



# Governance Handbook



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# Section 1 - Welcome from the Chair of Directors and CEO



**Dear Member, Director and Governor. Thank you for your time and dedication to the governance of Exceed Learning Partnership.**

This is an exciting time in our development, as we continue to work tirelessly to provide world class education for young people within our community.

When we created Exceed Learning Partnership in April 2017, we did so in order to improve the life chances of pupils in and around Doncaster, particularly the most disadvantaged pupils/students. Having grown out of Edlington, all academies within the Trust have demonstrated that with the right provision, support and highest aspirations, all pupils/students can and will succeed.

Our ultimate goal within our Trust is to ensure all our academies are exceptional places of learning where everyone thrives.

All our pupils/students come from a range of social and cultural backgrounds and our academies have a very strong community ethos which influences all aspects of academy life. The academies have dedicated senior leaders who support the work of the Executive Leadership Team and Principal in leading and managing improvement, under the guidance of a dedicated Board of Directors and Local Governing Boards.

Academies are fully committed to the inclusion of all pupils and provide them with the most exciting and inspiring learning opportunities in order to raise standards and meet the core offer.

**Our Trust Motto is:**

• EVERY CHILD • EVERY CHANCE • EVERY DAY •

Pupils/Students within our Trust will always be our main priority. Every young person will have their opportunities to expand their horizons, and build the confidence, talents, interests, skills and qualifications to succeed as they make their way towards a fulfilling and prosperous adulthood.

The amount of time pupils/students spend in education is finite. We have a responsibility to ensure every moment a pupil/student is in an Exceed Learning Partnership Academy, must be spent productively.

Once wasted, it is gone forever and cannot be given back.

This handbook has been developed to provide clarity on how the different elements of governance work together for the benefit of each Academy within the Trust. It provides guidance to support you in playing a pivotal role within the Trust and is to be used alongside the Scheme of Delegation.

We thank you for your continued support and look forward to working with you.



**John Blount**  
Chair of Directors



**Beryce Nixon**  
Chief Executive Officer





## Section 2 - Our Ethos



Children within our Trust will always be our main priority, with personalised learning as our starting point, making the challenges of 'Helping Children Achieve More' a reality.



Every child will have the opportunities to expand their horizons, and build the confidence, talents, interests, skills and qualifications to succeed as they make their way towards a fulfilling and prosperous adulthood.



The amount of time children spend in education is finite. We have a responsibility to ensure every moment a child is in an Exceed Learning Partnership School, must be spent productively. Once wasted, it is gone forever and cannot be given back.

Every Child | Every Chance | Every Day



## Section 3 - Our Vision



**To equip young people with the knowledge, skills and mind-set to thrive and then take on the world!**

**We will achieve our vision by:**

Every child developing:

- a greater understanding of themselves as a learner
- recognise what their strengths are
- how they can share their strengths with others
- understand what steps they need to undertake for their continual learning journey

Pupils will be encouraged and inspired to believe in themselves, build dreams and aspirations and strive to achieve these.

At Exceed Learning Partnership we believe in social justice through exceptional schools, creating and sustaining the best schools in which to learn and work by pursuing social justice for all.

Every child will be given the same opportunity to succeed, whatever his or her prior attainment. A key feature of the Exceed Learning Partnership will be a learning curriculum which builds the characteristics of Learning across all schools within the trust. This will focus on our learning philosophy skills:

**Resilience, Motivation, Collaboration, Creativity, Investigation, Teamwork and Evaluation.**





## Section 4 - Our Values

### Inspire

Embodied in the Trust motto, "Every Child, Every Chance, Every Day", all members of our organisation aim for excellence in their individual professional roles, in our innovative, evidenced-based practice and in our pupils so that we can all fulfil our potential in whatever we aspire to do or be!

### Include

At Exceed Learning partnership we are concerned with achieving equitable, diverse and quality education for all pupils. Social justice includes a vision of society in which the distribution of resources is equitable and all members are physically and psychologically safe and secure.

### Integrity

We respect the individuality of our academies and their communities and always act with integrity. By allowing high levels of autonomy wherever possible, we are able to nurture personalised learning approaches and focus on developing holistic people.

### Exceed

Excellence and enjoyment should be an entitlement for all children and adults working in our Trust. We are developing cutting-edge, research-informed and highly engaging pedagogies that ensure high levels of progress and rapid development of staff; leading to the highest levels of achievement for all!



## Section 5 - Our Aims and Strategic Objectives



### SO1. Outstanding Professionals

- To develop winning teams of Governors, leaders, staff and other stakeholders who are forward thinking, highly skilled, open, hardworking and determined to enable success for others.

### SO2. Innovative Systems Enabling Creative Schools

- To create innovative and sustainable schools that are creative, vibrant, safe, compliant, financially healthy, well resourced and exceptionally well governed and led.

### SO3. Strong Partnerships and Communities

- To work closely with our local communities and parents to secure the best outcomes and opportunities for our learners.
- To develop a network of partnerships across all our academies, our local area and across the country which are powerful in supporting the development of all.

### SO4. Exceptional Learners

- To develop learners who are highly successful with attributes, skills and qualifications for a fulfilling life.
- To ensure all our learners have a high quality school experience and enjoy an abundance of opportunities.



## Section 6 - People Vision

We create exceptional, inclusive and enjoyable places to work

We are passionate about our purpose and inspire each other to deliver high performance

We act with integrity and our Values drive our behaviours and decision-making

We strive to exceed in all we do and learn from every opportunity

**...to deliver on our motto**

Every Child.  
Every Chance.  
Every Day.







## Section 7 - Purpose of this Handbook



This handbook summarises the legal structure of Exceed Learning Partnership (the Trust) and sets out its Governance Arrangements.

The information in this handbook has been prepared in line with:

- The DfE Governance Handbook
- The Academy Trust Handbook
- Exceed Learning Partnership Memorandum and Articles of Association
- Exceed Learning Partnership Master Funding Agreement
- Academy Trust Governance – Structures and Role Descriptors

The aim of governance is to provide confident and strong strategic leadership, resulting in robust accountability, oversight and assurance for educational and financial performance. This handbook details the Board of Directors (the Board) and ensures these aims are met.





## Section 7.1 - Legal and Administrative Duties

**Company Name:**  
Exceed Learning Partnership

**Company Number:** 10660150

**Registered Office:** Children Centre, Edlington,  
Edlington Lane, Doncaster,  
South Yorkshire DN12 1PL

**Company Type:** Private Limited Company by  
guarantee without share capital use of 'Limited'  
exemption

The Trust is a company limited by guarantee,  
registered with Companies House and an exempt

charity. It is contracted by the Secretary of State for Education to run one or more academies. It is subject to company audit laws and is accountable to the Secretary of State for Education, pupils/students, parents and other stakeholders. The Trust retains the legal responsibility for running the academies and is responsible for all assets and liabilities, rights and obligations of the academies. Academies within the Trust are not established as legal entities in their own right. They do not have a legal personality. This means that all the assets and liabilities of each Academy are run by the Trust and all contracts (whether in relation to employees or otherwise) for each Academy will be held and entered into (respectively) by the Trust.





## Section 8 - Governance Structure Part 1

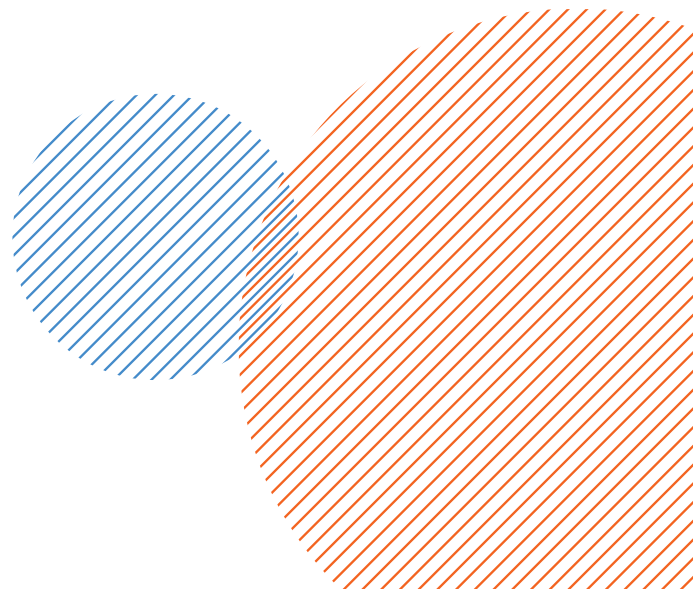


### Members Board

The members board are guardians of the governance of the trust. They hold the trust board to account for the effective governance of the trust but have a minimal role in the actual running of the trust. It is the Director board, not the members, who are the organisation's key decision makers. While members have no day-to-day or week-to-week role in running the company, a key responsibility is the appointment/ removal of Directors/Directors.

### Directors Board

Directors are both company directors and charity Directors as the MAT has the legal status of both company and charitable trust. The Directors/Directors set the strategic direction of the trust, hold senior school leadership to account and oversee the trust's financial performance. The Directors undertake a minimum of 4 board meetings per year and are responsible for overall strategy, cross trust scrutiny, overall accountability, determining the schemes of delegation, pay and remuneration structure and Governance Appointments. Directors also have the following committees:





## Section 8 - Governance Structure Part 2



### Audit and Risk Committee (meets termly)

Report to the board on the adequacy of the trust's internal control framework (non-financial controls and management of risks)

Oversee and approve the trust's programme of internal scrutiny and audit.

Ensure that risks are being addressed appropriately through internal scrutiny and risk management.



### Finance and Operations Committee (meets termly)

Report to the board on the adequacy of the trust's internal control framework (non-financial controls and management of risks)

Oversee and approve the trust's programme of internal scrutiny and audit.

Ensure that risks are being addressed appropriately through internal scrutiny and risk management.



### Education and Standards Committee (meets termly)

Responsible for overseeing the quality of education standards in all our academies

Monitor the work of the academies within the trust and supports the work of the LGB in holding their academies to account to deliver school improvement.



### Pay and Performance Committee (meets twice a year)

Setting pay policy for CEO/ senior executives;

CEO annual performance appraisal

Approving the design of and determining performance targets for any performance related element of executive pay;

Recommending and monitoring executive pay, the entire remuneration package;

Determining and recommending the wider pay policy to the Board of Directors



### Local Governing Boards

The role of the Local Governing Board is to provide focused governance for each academy, at a local level. In line with the scheme of delegation, the Local Governing Board have oversight of academy finance, personnel, pupil achievement, academy standard, application of Trust policies, approval of academy policies, academy community, academy performance.

Academies also have committees to support their governance role, including Risk/ Pay and Performance/Wellbeing.



