



Wade Deacon Trust

Scheme of Delegation Local Governance Terms of Reference

Date of Board of Trustees' Review: September 2018

Next Review Due: September 2020

Trust Link: Mr I. Kirkham

Revision Number: v1

I VISION

- 1.1 Wade Deacon Multi Academy Trust is committed to providing the highest standards within its schools. It has clear aims, clarity of purpose and a vision that is shared with all stakeholders.

2 INTRODUCTION

- 2.1 The Board of Trustees has established a governance structure for the Trust, which is:

2.1.1 compliant with DfE/ESFA requirements, company and charity law;

2.1.2 scalable and adaptable to growth or change within the Trust;

2.1.3 reviewed annually by the Trustees, or as required in response to significant change.

- 2.2 The governance structure complies with the Academies' Financial Handbook and the Articles of Association. All members, trustees and local governors must adhere to the 'Nolan Principles' of public life which are:

2.2.1 **Selflessness**

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

2.2.2 **Integrity**

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

2.2.3 **Objectivity**

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

2.2.4 **Accountability**

Holders of public office are accountable for their decisions and actions

to the public and must submit themselves to whatever scrutiny is appropriate to their office.

2.2.5 **Openness**

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

2.2.6 **Honesty**

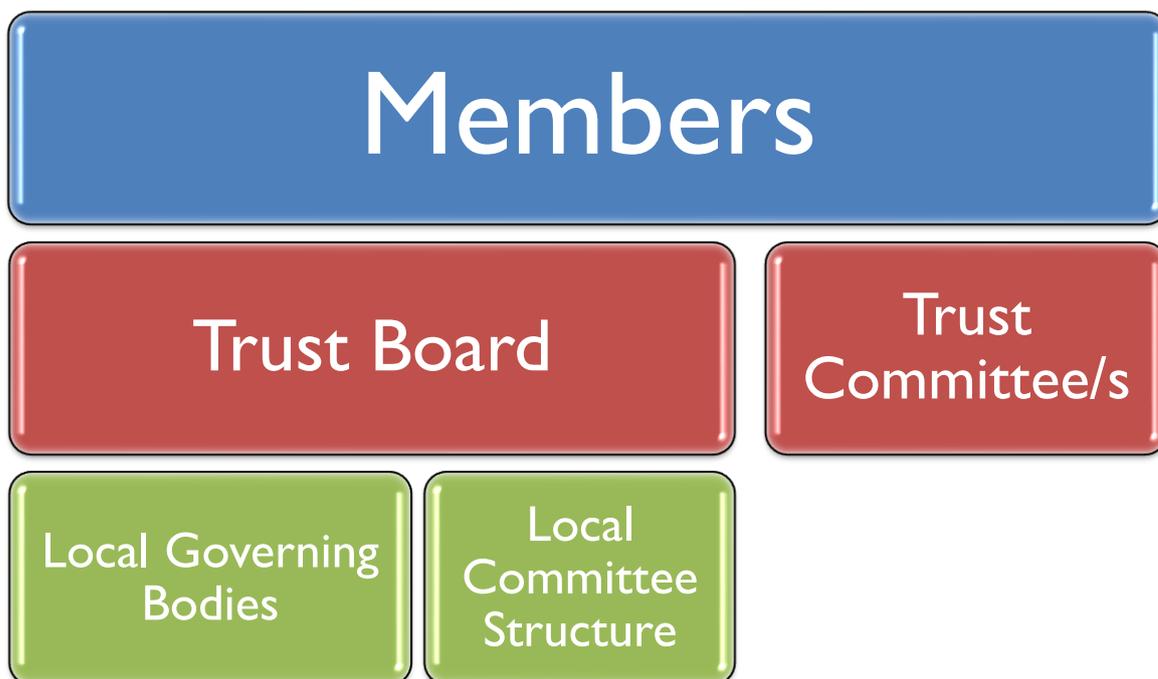
Holders of public office have a duty to declare any private interest relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

2.2.7 **Leadership**

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

- 2.3 All members, trustees and local governors are encouraged to attend training regularly and review training needs annually. The Trust will support in arranging this training.

TRUST GOVERNANCE STRUCTURE



3 MEMBERS

- 3.1 The Trust is governed by Non-executive Directors (Members) constituted under a Memorandum of Association and Articles of Association.
- 3.2 The Members are responsible for:
 - 3.2.1 Approving the Articles of Association
 - 3.2.2 Recruitment and Appointment of Members
 - 3.2.3 Appointment and removal of Trustees
 - 3.2.4 Securing the highest standards of accountability from Trustees for the provision of all pupils in the Multi Academy Trust (MAT)
 - 3.2.5 Holding the Board of Trustees to account for performance and standards within academies.
- 3.3 The Trust currently has five Members. A Member counts towards the quorum by being present in person, by video or conference call or by proxy. Three persons entitled to vote upon the business to be transacted, each being a member or a proxy of a member, shall constitute a quorum. The Chair and

Vice Chair of the Trust act as the non-majority link with Members and Trustees.

- 3.4 Members as at 1st September 2019 are (please refer to Trust website for in-year changes):
 - 3.4.1 Ian Hann
 - 3.4.2 Colin McLeod
 - 3.4.3 Phil Wasley
 - 3.4.4 David Findon
 - 3.4.5 Pamela Wright OBE
 - 3.4.6 Gayle Lacey
- 3.5 Members are required to undertake relevant Disclosure and Barring Service checks and maintain an update record of pecuniary/business interests.

4 TRUSTEES

- 4.1 Trustees are responsible for:
 - 4.1.1 Delivering the charitable objectives of the Trust.
 - 4.1.2 Strategically controlling the organisation and managing the charitable assets.
 - 4.1.3 Ensuring compliance with the Trust's duties under company law and charity law and agreements made with the DfE & ESFA including the funding agreement and continued charitable status of the Trust.
 - 4.1.4 The determination, educational character and mission of the Trust.
 - 4.1.5 Ensuring the solvency of the Trust company and charity, safeguarding its assets and delivering its charitable outcomes.
 - 4.1.6 Setting key strategic objectives and targets and reviewing performance against these.

Wade Deacon Trust

- 4.1.7 Determining the Trust development plan and reviewing all Academy development plans.
 - 4.1.8 Approving statutory policies that are common to all Academies within the Trust.
 - 4.1.9 Ensuring that the year-end accounts are submitted to Members for approval.
 - 4.1.10 Entering all contracts on behalf of the Trust (unless delegated)
 - 4.1.11 Approving annual estimates of income and expenditure for the Trust at the beginning of the academic year.
 - 4.1.12 Authorising income and expenditure in line with the Scheme of Delegation.
 - 4.1.13 Appointing or dismissing the CEO, Lead Principals, Principals and Central Team
 - 4.1.14 Intervening as appropriate in any Academy at risk of underperformance.
 - 4.1.15 Undertaking determination of the establishment, constitution, membership, proceedings and delegated powers and functions of the Local Governing Body and committees along with their annual review and revision.
- 4.2 The Trust has not established a maximum number of Trustees but seeks to appoint those with a range of skills and experience. The quorum for meetings of the Board of Trustees will be three Trustees voting in person, by video or tele-conference. The term of office for all Trustees will be four years, save that this time limit shall not apply to any post, which is held ex-officio. Other senior staff may be invited to meetings as and when required.
- 4.3 Where an issue is being discussed that directly affects a Trustee or the CEO an interest must be declared and the individual must withdraw from the meeting. Any Trustee may attend any of the Trust and Local Governing Body meetings.
- 4.4 The Company Secretary will undertake the clerking of the meetings of Members and Trustees and its committees and ensure that the minutes are included as an agenda item for consideration and approval at the next

appropriate meeting. All decisions made by committees with delegated powers must be reported to the next Local meeting of the Trust Board.

- 4.5 The Chair of the Board of Trustees will be elected at the first meeting of the academic year. Chairs of each sub-committee will be elected at the first meeting of the academic year.
- 4.6 Trustees as at 1st September 2019 are (please refer to Trust website for in-year changes):
 - 4.6.1 Ian Hann
 - 4.6.2 Colin McLeod
 - 4.6.3 John Woodroofe
 - 4.6.4 Nick McGee
 - 4.6.5 Mike Dickinson
 - 4.6.6 Christine Marsland
 - 4.6.7 Andy Moss
 - 4.6.8 Paul Fowler
 - 4.6.9 Preeti Choudhary
 - 4.6.10 Mary Murphy
 - 4.6.11 Derek Darlington
- 4.7 Trustees are required to undertake relevant Disclosure and Barring Service checks and maintain an update record of pecuniary/business interests.

