

A governor on the Local Governing Body shall cease to hold office as such if he is removed by the person(s) who appointed him/her. Whilst acknowledging that no reason needs to be given for the removal of a governor from the Local Governing Body by a person(s) who appointed him/her, any failure to uphold the values of the Trust and/or the Academy and/or to act in a way which is appropriate in light of this Scheme of Governance and Delegation will be taken into account when deciding upon such removal.

The Trustees may remove a governor from the Local Governing Body after they have given due regard to any representations by the Local Governing Body.

If any person who serves as a governor on the Local Governing Body in his capacity as an employee at the Academy ceases to work at the Academy, then he shall be deemed to have resigned (and shall cease to serve) as a governor on the Local Governing Body automatically on termination of his work at the Academy.

Where a governor on the Local Governing Body resigns or is removed from his office as governor, that person (or, where he is removed from office, those removing him/her) shall give written notice thereof to the Local Governing Body who shall inform the Trustees.

### **Suspension**

The Trustees or the Local Governing Body, may by resolution passed at a meeting of the Trustees or the Local Governing Body (as the case may be) suspend a person for all or any meetings of the Local Governing Body, or of a committee or a task group of the Local Governing Body, for a fixed period of up to 6 months where that person has acted in a way that is inconsistent with the professional ethos of the Trustees (which shall include a failure to undertake training appropriate to their role, whether or not directed to do so by the board of Trustees) and has brought or is likely to bring the Trust or the Academy into disrepute.

A resolution to suspend a person does not have effect unless the matter is specified as an item of business on the agenda for the meeting.

Before a vote is taken on a resolution to suspend, the Trustee or governor (as the case may be) proposing the resolution must at the meeting state the reasons for doing so. In addition, the person who is the subject of the resolution must be given the opportunity to make a statement in response before withdrawing from the meeting.

A person may not be disqualified from continuing to hold office as a governor on the Local Governing Body for failure to attend any meeting of the Local Governing Body while suspended.

### **Disqualification of members of the Local Governing Body**

No person shall be qualified to serve as a governor on the Local Governing Body unless he is aged 18 or over at the date of his election or appointment. No current pupil of the Academy shall be entitled to serve as a governor on the Local Governing Body.

A person serving as a governor on the Local Governing Body shall cease to hold office as such if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.

A person serving as a governor on the Local Governing Body shall cease to hold office if he is absent without the permission of the chair of the Local Governing Body from all the full meetings of the Local Governing Body held within a period of six months and the Local Governing Body resolves that his office be vacated.

A person shall be disqualified from serving as a governor on the Local Governing Body if:

- he has been declared bankrupt and/or his estate has been seized from his possession for the benefit of creditors and the declaration or seizure has not been discharged, annulled or reduced; or
- he is the subject of a bankruptcy restrictions order or an interim order.

A person shall be disqualified from serving as a governor on the Local Governing Body at any time when he is subject to a disqualification order or a disqualification undertaking under the

Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).

A person serving as a governor on the Local Governing Body shall cease to hold office as such if he would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision) or would otherwise be found to be unsuitable by the Secretary of State for Education under the provisions of the relevant funding agreements.

A person shall be disqualified from serving as a governor on the Local Governing Body if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.

A person shall be disqualified from serving as a governor on the Local Governing Body where he 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 sections 178 to 180 of the Charities Act 2011.

After the Academy has opened, a person shall be disqualified from serving as a governor on the Local Governing Body if he has not provided to the Trust a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chair or the Trust confirm their unsuitability to work with children that person shall be disqualified from serving as a governor on the Local Governing Body. If a dispute arises as to whether a person shall be disqualified from serving as a governor on the Local Governing Body, a referral shall be made to the Members to determine the matter.

Where, by virtue of this Scheme of Governance and Delegation, a person becomes disqualified from serving as a governor on the Local Governing Body; and he was, or was proposed, to so serve, he shall upon becoming so disqualified give written notice of that fact to the Local Governing Body who shall inform the Trustees.

## **Delegated Powers**

### **General Provisions**

In accordance with the provisions of the Companies Act 2006, the Articles and to any directions given by the Members of the Trust following a special resolution, the management of the business of the Academy shall be delegated by the Trustees to the Local Governing Body who may exercise all the powers of the Trust in so far as they relate to the Academy, in accordance with the terms of this Scheme of Governance and Delegation. No alteration of the Articles and no such direction shall invalidate any prior act of the Local Governing Body which would have been valid if that alteration had not been made or that direction had not been given. Except as provided for in this Scheme of Governance and Delegation, the powers given by this Scheme of Governance and Delegation shall not be limited by any special power given to the Trustees by the Articles or to the Local Governing Body by this Scheme of Governance and Delegation and a meeting of the Local Governing Body at which a quorum is present may exercise all the powers so delegated.

In general terms, the responsibility of the Trustees in so far as the business of the Academy is concerned is to determine the policy and procedures of the Academy and to consider and respond to strategic issues. The Trustees will also be concerned with ensuring that the services the Trust has agreed to provide centrally are delivered effectively and that the academies operated by the Trust work within determined budgetary limits. The Trust has a duty to ensure that its academies work together for the mutual benefit of all within the Trust and this will involve a level of shared planning and strategic oversight expressed in an Annual Strategic Plan for the Trust. Whilst the Trustees are free to decide what constitutes a strategic issue, having regard to all the circumstances, unless a matter is identified as a strategic issue and/or is identified as being the responsibility of the Trustees under this Scheme of Governance and Delegation, the responsibility for such matter will be that of the Local Governing Body. Examples of strategic issues are:

- an increase in planned admission numbers/an expansion of the Academy's capacity;
- significant change in staffing levels or structure, including leadership; or
- significant change in the curriculum which could make it non-compliant with DfE/Ofsted guidance.