# Section 9 - Governance Roles Part 1

**This section of the handbook provides a summary of each role within the Governance Structure.**

## 9.1 Members

Members play a limited but crucial role in safeguarding Academy Trust governance. While they must ensure they do not stray into undertaking the Academy Directors' role, they should assure themselves that the governance of the Trust is effective, that Academy Directors are acting in accordance with the Trust's charitable object(s) and that they, the Members, use their powers to step in if governance is failing.

Members are the subscribers to the Memorandum and Articles of Association (the legal document which outlines the governance structure and how the Trust will operate). Members can amend the articles of association (including the objects clause), subject to any restrictions in the articles, the funding agreement or charity and company law.

The Members appoint Directors to the Board to ensure that the Trust's charitable objective is carried out and so are able to remove Directors if they fail to fulfil this responsibility.

They oversee the achievement of the Trust's objectives, acting as the 'conscience' and 'moral guardian' of the Trust's purpose and values. Members also oversee the performance of the Directors Board.

Members appoint the Academy Trust's auditors and will receive and review (but do not have to sign off) the Trust's annual audited accounts (subject to the Companies Act).

An Academy Trust must have at least three Members. At least the majority of Members should remain independent from the Trust Board. Nobody may be a Member, Director and a Local Governor.

## 9.2 Board of Directors

The Trust Board is the decision-making body of the Academy Trust and is accountable and responsible for all the academies equally.

The Board is the Academy Trust's key strategic decision maker. It may delegate certain responsibilities to the Executive Leader (in certain circumstances) and in accordance with the Academy Trust's scheme of delegation, a committee or an individual, but the Trust Board remains accountable and is responsible for all decisions made.

The Board should play a strategic role and avoid routine involvement in operational matters. They should focus strongly on holding Executive Leaders to account.

The Board has three core functions:

- ensures clarity of vision, ethos and strategic direction
- holds the CEO to account for the educational performance of the Trust's academies and their pupils, plus the performance management of staff
- oversees the financial performance of the Trust and makes sure its money is well spent

The Board produces an annual report on the performance of the Trust for Members and for external publication.



## Section 9 - Governance Roles Part 2

### 9.3 Directors Committees

The Board has agreed to establish a number of committees, as identified in this handbook and the Scheme of Delegation, to carry out some of its governance functions. This includes making decisions, although any decisions made will be deemed decisions of the Board.

The Board has the following Committees:

- **Education and Standards** - This committee provides to focus on the educational targets for each Academy, monitoring the quality of the educational standards and performance and challenging any areas of underperformance.
- **Finance and Operations** - This committee assists the Board in its on-going oversight of the Trust's arrangements for budgeting, financial planning, financial performance and financial reporting in respect of both revenue and capital activities and the associated resource planning.
- **Audit and Risk** - This committee assesses the scope and effectiveness of the systems established by management to identify, manage and monitor financial and non-financial risks to the company via the risk register. It also maintains an oversight of the Trust's governance, internal control, financial reporting and value for money frameworks in order to establish levels of compliance throughout the company.

- **Pay and Performance Committee** - This committee maintains an oversight of the Trust's approach to CEO and Executive Team remuneration and pay progression.

The Board can create additional Committees, Working Parties or Panels as required. The Board may remove delegations from any Committee, Working Party or Panel if required.

The Scheme of Delegation sets out the powers that the Committees may exercise on behalf of the Directors.

The Scheme of Delegation is supported by Terms of Reference for each Committee.

### 9.4 Link Director

Where possible, one Director from the Board of Directors will be appointed as a Governor to an Academy Local Governing Body and will serve as a Governor and a Link Director. The aim is to have a Director appointed to each Local Governing Body. The role of a Link Director is set out in the appendices to this framework and is not to be confused with the role of a Link Governor.





## Section 9 - Governance Structure: Roles (continued)

Membership of Local Governing Boards			
Category	Appointment	Term of Office	Area of Expertise
Chair	Appointed onto LGB by Directors, voted into Chair role by LGB	2 Year Term	Safeguarding and other roles
Vice Chair	Appointed onto LGB by Directors, voted into Vice Chair role by LGB	2 Year Term	Safeguarding and other roles
Principal/Head	Appointed by Directors	Ex-Officio	Education
Co-opted x 4 (including Link Director)	Appointed by Directors	4 Year Term	Community
			School Improvement
			SEND
			Finance and Pupil Premium
			Health and Safety
Elected Parent x 2	Appointed by LGB following Parent Election Process	4 Year Term	Resources or other Professional Skill Set
2 Elected Staff 1 x Support Staff 1 x Teaching Staff	Appointed by LGB following Staff Election Process	3 Year Term	
Link Director	Appointed by Directors	4 Year Term	

### 9.5 Local Governing Boards

The Board of Directors delegate some of its responsibilities to the Local Governing Board for each of the Academies, however, Directors remain ultimately responsible for each Academy.

Directors are able to delegate additional responsibilities or remove responsibilities to meet changing circumstances.

The Local Governing Board is there to hold the Principal and School Leaders to account in line with the delegated responsibilities listed within the Scheme of Delegation.





## Section 9 - Governance Structure: Roles (continued)

### 9.6 Chief Executive Officer

The CEO has the delegated responsibility for the operation of the Trust, including the performance of the Trust's academies.

As such, the CEO is responsible for the performance management of the Principals/Headteachers.

The CEO is the accounting officer, with overall responsibility for the operation of the Trust's financial responsibilities. The CEO must ensure that the organisation is run with financial effectiveness, stability and probity; avoiding waste and securing value for money in line with the Academy Trust Handbook and the Funding Agreement.

In the absence of the CEO, the Deputy CEO/COO has delegated responsibility for the operation of the Trust.

### 9.7 Executive Management Team

The CEO leads the Trust's Executive Management Team, made up of Deputy Chief Executive Officer/Chief

Operating Officer, Director of Primary Education and Chief Finance Officer.

The CEO may delegate executive management functions to members of these teams. This includes preparing reports on specific areas of responsibility, such as HR/Finance/Operations/Estates/ICT/Governance for the Board and its Committees.

The CEO is accountable to the Board for the performance of the Executive Management Team

### 9.8 Principal/Headteacher (Academy Leaders)

The Principal/Headteacher is responsible for the day to day management of the Academy. Secondary Academies are line managed by the CEO, Primary Academies are line managed by the Director of Primary Education.

The Academy Leader produces reports, in standard Trust format, for the Education and Standards Committee.

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## Section 10 - The Work of the Board of Directors

### 10.1 The Chair of the Board Directors

- An effective Chair and Vice-Chair provide visionary strategic non-executive leadership to the Academy Trust. As with other Academy Directors, the roles of Chair and Vice Chair are voluntary ones.
- The Chair plays an important role, with responsibility for leading the Board and for convening and chairing meetings. The Chair takes the lead in ensuring the effective functioning of the Trust board and has a vital role in setting the highest expectations for professional standards of governance.
- A Chair should encourage the Trust Board to work together as an effective team, building its skills, knowledge and experience.
- As the main link between the Board and the Executive Management Team, they work to build a strong partnership with the Trust.
- They liaise with the Operations Team and the Clerk to ensure the final agendas for meetings, as well as the management of papers and appropriate records, are in place.
- The Chair is responsible for promoting the development of the Board as a whole.
- With support from the Members and the Trust, they play a decisive part in determining the appointment and re-appointment of Directors.
- They also ensure that the Board is effective in challenging and supporting the educational performance of the Trust.





## Section 10 - The Work of The Board of Directors (continued)

### 10.2 Clerking and the Governance Professional

- The Board determines clerking arrangements for its meetings and committees.
- The Board of Directors appoints a Governance Professional to the Board of Directors and its committees. The Governance Professional will liaise with the Chair and the CEO/DCEO to ensure that the MAT Business Plan/Calendar is in place and implemented, including the production of agendas and minutes of meetings.
- The Board has delegated responsibility for governance administration to the Deputy CEO/ Chief Operating Officer, who leads the Governance team.
- The DCEO/COO will ensure a Governance Professional is appointed for every Trust Board meeting or Committee.
- The role of the Governance Professional is about helping the Trust Board understand its role, functions and legal duties and to provide clear impartial advice to the Trust Board. The role also includes supporting the Chair and the Trust Board with organising meetings, circulating papers and taking minutes of meetings.
- The Governance Professional is the first point of call for any Board governance queries and first line support for the Local Governing Board
- Meetings are convened by the Governance Professional in accordance with a meeting schedule that has been pre-agreed by Directors. Additional meetings may be arranged if required at the by the Board of Directors, chair, or where 3 Directors require a meeting. The Governance Professional will issue diary invitations in respect of any change of meeting or additional meeting date scheduled after the agreement of the main schedule. Any Board agenda and associated papers must be published to Directors no less than 5 days before a scheduled meeting.
- Meetings will be attended by the Governance Professional who will record attendance, issues discussed, challenge offered and decisions made in 'minutes' of the meeting. In the absence of the Governance Professional, a substitute, who may be a Director but will not be the CEO, will be responsible for the minutes. The minutes will be submitted for formal approval at the next meeting of the Board of Directors.





## Section 11 - The Duties of the Director

- Directors play an essential part in making sure the Governance Structure as a whole works effectively.
- They develop, agree and set the tone of the Trust values and ethos.
- Directors should be proactive about engaging with the Trust and its academies, and developing their knowledge and expertise in the field of governance.
- Directors are appointed because they can offer qualities the Trust needs:

**Skills:** These are an important contribution to the work of the Trust and can include; technical skills, such as data analysis, or inter-personal skills that allow the group to function effectively and engage with parents or persuade potential donors to contribute to the Trust.

**Experience:** The Trust's Governance network bring together a wide range of professional, academic, voluntary and life experiences. New volunteers are often concerned that they do not know enough about education, however, academies hugely value what people from outside the sector can offer, right from the start.

**Perspectives:** Governance works best when there is diversity of opinion and experience around the table. Representatives from the local community and business play an important part in helping the Trust serve its local context.