5 INDIVIDUAL ROLES AND RESPONSIBILITIES

5.1 The Role of the Chair of the Board of Trustees

- 5.1.1 To ensure the strategic direction of Wade Deacon Multi Academy Trust whilst offering effective support and challenge at all levels of the organisation

- 5.1.2 To ensure the business of the Board is conducted properly, in accordance with legal requirements
- 5.1.3 To ensure any decisions taken are done so in accordance with the scheme of delegation
- 5.1.4 To ensure meetings are run effectively, focusing on priorities and making the best use of time available
- 5.1.5 To ensure that all attendees have an equal opportunity to participate in discussion and decision making
- 5.1.6 To establish and foster an effective relationship with the Chief Executive Officer, Chief Operations Officer and Principals within the Multi Academy Trust based on trust and mutual respect for each other's roles
- 5.1.7 To undertake the important role of ensuring that the Trustees provide strategic direction
- 5.1.8 To exercise emergency powers as and when required

5.2 **The Role of the Chief Executive**

The Chief Executive will:

- 5.2.1 Ensure the strategic direction of Wade Deacon Multi Academy Trust
- 5.2.2 Offer effective support and challenge to executive staff and school leaders
- 5.2.3 Establish and foster an effective relationship with the Chair of the Board, Chair of the Local Governing Bodies and Principals within the Multi-Academy Trust based on trust and mutual respect for each other's roles.
- 5.2.4 Effectively deploy the staff and resources of the Trust as required
- 5.2.5 Provide a written report on areas of responsibility to the Trust Board on at least a termly basis

5.3 **The Role of the Company Secretary (Chief Operations Officer)**

The Chief Operations Officer will ensure that all the Academy Trust's property and assets are under the control of the Trustees and measures are in place to prevent losses or misuse and give assurances of high standards and probity in the management of public funds. The Chief Operations Officer will:

- 5.3.1 Offer effective support, advice and guidance to the Chief Executive, Board and Local Governing Bodies and Principals.
- 5.3.2 Establish and foster an effective relationship with the Members, Trustees, Chair of the Board, Chief Executive and Principals within the Multi-Academy Trust based on trust and mutual respect for each other's roles.
- 5.3.3 Ensure that sound and appropriate financial, governance and risk management arrangements are in place
- 5.3.4 Ensure the business of the Board is conducted properly, in accordance with legal requirements
- 5.3.5 Ensure any decisions taken are done so in accordance with the scheme of delegation
- 5.3.6 Advise the Trustees on constitutional and procedural matters, duties and powers
- 5.3.7 Convene meetings of the Board and its committees
- 5.3.8 Attend meetings of the Trustees and ensure minutes are taken
- 5.3.9 Maintain a register of Members of the Board and report vacancies to the Trustees
- 5.3.10 Give and receive notices in accordance with relevant regulations
- 5.3.11 Perform such other functions as may be determined by the Trustees from time to time

5.4 **The Role of the Trust Principal Accountant (Chief Financial Officer) & Principal HR Officer**

The Principal Accountant will manage the Academy budgets, ensuring sound and effective financial management, preparing and monitoring of budgets and ensuring the delivery of annual accounts.

The Principal HR Officer will maintain and enhance the organisation's human resources by planning, implementing, and evaluating employee relations and human resources policies, computer programs, and practices.

They will:

- 5.4.1 Ensure business transactions of the Board are conducted properly, in accordance with legal and delegation requirements
- 5.4.2 Establish and foster an effective relationship with Local Governing Body Chairs, Principals and Local Finance Leads within the Multi- Academy Trust based on trust and mutual respect for each other's roles
- 5.4.3 Provide a written report on areas of responsibility to the Trust Board on at least a termly basis
- 5.4.4 Ensure any decisions taken are done so in accordance with the scheme of delegation and in accordance with value for money principles
- 5.4.5 Offer effective support and training to the relevant school teams.

5.5 The Role of the Lead Principal

- 5.5.1 Support the strategic direction of the Multi-Academy Trust
- 5.5.2 Offer effective support and challenge to school leaders
- 5.5.3 Be deployed in agreement with CEO/Board to mentor and support Principals and Leaders in academies
- 5.5.4 Raise the standards of attainment and progress across the allocated area, particularly where deployed in to schools causing concern
- 5.5.5 Establish and foster an effective relationship with the Chair of the Local Governing Bodies in the allocated school and Principals within each academy on trust and have mutual respect for each other's roles

- 5.5.6 Monitor progress and attainment of disadvantaged pupils across the Trust and report findings to Trustees termly
- 5.5.7 Provide a written report to the Trust Board on at least a termly basis
- 5.5.8 Provide a written report on areas of responsibility to the CEO on at least a termly basis
- 5.5.9 Ensure any decisions taken are done so in accordance with the scheme of delegation

5.6 **The Role of the Principal (In those schools identified as in line with gradings of “Good” or better**

- 5.6.1 To offer effective support and challenge to school leaders
- 5.6.2 To raise the standards of attainment and progress within the academy
- 5.6.3 To implement the agreed curriculum in line with Wade Deacon curriculum policies
- 5.6.4 To implement the agreed Wade Deacon assessment cycle in line with Wade Deacon assessment policies
- 5.6.5 To establish and foster an effective relationship with the CEO, Lead Principal and Chair of the Local Governing Body based on trust and mutual respect for each other’s roles
- 5.6.6 To provide a written report on areas of responsibility to the Lead Principal or CEO on at least a termly basis
- 5.6.7 To ensure any decisions taken are done so in accordance with the scheme of delegation

5.7 **The Role of the Principal (In those schools identified as receiving an Ofsted grading 3 or 4, Coasting school or School Causing Concern)**

With the support of the CEO, Lead Principal or other allocated mentor:

- 5.7.1 Offer effective support and challenge to school leaders
- 5.7.2 Raise the standards of attainment and progress within the academy

- 5.7.3 Implement the agreed curriculum in line with Wade Deacon curriculum policies
- 5.7.4 Implement the agreed Wade Deacon assessment cycle in line with Wade Deacon assessment policies
- 5.7.5 Establish and foster an effective relationship with the CEO, Lead Principal and Chair of the Local Governing Body based on trust and mutual respect for each other's roles
- 5.7.6 Provide a written report on areas of responsibility to the Lead Principal (if allocated) or CEO on at least a termly basis
- 5.7.7 Ensure any decisions taken are done so in accordance with the scheme of delegation

5.8 The Role of the Chair of a Trust Sub-Group (Committee)

- 5.8.1 Ensure the business of the Group is conducted properly, in accordance with legal requirements
- 5.8.2 Ensure meetings are run effectively, focusing on priorities and making the best use of time available.
- 5.8.3 Ensure that all members have an equal opportunity to participate in discussion and decision-making
- 5.8.4 Ensure any decisions taken are done so in accordance with the scheme of delegation

6 SUB GROUP (COMMITTEES)

- 6.1 The Trust Board in order to meet its requirements may opt to have sub-committees and the membership will be reviewed and agreed by the Board of Trustees annually. The quorum for each of the committees is three.
- 6.2 The Chair of each committee will have a casting vote in the event of a tie. The committees will meet as often as is necessary to fulfil their responsibilities. The Accounting Officer and other relevant senior staff should routinely attend subcommittee meetings as appropriate to provide information and participate

in discussions. The committees may invite attendance at meetings from persons who are not members of the committee such as Academy Principals, professional advisors and auditors to assist or advise when and where appropriate.

6.3 Currently there are three Committees:

6.3.1 **Compliance Group Committee** – see Appendix 1

The Trust Board has resolved to establish a Compliance Committee to advise the Board on matters relating to the Trust's finance and audit arrangements, systems of internal control, risk management, statutory compliance and to advise and aid the Board to ensure sound management of the Trust's finances and resources, including proper planning, monitoring and probity.

6.3.2 **CEO, Lead Principals & Principals Appraisal & Pay Review Committee** – See Appendix 2

The committee oversees the effective appraisal of the CEO, Lead Principals & Principals, and determines their pay at an annual review.

6.3.3 **Appeals Committee**

The Appeals Committee offers a channel of appeal for employees whose case has been considered through the Trust Academy Process and where the employee has the ability to exercise a right of appeal to the Trust

Functions:

6.3.3.1 To make any determination to dismiss any member of staff (unless delegated to the CEO/ Lead Principal or Principal)

6.3.3.2 To make any decisions under the Trust's personnel procedures e.g. disciplinary, grievance, capability where the CEO, Central Team, Lead or Principal is the subject of the action

6.3.3.3 To make any decisions relating to any member of staff other than the Principal, under the Trust's personnel procedures (unless delegated to the Principal)

6.3.3.4 To make any determination or decision under the Trust's General Complaints Procedure for Parents and others when the Local

Governing Body cannot reach agreement or through the formal complaints process.

6.3.3.5 To consider any appeal against selection for redundancy

6.3.3.6 To consider any appeal against a decision on pay grading or pay awards

6.3.3.7 The agenda for Committee meetings shall be determined by the Chair of the Committee in consultation with other members of the Committee as appropriate and shall, wherever possible, be circulated in advance to persons attending the meeting and copied to the Chair of the Trust.

7 LOCAL GOVERNANCE

7.1 Wade Deacon Trust has established Local Governing Bodies with delegated powers agreed within the Scheme of Delegation. All decisions made, therefore, must be in line with the agreed Scheme of Delegation.

7.2 Where a school/Academy joins the MAT with significant concerns including OfSTED gradings, the existing Governing Body may be replaced or supported through a Standards Monitoring Board (SMB) if appropriate. The Board of Trustees will be responsible for determining the members of the SMB and in some instances, where their skills will add to capacity may include some members of an existing Governing Body.

7.3 In those schools identified as having areas of significant weakness, the LGB will have some delegated responsibilities along with a clear remit to provide support to the Principal. Those schools already with, or demonstrating, the capacity to improve will have additional delegated responsibilities.

7.4 The level of delegation will be assessed on a school by school basis. Where an existing Academy is deemed to be at risk of failing its pupils, the Trust will exercise the right to reconstitute the LGB and appoint the majority of its Members to ensure that the identified weaknesses can be effectively addressed. This may include the implementation of an SMB.