Except as provided for in this Scheme of Governance and Delegation, in addition to all powers hereby expressly conferred upon the Local Governing Body and without detracting from the generality of the powers delegated, the Local Governing Body shall have the following powers, namely:

- to expend certain funds of the Trust as permitted by this Scheme of Governance and Delegation in such manner as the Local Governing Body shall consider most beneficial for the achievement of the Object in so far as it relates to the Academy and, subject to the Articles and the EFA's Academies Financial Handbook published by the Education Funding Agency, to invest in the name of the Trust such part of the funds of the Trust for which it has responsibility pursuant to this Scheme of Governance and Delegation as it may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the Object; and
- to enter into contracts on behalf of the Trust in so far as they relate to the Academy.

In the exercise of its powers and functions, the Local Governing Body must consider any advice given by the Chief Executive Officer and any other executive officer and shall act in accordance with any advice, instruction and/or direction given by the Trustees and/or the Chief Executive Officer.

Any bank account in which any money of the Trust in so far as it relates to the Academy is deposited shall be operated by the Trust on behalf of the Academy. All cheques and orders for the payment of money from such an account shall be signed by at least two signatories authorised by the Trust.

Where any power or function of the Trustees has been exercised by the Local Governing Body, the Local Governing Body shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.

The Local Governing Body will operate as a Board but may set up 'task groups' to consider particular issues or development areas that then report back to the Board.

The Local Governing Body shall be responsible for ensuring that the Academy is conducted in accordance with the ethos and values of the Trust.

At all times, the Trustees and the Local Governing Body shall ensure that the Academy is conducted in accordance with the objects of the Trust, and any agreement entered into with the Secretary of State for Education for the funding of the Academy.

In acknowledgement of the receipt by the Trustees of funds in relation to the Academy (which are provided by the Secretary of State for Education, donated to the Trust and generated from the activities of the Trust), the Trustees delegate to the Local Governing Body the responsibility to manage and expend all monies received on account of the Academy for the purposes of the Academy less an annually agreed charge for services and payroll costs of the funds received from the Secretary of State for Education. These amounts shall be determined each year by the Trustees, acting reasonably.

Whilst the Local Governing Body shall have the power to enter into contracts on behalf of the Company or the power to delegate that power to the Headteacher and/or business manager of the Academy, in so far as they relate to the Academy, the Local Governing Body shall first obtain the written consent of the Trustees to any contracts or expenditure for any single matter above £5,000.

The accounts of the Trust shall be the responsibility of the Trustees but the Local Governing Body shall provide such information about the finances of the Academy as often and in such format as the Trustees and/or the chief finance officer of the Trust ("**Chief Finance Officer**") shall reasonably require. Without prejudice to the foregoing, the Local Governing Body shall provide half-termly management accounts to the Trustees and the Chief Finance Officer.

The Local Governing Body shall ensure that proper procedures are put in place for the safeguarding of funds and that the requirements of the EFA's Academies Financial Handbook are observed at all times as well as any requirements and recommendations of the Trustees, the Chief Finance Officer and/or the Secretary of State for Education.

The Local Governing Body shall inform the Trustees and the Chief Finance Officer of any need for significant unplanned expenditure and will discuss with the Trustees and the Finance Director (and others as the Trustees and/or the Chief Finance Officer shall require) options for identifying available funding.

The Local Governing Body shall develop appropriate risk management strategies and shall at all times adopt financial prudence in managing the financial affairs of the Trust in so far as these relate to the Academy. Where the management of financial affairs will result in a budget deficit or when the Academy is placed in "special measures" or deemed to have "serious weaknesses" the Trustees have the power to withdraw financial delegation.

The Local Governing Body shall comply at all times with the Trust's virements policy.

### **Premises**

Unless directed otherwise by or on behalf of the Trustees, the maintenance of the buildings and facilities used in respect of the Academy is the responsibility of the Local Governing Body, who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of the Trustees (and/or any others) as owners of such buildings and facilities.

The Local Governing Body shall, in conjunction with the Trustees and Chief Finance Officer, develop a five-year estate management strategy that will identify the suitability of building and facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the Local Governing Body's responsibility to ensure the buildings and facilities are maintained to a good standard.

The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trustees.

Insuring the land and buildings used by the Academy and/or joining the Risk Protection Arrangement operated by the Department of Education in this regard shall be the responsibility of the Trustees who shall recover the cost from the budget delegated to the Local Governing Body.

### **Resources - Key Staff**

The Trustees shall work with the Local Governing Body to appoint/approve the appointment of the Headteacher and the Deputy Headteacher(s) of the Academy and, where appropriate, as determined by the Trustees, the Chief Finance Officer, the Director of Operations and Human Resources Director of the Trust. The Trustees and the Local Governing Body may delegate such powers and functions as they consider are required by the Headteacher for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Trustees and the Local Governing Body and for the direction of the teaching and curriculum at the Academy).

The Trustees may dismiss the Headteacher and form appeals panels in respect of the same if required.

### **Other Staff**

The Local Governing Body shall be responsible for the appointment and management of all other staff to be employed at the Academy and the Local Governing Body shall:

- comply with all policies dealing with staff issued by the Trustees from time to time;
- take account of any pay terms set by the Trustees;
- adopt any standard contracts or terms and conditions for the employment of staff issued by the Trustees;
- manage any claims and disputes with staff members having regard to any advice and recommendations given by the Trustees.
- The Local Governing Body shall carry out the performance management of all staff, and shall put in place procedures for the proper professional and personal development of staff in line with Trust policies and procedures. The Performance Management of the Headteacher shall be carried out by the Chair of the LGB with support of the CEO and a Trust School Improvement Consultant.