**Commitment:** This committee maintains an oversight of the Trust's approach to remuneration and pay progression.

- When a Director joins the Exceed Learning Partnership Trust, they are asked to abide by the Code of Conduct

- Everyone involved in governance should be aware of, and accept, "The 7 principles of public life" ([www.gov.uk/government/publications/the-7-principles-of-public-life](http://www.gov.uk/government/publications/the-7-principles-of-public-life)):

**Selflessness** - Holders of public office should act solely in terms of the public interest.

**Integrity** - Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

**Objectivity** - Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination | or bias.

**Accountability** - Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** - Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

**Honesty** - Holders of public office should be truthful.

**Leadership** - Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

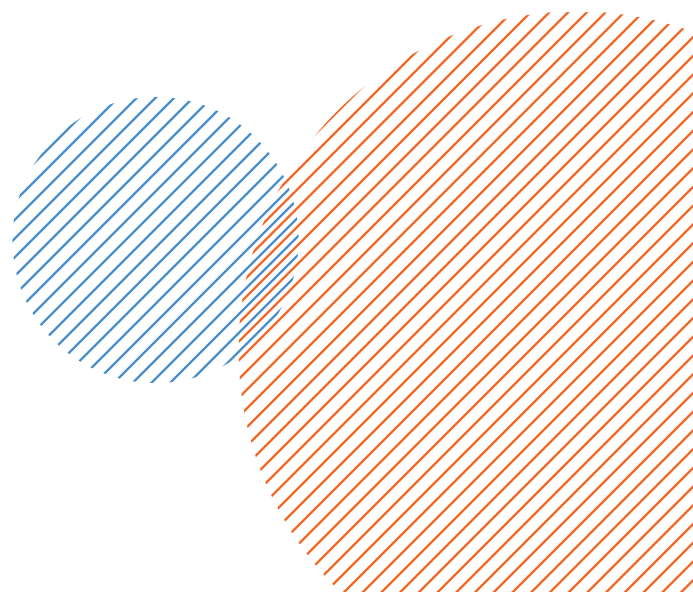




## Section 12 - The Role of the Link Director

- Directors play an essential part in making sure the Governance Structure as a whole works effectively.
- In addition to their function as a Director, there are specific skills and qualities required of a Link Director.
- A Link Director is responsible for undertaking the role of a Governor on a Local Governing Body, in addition to their role on the Board of Directors.
- Whilst the Link Director undertakes governance duties on the Local Governing Body they also provide a key supportive connection between the Local Governing Body and the Board of Directors.
- The role of Link Director is to support fellow Governors and academy staff to strive for healthy challenge, optimising the use of their skills, knowledge and experience.
- The Link Director supports and mentors newly appointed Governors onto the Local Governing Body and supports them whilst they become established on the board.
- In addition to this, the Link Director acts as a conduit between the Local Governing Board and the Board of Directors, providing an update to both boards and seeking clarity on any questions asked of each other.

Duties of a Link Director	
Provide the Link between the Board of Directors and Local Governing Body	Acts as a conduit between the LGB and Board of Directors, taking feedback from both boards and providing updates, answers to questions/queries, sharing best practice
Promote effective local governance	Facilitates group discussion and individual contributions of Governors and academy staff to the work of the Local Governing Board
Establish and maintain relationships, supporting new and fellow governors	Supports and mentors newly appointed Governors onto the Local Governing Body and supports them whilst they become established on the board.





## Section 13 – The Role of a Local Governor

**Exceed Learning Partnership values the experience and skills of its Local Governing Board. It recognises the contribution that Governors make to the success of the Trust and its member schools/academies, and wants its Governors to feel that the job they do is rewarding and satisfying**

### Duties of a Governor

The role of the Governor is a non-executive one, and Governors are required to be as flexible as possible in the exercising of their responsibilities and duties, ensuring that their oversight of the Academy/School does not interfere with the day-to-day management, which is the responsibility of the Principal(s) and the Trust Executive Leadership Team.

The primary responsibilities of Governors are to play an active role in the high-level strategic planning process of the School/Academy by contributing to:

- the development of strategic priorities;
- the setting of measurable targets to support the development and budget;
- the monitoring of achievement against objectives;
- the development of plans to address weaknesses;
- ensure the academy is adhering and permeating the Trust's vision and values
- comply with the Articles of Association, Academies Trust Handbook, Scheme of Delegation, Governors' Code of Conduct and any other related governance policies and procedures;

- contribute to the business of the Local Governing Board in an effective, efficient, open and transparent manner;
- attend Local Governing Board meetings, governor training and induction events as required;
- get to know the Academy/Trust through discussions with the Executive Leadership Group, Chair of Trust/Governing Body and staff, reading relevant papers, visiting the Academies and participating in events;
- help new Governors understand their role;
- act in the best interests of the school at all times.

Governors have a collective responsibility for the above but no Governor has the authority to speak or act on the Governing Body's behalf unless specifically delegated to do so.

Governors must be free at all times to speak and act in what they believe to be the best interest of the school, in line with the Code of Conduct. They cannot be mandated by any group to express its views.





# Section 13 – The Role of a Local Governor (continued)

## Governors' Person Specification

In seeking to fill any vacancy, the Local Governing Board endeavors to maintain a balance of skills and experience amongst its membership. The following general person specification outlines the skills that are required.

Local Governor Key Skills	
Commitment to education	Acts as a conduit between the LGB and Board of Directors, taking feedback from both boards and providing updates, answers to questions/queries, sharing best practice
Interpersonal skills and the ability to work as part of a team	Able to work positively with others and debate whilst maintaining a constructive atmosphere.
Communication skills and the ability to influence	Able to express ideas/plans in a clear manner and to listen actively to other views. Able to communicate effectively.
Planning and Organisational skills	Able to quickly establish an effective course of action for self and others to achieve goals that can be monitored by realistic performance targets. To be visionary for the future plans of the school.
Determination and Drive	Able to create the required energy/enthusiasm and commitment necessary to be effective. To have the tenacity to overcome obstacles.
Strategic Perspective	Able to develop a broad-based view of issues and events and to perceive their long-term impact.
Intellectual and technical ability	Able to absorb sometimes complex information and to rationalise appropriately. Able to think laterally and arrive at a pragmatic solution.
Leadership	Able to demonstrate behaviour and skills that motivate others to achieve - to inspire confidence in others to achieve. To respect the views of others.
Skills and Experience	Each Academy will ensure that based on skills and experience their Governors are linked to the following roles and responsibilities, which will be decided at the first Local Governing Board of the Academic Year. Finance (inc Pupil Premium), Safeguarding and Attendance, Health and Safety, SEND
Circumstances	Available to attend scheduled meetings of the Local Governing Board (66% minimum) and its Committees.
Equal Opportunities/Investors in People Seven Principles of Public Life	Commitment to equal opportunities All governors are expected to adhere to the seven principles of public life.



## Section 14 - Supporting the Board

### 14.1 Governance Calendar & Agenda Cycle

- The Trust has an Annual Governance Calendar that sets out the meeting structure for the academic year for both Directors and Local Governing Boards.
- Directors Meetings represent the main opportunity for the Board to come together to share their work, and for the Executive Management Team to update on the Trusts performance. They are also an opportunity for other members of staff to report on their own work, as required.
- The Trust has a cycle of agreed agenda items and standard reports, to ensure consistency in the sharing and approval of information. The minutes of the Board of Directors will be important evidence of the support and challenge given to the leadership of the Trust.
- Each Academy has its own calendar and reporting schedule which sets out its own events during the year. Directors are welcome to attend any Trust or Academy event, ensuring that the Academy is notified in advance to allow all suitable arrangements to be made.

### 14.2 Offering Support and Challenge

Directors are encouraged to offer support and challenge to the Executive Management Team in line with the Board Terms of Reference. This can be done in a number of different ways, underpinning the six key drivers, for example:

#### Leading Success

- Creating a positive forum for open and reflective discussion between Directors and the Executive Management Team.
- Discussing the Trust's key priorities, its improvement plan and self-evaluation, so that the Trust gains reassurance from having an external perspective on their work.
- Holding the Executive Management Team to account, to secure the best possible outcomes for young people in the Trust.
- Asking probing questions to ensure a robust understanding of the work of the Trust. — Asking the CEO to review decisions to reflect best practice.
- Representing the Trust at Ofsted inspections, if required.
- Ensuring that all resources are appropriately targeted to impact positively on pupils' experience and outcomes.

#### Securing Success

- Taking an active interest in the recommendations from Committees, and the follow-up action taken by the academies.
- Ensuring the CEO and the LGB Governors hold the Principal/Headteacher to account for the impact on the progress of young people and the quality of teaching, learning and assessment.  
Developing Success
- Monitoring the provision of Professional Learning & Development within the Trust and any associated impact.
- Ensuring the appropriate development of all Directors so that the Board can effectively support and challenge the Trust. — Capitalising upon Directors own expertise and connections to create opportunities for the Trust and its academies where appropriate.





## Section 14 - Supporting the Board (continued)

### Standards for Success

- Promoting a culture of high expectations so that leaders continue to have ambitious expectations of their pupils and colleagues.
- Ensuring that the Trust ethos and environment is one that promotes the strong foundations for pupils to succeed and that they are safe.
- Monitoring the impact of work across the inclusion agenda to ensure that the most vulnerable pupils are supported to attend well and reduce the risks of exclusion from any aspect of their education.
- Maintaining awareness of pupil successes, news and events through the Trust and its academies communication channels.
- Celebrating the Trust/Academy's successes whether by congratulating pupils and staff or attending celebration events.

Securing the right balance between support and challenge is key. Without first building relationships, a supportive environment and showing positive commitment to the Trust, challenge will never truly be as effective as it should be. The Trust will support Directors in delivering this balance.

### Supporting Success

- Ensuring that the curriculum provides opportunities for young people to develop their knowledge, skills and understanding, maximising opportunities for success.
- Understanding the targeted academic and pastoral support provided by the Trust.
- Understanding the range of extra-curricular support available for young people via the academies.

### 14.3 Asking the Right Questions

Whether you are a Director questioning the Executive Management Team or a Local Governor asking questions of the Academy Leaders, this is the main way in which you will learn about the Trust.

Holding leaders to account and supporting them to reflect on their decisions is an important function of governance.

The minutes of meetings will also record the range and level of challenge in questions and this is important evidence that governance is being effective.

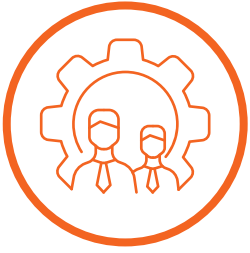
Those new to education or new to the Trust will understandably want to ask questions about the meaning of certain terms.

In turn, the CEO's reports should be clear and accessible to Directors as should Academy Leaders reports to Governors. It is important, however, that such questions do not feature too heavily in meetings.

### Achieving Success

- Ensuring that all pupils (including those from disadvantaged backgrounds) receive the best quality provision in order to secure the best possible outcomes relative to their starting points.
- Representing the Trust at community events or with important local and national stakeholders.





## Section 14 - Supporting the Board (continued)

When posing questions at meetings or on visits, Directors should consider the following:

- Does this question focus on impact? Directors will receive a lot of information about the work of the Trust and its academies, but their concern should be for outcomes, rather than process. Wherever possible, Executive Management Team should provide objective evidence of impact (for example by referring to the data in any report).
- Is this relevant to the agenda item? In order to keep meetings to time, and focused on the main priorities, questions need to be relevant.
- Does this question help to focus the Executive Management Team on an important aspect of what is being discussed? Directors should use their questions to guide the Trust's thinking and attention towards key priorities.
- Is this question strategic? For example, "does the Academy use its lunch menus to support health and wellbeing or even the curriculum?" is a better question than "what is usually on the lunch menu?"

- Does this help the Board to understand what is being discussed?
- Has my question been answered? Do further questions arise from the answer? Where useful, Directors should ask follow-up questions either to clarify a response or to probe any new information.