7.5 All Local Governors will normally serve a 4-year term of office. The Local Governing Body is constituted in accordance with the requirements set out by the Trust which shall include, as a minimum:

- 7.5.1 Principal x1
- 7.5.2 Staff Governor x1
- 7.5.3 Parent Governor x2
- 7.5.4 Community or Co-Opted Governor as required.
- 7.6 Parent Governors and Staff Governors will be sought through the process of nomination and election procedures.
- 7.7 The Local Governing Body can operate sub-committees to effectively deal with the business of the school, the membership of which will be made up of members of the Local Governing Body.
- 7.8 The LGB will play a crucial role in driving forward attainment and progress in the school and offer appropriate challenge to the Principal. They will:
- 7.9 **Monitor the performance of academies:**
 - 7.9.1 Monitor assessment targets and data in line with Local and National standards, for each relevant Academy Key Stage for their school (EYFS, KSI, 2, 3, 4 & 5).
 - 7.9.2 Monitor progress made in their individual school ensuring they are in line with Local and National standards as well as monitoring identified groups e.g. Gender, FSM, SEND etc.
 - 7.9.3 Ensure that all pupils' SEND requirements are being met.
 - 7.9.4 Monitor and review the information about school performance and reporting to parents according to statutory requirements.
 - 7.9.5 Through the role of Link Governance monitor the implementation of the curriculum within their school.
 - 7.9.6 Monitor the pastoral care of all pupils in line with policies related to pastoral care.
 - 7.9.7 Provide effective support and challenge to school leaders.
- 7.10 **Consider and Address Complaints:**
 - 7.10.1 Consider and handle complaints in line with the Complaints Policy

7.11 Consider and Address Cases of Pupil Discipline:

7.11.1 Consider cases referred by the Principal

7.11.2 Consider any permanent exclusions made by the Principal

7.12 Terms of Reference Local Level

7.13 SUMMARY ACCOUNTABILITY LEVELS

Wade Deacon Multi-Academy Trust (The Trust) has established a Trust Board, Compliance Trust Group and Local Governing Body (LGB) for each of the academies (The Academy) for which it is responsible. The Trust Board appoints the Governors and decides what powers to delegate to them. The LGB has the authority to delegate their functions to committees, an individual Governor or Principal. In addition where the Board has decided that a significant level of support is required in improving outcomes a Standards Monitoring Board may be established in individual academies to address this criterion.

7.14 The Trust and Compliance Group, through the Central team, will retain responsibility for:

7.14.1 Budget setting for all Academies within the Trust at cost centre level (this will be undertaken in consultation with the Principal and individual Academy Finance lead).

7.14.2 Planning the Capital Expenditure programme

7.14.3 Setting the staffing structure and establishment (this will be undertaken in consultation with the Principal)

7.14.4 Implementing the Trust level curriculum model

7.14.5 Setting whole academy targets in line with Trust priorities

7.14.6 Establishing Trust wide policies applicable to each Academy

7.14.7 Setting Attainment targets for each Academy in line with the Trust's adopted model.

7.15 Working on behalf of the Board of Trustees, it is the responsibility of the LGB to:

- 7.15.1 Ensure high outcomes for young people.
 - 7.15.2 Identify and deal with areas of underperformance, including the Implementation of a Strategic Academy Improvement Plan.
 - 7.15.3 Use the resources available to the Academy to raise standards and provide evidence of the success of the strategies adopted.
 - 7.15.4 Raise staff performance through proper appraisal and recruitment.
 - 7.15.5 Implement the curriculum policy in line with the nature of each Academy and the strategic aims and values of the Trust.
 - 7.15.6 Liaise with and receive reports from its committees, as appropriate, and to make recommendations about matters being considered by them.
 - 7.15.7 To review and monitor the school website for compliance
- 7.16 In order to decide how resources will be deployed to achieve this, the LGB shall:
- 7.16.1 Receive the set budget from the Board of Trustees at the start of each Academy Financial Year and distribute funding to approved ledger codes.
 - 7.16.2 Consider the Academy's budget, and assess its implications in consultation with the Principal, in advance of the financial year involved, drawing any matters of significance or concern to the attention of the Board of Trustees through the Central Operations Team.
 - 7.16.3 Contribute to the formulation of the Academy's improvement plan, through the consideration of financial priorities and proposals, in consultation with the Principal, following the stated and agreed aims and objectives of the Academy.
 - 7.16.4 Receive and agree the use of any allocated fund balances, ensuring the compatibility of all such proposals with the improvement priorities set out in the improvement plan.
 - 7.16.5 Monitor and review expenditure and compliance within the overall financial plan for the Academy.
 - 7.16.6 Agree an annual plan for the expenditure of Pupil Premium funding and monitor both actual spending and impact on student progress.

- 7.16.7 Receive and approve all tenders and quotes in line with scheme of delegation.
- 7.16.8 Implement the Trust approved staffing structure and establishment.
- 7.16.9 Appoint all staff except the Principal and Trust staff, in line with the Trust staffing model and Trust Safer Recruitment Policy.
- 7.16.10 Ensure the Academy has in place an appraisal process for all staff in line with the Trust policy and monitor the effectiveness of appraisal.
- 7.16.11 Review pay of all staff in line with the Trust policy (excluding the Principal).
- 7.16.12 Monitor and implement all Trust policies including disciplinary and grievance hearings and appeals.
- 7.16.13 Arrange for the preparation of termly reports, in line with approved templates, for presentation to the Trust.

7.17 LOCAL GOVERNING BODY COMMITTEE PROTOCOLS

7.18 It is recommended that those LGBs who can demonstrate appropriate levels of control will have in place a Committee Structure. The terms of reference of each LGB committee must be approved by the Trust and reviewed by the LGB each year. The membership of each Committee will be agreed on an annual basis at the first meeting of the Local Governing Body in the autumn term.

7.19 Structure and Administration:

- 7.19.1 Chair, Vice Chair and Chair of Committees will be elected on an annual basis in the autumn term. No governor employed at the Academy will act as Chair to a committee. In the absence of the Chair the committee will elect a temporary replacement from among the Governors present at the committee meeting.
- 7.19.2 A minimum of 50% of Governors will be in attendance either present or via conference/skype call for the meeting to be deemed a quorate.
- 7.19.3 The Trust will appoint (and fund) a clerk to support the Local Governing Body and up to two core committees.

- 7.19.4 The LGB and its committees will meet as often as is necessary to fulfil its responsibilities and at least once each term. Each panel shall meet as often as necessary to fulfil its responsibilities (The Pay Review panel will meet at least once in each Academic Year).
- 7.19.5 The clerk to the committee/panel will circulate the agenda for each meeting and papers normally at least a week before the committee meeting.
- 7.19.6 Attendance at each meeting, issues discussed and recommendations for decisions will be recorded.
- 7.19.7 The minutes of Committee and Panel meetings will be forwarded by the clerk of the Governing Body in sufficient time for its inclusion on the agenda and papers of the next meeting of the Local Governing Body in order to ratify decisions and recommendations.
- 7.19.8 The chair of the Committee or Panel will be responsible for giving an oral summary of the Committee's/Panel's deliberations if necessary at meetings of the Local Governing Body.
- 7.19.9 Each Committee is authorised to invite attendance at its meetings from persons to assist or advise on a particular matter or range of issues, including parents and members of the Academy staff who are not Governors.
- 7.19.10 A Governor should be invited to attend all core Committees.
- 7.19.11 Governors who are members of Committees/Panels may vote at Committee meetings. Where necessary, the elected chairman of the Committee/Panel may have a second or casting vote.
- 7.19.12 Declarations of direct or indirect interest in specific agenda items must be made. Guidance will be given on when withdrawal from the meeting and non-participation in discussion will be required.
- 7.19.13 In the event of a need to make genuinely urgent decisions between meetings on matters falling within the remit of a Committee, the Chair of Governors, in consultation with the Company Secretary, Principal and Chair of Committee, will take appropriate action on behalf of the Committee. The decisions taken and the reasons for urgency will be explained Locally at the next meeting of the Local Governing Body.

- 7.19.14 Panel membership will be established annually as per the requirement of the LGB.
- 7.20 A suggested Committee structure is listed in Appendix 3 but it is acknowledged that each Local Governing Body may wish to adapt the format annually to accommodate the requirements of the individual Academy.
- 7.21 In addition each Academy will have Panels to review student, staffing and pay matters (see Appendix 3), membership of which may be supported through the Trust local Governing Body Collaboration agreement.
- 7.22 The Collaboration Committee of Wade Deacon Trust in relation to Panel hearings

7.22.1 Rationale;

The Collaboration Committee is an opportunity for the Trust's Academies to work more closely together on any issue and yet retain autonomy in relation to panel hearings and appeals. This would include, but is not limited to, exclusion hearings, staff grievances, staff discipline and complaints hearings. The Committee provides for the sharing of governors in the event that a panel hearing in one of the Academies could not go ahead without the support of governors external to itself. It is not expected to meet as a whole committee per se, but to facilitate the sharing of any governor from the Trust's Academies who could step in to support another LGB in the event of a panel hearing. (See Appendix 4)



Wade Deacon Trust

Delegated Authority Framework

Reviewed by Compliance Trust Group:

Agreed by Board of Trustees:

Review Due:

Strategy - Organisational Delegated Authority Framework

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | CFO, HR Lead, IT Lead | LGB | Principal |
|---|---|---|---|---|---|---|---|
| location >>> | MAT | | MAT | MAT | MAT | Academy | Academy |
| Overall strategy of WDT MAT | No - approve strategy | | Responsible for setting strategy | Responsible for setting strategy | Provides financial advice and assistance in developing strategy | | |
| Admission of new academies to WDT MAT | No - Approve new academies joining | Report to Board on all due diligence outcomes and review of these prior to new acquisitions | | Responsible for making recommendations to the Compliance Committee | Provides due diligence advice in relation to potential new academies | | |
| Creation and Admission of new Free schools to WDT MAT | No - no approve creation and new Free Schools | Report to Board on all due diligence outcomes and review of these prior to new acquisitions | Responsible for making recommendations to the Compliance Committee | Responsible for making recommendations to the Compliance Committee | Provides due diligence advice in relation to potential new academies | | |
| Entering into DfE / EFA Funding Agreements | No - as above approve all | | Can sign | Can sign | | | |
| Entering into leases or other legal arrangements | No, but values less than £100k and low-risk agreements can be delegated | Will review leases on an annual bases | Can sign | Can sign | Can sign (some cases) | | |
| Approval of academy development and improvement plans | Yes - agree exceptions reported by LGB | | Oversees development and delivery of effective improvement plans | Supports the development and delivery of effective improvement plans | | Delegated authority for approval and monitoring of academy improvement plans, reporting exceptions to the Board | Responsible for development and delivery of academy improvement plans |
| Risk management systems. Approval of the controls in place WDT to minimise corporate risk in line with the motive force, vision and values of the Trust | Yes, reported to by Compliance Committee, agree strategic controls | Committee has strategic oversight of the controls of risk and monitors effect and impact. Reports high risks to the Board | Oversees development and delivery of effective delivery risk control curriculum | Oversees development and delivery of effective financial and commercial risk control operations | Development and delivery of effective financial and commercial risk control | | |
| Overall strategy of WDT MAT | No - approve strategy | | Responsible for setting strategy | Responsible for setting strategy | Provides financial advice and assistance in developing strategy | | |
| Admission of new academies to WDT MAT | No - Approve new academies joining | Report to Board on all due diligence outcomes and review of these prior to new acquisitions | | Responsible for making recommendations to the Compliance Committee | Provides due diligence advice in relation to potential new academies | | |
| Creation and Admission of new Free schools to WDT MAT | No - no approve creation and new Free Schools | Report to Board on all due diligence outcomes and review of these prior to new acquisitions | Responsible for making recommendations to the Compliance Committee | Responsible for making recommendations to the Compliance Committee | Provides due diligence advice in relation to potential new academies | | |

Has authority

Wade Deacon Trust

Governance - Organisational Delegated Authority Framework

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | CFO | LGB | Principal |
|--|--|---|---|---|-------------------------------------|--|--|
| location >>> | MAT | | MAT | MAT | MAT | Academy | Academy |
| Appointment of Trustees | Final decision | No - recommend to Members | | | | | |
| Removal of Trustees | Final decision | No - recommend to Members | | | | | |
| Approval of terms of reference for formation of subcommittees and for LGBs | | No | | Recommendations to Board | | | |
| Recruitment procedures for Academy Local Governing Bodies | | No | | Recommendations to Board | | | |
| Appointment of Academy Local Governing Bodies | | No | | Recommendations to Board | | | Recommendations to Board |
| Appoint Chair of Academy Local Governing Bodies | | No | | Recommendations to Board | | | Recommendations to Board |
| Removal of Academy Local Governing Bodies | | No | | | | | Recommendations to Board |
| Appoint & Remove Clerk to the Board of Trustees | | No | | Recommendations to Board | | | |
| Appoint & Remove Clerk to the Academy Local Governing Bodies | | Yes | | Appointment of clerk | | | |
| Authorised to approve/amend organisational scheme of delegation | | No | Annual review of scheme of delegation and recommendation to the Board | Recommendations to Compliance Group | Recommendations to Compliance Group | Responsible for making adequate arrangements | |
| Take out Director Indemnity Insurance Cover | | Yes | | Approve all insurance arrangements on annual basis | | Responsible for making adequate arrangements | |
| Acquisition of legal entities | | No | Recommendations to Board | Recommendations to Board | Recommendations to Board | Provision of professional advice | |
| Maintenance of register of interests and DABS checks | | Yes | | Responsible for adequacy of Single Central Records at each Academy and for Central MAT staff, Members, Trustees and Governors | | Responsible for ensuring Interests register is maintained for all with Governance responsibilities | responsible for checking the SCR for Academy |
| Entering into, or withdrawing from, a formal partnership | | No, but may be delegated in some cases based on financial value and level of risk | | Recommendations to Board | Recommendations to Board | Provision of professional advice | |

Education & Curriculum - Organisational Delegated Authority Framework

| Strategy | Is authority delegated from the Board? | CEO | COO | CFO | LGB | Principal |
|--|--|---|---|---|---|--|
| location >>> | MAT | MAT | MAT | MAT | Academy | Academy |
| Approval and monitoring of WDT MAT and academy targets for student achievement and attendance | No | Responsible for proposing WDT MAT and local targets to the Board and providing appropriate reporting. Responsible for holding Head to account | | | Reports to LGB and CEO | Approval and monitoring of WDT MAT and academy targets for student achievement and attendance |
| Approval and monitoring of WDT MAT and academy targets for quality of teaching and learning | No | Responsible for proposing WDT MAT and local targets to the Board and providing appropriate reporting. Responsible for holding Head to account | | | Reports to LGB and CEO | Approval and monitoring of WDT MAT and academy targets for quality of teaching and learning |
| Approval and monitoring of WDT MAT and academy targets around student welfare | No | Responsible for proposing and WDT MAT local targets to the Board and providing appropriate reporting. Responsible for holding Head to account | | Responsible for holding Head to account | Reports to LGB and CEO | Approval and monitoring of WDT MAT and academy targets around student welfare |
| New and updated educational model and policy | No | Makes recommendation to Board | | Receives report | | New and updated educational model and policy |
| Approval of academy development and improvement plans | Yes | Responsible for linking Academy plans to WDT MAT Strategic plan | Delegated authority for approval and monitoring of academy improvement plans, reporting exceptions to the Board | Delegated authority for approval and monitoring of academy improvement plans, reporting exceptions to the Board | Reports to LGB | Approval of academy development and improvement plans |
| Post-Ofsted MAT Action Plan sign off | No | Makes recommendation to Board Plan and responsible for holding Head to account | Receives report | | | Post-Ofsted MAT Action Plan sign off |
| Post-Ofsted Academy Action Plan sign off | No | Makes recommendation to Board on initial plan | | Review of local | Makes recommendations and reports to LGB on Plan implementation | Post-Ofsted Academy Action Plan sign off |
| Curriculum: Planning, implementation and review | Yes | Oversees development and delivery of effective curriculum plans | | Monitors effectiveness of curriculum plans | Develops and delivers curriculum plans | Curriculum: Planning, implementation and review |
| Sign off of WDT MAT educational policies (e.g. off site visits, behaviour, marking policies etc.) | No | Makes recommendations to Board | Makes recommendations to Board | Receives report | Makes recommendations to CEO | Sign off of WDT MAT educational policies (e.g. off site visits, behaviour, marking policies etc.) |
| Sign off of local academy educational policies and procedures (e.g. extra-curricular activities, exams.) | Yes | | | Delegated authority for approval and monitoring of local academy policies and procedures | Makes recommendations and reports to LGB | Sign off of local academy educational policies and procedures (e.g. extra-curricular activities, exams.) |
| Term dates | Yes | Authorises term dates | | Receives report | Makes recommendations to CEO | Term dates |
| Length/ organisation of Academy day | Yes | Authorises organisation and Academy day | | Receives report | Makes recommendations to CEO | Length/ organisation of Academy day |

Wade Deacon Trust

| Strategy | Is authority delegated from the Board? | CEO | COO | CFO | LGB | Principal |
|----------------------------------|--|--------------------------------|--------------------------------|-------------------|---------------------------|----------------------------------|
| Fixed term exclusions | Yes | | | Receives report | Authorised, report to LGB | Fixed term exclusions |
| Permanent exclusions | Yes | | | Receives report | Authorised, report to LGB | Permanent exclusions |
| Exclusion appeals | Yes | | | Appeal membership | Authorised | Exclusion appeals |
| Admissions policies and criteria | No | Makes recommendations to Board | Makes recommendations to Board | Receives report | | Admissions policies and criteria |