## **Curriculum and Standards**

The Local Governing Body shall be responsible for the setting and review of the curriculum but shall comply with any views of the Trustees in recognition of the Trustees' obligation to the Secretary of State for Education to provide a broad and balanced curriculum.

The Local Governing Body shall be responsible for the standards achieved by the Academy and the pupils attending the Academy but shall follow such advice and recommendations of the Trustees as they might issue from time to time.

The Local Governing Body shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no change will be made to the admissions criteria without the prior written consent of the Trustees.

The Local Governing Body shall review and consult on the admissions arrangements for the forthcoming academic year, subject to prior agreement with the Trustees of the admissions policy and criteria to be consulted on. These arrangements and any new admissions policy and criteria must be agreed with the Trustees before being adopted for the Academy.

Any decision to expand the Academy shall be that of the Trustees who shall have regard to the views of the Local Governing Body.

## **Extended Schools and Business Activities**

Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income would be the responsibility of the Local Governing Body, this shall only be undertaken in a manner consistent with any policy set by the Trustees and any direction or instruction issued by the Chief Finance Officer and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of the Trust's charitable objects and any threat to funding provided by the Secretary of State for Education.

## **Regulatory Matters**

The responsibility for the satisfaction and observance of all regulatory and legal matters shall be that of the Trustees but the Local Governing Body shall do all such things as the Trustees may specify as being necessary to ensure that the Trust is meeting its legal obligations.

## **Operational Matters**

The Local Governing Body shall comply with the obligations set out in Appendix 2 which deals with the day-to-day operation of the Local Governing Body. Unless the Trustees resolve otherwise, the Local Governing Body shall ensure that the Academy shall become and remain a subscriber member of RK TSA.

The Local Governing Body will adopt and will comply with all policies of the Trustees communicated to the Local Governing Body from time to time. Both the Trustees and all members of the Local Governing Body have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Trust and the Academy and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential to the Trust.

The Local Governing Body will review its policies and practices on a regular basis, having regard to recommendations made by the Trustees from time to time, in order to ensure that

the governance of the Academy is best able to adapt to the changing educational, political and/or legal environment(s).

The Local Governing Body shall provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees, the Chief Executive Officer and/or the Chief Finance Officer may require from time to time.

The Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Trustees, the Chief Executive Officer and/or the Chief Finance Officer in the event that intervention is either threatened or is carried out by the Secretary of State for Education and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme of Governance and Delegation in such circumstances.

The Trustees reserve the right to direct staff (by negotiation) to work in other areas of the Trust than their current employment on tasks and activities which are commensurate with their skills and experience. This is intended to provide career and professional development opportunities for staff.

### **Annual Review**

This Scheme of Governance and Delegation shall operate from the Effective Date in respect of the named Academy. Notwithstanding this being the first Scheme of Governance and Delegation to apply in respect of the Academy, the Trustees will have the absolute discretion to review this Scheme of Governance and Delegation at least on an annual basis and to alter any provisions of it. In considering any material changes to this Scheme of Governance and Delegation or any framework on which it is based, the Trustees will have regard and give due consideration to any views of the Local Governing Body.

## **Reservation of Powers**

The Trustees reserve the right to deliver themselves the powers and functions, as delegated under this Scheme to the Local Governing Body, in the following circumstances:

### **Academy in Special Measures**

In the event that the Academy is placed in Special Measures, the Trustees may exercise any or all powers delegated to the Local Governing Body under this Scheme of Governance and Delegation which the Trustees, in their absolute discretion, deem necessary to operate the Academy.

The Local Governing Body may continue to operate the Academy on a day-to-day basis, subject to regular consultation with the Chair of the Trustees and the Chief Executive Officer.

### **Academy with "Serious Weaknesses".**

In the event that the Academy is notified of "Serious Weaknesses" following an Ofsted inspection, the Trustees may:

- withhold the right of the Local Governing Body to appoint staff;
- require the Local Governing Body to refer all major financial decisions to the Trustees for approval;
- require their prior approval of any and all decisions by the Local Governing Body to enter into contracts, further to clause 10 of this Scheme of Governance and Delegation;
- review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

The Local Governing Body may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Trustees and Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

Academy "Requiring Improvement" and does not have the capacity to rapidly improve to 'good or outstanding'.

In the event that the Academy is deemed to "Require Improvement", the Trustees may:

- withhold the right of the Local Governing Body to appoint staff;
- review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

The Local Governing Body may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Trustees the Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

### **Trustees' discretion**

The Trustees may override provisions relating to delegation to the Local Governing Body contained in this Scheme of Governance and Delegation where, in their absolute discretion, they deem it necessary for the efficient operation of the Academy or the Trust.

If the Trustees decide to exercise their power under this clause 4, the Chair of Trustees and the Chief Executive Officer of the Trust shall be authorised to exercise this right.

### **CEO's Recommendation**

The Trustees may override provisions relating to delegation to the LGB where the CEO presents evidence that not to do so would be prejudicial to the effective education of children in the Trust's care. Such evidence may include:

- a. Documented evidence of malpractice or misconduct by the HT or GB
- b. Data and other evidence showing a clear decline in standards over a significant period
- c. Significant risks regarding safeguarding
- d. The prolonged or recurrent absence of the Headteacher

## APPENDIX 1

### SCHEME OF GOVERNANCE AND DELEGATION

#### INTRODUCTION

The table included below ('**Matrix**') more particularly describes the delegation of powers and responsibilities by the Trustees to the Local Governing Body referred to elsewhere in this Scheme of Governance and Delegation.