This is the same process for Local Governors when posing questions to Academy Leaders in meetings or on visits.







# Section 15 - Directors with additional responsibilities



**Every Director has the opportunity to develop a greater understanding of the detailed workings of the Trust, with link roles allocated in the first meeting of the academic year.**

The Board currently appoints a Director to the following areas:

## **Safeguarding**

It is the role of the Safeguarding Director to take a strategic overview of the MAT's safeguarding duties. The Safeguarding Director acts as the link between LGB'S and the Board of Directors reporting back to Directors on how the Safeguarding and Child Protection Policy is being implemented and how resources are used and/or required.

## **SEND & Vulnerable Pupils**

The SEND Director should ensure processes and reporting arrangements are in place to maintain oversight of the procedures in place for each academy to maintain a focus on inclusive practice, as well as identifying and seeking to remove any barriers to learning; providing pupils with equal opportunities and full access to the curriculum in line with the Equality Act 2010. It is essential that pupils' attainment is at the forefront of any Trust's vision and ethos. The SEND and Vulnerable Pupil Link Director of a Trust should have due regard to their statutory duties relating to pupil premium and supporting disadvantaged and SEND pupils.





## Section 16 - Governance Training

The Trust requires all Directors and Governors to complete mandatory training in respect of their role. This mandatory training should be completed within 3 months of a Director or Governor commencing their role. This mandatory training comprises of:

Training	Provider	Location	Approx. Duration	To be completed
Annual Safeguarding Certificate in Safeguarding for School Governors and Directors/Trustees	The National College	Online Course	1 hour 50 minutes	On Induction
Understanding Changes to the DfE Keeping Children Safe in Education Statutory Safeguarding Guidance	The National College or Trust Training	Online Webinar	50 minutes	Annually
Certificate in Online Safety for Governors and Directors/Trustees	The National College	Online Course	1 hour 45 minutes	On Induction then every 3 years
Certificate in Data Protection & GDPR for Governors and Directors	The National College	Online Course	25 minutes	Annually
NCSC Cyber Security Training	NCSC	Online Course	1 hour	On Induction then every 2 years
Certificate in Prevent Duty	The National College	Online Course	53 minutes	On commencement of the role and every 2 years or when Government Policy is updated
Director and Governor Induction Training - Vision, Values, Role, Responsibilities and Scheme of Delegation	Exceed Learning Partnership	Online/Face to Face	2 Hours	On Commencement of the Role
<b>For Directors and Governors involved in recruitment</b>				
Annual Certificate in Safer Recruitment for Education Settings	The National College	Online Course	1 hour 50 minutes	Every 2 years





## Section 16 - Governance Training (continued)

### Accessing Your Training

The Head of Governance, Policy and Communications will provide Directors & Governors with access to their mandatory training. As a Trust, we are members of The National College, which is a source of online training and resources. The Head of Governance, Policy and Communications will provide Directors/ Governors with details of how to register and distribute logins accordingly. In addition to the above modules, Governors may find there are other training modules they wish to undertake, particularly for Link Governors who can access training relevant to their role.

### Tracking of Training Completion

At every full Board meeting and at every LGB meeting an update on training completion will be tabled and shared. This is to enable Chairs to track and chase any outstanding training at more regular intervals and is an action arising from the Trust's most recent Internal Audit.

### Governance Workshops

In addition to the above mandatory training, the Trust also schedule three Governance Workshops per academic year. These workshops provide an opportunity for non-mandatory training and for networking. All Directors and Governors are encouraged to attend.

Workshops cover key topics including:

- School Improvement and Data Outcomes
- Financial Management
- Risk Management
- Strategic Estates Management
- Academy Development Plan





# Section 17 – Terms of Reference for the Annual General Meeting

## 17.1 Annual General Meeting (AGM)

### Purpose and Scope

- To ensure that the Trust's charitable object is carried out.
- To oversee the achievement of the Trust.
- To oversee the performance of the Directors.

### Composition

- The agreed Governance Structure consists of five Members.
- Members and Directors are invited to the Annual General Meeting.
- The AGM will be quorate when no less than three Members are present.

### Meeting Frequency

- The AGM will take place annually, in December in line with the Governance Calendar.
- Members may choose to meet at other times in line with the Articles of Association.

### Summary Delegations

- The Members will receive the Annual Accounts from the Board of Directors.
- The Members will approve any requests in line with the Articles of Association.
- Appointing or removing Members.
- Appointing or removing Directors.
- Reviewing role description for Members.
- Approving recommendations for changes to the Articles of Association.
- Approving recommendations for a change in the name of the Trust.

### Administration

- The meeting will be clerked by the Governance Professional for the Trust Board.





# Section 18 – Terms of Reference for the Board of Directors

## 18.1 Terms of Reference for the Board of Directors

### 1. General

1.1 Develop and implement a written scheme of delegation of its financial powers and duties to local Governing Boards, CEO, DCEO/COO and CFO. The scheme must satisfy Exceed Learning Partnership's ultimate responsibility for ensuring that there are adequate operational controls in place for all the financial processes within the Trust. The Scheme of Delegation should be operated in conjunction with the Financial Regulations of Exceed Learning Partnership.

1.2 Develop and implement a Governance Structure that includes the following committees which operate within the Scheme of Delegation:

- Audit and Risk Committee
- Finance and Operations Committee
- Education and Standards Committee
- CEO Pay and Performance Committee
- Local Governing Boards.

### 2. Vision

- 2.1 To set out the vision for the Trust and its application at both Trust and Academy levels.
- 2.2 To shape the strategic planning for the Trust and provide the necessary guidance, support and challenge with the improvement planning process within each Academy.

### 3. Compliance

- 3.1 To ensure compliance with all statutory regulations including all charity and company laws and all health and safety legislation.
- 3.2 To exercise overall responsibility for the health, safety and welfare of all staff, students and visitors to Trust premises and activities.
- 3.3 To ensure compliance with the provisions of the Articles and the Funding Agreements
- 3.4 To ensure compliance with the Academies Trust Handbook.

3.5 To ensure that the Annual Directors' Report and Financial Statements comply with the EFSA Accounts Direction and Charities Statement of Recommended Practice (SORP).

3.6 To ensure that Members, Directors and Governors operate within the agreed code of conduct (based on NGA).

### 4. Governance

4.1 To elect a Chair and Vice Chair of Exceed Learning Partnership's Board of Directors – advisable term of office is 3 years in order to achieve objectivity within the role.

4.2 To ensure processes are in place for the appointment of Directors of the Trust and Governors of the LGB.

4.3 To implement a policy for the appraisal of Directors.

4.4 To appoint the Accounting Officer for the Trust.

4.5 To ensure that LGBs appoint a Governor with specific responsibility for:

- Safeguarding and Child Protection (Statutory)
- Health and Safety (Statutory)
- Subject Specific Area (non-statutory)
- Financial & Pupil Premium Expenditure (Statutory).

4.6 To hold at least 4 meetings per year (including the AGM for members only).



## Section 18 – Terms of Reference for the Board of Directors (continued)

4.7 To appoint the Governance Professional to the clerk for:

- Exceed Learning Partnership Board (plus meetings for Members)
- Audit and Risk Committee
- Finance and Operations Committee
- Education and Standards Committee
- CEO Pay and Performance Committee
- Local Governing Boards

4.8 To appoint the Chair of each LGB (in consultation with the LGB).

4.9 To monitor the performance of the LGB, and, if necessary, withdraw delegated powers from the LGB and if required replace with an Interim Education Improvement Board. 1.

### 5. Policies

- 1.1 To set HR policies and procedures (as legal employer of all staff), developing appropriate terms and conditions of service with each Academy, including the pay and appraisal policies.
- 1.2 To set and review the curriculum and standards to be achieved by the Academies (in consultation with the LGB).
- 1.3 To determine the admissions policy and arrangements for the Academies (in accordance with admissions law and the DfE codes of practice).
- 1.4 To determine a Trust wide DBS policy as set out in the Academies Trust Handbook.
- 1.5 To set other Trust wide policies such as Complaints, Health and Safety, Safeguarding and Child Protection.
- 1.6 Policy approval will be distributed between the Directors Full Board and Director Committees. Policies each committee are responsible for will be detailed within the Terms of Reference, with the Directors Board responsible for wider group and statutory policies including:

- Code of Conduct for Trust Members, Directors and Governing Bodies

- Complaints Policy and Procedure Academies

- Complaints Policy and Procedure
- Director and Governor Allowance Policy
- Director/Governor Visit Policy
- Equality and Diversity Policy
- Executive Leaders and Teachers Appraisal Policy
- Governance Handbook
- Governor and Director Information Pack
- Health and Safety
- Induction Policies
- Performance Review Policy and Procedure for Teaching Support, Business & Operational Colleagues
- Trust Safeguarding and Child Protection Policy
- Academy Safeguarding and Child Protection Policy
- Scheme of Delegation
- Staff Code of Conduct
- Teacher and Executive Leaders Pay Policy
- Low Level Concerns Policy

### 6. Staffing

- 6.1 To consider permanent changes on an annual basis to the ELP's staffing structure and make recommendations to the ELP Board.
- 6.2 To receive staffing updates from the CEO at each meeting to include: long term absence, vacancies and staff recruitment.
- 6.3 To support the recruitment and appointment process.
- 6.4 To provide quality assurance of the recommendations made by the Pay Review Committee.



## Section 18 – Terms of Reference for the Board of Directors (continued)

- 6.5 To approve the pay progression following a recommendation from the Pay and Performance Committee.
- 6.6 To consider special leave of absence requests [and to delegate to the Principal or each Academy, responsibility for short term leave of absence requests].
- 6.7 To undertake the appointment process for the CEO/DCEO/COO/CFO/DOP.
- 6.8 To establish processes for making appointments within the Trust and each of the Academies.
- 6.9 To appoint the CEO /Principals and Vice/ Assistant/Principals across the Trust (in consultation with LGBs).
- 6.10 To approve the appointment of any senior appointments at any of the Academies.
- 6.11 To appoint the Governance Professional to the Board of Directors.

### 7. HR and Performance Management

- 7.1 To establish policy for managing the performance of staff in each of the Academies.
- 7.2 To ensure that a programme of Personalised Professional Learning and Development (PPLD) is developed across the Trust.
- 7.3 To manage any claims and disputes involving staff across the Trust, including matters of suspension.

### 8. Media and Public Relations

- 8.1 To oversee all public relations activities to project the activities of the Trust and the Academies to the wider community.
- 8.2 Financial Forecasts/Budgetary Control.
- 8.3 To appoint banking providers and agree arrangements and signatories across the Trust.
- 8.4 To formally approve the annual ELP budget forecast for submission to the EFA by the due date of each financial year.