Governance - Organisational Delegated Authority Framework

| Strategy | Members & Chair of Trust | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | CFO | Head of HR | LGB | Principal |
|---|---|---|---|--------|--|---|------------|---|--|
| location >>> | MAT | MAT | MAT | MAT | MAT | MAT | MAT | Academy | Academy |
| STATUTORY REPORTING | | | | | | | | | |
| Completion and approval of annual accounts and reports to funding and regulatory bodies | Members Receives the annual report and accounts | No - recommends annual report and accounts to members | Considers and advises the Board on return and recommends submission | | Review | Recommendation to COO, CEO, Compliance Group and Board | | | |
| Completion and submission of other accounting returns | | Approves submission | Considers and advises the Board on return and recommends submission | | Review | Recommendation to COO, CEO, Compliance Group and Board | | | |
| Completing annual & periodic financial reports to Board (including income/expenditure, cash flow, projections etc). | | Yes | Considers and advises the Board on all periodic reporting and reports any exceptions to the Board | | Review | Recommendation to COO, CEO, Compliance Group and Board | | | |
| Authorised to complete PAYE returns | | Yes | | | Review | Authorised | | | |
| Authorised to complete VAT returns. | | Yes | | | Review | Authorised | | | |
| SYSTEMS OF FINANCIAL CONTROL | | | | | | | | | |
| Assurance over adequacy of systems of internal financial control | | Yes | Provides assurance to the Board | Review | Provides assurance to EFA as AO | Provides assurance to CEO, COO and Board | | | |
| Appointment of external Auditors | | Yes | Considers and recommends to the Board | | Management of appointment process | | | | |
| Approval of financial regulations | | Yes | Approves and reports to the Board | | Recommendation to Board | Recommendation to Board | | | |
| Review of internal audit schedule and reports from internal audit | | Yes | Review and approve and recommend actions to the Board | | Recommendation to Board | Recommendation to Board | | | |
| Appointment of internal auditors | | Yes | Considers and recommends to the Board | | Management of appointment process | Management of appointment process | | | |
| BUDGET & MANAGEMENT REPORTING | | | | | | | | | |
| Approval of annual budget | | No | Recommends the annual budget to the Board | | Endorsement as Accounting Officer | Oversight of preparation, review of budget plans, recommendation to F&A committee | | Receives detailed academy financial plans | Preparation of detailed academy financial plans inc consultation with MAT central team |
| Receipt and review of management accounts | Chair of Trust - receives monthly updates | Yes | Approves and reports to the Board | | Review | Review of academy management accounts and preparation of summary report to Compliance Group | | Receives local academy financial position | Accountable for local academy financial position |
| Approval of WDT MAT budget and academy contributions | | Yes | Approves and reports to the Board | | Recommendation to Compliance Committee | Recommendation to COO and Compliance Committee | | | |

Wade Deacon Trust

| Strategy | Members & Chair of Trust | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | CFO | Head of HR | LGB | Principal |
|---|--------------------------|--|---|---------------------------|---|---|--|-----|--|
| Review of other significant reports which impact on the financial risk of the Trust | | Yes | Receives report and recommends actions to Board | | Review | Report and Recommendation to CEO, COO and Compliance Group | | | |
| Authority to make budget virements | | Yes | Receives report and gives approval | | Authorised to make budget virements and report to Compliance Committee | Authorised to make budget virements and report to COO and Compliance Committee | | | |
| PURCHASING & PROCUREMENT | | Yes where value is less than £100k | Review | | Authorised £50K - £100K | Authorised Up to £50k | | | Authorised Up to £10K within agreed budget |
| Placing orders for goods and services, entering into contracts | | Yes | Receives report and gives approval | | Yes, reported to Compliance Group | Recommends | | | |
| Waiver of WDT MAT financial regulations in respect of purchasing | | Yes | Receives report and gives approval | | Yes, reported to Compliance Group | Yes, reported to Compliance Group | | | |
| Ensuring compliance with tendering processes | | Yes | Receives report and gives approval | | | | | | |
| BANKING AUTHORITY & CASH MANAGEMENT | | | | | | | | | |
| Approval to borrow money | | No | | | Recommend approval by Board | Recommends | | | |
| Cash flow Management, Treasury & Investment | | Yes | Receives report and gives approval | | Authorised to Review and approve. Investment details to be informed to Compliance Group | Authorised to Review and approve. Investment details to be informed to Compliance Group | | | |
| Open a bank account and approve signatories | | No | | Can be approved signatory | Can be approved signatory | Can be approved signatory | Can be approved signatory | | Can be approved signatory |
| TRANSACTION PROCESSING | | Yes | | Authorises changes | Authorises changes | | Oversees systems of internal control; authorises changes | | Authorises changes |
| Payroll - Starters, leavers and amendments | | Yes | | | Authorised - Utilisation of Payroll Bureau | Authorised - Utilisation of Payroll Bureau | | | |
| Payroll - Administration | | Yes | | | Authorised | Authorised | Authorised | | |
| Purchasing - Authorised to create vendors on accounting system | | Yes | | | Authorised | Authorised | | | |
| Income | | Yes | | | Authorised | Authorised | Authorised | | |
| Authorisation of expense claims (cannot authorise ones own expenses) | | Yes | | Authorised | Authorised | Authorised | | | Authorised |
| Control account reconciliation | | Yes | | | Authorised | Authorised | | | |
| Write-off bad debts | | Yes - up to £45k | | | Authorised | Authorised | | | Authorised up to £1k |
| FIXED ASSETS | | | | | | | | | |
| Management of capital projects | | Yes | | | Ensures management and governance arrangements are appropriate and reports to Board | Ensures management and governance arrangements are appropriate and reports to Board | | | |
| Asset Register | | Yes | | | Authorised to Review and approve | Authorised to Review and approve | | | |
| Security Of Assets | | Yes | | | Oversight and must report to Board by exception | Oversight and must report to Board by exception | | | |
| Disposal of Assets | | Yes - but must approve over £20k | | | Authorised to Review and approve up to £20k | Authorised to Review and approve up to £20k | | | |
| Loan of Assets | | Yes | | | Authorised to Review and approve | Authorised to Review and approve | | | |
| INSURANCES | | | | | | | | | |
| Annual Risk Review & Premium Renewal | | Yes | Annual review of insurance arrangements | | Annual review of insurance arrangements | Recommends and Review | | | |

Human Resources - Organisational Delegated Authority Framework

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | Head of HR | CFO | LGB | Principal |
|--|--|---|---|--|--|--|--|---|
| location >>> | MAT | | MAT | MAT | MAT | MAT | Academy | Academy |
| Staff Structure Approval of annual staffing budgets | No | Approves staff structures. To advise Board on any substantive changes to staff structures | Review | Reviews proposal and makes recommendation to CEO & Compliance Group | Reviews costed staffing plans and makes overall budget recommendation to Board. Substantive changes reviewed by Compliance Committee | Reviews costed staffing plans and makes overall budget recommendation to Board. Substantive changes reviewed by Compliance Committee | Reviews annual staffing plans | Prepares annual staffing plans and makes representation to CFO |
| Authorised to Increase Academy/Organisational Headcount (Establishment) within existing staffing budget (replacement only) | Yes | | Can authorise (with COO) changes beyond overall budget | Can authorise changes within overall budget; reports changes in headcount to Board | Recommend | Recommend | | Can authorise replacement posts within existing staffing budget |
| Job Description sign off Grade of posts (teaching & support staff) | Yes | | Review | Review | Provides advice on JDs | | | Agrees JD |
| Evaluation policy & procedures | No | | Review | Review | Implements procedures | | | |
| Authorised to evaluate jobs and grades | Yes | | Review | Review | Responsible for oversight and cross-organisational grading | | | Makes grading proposals to HR / with HR input |
| Authorised to agree/vary basic employment Terms & Conditions | No | | Review | Review | Ensures consistent application of T&Cs | | | |
| Recruitment Recruitment and appointment of CEO | No | Due diligence of salary proposal and oversees the process | | | | | | |
| Recruitment and appointment of COO | No | Due diligence of salary proposal and oversees the process | | | | | | |
| Recruitment and appointment of Executive Team Members and Principals | No | Due diligence of salary proposal and oversees the process | Appoints Executive Team and Principals jointly with Board | | | | Involved in process of appointing principles | |
| Recruitment and appointment of other Senior Leaders | Yes - may be involved | Yes - may be involved | Authorised to appoint other Senior leaders | Leads process for own teams | Leads process for own teams | Leads process for own teams | Involved in process | Leads process for own teams |
| Recruitment and appointment of other staff | Yes | | | Authorised to appoint staff within own teams | Authorised to appoint staff within own teams | Authorised to appoint staff within own teams | involved in process | Authorised to appoint staff within own teams |
| Recruitment processes | Yes | | Carries out recruitment processes in line with WDT MAT procedures | Carries out recruitment processes in line with WDT MAT procedures | Ensures legislative and best practice compliance in recruitment processes | | | Carries out recruitment processes in line with WDT MAT procedures |
| Signing of employment contracts | Yes (but Chair must sign CEO contract) | | Signs contracts of Principals | WDT MAT HR team sign other employment contracts | | | | |
| Pay Policy Annual approval of pay policy, including pay awards, pay point values, etc. | No | Review and recommend policy | Makes recommendation to Board | Makes recommendation to Board | Responsible for oversight, preparation and recommendation | | | |
| Determination of pay ranges | Yes (except CEO, COO, Exec Team, Principals) | Due diligence of pay range proposal for CEO, CFO, Exec and principles | Determines pay ranges for Leadership staff | Responsible for oversight and cross-organisational grading | Responsible for oversight and cross-organisational grading | | | |
| Appointment outside range in salary structure | Yes | Due diligence of pay range proposal for CEO, CFO, Exec and principles | Approves any below Executive team and reports to F&A Committee | Approves any below Executive team and reports to Compliance Group | | | | Proposal for new range |
| Allocation of TLR / SEN values | Yes | | Approves | Ensures consistency | Ensures consistency | | | Proposal for new posts |
| Value of other discretionary allowances | Yes (except CEO, CFO, Exec Team, Principals) | Due diligence of salary proposal for CEO, CFO, Exec, principles | Approval of discretionary allowances | Reviews | Reviews proposal and makes recommendation to CEO and COO | | | Proposals for other allowances |