The ultimate responsibility for each power/responsibility is indicated with an 'X' in the appropriate cell. An '\*\*' requires that the person responsible shall consult with the corresponding Decision Level.

Where a cell is shaded out, the function cannot be sensibly be carried out at this level.

Although a power and/or responsibility may be delegated, it is the Trust that remains responsible for the exercise of that power and/or responsibility.

The Matrix will be reviewed annually. The Academy and the Local Governing Body shall also be kept continually under review by the Trustees. The Trustees shall therefore be entitled to adjust the Matrix as appropriate between each annual review where such continual review reveals matters which merit adjustment to achieve the effective operation of the Academy. The Chief Executive Officer and the Trustees will use their shared knowledge of the academies operated by the Trust to work proactively to ensure that the Schemes of Governance and Delegation is reactive to the needs of the Academy at any given stage. Schools will normally operate within the SoD shown within the columns on the left, "Strong Academy decision level", and will only be moved to the right if there are serious concerns or where, "Academy requires support

Where the Academy is assessed as being 'at risk' by the Standards and Effectiveness Committee of the Trust, the Matrix will also be adjusted by the Trustees to the circumstances of the Academies. This could, in a situation where the education and welfare of young people is seriously jeopardised and/or weak governance is identified as a barrier to the Academy's improvement, involve the Scheme of Governance and Delegation and LGB being removed on a temporary basis. In these circumstances, an interim executive board ("**IEB**") will be formed by the Trustees to support the Academy. The IEB constituted by the Trustees from key personnel drawn from the Trustees and the local governing bodies of other academies operated by the Trust.

#### KEY

Decision Level 1: Red Kite Learning Trust

Decision Level 2: Local Governing Body

Decision Level 3: Headteacher/SLT

Key Function	No	Tasks	Strong Academy Decision Level			Academy requires support Decision Level		
			1	2	3	1	2	3
<b>Budgets</b>	1	Establish a central budget for corporate services	X	*		X	*	
	2	Approve the consolidated Trust budget plan for the financial year	X			X		
	3	Approve the formal Academy budget plan for the financial year	X	*		X	*	
	4	Monitor Trust expenditure	X			X		
	5	Monitor Academy expenditure	*	X		X		
	6	Approve the Financial Policies & Procedures	X	*		X		
	7	Carry out financial processes in line with the Finance Policies			X			X
	8	Appoint an audit committee	X			X		
<b>Staffing</b>	9	Headteacher appointments (selection panel)	X	*		X	*	
	10	Senior leader appointments (selection panel)	*	X	*	X	*	
	11	Appoint other teachers		*	X	*	*	X
	12	Appoint non-teaching staff		*	X	*	*	X
	13	Agree HR policies including pay policy	X	*		X		
	14	Establish disciplinary/capability procedures	X	*		X		
	15	Dismissal of headteacher	X	*		X		

	16	Dismissal of other staff	*	X		X		
	17	Suspension of head	X	*		X	*	
	18	Suspension of other staff		*	X	X		*
	19	Ending suspension (head)	X	*		X	*	
	20	Ending suspension (except head)		*	X		X	
	21	Determine staff complement	*	X	*	X		
	22	Determine severance/compensation payments (excluding Headteacher) **	X	*	*	X		
<b>Curriculum</b>	23	Ensure National Curriculum (NC) taught to all pupils and to consider any disapplication for pupil(s)			X			X
	24	Establish and implement a curriculum policy	*	*	X	X	*	*
	25	Agree or reject and monitor curriculum policy	*	X		*	X	
	26	Responsibility for standards of education at MAT level	X			X		
	27	Responsibility for standards of teaching at individual Academy level		X	X	X		X
	28	Responsibility for individual child's education			X		X	X
	29	Provision of sex education – to establish and keep up to date a written policy	*	X	*	*	X	*
	30	Prohibit political indoctrination and ensuring the balanced treatment of political issues, including support for 'British Values'.	X	*	*	X	*	*

<b>Appraisal and Performance Management</b>	31	Formulate an Appraisal policy	X	*	*	X	*	*
	32	Implement the performance management policy	*	X	*	X	*	*
	33	Review annually the performance management policy	X	*		X		
	34	Headteacher performance management carried out by LGB with independent, sector/phased specific support. The Chief Executive Officer will provide information to support this process based on their overview of the Academy's performance within the Trust.	X	*		X	*	
<b>Target Setting</b>	35	Agree targets for pupil achievement	*	X	*	X	*	*
	36	Approve targets for pupil achievement	X	X	*	X	*	
<b>Complaints</b>	37	Establish a Complaints policy	X	*	*	X	*	
<b>Discipline/Exclusions</b>	38	Establish a student behaviour policy	*	*	X	X	*	
	39	Review the use of exclusion and to decide whether or not to confirm all permanent exclusions and fixed term exclusions where the pupil is either excluded for more than 15 days in total in a term or would lose the opportunity to sit a public examination. (Can be delegated to chair/vice-chair of the LGB in cases of urgency)		X		*	X	
	40	Independent Review and Appeals Trust for behaviour and discipline	X			X		
	41	Direct reinstatement of excluded pupils (Can be delegated to chair/vice-chair of the LGB in cases of urgency)		X		*	X	
<b>Admissions</b>	42	To review at least annually the admissions policy	X	*	*	X	*	