- 8.5 To consider budgetary management reports from the CEO/CFO, with relevant explanations and documentation where required.
- 8.6 To ensure that details of any variations approved and authorised by the Board of Directors are formally notified to the Local Governing Board.

### 9. Purchasing and Servicing

- 9.1 To maintain a Register of Business Interest for all Members, Directors, Governors and staff of the ELP and local Governing Boards (which should be included in the Statutory Books).
- 9.2 To work in conjunction with the Chief Finance Officer, to ensure that procurement arrangements are included in the ELP Financial Regulations.
- 9.3 To maintain sufficient records and make sufficient disclosures in their accounts, to evidence any connected party transactions.
- 9.4 To authorise the advertising of tenders, and authorising the award of such tenders in line with the Trusts Finance Policy.
- 9.5 To ensure that tenders other than the most financially favourable or late tenders, can only be accepted by the ELP and that they shall minute the reasons for their decision.
- 9.6 To determine the extent of the services provided to the Academies by the Trust and how the costs should be allocated.
- 9.7 To oversee the effectiveness of the delivery of the central services.



## Section 18 – Terms of Reference for the Board of Directors (continued)

### 10. Financial and Accounting Requirements

- 10.1 To approve the ELP Financial Regulations including appropriate financial policies.
- 10.2 To approve the level and authorisation of the write off of debts not collectable (the Secretary of State's prior approval is also required if debts to be written off are above the value set out in the annual funding letter).
- 10.3 To receive a risk register for the ELP Board and respond to recommendations as necessary.
- 10.4 To approve levels of borrowing as may be permitted by the Academies Trust Handbook, ensuring that it does not put property or assets at risk.

### 10.5 Budget Planning/ Budgetary Control

- To consider the funding letters received from the EFSA and to assess the implications for ELP and each respective Academy.
- To consider resource requests from local Governing Boards and prioritise these for inclusion in the financial plan.
- To review the 5-year budget forecasts, and annual budget forecast for each Academy within the Trust.
- To consider the draft consolidated budget forecast for the Trust, recommending its acceptance, or otherwise to the ELP Board.
- To consider financial management reports on the ELP and individual academy financial position at every meeting; taking appropriate action to contain expenditure with the budget and report to the ELP Board (in the event that there is no monthly meeting, to receive and review the monthly management accounts via email and respond to the Chief Finance Officer with an acceptance or not of the report).

- To consider ELP financial data with other Academy and EFA benchmarking data and challenge any significant variances on behalf of the ELP Board.
- To report to the ELP Board all significant financial matters and any actual or potential overspending.
- To consider investment opportunities for the Trust Reserves, making recommendation to the Board of Directors ensuring that security takes precedence over income maximisation.

### 10.6 Purchasing

- To authorise the award of individual items and contracts in line with the financial scheme of delegation.
- To oversee tendering processes for the procurement of alternative provision of ICT, Furnishings and other equipment.

### 10.7 Insurances

- To ensure that the Trust and its Academies has adequate arrangements for insurance cover including arrangements for:
  - Buildings & Contents
  - Public Liability
  - Employers Liability
  - Governors Liability
  - Professional Negligence
  - Personal Accident, including educational activities and visits.





## Section 18 – Terms of Reference for the Board of Directors (continued)



### 10.8 Security of Assets

- To ensure that the items procured by the Academies in the Trust, with a value of £1,000 or more, are entered on to the asset register
- To ensure that there are annual independent checks of asset and the asset register
- To authorise the disposal of individual items of equipment and materials that have become surplus to requirements, unusable or obsolete with an original purchase value of up to £5,000 and reporting such authorisation to the ELP Board.

### 10.9 Accounts and other Financial Returns

- To consider the requirements of the EFA Accounts Direction and contribute to the preparation of the ELP Annual Report
- To receive and review the draft financial statements presented by the External Auditor, making a recommendation to the Board, highlighting any significant issues that need to be brought to the attention of the Trust
- To ensure that the Financial Statements are submitted to the AGM in time to achieve a submission date to the Secretary of State by 31 December
- To review the submission of other financial and audit returns on behalf of the ELP, e.g. Abbreviated Accounts Return (AAR) and the Teachers' Pension Audit
- To track the Pupil Premium, Primary Sport spend across each Academy ensuring that it fully meets the criteria set and that the LGB/Trust can demonstrate impact.





## Section 18 – Terms of Reference for the Board of Directors (continued)

### 11. Premises, Health & Safety

- 11.1 To develop an estate management strategy for the Academies that will identify the suitability of build and facilities in light of long-term curriculum needs and the need for and Availability of capital investment to meet their responsibility to ensure the buildings and facilities are maintained to a good standard.
- 11.2 To insure the land and buildings used by the Academies.
- 11.3 To ensure that the responsibilities for Health and Safety are fully met.
- 11.4 To monitor and review of procedures for Health & Safety at a Local Governing Board level.
- 11.5 To review the Trust's Health & Safety Policy.
- 11.6 To ensure that adequate resources are available to implement the aims and objectives of the above policy.
- 11.7 To review the Health & Safety Audit reports and ensure actions are completed by the Local Governing Board.
- 11.8 To receive a report on the annual review of the Academies Fire Policy and Fire Risk Register from the Local Governing Board.
- 11.9 To receive a report on the Risk Assessments in each academy from LGBs.
- 11.10 To ensure that actions are taken in respect of relevant health and safety legislation.
- 11.11 To advise the Local Governing Board on health and safety priorities identified from the annual review.
- 11.12 To ensure arrangements are in place for health and safety, including the use of premises by outside users by each Academy.
- 11.13 To evaluate reports on the effectiveness of services provided through relevant premises related SLAs and contracts.
- 11.14 To receive health and safety reports from each Academy from the Principals.

11.15 To receive reports on the fire evacuation procedures.

11.16 To review Asset Management Plans for each Academy.

11.17 To review Accessibility Plans for each Academy.

11.18 To review training logs so that each Academy is compliant.

### 12. Education Standards

Main Duties within board meetings:

12.1 To monitor each term on the following:

- Data on attainment and achievement for all of the Trust's academies
- School improvement work, Teaching & Learning and leadership
- Overall performance of each of the academies
- Leadership standards
- Governance effectiveness
- The Trust quality improvement and intervention strategies and plans
- External Reports each Term
- Special Educational Needs (SEN) and inclusion
- Disadvantaged Pupils and gap analysis
- Partnership working
- Admissions
- Safeguarding arrangements
- Community engagement

12.2 The Board of Directors may use exception reporting in relation to receiving performance information to fulfil its detailed responsibilities. The Board will receive a summary of positive performance to accompany exception reports.



## Section 18 – Terms of Reference for the Board of Directors (continued)

### Performance

- 12.3 To monitor and review the achievement of strategic objectives, in particular the overview of performance against quantitative and qualitative benchmarks for key indicators/ outcomes and the Ofsted framework, providing challenge and recommending remedial actions where required in line with the Academy Improvement Plan.
- 12.4 To determine the educational performance targets for each of the Academies within the Trust (in consultation with the LGB).
- 12.5 To evaluate Academy performance against the key performance indicators set by the Trust (in consultation with LGB).
- 12.6 To oversee the performance, standards and outcomes on a Trust and individual Academy basis.
- 12.8 The Directors Board will unpick, review and approve Trust's policies in relation to Safeguarding, Statutory and Curriculum Statement including:

- Code of Conduct for Trust Members, Directors and Governing Bodies
- Complaints Policy and Procedure Academies
- Complaints Policy and Procedure
- Director and Governor Allowance Policy
- Director/Governor Visit Policy
- Equality and Diversity Policy
- Executive Leaders and Teachers Appraisal Policy
- Governance Handbook
- Governor Induction Slides
- Health and Safety Policy
- Induction Policies
- Performance Review Policy and Procedure for Teaching Support, Business and Operational Colleagues
- Trust Safeguarding and Child Protection Policy
- Academy Safeguarding and Child Protection Policy
- Scheme of Delegation
- Staff Code of Conduct
- Teacher and Executive Leaders Pay Policy
- Low Level Concerns Policy

### Curriculum Standards, Teaching & Learning

- 12.7 To monitor the Academies' statutory requirements in relation to their curriculum offer
- To review the quality of Teaching and Learning in each Academy
  - To review other curriculum issues such as spiritual, moral, social and cultural development
  - To review extra-curricular activities
  - To review each the monitoring evidence to support improvement in all of the above
  - To review provision for SEND across the Trust and ensure statutory compliance of the website (Local SEND Offer, Academy policies etc)
  - To review Pupil Premium Statements and ensure statutory compliance of the website (Pupil Premium Strategy, Action plans etc).
  - To review the use of Sports Premium and ensure statutory compliance of the website (PE and Sports Premium statements etc).
  - To review the Assessment and tracking of pupils across the trust
- Remaining Trust Policies are allocated to Directors Committees and detailed within the Terms of Reference for these Committees.

### Self-Assessment and Review

- 12.9 To receive self-evaluation reports (CEO's / Principal Reports) on the overall performance of each Academy
- 13.0 To receive progress reports on the implementation of post-Ofsted action plans and any other formal evaluation reports related to the quality and achievement of learning cross the Trust, to further inform and develop the Trust's Quality Improvement Plans and strategies
- 1.1 The board of directors (the Directors) of Exceed Learning Partnership Trust (the Trust Board) hereby resolves to establish a committee of



## Section 19 – Terms of Reference for the Audit and Risk Committee

the Trust Board to be known as the Audit and Risk Committee (the Committee).

- 1.2 The committee will discharge its duties by following the terms of reference as set out within this document and the ELP Governance Framework and Handbook.

### 2. Membership

- 2.1 The Committee shall have a minimum of three members, that will consist of Directors from the Trust Board
- 2.2 Subject to paragraph 2.3, the Committee shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair). The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.
- 2.3 No person may act as Chair under paragraph 2.2 unless they are also a member of the Trust Board.
- 2.4 The Chair of Directors shall ensure that the Governance Professional is present to take minutes at meetings of the Committee.
- 2.5 The Committee may invite attendance at meetings from persons who are not Directors or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 2.6 The CEO, CFO and DCEO/COO are required to attend all meetings in an advisory capacity.

### 3. Remit and responsibilities of the Committee

- 3.1 The Committee shall be responsible for the

matters set out in Schedule 1.

### 4. Proceedings of Committee meetings

- 4.1 The Committee will meet as often as is necessary to fulfil its responsibilities but at least once a term, three times a year
- 4.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 4.3 The quorum for the transaction of the business of the Committee shall be two or more Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the Committee is quorate.
- 4.4 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.
- 4.5 Each committee member present shall be entitled to one vote.
- 4.6 Where there is an equal division of votes the Chair shall have a casting vote.
- 4.7 A register of attendance shall be kept for each Committee meeting and published annually.

### 5. Authority

- 5.1 The Committee is authorised by the Trust Board to:
  - 5.1.1 carry on any activity authorised by these terms of reference; and
  - 5.1.2 seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.