Wade Deacon Trust

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | Head of HR | CFO | LGB | Principal |
|--|--|--|--------------------------------|--|--|-----|--|--|
| Annual Pay Progression | No (Board has final sign off) | Review and recommend pay progression | Ensures consistency | Ensures consistency | Ensures consistency | | LGB recommend pay progression decisions to F&A Committee | Oversight of appraisal and recommendation to LGB |
| Pension Policy & Discretions Handling of all pension matters (teachers and support staff) | Yes | | | Review | Makes appropriate pension arrangements and ensures proper administration | | | |
| Approval of use of discretions | No | | | Makes recommendation to Compliance Group & Board | Prepares | | | |
| Operation of policies Approval of WDT MAT employment policies | No | Reviews and makes recommendations to Board | Makes recommendations to Board | Makes recommendations to Board | Reviews proposal and makes recommendation to CEO and COO | | | |

Health & Safety - Organisational Delegated Authority Framework

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | LGB | Principal |
|---|--|--|-----|--|---|--|
| location >>> | MAT | | MAT | MAT | Academy | Academy |
| Health and Safety Policy | Yes, but monitors | Has detailed oversight of the H & S policy for the Trust | | Makes recommendation to Compliance group | Responsible for local implementation of local policy | Reports to LGB |
| Ensuring the adequacy of health and safety practice throughout WDT MAT | Yes, but monitors | Has oversight of the arrangements for the Trust | | Oversees WDT MAT arrangements and reports to Compliance Group | Ensures Academy arrangements are adequate | Reports to LGB |
| Critical incident planning | Yes, but monitors | Has oversight of the arrangements for the Trust | | Holds WDT MAT and Academy Critical incident plans and reviews as appropriate | Ensures Academy arrangements are adequate | Reports to LGB |
| Health and Safety RIDDOR reporting | Yes, but monitors | Has oversight of the arrangements for the Trust | | Ensures RIDDOR reporting is in place WDT | Ensures that accident reporting arrangements are in place | Ensures that accident reporting arrangements are in place WDT |
| Health and Safety Accident reporting | Yes, but monitors | Has oversight of the arrangements for the Trust | | Arranges and reporting of exceptions | Ensures that accident reporting arrangements are in place | Ensures that accident reporting arrangements are in place WDT |
| Statutory training | Yes, but monitors | Has oversight of the arrangements for the Trust | | Arranges WDT MAT statutory training for H&S and reports to Board | Monitors Academy statutory training for H&S | Ensures that there are arrangements for statutory training for H&S |

Wade Deacon Trust

| Strategy | Is authority delegated from the Board? | Compliance Trust Group | CEO | COO | LGB | Principal |
|--|--|---|-----|--|---|---|
| Statutory compliance testing | Yes, but monitors | Has oversight of the arrangements for the Trust | | arranges WDT MAT statutory compliance testing and reports to Board | | Monitors local statutory compliance testing |
| Academy health and safety arrangements including use of risk assessments | Yes | Has oversight of the arrangements for the Trust | | | Ensures Academy arrangements are adequate | Ensures the H&S reports to LGB |
| Fire risk assessment | Yes, but monitors | Has oversight of the arrangements for the Trust | | Ensures all academies have valid risk assessments in place WDT | Ensures Academy arrangements are adequate | Reports to LGB |
| Asbestos risk assessment | Yes, but monitors | Has oversight of the arrangements for the Trust | | Ensures all academies have valid risk assessments in place | Ensures Academy arrangements are adequate | Reports to LGB |



Appendix I

Compliance Committee - Terms of Reference

I. CONSTITUTION

- I.1. The Wade Deacon Multi Academy Trust Board of Trustees has resolved to establish a Compliance Committee to advise the Board on matters relating to the Trust's finance and audit arrangements, systems of internal control, risk management and statutory compliance. The Committee will also advise and aid the Board in ensuring the sound management of the Trust's finances and resources. This will include proper planning, monitoring and probity.
- I.2. The Compliance Committee is responsible to the Trust Board.
- I.3. The Committee's Terms of Reference are agreed and adopted by the Board and can only be amended with the approval of the Board.

2. MEMBERSHIP

- 2.1. The Committee will consist of 3 Trustees who will be appointed by the Board. It will consist of the Vice Chair of the Trust and 2 others. At least one member of the Committee should have relevant financial experience. The Chair of the Trust Board cannot be a member of the Compliance Committee.¹
- 2.2. The members of the Committee shall hold office from the date of their appointment until resignation or omission from membership on subsequent consideration by the Board. The Board will review Committee membership on an annual basis at the start of each academic year.
- 2.3. The Committee will appoint a Chair and Vice Chair.
- 2.4. The Company Secretary will be in attendance at all meetings, as will the Clerk. The Company Secretary will attend the meeting in an advisory capacity and will have no voting rights.

¹ The Chair of the Trust will receive monthly updates on Compliance and Management Accounts from the Company Secretary.

- 2.5. The Chief Executive Officer, Chief Financial Officer and Head of HR will attend for appropriate agenda items.
- 2.6. Any other members of staff or external professionals will be invited to attend relevant meetings as required.

3. MEETINGS

- 3.1. The Committee will meet at least once per -term (3 times per academic year), normally two weeks in advance of the Trust Board Meetings.
- 3.2. The quorum shall be 2 Trustees.
- 3.3. The administration of meetings will be managed by the Clerk to the Trustees. Agenda and papers will be circulated, whenever possible, to members of the Committee 7 days in advance of the meeting.
- 3.4. In addition to voting in person at a meeting, Trustees can to vote on matters via e-mail to the Clerk to the Trustees (ahead of the meeting) or via video / telephone conferencing during the meeting.

4. AUTHORITY

- 4.1. The Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation.
- 4.2. The Committee is authorised to investigate any activity within its term of reference or specifically delegated to it by the Board.
- 4.3. The Committee is authorised to obtain any legal and professional advice it considers necessary, normally in consultation with the Chair of the Trust Board.

5. CORE DUTIES.

The main duties of the Compliance Committee are as follows:

- 5.1. Fulfil its responsibilities as set out in these Terms of Reference in line with the Trust's Funding Agreement, Articles of Association, Scheme of Delegation,

Academies Financial Handbook, Academies Accounts Direction and the Trust's Financial Procedures Manual.

- 5.2. Ensure sound management of the Trust's finances and resources including proper planning, monitoring, probity and value for money.
- 5.3. Advise the Board on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
- 5.4. Advise the Board on the appointment, re-appointment, dismissal and remuneration of the external auditor.
- 5.5. Advise the Board on the need for and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of an internal auditor or other assurance provider.

The Compliance Committee shall consider and advise the Trust Board on the following specific matters:

6. RESPONSIBILITIES – FINANCE. THE COMPLIANCE COMMITTEE WILL CONSIDER:

- 6.1. The monthly management accounts of the Trust, its Academies and subsidiaries, including any proposed actions required to address any adverse variances from budget plan.
- 6.2. The revised forecast of estimated income and expenditure for the Local year for the Trust, its Academies and subsidiaries, including any proposed actions required to address any adverse variances from budget plan.
- 6.3. The setting of the annual budget and 3 year plan for the Trust, its Academies and subsidiaries in advance of submission to the Education & Skills Funding Agency (ESFA).
- 6.4. The annual audited financial statements of the Trust for review by the Local Board
- 6.5. The monitoring and updating of financial policies and financial regulations of the Trust, its Academies and subsidiaries.
- 6.6. Any other matters that can have a financial impact on the Trust, its Academies and subsidiaries.

7. RESPONSIBILITIES – AUDIT

The Compliance Committee will:

- 7.1. Recommend to the Board the appointment or reappointment of the external auditors of the Trust.
- 7.2. Review the external auditor's letter of engagement and annual planning documents and approve the planned audit approach.
- 7.3. Review all reports received from the external auditor (e.g. annual reports, management letter) and consider any issues raised and the associated management response and action plans. Reports should be referred to the Board for information or action.
- 7.4. Recommend to the Board the appointment or reappointment of the internal auditors of the Trust (Responsible Officer).
- 7.5. Review the internal auditor's planned schedule of work for the year and approve the planned audit approach.
- 7.6. Review all reports received from the internal auditor (e.g. annual reports, internal control findings) and consider any issues raised and the associated management response and action plans. Reports will be referred to the Board for information or action.

8. RISK MANAGEMENT

The Compliance Committee will:

- 8.1. Undertake the annual review of the Trust's Risk Management systems including arrangements for risk management, control and governance processes.
- 8.2. Review the monitoring and assurance of the Trust's Risk Register.
- 8.3. Review the Trust's Scheme of Delegation and recommend any changes to the Board for approval.
- 8.4. Undertake an annual review of all insurance arrangements.

9. RESPONSIBILITIES: HUMAN RESOURCES.

The Compliance Committee will:

- 9.1. Review the Trust's arrangements for delivering HR services in order to meet statutory requirements and support schools to meet objectives, including but not limited to the HR Information System, appraisal, occupational health, safeguarding checks and general HR advice.
- 9.2. Review and make recommendations to the Board for approval of the development of new or revised salary structures and incentive plans.
- 9.3. Review the monitoring and assurance of the Trust's pension arrangements, including compliance with rolling auto-enrolment.
- 9.4. Review the organisational structure and management succession plan on an annual basis.
- 9.5. Review the Employee Relations Strategy and provide recommendations to the Board for approval of any required amendments to the Trade Union Recognition Agreement and Collective Agreement.
- 9.6. Review HR policies and recommend approval to the Board where necessary and appropriate.
- 9.7. Review the diversity and inclusion plan and goals of the Trust, including equality impact assessments on updated policies.
- 9.8. Review, annually, the Gender Pay Gap and Facilities Time statements and recommend approval to the Board.
- 9.9. Monitor the Trust's preparation for upcoming changes in employment law.