	43	Establish an admissions policy	X	*	*	X	*	
	44	Admissions application decisions	X	X	*	X	X	
	45	Appeal against LA directions to admit pupil(s)	X	X	*	X	X	
<b>Religious Education</b>	46	Responsibility for ensuring provision of RE		X	*	X	*	
<b>Premises &amp; Insurance</b>	47	Ensure buildings and liability insurances and/or the Department for Education's Risk Protection Arrangement is in place	X			X		
	48	Develop a school buildings strategy or master plan	X	*		X	*	
	49	Refurbish and maintain buildings, including developing properly funded maintenance plan	X	*		X	*	
	50	Responsibility of overall management and VFM (value for money) of all PFI contracts	X	*	*	X		
<b>Health &amp; Safety</b>	51	Institute a Health and Safety Policy	X	*		X	*	
<b>Safeguarding Policy</b>	52	Institute a Safeguarding Policy	X	*	*	X	*	
	53	Monitor and ensure the application of the Safeguarding Policy		X	*	X	*	
	54	Ensure that health and safety regulations are followed		X	X	X	X	*
<b>School Organisation</b>	55	Proposal to alter the character of the Academy day	X	X		X	*	
	56	Set the times of school sessions and the dates of school terms and holidays	X	X		X	*	
	57	Ensure that the school meets for 380 sessions in a school year	X	X	*	X	*	*

<b>Attendance and Absence</b>	58	Establish a Policy for Attendance and Leave of Absence including standardised procedures, letters and protocols	X	*	*	X	*	*
	59	Ensure that school lunch nutritional standards are met where provided by the LGB		X	*		X	*
<b>Information For Parents</b>	60	Prepare and publish information for parents including school prospectus if applicable. Compliant website provision	X	*	*	X	*	
	61	Ensure provision of free school meals to those pupils meeting the criteria		X	*		X	*
	62	Adopt and review home-school agreements		X	*	X	*	
<b>GB Procedures</b>	63	Prepare instrument of government and any amendments thereafter	X			X		
	64	Appoint (and remove) the governors/clerk of the LGB	X	X		X	*	
	65	Establish LGB meeting format and procedures	X	*		X	*	
	66	Ensure LGB meets and complies with guidance prepared by Trust		X			X	
	67	Set up a Register of Directors' Business Interests, Gifts & Hospitality	X	*		X	*	
	68	Set up a Register of Governors' Business Interests, Gifts & Hospitality	X	*		X	*	
	69	Approve and set up a Governors Expenses Scheme	X			X		
	70	Discharge duties in respect of pupils with special needs by appointing a "responsible person"		X			X	

	71	Consider whether or not to exercise delegation of local functions from the LGB to individuals or committees (subject to this Scheme of Delegation)		X		X		
	72	Regulate the LGB procedures (where not set out in law)	X	*		X		
<b>Trust</b>	73	Consider an application for a school or academy to join the Trust	X			X		
	74	Require any school joining the Trust to be a subscriber member of the Red Kite Teaching School Alliance.	X			X		
	75	Agree the due diligence requirements regarding whether a school or academy should join the Trust	X			X		
	76	Review the Trust's key performance indicators	X			X		

\*\* Within the budget allocated to the School.

## APPENDIX 2

### standards of conduct in public life

These recommendations were originally published by The Committee on Standards in Public Life, under the Chairmanship of Lord Nolan (1994) to consider standards in areas of public life:

- 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

#### Declaration of pecuniary and personal interest

**Name:**

.....

**School:**

.....

**Position:**

.....

I declare as a trustee of the Red Kite Learning Trust or as a member of a Local Governing Board within the trust that I hold the following personal and / or pecuniary interest(s):

<b>Pecuniary interests</b>	<b>Please provide details of the interest</b>
Current employment	
Businesses (of which I am a partner or sole proprietor)	
Company directorships – details of all companies of which I am a director	
Charity trusteeships – details of all companies of which I am a trustee	
Membership of professional bodies, membership organisations, public bodies or special interest groups of which I am a member and have a position of general control or management	
Gifts or hospitality offered to you by external bodies while acting in your position as a governor/trustee and whether this was declined or accepted in the last 12 months	
Contracts offered by you for the supply of goods and/or services to the trust/school	
Any other conflict	

<b>Personal interests</b>	<b>Name</b>	<b>Relationship to me</b>	<b>Organisation</b>	<b>Nature of the interest</b>
Immediate family/close connections to governor/trustee				
Company directorships or trusteeships of family/close connections to governor/trustee				

**If you are a governor or trustee of any other schools and/or academies, please provide details below:**

**Name of school/academy:**

.....

.....

.....

**Position held:**

.....

**Date appointed/elected:**

.....

**Date of termination to post:**

.....

To the best of my knowledge the information supplied above is correct and complete. I understand that it is my responsibility to declare any conflict of interest / loyalty, business or personal that relates directly or indirectly, to myself or any relation in any contract, proposed contract or other matter when present at a meeting at the school where such contract or matter comes under consideration. I understand that I must withdraw from any meeting during the discussion of such contract or matter and must not vote in respect of it.

I agree to review and update this declaration annually and give consent for the information provided to be used in accordance with the trust/school's conflicts of interest policy.

**Signed:**

.....

**Date:**

.....

## **Guidance notes regarding the declaration of pecuniary and personal interest**

Governors and trustees have a legal duty to act only in the best interests of their schools. Where a situation arises in which they cannot do this due to a personal interest they have, steps should be taken to identify, prevent and record the conflict. This ensures governors or trustees are acting in the best interests of the school.