## Section 19 – Terms of Reference for the Audit and Risk Committee (continued)



working with the Governance Professional the Committee will:

- 6.1.1 produce and agree minutes of its meetings;
  - 6.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board (together called the “Committee Reports”).
- 6.2 The Committee Reports can be agreed by Committee members by email.
  - 6.3 The Committee Reports will be sent to the Trust Board within 25 working days following each Committee meeting.
  - 6.4 The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.
  - 6.5 The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

- To regularly monitor progress regarding any outstanding audit recommendations to ensure that any delays to agreed implementation dates are reasonable.
- To ensure that LGB and committees include agenda items and minutes relating to the review of risks specific to their remit at least once per term.
- To ensure that the external auditor has the fullest co-operation of staff.
- To review the effectiveness of the Trusts internal control system established to ensure that the aims, objectives and key performance targets of the organisation are achieved in the most economic, effective and environmentally preferable manner.
- To ensure that the Trusts internal audit service meets, or exceeds, the standards specified in the Government Internal Audit Manual, complies in all other respects with these guidelines and meets agreed levels of service.
- To consider internal audit reports and the arrangements for their implementation.
- To review the operation of the Trust's code of practice for board members and code of conduct for staff.
- Monitor the integrity of the financial statements
- Review internal financial control and directing the trust's programme of internal audit scrutiny.
- Reviewing the academy's internal control and risk

### Schedule 1 - Responsibilities of the Audit and Risk Committee

The Audit and Risk Committee is a sub-committee of the main Board of Directors. The committee will discharge its duties by following the terms of reference as set out in the Governance Framework and Handbook as follows: To advise the Trust Board on the appointment, re-appointment of the external, internal and regularity auditor.

- To receive and consider the annual Audit Report and put in place an action plan or review the management response to any recommendations from the audit.



## Section 19 – Terms of Reference for the Audit and Risk Committee (continued)

management systems reporting to the trust board on the adequacy of the trust's controls.

- Oversee and approve the trust's programme of internal scrutiny
- Ensure that risks are being addressed appropriately through internal scrutiny
- Report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.
- To review the action and implementation of risk management policy across the Academy Trust, reporting to the Trust board on the adequacy of the Trust's management of risk.
- Making recommendations to the governing body in relation to the appointment, reappointment and removal of the external auditor and approve the remuneration and terms of engagement of the auditor.
- Reviewing the auditor's independence and objectivity.
- To manage, monitor and maintain a risk register on behalf of the Trust board, making recommendations for action as deemed necessary.
- To consider any other matters where requested to do so by the board.
- To report at least once per term to the board on the discharge of the above duties.
- To review, unpick and approve the following policies:
  - Business Continuity Plan
  - Confidentiality Policy
  - Data Retention Policy
  - Risk Management Policy
  - Data Protection Policy
  - Freedom of Information Policy
  - Photography and Filming and Schools Policy (Academies)
  - Emergency Plan Local Lockdown (Academy)
  - Emergency Plan Local Lockdown (Trust office version)





# Section 20 – Terms of Reference for the Finance and Operations Committee

1.0 The Board Of Directors (the Directors) of Exceed Learning Partnership Trust (the Trust Board) hereby resolves to establish a committee of the Trust Board to be known as the Finance and Operations Committee (the Committee).

1.1 The committee will discharge its duties by following the terms of reference as set out within this document.

## 2. Membership

2.1 The Committee shall have a minimum of three members, that will consist of Directors from the Trust Board

2.2 Subject to paragraph 2.3, the Committee shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair). The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.

2.3 No person may act as Chair under paragraph 2.2 unless they are also a member of the Trust Board.

2.4 The Chair of Directors shall ensure that the Governance Professional is present to take minutes at meetings of the Committee.

2.5 The Committee may invite attendance at meetings from persons who are not Directors or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

2.6 The CEO, DCEO/COO and CFO are required to attend meetings in an advisory capacity.

## 3. Remit and responsibilities of the Committee

3.1 The Committee shall be responsible for the matters set out in Schedule 1.

## 4. Proceedings of Committee meetings

4.1 The Committee will meet as often as is necessary to fulfil its responsibilities but at least once a term, three times a year

4.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.

4.3 The quorum for the transaction of the business of the Committee shall be two or more Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the Committee is quorate.

4.4 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.

4.5 Each committee member present shall be entitled to one vote.

4.6 Where there is an equal division of votes the Chair shall have a casting vote.

4.7 A register of attendance shall be kept for each Committee meeting and published annually.

## 5. Authority

5.1 The Committee is authorised by the Trust Board to:

5.1.1 carry on any activity authorised by these terms of reference; and

5.1.2 seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.



## Section 20 – Terms of Reference for the Finance and Operations Committee (continued)

### 6. Reporting Procedures

6.1 Within 25 working days of each meeting, working with the Governance Professional the Committee will:

6.1.1 produce and agree minutes of its meetings;

6.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board. (together called the “Committee Reports”).

6.2 The Committee Reports can be agreed by Committee members by email.

6.3 The Committee Reports will be sent to the Trust Board within 25 working days following each Committee meeting.

6.4 The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.

6.5 The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

### Schedule 1 - Responsibilities of the Finance and Operations Committee

The Finance Committee is a sub-committee of the main Board of Directors. The committee will discharge its duties by following the terms of reference as set out in the Governance Framework and Handbook as follows:

a) The overall finances of Exceed Learning Partnership, including:

- The annual budget (for recommendation to the Board of Directors) and monitoring of that budget
- Charging policy; income generation policy; lettings policy

- Financial procedures (including compliance with the DfE Guidance); delegation of spending authority and associated policies
- Policy and decisions regarding contracts and service level agreements
- Insurance arrangements
- Governors’ expenses policy
- The external finance audit including the appointment of external finance auditors (for recommendation to Members/Directors)
- The preparation of the annual report and accounts (for presentation to Directors)
- Policy and procedures in respect of internal financial controls and internal finance audit functions
- Compliance with statutory and other required procedures.
- Oversight of risk assessment policy.

b) The Personnel of Exceed Learning Partnership MAT

- Staff recruitment procedures
- Staff appointments procedures
- Equal opportunities
- Performance management arrangements
- Employment contractual matters
- Staff well-being and retention strategies.

c) The Premises of Exceed Learning Partnership MAT

- To advise Directors on priorities, including health and safety, for the maintenance of the existing Academy buildings
- To oversee arrangements for repairs and maintenance
- To make recommendations on premises-related expenditure and approve spend in line with Finance Policy.
- In consultation with the Principal/Headteacher, oversee premises-related funding bids
- To oversee arrangements, including health and safety, for the use of the premises by





## Section 20 – Terms of Reference for the Finance and Operations Committee (continued)



(d) Key targets agreed by Board members in respect of any of the above areas.

(e) To review, unpick and approve the following policies:

- Anti-Fraud & Bribery Policy
- Business Support for Academies Policy and Procedures
- Capability Policy
- CCTV and Surveillance Policy
- Charging & Remission Policy
- Competitive Tendering and Procurement Policy
- Covid Vaccination Policy
- Credit Card Policy
- Dignity at Work Policy
- Dinner Money Policy
- Disciplinary Policy
- Premises Management Policy
- Expense Policy
- Finance Policy
- Flexible Working Policy
- Gifts and Hospitality Policy
- Grievance Policy
- Home and Remote Working Policy
- Hot Works policy
- Investment Policy
- Leave of Absence for Staff
- Leaving Exceed Learning Partnership Policy
- Lettings Policy
- Site Security Policy
- Managing Asbestos Policy
- Managing Attendance at Work Policy and Procedure
- Managing Conflicts of Interest Policy
- Maternity, Paternity and Adoption Policy
- No Smoking and Vaping Policy
- Online Safety Policy
- Overtime and Additional Hours Policy
- Staff Health and Wellbeing Strategy
- Premises Service Level Agreement (Academies)
- Probationary Procedure - Academy/Trust
- Reserves Policy
- Staff Induction Policy
- Shared Parental Leave Policy
- Staff Handbook
- Staff Stress Management Policy
- Structure Review and Redundancy Procedures
- Support Staff Capability Procedures
- Supporting staff through the Menopause Policy
- Teachers Capability Procedures
- Lone Working Policy
- Use of Email Guidelines
- Use of Mobile Phones Policy

(f) Any other matters referred to it by Board members.

- 1 The board of directors (the Directors) of Exceed Learning Partnership Trust (the Trust Board)





## Section 21 – Terms of Reference for the Education and Standards Committee

hereby resolves to establish a committee of the Trust Board to be known as the Education and Standards Committee (the Committee).

- 1.1 The committee will discharge its duties by following the terms of reference as set out within this document and the ELP Governance Framework and Handbook.

### 2. Membership

- 2.1 The Committee shall have a minimum of three members, that will consist of Directors from the Trust Board
- 2.2 Subject to paragraph 2.3, the Committee shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair). The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.
- 2.3 No person may act as Chair under paragraph 2.2 unless they are also a member of the Trust Board.
- 2.4 The Chair of Directors shall ensure that the Governance Professional is present to take

minutes at meetings of the Committee.

- 2.5 The Committee may invite attendance at meetings from persons who are not Directors or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 2.6 The CEO or Director of Primary Education are required to attend all meetings in an advisory capacity.

### 3. Remit and responsibilities of the Committee

- 3.1 The Committee shall be responsible for the matters set out in Schedule 1.

### 4. Proceedings of Committee meetings

- 4.1 The Committee will meet as often as is necessary to fulfil its responsibilities but at least once a term, three times a year
- 4.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 4.3 The quorum for the transaction of the business of the Committee shall be two or more Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the Committee is quorate.
- 4.4 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.
- 4.5 Each committee member present shall be entitled to one vote.
- 4.6 Where there is an equal division of votes the Chair shall have a casting vote.
- 4.7 A register of attendance shall be kept for each Committee meeting and published annually.





# Section 21 – Terms of Reference for the Education and Standards Committee (continued)



## 5. Authority

- 5.1 The Committee is authorised by the Trust Board to:
- 5.1.1 carry on any activity authorised by these terms of reference; and
  - 5.1.2 seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.