10. DETAILED RESPONSIBILITIES: OTHER.

The Compliance Committee shall consider and advise the Trust Board on the following specific matters:

- 10.1. Review of other significant financial or related reports or submissions that impact on the Trust, its Academies and its subsidiaries. These are likely to involve the Department for Education, Education & Skills Funding Agency, other local authorities, Companies House, HMRC or similar regulatory bodies.

- 10.2. Recommend to the Board any changes to Trust structure including the acquisition of new Academies and setting up of new trading subsidiaries. Any recommendation will include a review of risk and due diligence processes.
- 10.3. Oversight of Health and Safety policy, including:
- Critical Incident and Business Continuity planning;
 - Accident and RIDDOR reporting;
 - Statutory training;
 - Statutory compliance testing;
 - Fire risk assessments;
 - Asbestos risk assessments;
 - Premises and building conditions.
- 10.4. Review Website and Statutory policy compliance in line with the Trust funding agreement/s. The Committee will have an overview of the information that the Department for Education (DfE) recommends to be published on schools' websites.
- 10.5. Undertake GDPR review of arrangements for all schools' personal data. This will include schools' assurance that the appropriate governance and control measures are in place.

PROVISIONAL PLANNING TIMETABLE

| | Meeting / Half Term | | | | | |
|---------------------------------------|---------------------|--|--------|--|--------|--|
| | Autumn | | Spring | | Summer | |
| FINANCE | 1 | | 2 | | 3 | |
| Finance Reports: | | | | | | |
| - Management Accounts | X | | X | | X | |
| - Forecasts | X | | X | | X | |
| Annual Financial Statements: | | | | | | |
| - Review Progress | X | | | | | |
| - Approve | X | | | | | |
| Budget: | | | | | | |
| - Planning / Preparation | | | | | X | |
| - Finalise / Sign Off | X | | | | | |
| Ad Hoc: | | | | | | |
| - Proposals / Reports | X | | X | | X | |
| AUDIT | | | | | | |
| Statutory Audit: | | | | | | |
| - Review findings of external auditor | | | X | | | |
| Internal Audit: | | | | | | |
| - Scoping work | X | | | | | |
| - Review findings | | | | | X | |
| RISK | | | | | | |
| Risk Management Systems | X | | | | | |
| Insurance | X | | | | | |
| Risk Register – Review / Update | X | | X | | X | |
| OTHER | | | | | | |
| Reports: As Required | X | | X | | X | |
| Health & Safety | | | X | | | |
| POLICIES / PROCEDURES | | | | | | |
| Review Financial Policies | X | | | | | |
| Review Financial Procedures Manual | X | | | | | |
| Review Academies' Financial Handbook | X | | | | | |

Appendix 2

Appraisal & Pay Review Panel – CEO, Lead Principals and Principals

Purpose and Terms of Reference

The Appraisal and Pay Review Panel has the delegated authority of the Board of Trustees.

The Panel:

- Exercises the delegated authority of the Board of Trustees to determine the pay and conditions of the CEO, Lead Principals and Principals.
- Exercises the Board of Trustees' delegated authority in respect of the Trustees' expectation, delineated in the Trust's Staff Capability and Disciplinary Policy, that the work performance, conduct, attendance and integrity of the CEO, Lead Principals and Principals will be of a very high standard.
- Refers major issues to the Board of Trustees for information.

Membership

- 3 Trustees
- Support to be provided by the Trust HR team

The Panel undertakes to:

1. Achieve the aims of the Trust Pay Policy in a fair and equal manner.
2. Apply the criteria set by the Trust Pay Policy in determining the pay of the CEO, Lead Principals and Principals at the annual review.
3. Observe all statutory and contractual regulations.
4. Make clear and accurate records of the reasoning behind decisions made about staff pay.
5. Ensure that, where relevant, pay progression is based upon evidence that staff meet the relevant standards including those for attainment and progress of students.
6. Receive and consider recommendations from the CEO for the salaries of the Lead Principals and Principals.
7. Keep abreast of any relevant developments which may require the Pay Policy to be revised.
8. Work with the Trust HR team & CEO so that all regulations relating to staff appraisal are complied with.

Appendix 3

STANDARDS MONITORING COMMITTEE

STANDARDS MONITORING COMMITTEE

Purpose and Terms of Reference

The Standards Monitoring Committee will assist the Local Governing Body in its responsibility to hold leaders at all levels to account and to ensure high quality educational provision in order to:

- Secure high outcomes for all children who attend the Academy.
- Ensure the Academy provides an appropriate curriculum and high quality teaching and learning.
- Monitor the impact of provision on progress, standards and outcomes for students, advising Governors and Trustees on actions being taken to address areas of weakness.
- Make appropriate comments and recommendations on such matters to the Local Governing Body on a regular basis.
- Refer major issues to the Local Governing Body for discussion.

Membership

- Committee Chairperson (elected annually)
- Principal/Vice Principals
- Governors
- Staff members to attend where relevant

Quorum

A minimum of 3 Governors will be present for the meeting to be deemed a quorate.

Teaching & Learning

1. Monitor and review procedures for ensuring the effective implementation of the Academy's improvement Plan and ensure compliance with any legislative requirement for curricular plans or policies
2. Monitor and review the Curriculum to ensure that it is broad and balanced
3. Consider and make recommendations on any written advice on curricular/extra-curricular provision for any external adviser/inspector/consultant commissioned by the Trust.
4. Monitor the quality of teaching and learning across the Academy and actions being taken to address areas of underperformance.
5. Monitor the approved targets for students and the progress of each year group as well as the attainment of groups of students by Gender, SEND, LAC, ethnicity and those identified under Pupil Premium.
6. Ensure effective strategies are in place in order to diminish the difference in performance between different groups.
7. Agree the way in which Pupil Premium funding is used and its impact to support better outcomes and diminish differences.
8. Receive a report from the Principal after each assessment round and examination results annually which set out:

- a. The progress and attainment of students by year group, subject and for groups of students by Gender, SEND, LAC, ethnicity and those identified under Pupil Premium.
 - b. The actions being taken to address areas of underperformance and the impact the actions are having.
9. Receive regular reports from the Principal, Leadership Team, Subject co-ordinators and other relevant visitors to the Academy in relation to the performance of
 - a. Individual curriculum areas
 - b. Management and leadership
 - c. Whole Academy aspects e.g. assessment, teaching and learning
 10. Maintain and monitor the Trust's policies appropriate to the Standards Committee. Policies will be advised annually through the Trust compliance review process
 11. Monitor the use of exclusion and levels of attendance including targets for absence and persistent absentees
 12. Monitor standards of behaviour across the Academy

Ethos and Community

13. Monitor the Academy's practice on transition both internally and on entry and progression into secondary education.
14. Develop an Inclusive Academy through the monitoring of the implementation of the Trust's policies and practices

Behaviour safety and well being

15. Seek assurance from the leadership team that all necessary student behaviour and safety related policies in place to meet statutory and local requirements are in place for approval by the Local Governing Body
16. Where delegation has been agreed by the Academy, approve and review the effectiveness of statutory policies, plans and procedures relating to student behaviour and safety related matters that will include:
 - Safeguarding Policy
 - Home College Agreement
 - Sex Education Policy
 - Written statement of behaviour principles
 - Where requested by the FGB, review the effectiveness of non-statutory policies, plans and procedures relating to student behaviour and safety related matters.
 - Where requested by the FGB, recommend for approval following consideration of the effectiveness of student behaviour and safety related Local Authority policies.
 - Consider and advise the FGB on standards and other matters relating to student behaviour and safety, including any statutory requirements delegated to the committee:
 - Attendance
 - Bullying
 - E:safety
 - Drug education
 - Physical and mental health
 - Emotional wellbeing

- Spiritual, Moral, Social and Cultural education
- British Values

OPERATIONS MONITORING COMMITTEE (FINANCE, FACILITIES & STAFFING)

Purpose and Terms of Reference

The Finance and Facilities monitoring committee will:

- Assist the Local Governing Body to ensure that, when undertaking the management of the Academy budget, assess its implications for the Academy drawing any matters of significance or concern to the attention of the Local Governing Body.
- Provide the Local Governing Body with the information required to include in their annual report on the health and safety performance of the Academy, by considering all reported accidents, incidents and near misses.
- This committee may have responsibility for reviewing and agreeing staff provision, agreeing procedures for staff selection, appointment and development, contributing to (but not responsible for) the appraisal of the Principal, reviewing and agreeing staff training programmes and reviewing and agreeing pay.

Membership

- Committee Chairman (elected annually)
- Principal/Vice Principal
- Governors
- Staff members to attend for relevant sections:
 - The Academy's Health and Safety Co-ordinator
 - The Academy Business Manager or equivalent postholder
 - The Academy Premises Manager

Quorum

A minimum of 3 Governors will be present for the meeting to be deemed a quorate.

Facilities Monitoring

1. To establish and keep under review:
 - a. A building Development Plan.
 - b. An accessibility Plan.
2. To make recommendations on accommodation, catering, cleaning, decorating and maintenance. To monitor and review all aspects of maintenance and improvement or repair to the buildings, grounds and plant including the efficient use of utilities such as water, electricity or gas
3. To advise the Governing Body on priorities, including Health and Safety, for the maintenance and development of the school's premises.
4. To administer applications for hire of premises. To ensure that the character of the school's building is retained.