In the declaration above, you must provide details relating to:

- Your ownership or partnership of a company or organisation which may be used by the trust / school to provide goods or services;
- Goods or services you offer which may be used by the trust / school;
- Any close relation you have to someone who satisfies either of the above;
- Any close relationship you have to someone who is employed by the trust / school.

Declaring your conflicts of interest is a legal requirement within the School Governance (Roles, Procedures and Allowances) (England) Regulations 2013 and for academies, in the Articles of Association and EFA's Academies Financial Handbook. However, making an annual declaration does not remove your requirement to make an oral disclosure of the interest and temporarily leave the meeting, where the interest is relevant to something being discussed.

### **Pecuniary interests**

Generally, governors should not participate in any discussions in which they may directly or indirectly benefit from a pecuniary interest, except where the relevant authority has authorised this i.e. legislation for maintained schools or articles of association for academies. A direct benefit refers to any personal financial benefit and an indirect benefit refers to any financial benefit you may have by virtue of a relationship to someone who stands to gain from a decision of the governing board. Both direct and indirect interests must be declared.

### **Non-pecuniary interests (Conflicts of loyalty)**

There may be a non-pecuniary interest whereby the governor does not stand to gain any benefit but a declaration should still be made. For example, this might be where a governor has a family member working in the school. While the governor might not benefit personally, their judgment could be impaired if something was brought up that would affect the family member.

### **Handling the conflict**

The governing board must make a decision as to whether or not they should take steps to remove the conflict by:

- Not pursuing the course of action it relates to; or
- Proceeding with it in an alternative way which does not give rise to conflict; or
- Not appointing the governor in question or seeking to secure their resignation.

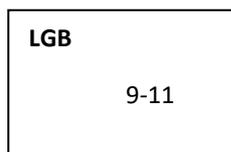
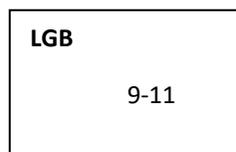
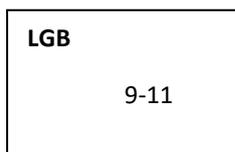
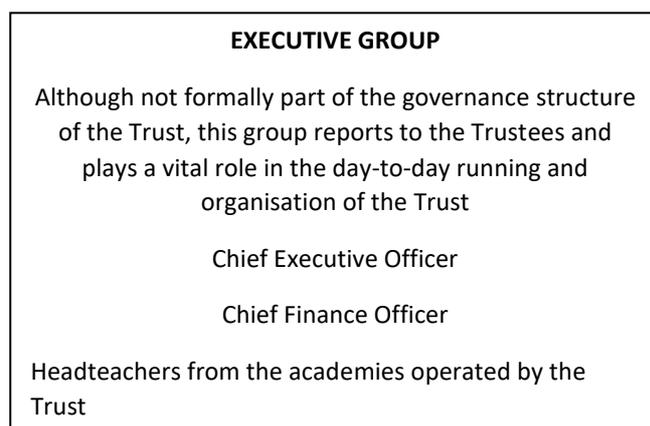
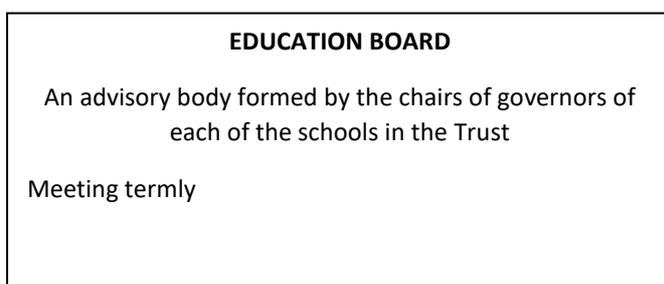
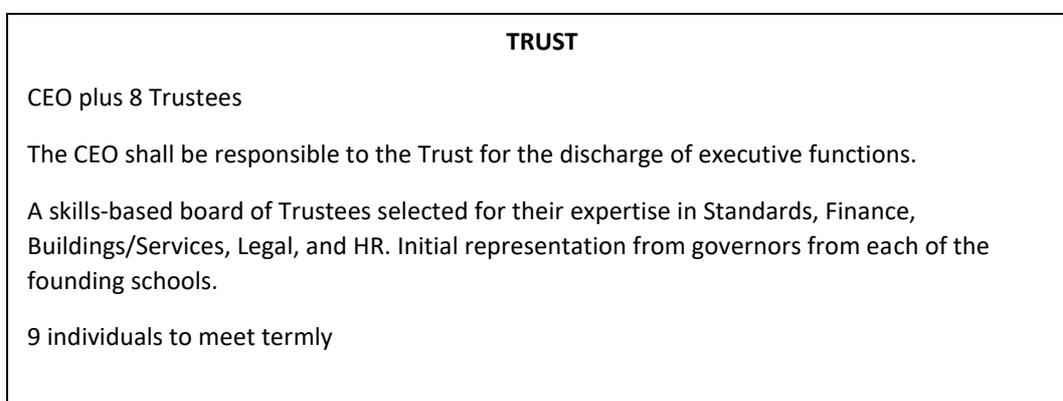
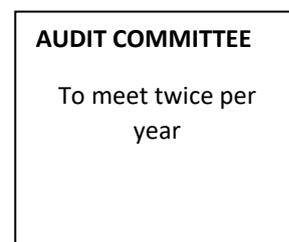
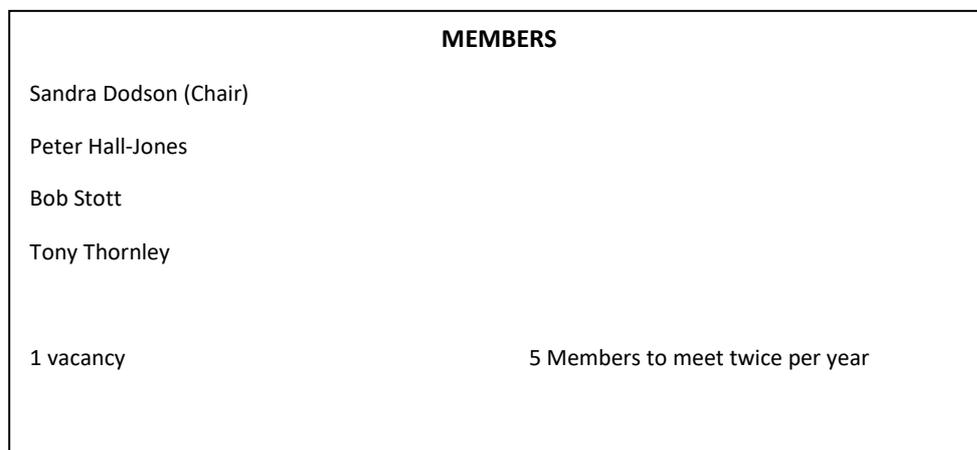
In the minutes of the meeting, the following should be recorded:

- The nature of the conflict;
- Which governor(s) it relates to;
- Whether a declaration was made in advance of the meeting;
- A brief overview of what was discussed;
- Whether the governor(s) withdrew from the meeting;
- How the governors made the decision in the best interests of the school.

The Charity Commission has produced [guidance on dealing with conflicts of interests](#) which may be useful, even for schools that do not have charitable status.

## **APPENDIX 4**

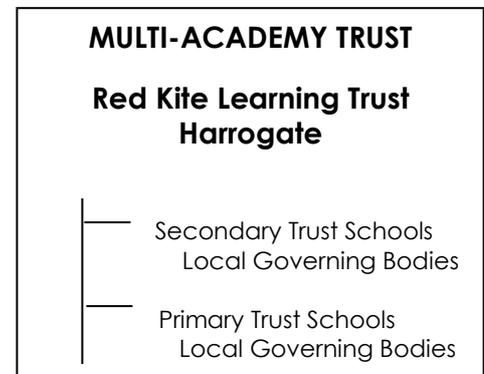
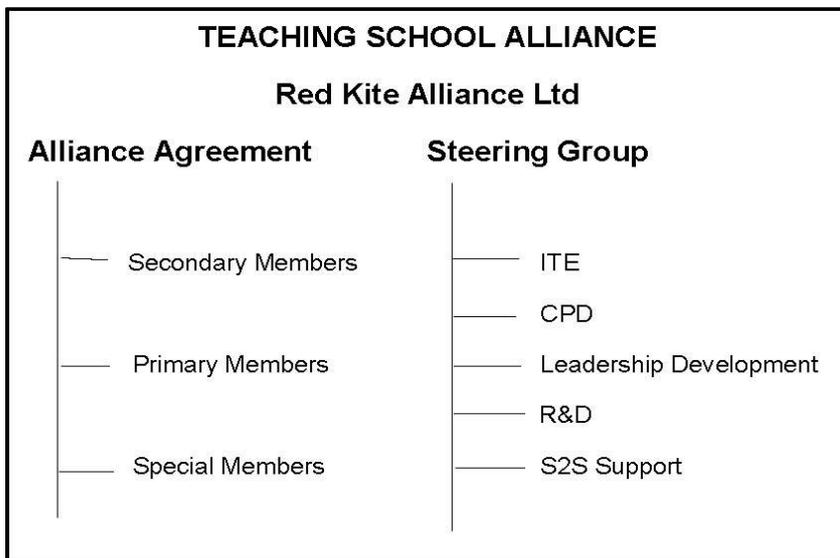
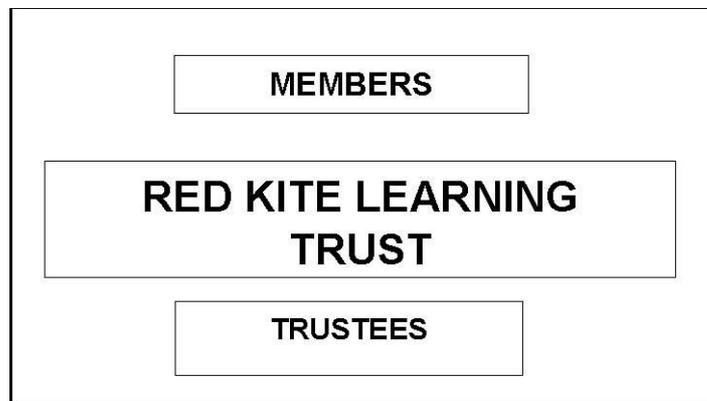
### **GOVERNANCE OF THE TRUST**



(Staff and Parent representatives to serve at the Local Governing Body level – termly meetings)