## 6. Reporting Procedures

- 6.1 Within 25 working days of each meeting, working with the Governance Professional the Committee will:
- 6.1.1 produce and agree minutes of its meetings;
  - 6.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board (together called the “Committee Reports”).
- 6.2 The Committee Reports can be agreed by Committee members by email.
- 6.3 The Committee Reports will be sent to the Trust Board within 25 working days following each Committee meeting.
- 6.4 The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.
- 6.5 The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

## 6.6 Schedule 1

Responsibilities of the Education & Standards Committee Targets

- 1 Recommending to the Trust Board for approval the educational targets of the Academies (in consultation with the Local Governing Boards),

### Review

- 2 Monitoring and evaluating performance of the academies against KPIs set by the Trust Board (in consultation with the Local Governing Boards) in relation to academies and other matters.
- 3 Holding each academies leadership to account for school performance and quality of provision.
- 4 Monitoring and evaluating the overall effectiveness and efficiency of leadership and management at the academy.
- 5 Monitor and evaluate the impact of Pupil Premium funding on children’s learning outcomes and wellbeing to ensure the best possible outcomes for pupils.
- 6 Receiving reports on the overall Performance management outcomes for each academy making any appropriate recommendations to the Trust Board.
- 7 Supporting and challenging the self-evaluation process including successes and areas for improvement with particular regard to outcomes and success criteria.
- 8 Considering the aims and priorities for raising standards of achievement in each of the academies strategic plans through the Standards Review process.



## Section 21 – Terms of Reference for the Education and Standards Committee (continued)

### Curriculum Issues & Other Matters

- 9 Receive reports (verbal or written as appropriate) on the quality of the curriculum and on provision in its widest sense and on the other excellent activity and experience i.e. without a numerical value.
- 10 Receiving reports from the Principals/ Headteachers and reviewing pupil attendance, behaviour, exclusions, and relevant disciplinary matters relating to each academy.
- 11 Directors reserve the right, where appropriate, to review and act upon any concerns in relation to other matters, including but not restricted to:
  - SEND
  - Publication of statutory requirements
  - Policies
  - SMSC (Spiritual, Moral, Social & Cultural Development)
  - Pupil Behaviour
  - CPD (Continuing Professional Development) for staff

### Stakeholder Engagement

- 12 Promoting partnership working between parents / carers and the academies to promote high standards of attendance, behaviour and learning by pupils.
- 13 Receive reports from each academy on the views of pupils, parents / carers and other stakeholders as part of a programme of regular self-evaluation by the academies to assess its performance and that of the Trust against stated aims and objectives.
- 14 Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall pupil experience.

15. Policies to review, unpick and review include:

- Admissions Policy
- Attendance Policy
- Calculation Policy
- Exclusions Trust Wide Policy
- Social Media Policy
- Pupils who Abscond Policy
- Safer Recruitment Policy
- Uncollected Child - Policy and Procedure
- Whistleblowing Policy
- Any Policy related to curriculum, teaching and learning, school improvement.

### General

- 15 Reviewing or investigating any other matters referred to the Committee by the Trust Board.
- 16 Drawing any significant recommendations and matters of concern to the attention of the Trust Board.





## Section 22 – Terms of Reference for the Pay and Performance Committee

1. The main function of the committee is to oversee the implementation of the pay appraisal policies in a fair and equitable manner within the statutory and contractual obligations. This will include the consideration of pay recommendations from the respective leaders and determination of pay for each member of staff following their performance review.
  - the Board of Directors for formal approval
2. It is recommended that the committee comprise of 3 Directors. The chair of the board could be a member but it is suggested that the chair of the board does not chair the Pay and Performance committee. The CEO will need to attend on occasions to advise on broader matters relating to pay policy such as setting Executive Leaders Pay but cannot be involved in setting their own Pay..
  - To implement the statutory and discretionary elements of the School Teachers' Pay & Conditions Document and to have regard to national and local grading agreements, whilst considering employment legislation, equal pay and the ELP Board's policy on equal opportunities
  - To quality assure the appraisal process through dialogue with the CEO and scrutiny of a sample of appraisal paperwork
  - To review annually the salaries of all teaching staff in light of recommendations made by the CEO and the respective Academy Principal and to provide staff with a statement of salary
3. The group will meet twice per year, in the Autumn Term to consider recommendations and Summer Term to review policy and practice.
4. The terms of reference for the Pay and Performance committee include:
  - To ensure academies have formed a Pay and Performance Committee that is effective in their duties in managing pay and performance on an academy level as per the scheme of delegation.
  - To direct any appeal against a decision on pay grading or pay awards to the Board of Directors.
  - To keep in touch with the pay/appraisal policies of all academies
  - To be responsible for determining dismissal payments, early retirement awards or any other settlements
5. The Pay and Performance Committee has the responsibility:
  - Setting pay policy for CEO/Executive Leaders;
  - Keeping the policy under review for appropriateness and relevance;
  - Approving the design of and determining performance targets for any performance related element of executive pay;
  - Recommending and monitoring executive pay, including the entire remuneration package; and
  - Determining and recommending the wider pay policy to the Board of Directors.

### Leadership Performance Reviews



## Section 22 – Terms of Reference for the Pay and Performance Committee (continued)

6. The Pay and Performance Committee is formed as outlined below.
- To ensure that at every stage the CEO appraisal is firmly linked to Trust improvement and the agreed criteria identified in the performance objectives
  - To work with an External Adviser appointed by the Trust to support and advise the Panel during the CEO appraisal process
  - To prepare for the appraisal meeting with advice from the External Adviser by reviewing the objectives set for the previous year along with the CEO's overall performance and any challenges faced
  - To lead the CEO's/ performance appraisal meeting with support from the external adviser
  - To consider the CEO's learning, development & support needs and how these will be addressed
  - To advise the CEO of the standards against which the performance will be assessed during the coming year
  - To make recommendations by 31st December in relation to any CEO pay progression, in line with the School Teachers' Pay and Conditions Document
  - To set the objectives for the coming academic year
  - To agree with the adviser a written report of the appraisal process for the CEO as soon as is practicable
  - To undertake a review meeting after 6 months to consider the progress towards meeting the objectives and whether they need to be amended as circumstances have changed.
7. It is important that these members receive the appropriate training and are supported by an external specialist as required.





# Section 23 – Terms of Reference for the Local Governing Board

## 1. General

- 1.1 Local Governing Boards (LGBs) will have oversight and scrutiny of their respective academy within an overall strategic direction and framework determined by the Board of Directors. LGBs can raise matters of concern or interest directly with Directors of the Board of Directors or respective committees.
- 1.2 If necessary, the Chair of a LGB can submit a paper for consideration or request an item to be raised for discussion at a Board meeting and where appropriate may attend to present the matter in person.
- 1.3 The Chair of the LGB will attend a Chair of Governors Board with other members of the academies to support the work of the Trust and have a voice in ensuring the best outcomes, procedures or resourcing is achieved across the Trust.
- 2.7 Work with the Governance Professional to ensure that there is an induction of new Governors, tailored to reflect the individual structure of the Academy.
- 2.8 To oversee all of the Academy's activities.
- 2.9 To hold the Principal (as appropriate) and Academy leadership to account for the achievement, quality of teaching, behaviour and safety and leadership and management of the Academy.
- 2.10 To appoint an Academy, Pay and Performance Committee to oversee the Principal performance appraisal and staff performance appraisals.
- 2.11 To appoint Governors with specific areas of responsibility for;
  - Safeguarding and Child Protection
  - Health and Safety
  - Financial & Pupil Premium Expenditure.

## 2. LGBs' delegated responsibilities:

### Vision and Values

- 2.1 To carry forward and ensure the academy is adhering and permeating the Trust's vision and values,
- 2.2 To ensure the implementation of actions required to comply with all statutory regulations.
- 2.3 To assist the Directors in complying with the provision of the Funding Agreements where requested.

### Governance

- 2.4 To appoint a Chair and Vice-chair of the LGB in consultation with the Trust.
- 2.5 To manage the appointment of all community, staff and parent governors in line with the Trust policy.
- 2.6 It is advisable that the Chair and Vice Chair have a 2-year term of office in order to achieve objectivity within the role.





## Section 23 – Terms of Reference for the Local Governing Board (continued)

### Policies

- 2.12 To comply with and adhere to the terms of any Trust protocol or any guidance issued by the Trust
- 2.13 To work with the Trust to set the curriculum and standards to be achieved by the Academy.
- 2.14 To implement all policies prepared and approved by the Trust.
- 2.15 To ensure provision of free school meals to those pupils meeting the criteria.

### Education Standards

- 2.16 To work with the Trust to consider and evaluate Academy performance against key performance indicators set by the Trust.
- 2.17 To work with the Trust to determine the educational targets of the Academy including determination of the 'Academy Improvement Plan'.
- 2.18 To continually monitor and evaluate the 'Academy Development Plan' highlighting potential risks to the Trust.

### Recruitment

- 2.19 To work with the Trust to appoint the Principal and any Vice or Assistant Principal of the Academy.
- 2.20 To seek the approval of the Directors for any senior appointment at the Academy.
- 2.21 To make other appointments of staff within their remit and in a way consistent with any policy or procedure as may be determined by the Trust.

### Human Resources and Performance Appraisal

- 2.22 To monitor the local HR activity and policy, including the process for local performance/appraisal reviews for members of staff and ensure that it is within the parameters set for the particular Academy.

- 2.23 To consider whether any changes are required to staff hours or contracts, although the Governors may not make any amendments without the Directors' consent.

### Media and Public Relations

- 2.24 To support the Trust and the Academy in relation to any public relations activities to project the activities of the Trust and the Academies to the wider community.

### Financial Management

- 2.25 To ensure compliance with the overall financial plan for the Academy.
- 2.26 To observe appropriate levels of delegation and protocols, in conjunction with the Accounting Officer and Chief Finance Officer.
- 2.27 To prepare a resource plan, matched against the Academy Development Plan and submit this to the Board of Directors for consideration in the Budget Planning process
- 2.28 To inform the Trust of any need for significant unplanned expenditure and work with the Trust to identify available funding.
- 2.31 To review risks at a local level, ensuring that significant risks are incorporated into the overall Exceed Learning Partnership Risk Register.
- 2.32 To ensure that recommendations from internal and external audit visits have been implemented effectively in a timely manner.
- 2.33 To track the Pupil Premium/Primary Sport premium ensuring that it fully meets the criteria set and that the Local Governing Board can demonstrate impact.





## Section 23 – Terms of Reference for the Local Governing Board (continued)



### Procurement and Services

- 2.34 To work with the Trust to determine the extent of the services provided to the Academy by the Trust and other providers.
- 2.35 To implement the Trust's procurement policies insofar as they impact on the Academy
- 2.36 To enter into contracts on behalf of the Trust insofar as they relate to the Academy, provided that the LGB shall first obtain the written consent of the Directors to any contracts or expenditure.
- 2.37 To seek value for money and be able to demonstrate that value for money has been achieved.
- 2.42 To ensure that the premises and facilities are maintained to a good standard, ensuring that compliance with statutory risk assessments and procedures are put in place for managing:
- A. Asbestos
  - B. Fire Risk Assessment (FRA)
  - C. Legionella
  - D. Other Risk Assessments related to premises maintenance and safety.