5. To make recommendations to the Finance section of the Committee on premises-related expenditure
6. To monitor according to established procedures laid down by Trust all aspects of maintenance works
7. The Principal is authorised to commit expenditure without the prior approval of the committee in an emergency where delay would result in further damage or present a risk to the health and safety of pupils or staff. In this event the Principal would normally be expected to consult with the Trust Central Operations Team at the earliest opportunity.
8. In consultation with the Trust Central Operations Team, to oversee premises-related funding bids.
9. To provide necessary support to the Trust Central Operations Team in relation to planning capital works.

Health & Safety

10. Monitor the Academy safety performance (including consideration of inspection reports).
11. Prioritise actions where resources are required.
12. Ensure actions are carried out.
13. Include health and safety on governors' meeting agenda.
14. Ensure that health and safety is included in the annual report.
15. Ensure all buildings are maintained to a high standard.
16. Manage health and safety on the Academy site, including Trust policies and procedures on:
 - a. Appropriate risk assessments
 - b. Training of staff
 - c. Fire evacuation procedures
 - d. Safeguarding of students through controlled access
 - e. Monitoring of all accidents
 - f. Offsite activities
 - g. Work experience

Financial Monitoring

17. Oversight of the day-to-day operation of the Academy Finances, with due regard for the requirements of the Trust Financial guidelines, Academies Financial Handbook and the Academy Funding agreement.
18. To provide assistance and information to the Trust in order to support the budget setting process in consultation with the Head-teacher and Business Manager. To recommend, for approval, to the local governing body, the first formal budget plan of the financial year.
19. To establish and maintain a 3-year rolling, indicative oversight of the Academy budget
20. To review the detail financial policy statements, including consideration of long-term planning and resourcing
21. To monitor the implementation and operation of the Trust's Financial Policy and Procedures
22. To maintain a Charging Policy for the school.
23. To monitor income and expenditure of all funds and to report the financial situation to the local governing body each term.
24. To monitor the impact of spending decisions upon educational achievement in the school.
25. To recommend, for approval by the governing body, the level of delegation for the day-to-day financial management of the school.
26. To recommend the amount which can be vired between budget headings by the Principal without prior agreement of the Finance Committee.

27. To support the preparation of the year-end accounts through liaison with the Trust Accountant, Business Manager and external auditors.
28. To review the Asset Management Plan and develop a rolling programme of repairs and maintenance.
29. To approve the costs and arrangements for maintenance, repairs and redecoration, within the budget allocation.
30. To agree procedures to be followed for carrying out emergency work and to make recommendations about delegation to the Principal for taking appropriate action on behalf of the governing body in the event of an emergency
31. To monitor the work of appointed contractors in the preparation and implementation of contracts and to monitor and review arrangements for cleaning, grounds maintenance and school meals in line with the financial procedures agreed by the governing body.
32. To attend or commission appropriate governor training.
33. To report its deliberations to the Local governing body at each of its meetings.
34. To review regularly the detail of the agreed Financial Policy and Procedures.

Staffing

35. To draft and keep under review the staffing structure in consultation with the Principal, Central Trust HR Team and the Finance element of the Committee.
36. To implement the Trust's staffing Policies for all categories of staff and to be responsible for its administration and review.
37. To oversee the appointment procedure for all staff (excluding the Principal).
38. To establish and review the continuous professional development of all staff.
39. To oversee the process leading to staff restructure and reductions.
40. To keep under review staff work/home balance, working conditions and well-being, including the monitoring of absence;
41. To make recommendations on personnel related expenditure to the Finance element of the Committee
42. To monitor the attendance of staff and review actions to improve.
43. To work with and take guidance from the Central Trust HR team as required.
44. To arrange the required staffing Panels to comply with Academy requirements

Terms of Reference should be submitted by 30th November for approval by the Board. In addition each academy will have the following panels, membership of which may be supported through the Trust Local Governing Body Collaboration agreement.

PANELS

Local Governing Body

Student Discipline Panel

Purpose and Terms of Reference

The Student Discipline Panel Committee is a committee of the Academy's Local Board of Governors.
The Panel:

- Acts as the final Student Exclusion Panel for the Academy.

Membership

- 3 Governors

Responsibilities

To consider the Principal's recommendation of permanent exclusion of a student, in accordance with DfE guidelines.

Pay Review Panel (Excluding Principal)

Purpose and Terms of Reference

The Pay Review Panel has the delegated authority of the Academy Local Governing Body

The Panel:

- Exercises the delegated authority of the Local Governing Body to determine the pay and conditions of all members of staff employed by the Trust.
- Exercises the Local Governing Body's delegated authority in respect of the Governors'/Trustees' expectations, as delineated in the Trust's Staff Capability and Disciplinary Policy, that the work performance, conduct, attendance and integrity of all staff will be of a very high standard.
- Will meet at least once per year in line with Academy staffing review process.
- Refers major issues to the Local Governing Body for information.

Membership

- 3 Governors
- Support to be provided by the Trust HR team

The Panel undertakes to:

- Achieve the aims of the Trust Pay Policy in a fair and equal manner.
- Apply the criteria set by the Trust Pay Policy in determining the pay of each member of staff at the annual review.
- Observe all statutory and contractual regulations.
- Make clear and accurate records of the reasoning behind decisions made about staff pay.
- Ensure that, where relevant, pay progression is based upon evidence that teachers meet the relevant standards including those for attainment and progress of students.
- Receive and consider recommendations from the Principal for the salaries of the Senior Leadership Team.
- Keep abreast of any relevant developments which may require the Pay Policy to be revised.
- Work with the Trust HR team and Principal so that all regulations relating to staff Appraisal are complied with.
- Authorise the Principal to determine levels of pay when appointing staff.

Staffing Panel Stage A

Purpose and Terms of Reference

Panel A is authorised by the Academy Local Governing Body to:

- Meet in line with the Trust's Staff Conduct, Capability, Grievance and Sickness Absence Policies
- Make appropriate comments and recommendations on such matters to the Local Governing Body as appropriate.

Membership (Principal excluded)

- 3 Governors (including either the Chair or Vice Chair)
- Support to be provided by the Trust HR team

Responsibilities

Subject to the requirements of current legislation and the policies adopted, the Panel is authorised to consider the case of any member of staff under the Trust's Staff Capability, Disciplinary and Grievance Policies and to decide upon the appropriate outcome.

Staffing (Appeal) Panel Stage B

Purpose and Terms of Reference

Panel B is authorised by the Academy Local Governing Body to:

- Ensure that the right of appeal by individual staff members over decisions made by the Principal, the Pay Review Committee under the Disciplinary, Capability or Pay Policies is properly exercised.
- Make appropriate comments and recommendations on such matters to the Local Governing Body.

Membership (Principal excluded)

- 3 Governors (including either the Chair or Vice Chair. *The Governors must not have been involved in earlier decisions either through Pay Review Committee, Principal's Appraisal Panel or Panel A decision relating to Staff Disciplinary, Conduct, Capability, Grievance or Sickness Absence Policy.*)
- Support to be provided by the Trust HR team

Responsibilities

Subject to the requirements of current legislation and the policies adopted, the Panel is authorised to consider the case of any member of staff who appeals against a decision of the Principal under Staff Capability, Disciplinary and Pay Policies and to decide the appropriate outcome.

Collaboration Committee of Wade Deacon Trust In relation to panel hearings*

These terms of reference have been developed with the agreement of the Trustees of The Wade Deacon Trust. The formation of this committee and its terms are compliant with the Trust's Articles of Association; articles 100(b), 101, 105 and 106.

Definition: The named schools referred to in this agreement are:

Wade Deacon High School

Hillside High School

Halewood Academy

Widnes Academy

Sylvester Primary Academy

Whiston Willis Primary Academy

The Grange Academy

Yew Tree Primary Academy

Any new academy joining the Trust in the 2018-19 Academic year.

Rationale

The Collaborative is an opportunity for the named schools to work more closely together on any issue and yet retain autonomy in relation to panel hearings and appeals. This would include but is not limited to ***exclusion hearings, staff grievances, staff discipline and complaints hearings**. The committee provides for the sharing of governors in the event that a panel hearing in one of the schools could not go ahead without the support of governors external to itself. It is not expected to meet as a whole committee per se, but to facilitate the sharing of any governor from the list of schools above who could step in to support another named governing board in the event of a panel hearing.

Quorum is a minimum of three governors and each is a Local member of their local governing board.

Membership is any governor who is eligible to join the panel. Members of the Collaborative Committee must disclose any conflicts of interest prior to the panel hearing. Failure to do this may nullify the process and the hearing would have to be reconvened. This would include a conflict of interest between governor interests and the interests of a collaborating governing body or there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required or they have a pecuniary interest in the matter.

Selection of governors will be identified from those eligible and available and with no conflicts of interest. Governors will be appointed to this committee by each of their respective governing boards at their Local board meeting.

Training

Wherever possible, all governors should attend training in relation to the type of panel they are members of. For example, for an exclusion panel, governors should make every effort to attend training on exclusions to ensure they have appropriate experience.

Code of conduct for Collaboration members

Members must be open, fair and transparent in the conduct of their official duties. They must respect others in the conduct of their public lives and must ensure due probity of any decision making on behalf of the panel they are members of.

Chair & Clerk

The panel which is formed from the governors involved in the hearing will elect a Chair. The panel will appoint a Clerk.

Convening meetings

The Clerk will write to all attendees with the agenda and papers for the meeting in line with the published process which would normally be 5-7 days prior to the hearing.

Minutes

The Clerk will take notes/minutes of the meeting which are not expected to be verbatim. The minutes belong to the panel members who will consider and approve them.

Agreed by _____

Chair of Governors at _____