**APPENDIX 5**

**RELATIONSHIP BETWEEN THE TRUST AND RKTSA**



**APPENDIX 6**

**MEETING SCHEDULE**

MEETING	Trust	HGS	Western	Oatlands	Rossett Acre	Crawshaw	Coppice Valley	Austhorpe	TLA
LGB 1	-	Wed 19.09.18	Fri 21.09.18	Wed 19.09.18	Mon 10.09.18	Wed 19.09.18	Mon 10.09.18	Mon 24.09.18	Mon 17.09.18
Trustees 1 (Standards and Finance Committees beforehand)	Thurs 04.10.18	-	-	-	-	-	-	-	-
Education Board 1	Mon 08.10.18	-	-	-	-	-	-	-	-
Members 1	Wed 24.10.18	-	-	-	-	-	-	-	-
Trust Business Continuity/ Emergency Planning Meeting	Thurs 25.10.18	-	-	-	-	-	-	-	-
Trust Conference (incl. buffet tea)	Tues 04.12.18	-	-	-	-	-	-	-	-
LGB 2	-	Thurs 29.11.18	Fri 30.11.18	Wed 28.11.18	Mon 26.11.18	Wed 28.11.18	Wed 21.11.18	Mon 26.11.18	Mon 19.11.18
Audit 1	Mon 10.12.18	-	-	-	-	-	-	-	-
Trustees 2 (Standards and Finance Committees beforehand)	Wed 12.12.18	-	-	-	-	-	-	-	-
Members 2	Wed 16.01.19	-	-	-	-	-	-	-	-
Education Board 2	Wed 23.01.19	-	-	-	-	-	-	-	-
LGB 3	-	Wed 20.02.19	Fri 15.02.19	Wed 20.02.19	Mon 18.02.19	Wed 27.02.19	Tues 05.02.19	Mon 28.01.19	Mon 14.01.19
Trustees 3 (Standards and Finance Committees beforehand)	Wed 20.03.19	-	-	-	-	-	-	-	-
LGB 4	-	Wed 01.05.19	Fri 03.05.19	Wed 01.05.19	Mon 29.04.19	Wed 01.05.19	Wed 10.04.19	Mon 13.05.19	Mon 20.05.19
Members 3	Wed 15.05.19	-	-	-	-	-	-	-	-
Education Board 3	Wed 12.06.19	-	-	-	-	-	-	-	-
Trust Business Continuity/ Emergency Planning Meeting	Tues 25.06.19	-	-	-	-	-	-	-	-
LGB 5	-	Tues 02.07.19	Fri 05.07.19	Wed 26.06.19	Mon 01.07.19	Tues 02.07.19	Mon 17.06.19	Mon 01.07.19	Mon 08.07.19
Audit 2	Mon 08.07.19	-	-	-	-	-	-	-	-
Trustees 4 (Standards and Finance Committees beforehand)	Tues 16.07.19	-	-	-	-	-	-	-	-

## APPENDIX 7 - RKLIT Governance code of conduct

The LGB/Trust board has the following core strategic functions:

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school(s) / trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the lead executive / head teacher
- Monitoring progress towards targets
- Performance managing the lead executive / head teacher
- 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 an individual on the board I agree to the following:

### Role and Responsibilities

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

### Commitment

- I acknowledge that accepting office as a governor / trustee / academy committee member involves the commitment of significant amounts of time and energy.
- I will involve myself actively in the work of the governing board, and accept my fair share of responsibilities, including service on committees or working groups.
- I will make full efforts to attend all meetings and, where I cannot attend, explain in advance why I am unable to.
- I will get to know the school/s well and respond to opportunities to involve myself in school activities.

- I will visit the school/s, with all visits arranged in advance with the lead executive / head teacher and undertaken within the framework established by the governing board.
- I will consider seriously my individual and collective needs for induction, training and development, and will undertake relevant training.
- I accept that in the interests of open government, 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.
- In the interests of transparency, I accept that information relating to governors / trustees / academy committee members will be collected and logged on the DfE's national database of governors (Edubase).

#### Relationships

- I will strive to work within a team in which constructive working relationships are actively promoted.
- I will express views openly, courteously and respectfully in all our communications with other governors / trustees / academy committee members.
- I will support the chair in the role of ensuring appropriate conduct both at meetings and at all times.
- I am prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and I will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- I will seek to develop effective working relationships with the lead executive / head teacher, staff and parents, the trust, the local authority and other relevant agencies and the community.

#### Confidentiality

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

#### Conflicts of interest

- I will record any pecuniary or other business interest (including those related to people I am connected with) that I 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 I will offer to leave the meeting for the appropriate length of time. I accept that the Register of Business Interests will be published on the school / trust's website.
- I will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- I 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.

#### Breach of this code of conduct

- If I believe this code has been breached, I 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 I believe has breached this code, another governing board member, such as the vice chair will investigate.

**Signed:** .....

**Date:** .....

## References

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- i National Governors' Association, 'Governing Matters', March / April 2016 p.14
- ii Department for Education and the National College for Teaching and Leadership, 'Governance Handbook', January 2017  
[https://www.gov.uk/government/uploads/system/uploads/attachment\\_data/file/582868/Governance\\_Handbook\\_-\\_January\\_2017.pdf](https://www.gov.uk/government/uploads/system/uploads/attachment_data/file/582868/Governance_Handbook_-_January_2017.pdf)
- iii What governing boards should expect from school leaders and what school leaders should expect from governing boards' (NGA)  
<https://www.nga.org.uk/what-we-expect.aspx>
- iv Skills Audit and matrix, NGA (20145)  
[http://www.nga.org.uk/getattachment/Removed/Can-we-help/Free-governance-resources/Governance-tools/Skills-audit-and-matrix/NGA\\_Skills\\_Audit-FINAL.pdf.aspx](http://www.nga.org.uk/getattachment/Removed/Can-we-help/Free-governance-resources/Governance-tools/Skills-audit-and-matrix/NGA_Skills_Audit-FINAL.pdf.aspx)

## Other useful documents

Academies Financial Handbook 2018 - [Academies Financial Handbook 2018](#)