### Assets and Premises

- 2.38 To ensure the safety of the users of the Academy buildings and facilities.
- 2.39 To respond to and prepare an action plan in response to recommendations made following any internal H & S inspections or areas of weakness identified by the ELP Premises and External Inspection.
- 2.40 To notify the Trust of any changes to fixed assets used by the Academy.
- 2.41 To ensure that the Academy maintains an inventory of its assets.
- 2.43 To monitor and evaluate the standards and achievement of pupils and the impact of the quality of education provided. In all its business, the committee will take account of whether there has been a positive impact on the outcomes of the pupils.
- 2.44 In carrying out its functions, the LGB will receive information and advice from the principal and other staff and will actively seek opportunities for wider consultation where appropriate.
- 2.45 The Local Governing Body will hold 6 meetings per year (one every half term) generating high quality evidence for the meetings using termly strategic reports produced by the Academy Leadership team.

### Curriculum Standards – Teaching & Learning





## Section 23 – Terms of Reference for the Local Governing Board (continued)

2.46 Discussing the targets set for all cohorts to ensure they are as aspirational as possible for all students/pupils

- Ensuring all governors have a good understanding of pupil achievement in relation to national standards and all schools nationally
- Monitoring pupil progress in relation to the targets set and with specific reference to particular groups
- Monitoring the impact/outcome of the curriculum and teaching on pupils' learning and achievement
- Monitoring progress in meeting the key issues identified by any internal or external quality assurance/monitoring
- Reviewing and evaluating the effectiveness of specific support and intervention;
- Receiving regular reports from the Principal on the monitoring of the quality of teaching and learning and how teaching and learning is impacting on key improvement priorities
- Monitoring and evaluating the impact of the school's provision for vulnerable groups e.g. special educational needs, cared for pupils, pupils in receipt of support through pupil premium funding
- Monitoring the impact of the strategies developed to improve pupil attendance and progress towards attendance targets
- Monitoring and reviewing any curriculum developments in line with the evolving government agenda
- Reviewing and monitoring relevant areas of the Academy Development Plan
- Requesting and receiving reports, as and when required, from key members of staff e.g. Senior or Subject Leaders
- Ensuring that parents receive the results of statutory assessments, annual report on learner's educational achievements and information about the academy through the prospectus and school profile
- Ensuring that all learners receives the full statutory curriculum as agreed with the Local Governing Board
- Reviewing, adopting and monitoring the impact of any relevant policies and or protocols.





## Section 24 – Implementation of an Interim Education Improvement Board



1. The Directors of Exceed Learning Partnership regularly review and evaluate the effectiveness of the Local Governing Board alongside the performance of the academy.
2. Where required Directors may make the decision to remove delegated responsibilities as detailed within the Scheme of Delegation from the Local Governing Board and replace with an Interim Education Improvement Board.
3. In this scenario, Directors will set out Terms of Reference, set a timeframe and implementation strategy for the Interim Education Improvement Board.
4. Members of the Education Improvement Board will be appointed by Directors based on skillsets and experience required to drive academy performance and improvement.
5. Members of the existing Local Governing Board may be asked to join the Education Improvement Board, however membership will be decided and appointments made by the Directors.
6. The Terms of Reference will set out the delegated responsibilities of the Interim Education Improvement Board and reflect the differences within the Scheme of Delegation
7. Terms of Reference will be agreed by Directors and specific to the requirements of the academy
8. The Interim Education Improvement Board will meet every 4 – 6 weeks.
9. Any responsibilities not delegated to the Interim Education Improvement Board will be the responsibility of the Trust and Board of Directors, in the absence of a Local Governing Board.
10. The time frame for which the Interim Education Improvement Board is implemented in the absence of the Local Governing Board will be made by the Directors and be under constant review.
11. Existing Governors who are not asked to join the Education Improvement Board will resign from the Local Governing Board.
12. The Local Governing Board will be reinstated and delegated responsibilities resumed upon approval from Directors when academy improvement has been delivered.
13. The Chair of the IIEB will provide regular feedback to the Directors Board including the impact of the IIEB





# Section 25 – Governance Agenda Cycle for Members and Directors Part 1

Governance Agenda Cycle						
Board Name	Autumn Term		Spring Term		Summer Term	
	1	2	3	4	5	6
Members		<b>AGM</b> Presentation of Governance Report & Annual Accounts Directors Annual Report to Members Appointment of Auditors				<b>Member Catch Up</b> Verbal Update and Q&A with Exec Team and Chair of Directors AGM Planning
Full Board of Directors	<b>Meeting 1</b> Appointment of Chair/Vice Chair Appointment of SEND & Safeguarding Director Appointment of Link Directors to LGB's Register of Interests & Code of Conduct Governance Handbook Review Scheme of Delegation Review CEO Report Trust Strategic Plan – Spotlight Policy Review	<b>Meeting 2 (takes place after AGM)</b> Approval of Annual Accounts Action Tracker Update from Committees: <ul style="list-style-type: none"> <li>Finance &amp; Operations</li> <li>Audit &amp; Risk</li> <li>Education &amp; Standards</li> </ul> CEO Report Policy Review		<b>Meeting 3</b> Action Tracker Update from Committees: <ul style="list-style-type: none"> <li>Finance &amp; Operations</li> <li>Audit &amp; Risk</li> <li>Education &amp; Standards</li> </ul> CEO Report Finance Report Business & Operations Report Policy Review		<b>Meeting 4</b> Action Tracker Update from Committees: <ul style="list-style-type: none"> <li>Finance &amp; Operations</li> <li>Audit &amp; Risk</li> <li>Education &amp; Standards</li> </ul> CEO Report Finance Report Business & Operations Report Director Visioning & Strategic Planning Governance Calendar (following year) Policy Review
Audit and Risk Committee		<b>Meeting 1</b> Action Tracker Internal Audit Update (previous year) Internal Audit Programme (current year) External Audit (narrative for annual report) Review of Risk Register Risk Management Policy and Risk Appetite Review Policy Review		<b>Meeting 2</b> Action Tracker Review of Risk Register Internal Audit Update External Audit Recommendations Policy Review		<b>Meeting 3</b> Action Tracker Review of Risk Register Internal Audit Update Internal Audit Arrangements & Programme (following year) Policy Review



# Section 25 – Governance Agenda Cycle for Members and Directors Part 2

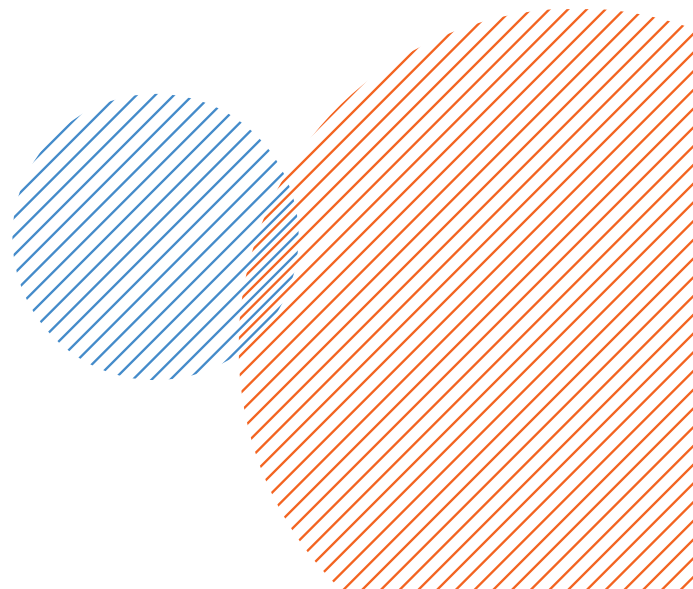
Governance Agenda Cycle (continued)						
Board Name	Autumn Term		Spring Term		Summer Term	
	1	2	3	4	5	6
<b>Education and Standards Committee</b>	<b>Meeting 1</b> Action Tracker Review of Trust Test & Examination Outcomes Review of Wider Educational KPIs External Academy Improvement Partner (AIP) Reports Benchmarking/ Aspirations / Target Setting Safeguarding Update		<b>Meeting 2</b> Action Tracker External Academy Improvement Partner (AIP) Reports Data Reports Safeguarding Update		<b>Meeting 3</b> Action Tracker External Academy Improvement Partner (AIP) Reports Data Reports Safeguarding Update	
<b>Finance and Operations Committee</b>		<b>Meeting 1</b> Action Tracker Academy Trust Handbook Approval of Draft Annual Accounts (before submission to full Directors and AGM) Finance Report – Current Period, 2 Year & 3 Year Forecast HR & People Development External Audit Policy review		<b>Meeting 2</b> Action Tracker Finance Report – Current Period, 2 Year & 3 Year Forecast HR & People Development Capital Expenditure Update Policy Review		<b>Meeting 3</b> Action Tracker Finance Report – Current Period, 2 Year & 3 Year Forecast Proposed Trust Budgets/ BFRO (following year) Capital Expenditure Proposals (following year) HR & People Development External Audit Programme (arrangements for next academic year)
<b>CEO Pay and Performance Committee</b>		<b>Meeting 1</b> CEO Appraisal Review & Approval of Trust Executive Leaders Appraisal Recommendations Pay Policy Review & Other Pay related items for approval (as applicable)		<b>Meeting 2</b> CEO Mid-Term Review		



## Section 26 – Governance Agenda Cycle for Local Governing Boards

Governance Agenda Cycle (continued)						
Board Name	Autumn Term		Spring Term		Summer Term	
	1	2	3	4	5	6
Local Governing Board	<b>Meeting 1</b> Appointment of Chair/ Vice Chair (2-year term) Governor Roles and Responsibilities Action Tracker Principal Report ADP Governor Monitoring Academy Policy Review	<b>Meeting 2</b> Action Tracker Business, Finance and Operations Report Update from Academy Risk Committee Governor Monitoring Academy Policy Review	<b>Meeting 3</b> Action Tracker Principal Report Governor Monitoring Academy Policy Review	<b>Meeting 4</b> Action Tracker Business, Finance and Operations Report Update from Academy Risk Committee Governor Monitoring Academy Policy Review	<b>Meeting 5</b> Action Tracker Principal Report Governor Monitoring Academy Policy Review	<b>Meeting 6</b> Action Tracker Business, Finance and Operations Report (including Budget for following year) Update from Academy Risk Committee Governor Monitoring Academy Policy Review
Local Governing Board Risk Committee	<b>Meeting 1</b> Review of Academy Risk Register Strategy for High Risk Items		<b>Meeting 2</b> Review of Academy Risk Register Strategy for High Risk Items		<b>Meeting 3</b> Review of Academy Risk Register Strategy for High Risk Items	







**Exceed Learning Partnership**

• EVERY CHILD • EVERY CHANCE • EVERY DAY •

Edlington Lane, Doncaster, South Yorkshire DN12 1PL  
T 01709 805175 | E [admin@exceedlearningpartnership.com](mailto:admin@exceedlearningpartnership.com)

[www.exceedlearningpartnership.co.uk](http://www.exceedlearningpartnership.co.uk)