

Governance Handbook

Status	Statutory
Version	8
Responsible Directors' Board	Full Board of Directors
Responsible Persons	Deputy CEO and Head of Governance
Date Policy Reviewed	July 2025
Next Review Date	July 2026
Academy to implement without Amendment	



Contents

1. Our Ethos	4
2. Our Vision	5
3. Our Values	6
4. Our Aims	7
5. Purpose of this Handbook	8
6. Legal and Administrative Duties	9
7. Governance Structure – Members and Directors	10
8. Governance Structure – Directors Committees	11
9. Local Governance Structure and Local Committees	12
10. Governance Roles	13
11. The Work of the Board of Directors	19
12. The Duties of the Director	22
13. The Role of the Link Director	23
14. The Role of the Local Governor	24
15. Supporting the Board	26
16. Directors with Link Roles (Safeguarding, SEND, Health and Safety, Cyber Security)	29
17. Director and Governor Induction and Training	30
18. Director and Governor Annual Statutory Training	33
19. Governance Training CPD	35
20. Terms of Reference for Annual General Meeting	37
21. Terms of Reference for the Board of Directors	38
22. Terms of Reference for the Directors Audit and Risk Committee	45
23. Terms of Reference for the Directors Finance and Operations Committee	48
24. Terms of Reference for the Directors Education and Standards Committee	52
25. Terms of Reference for the Directors Pay and Performance Committee	55
26. Terms of Reference for the Local Governing Board	57
27. Terms of Reference for the Local Business, Operations & Risk Committee	64
28. Terms of Reference for the Local Education and Standards Committee	67
29. Terms of Reference for the Local Pay and Performance Committee	70
30. Implementation of an Interim Education Improvement Board	71
31. Governance Agenda Cycle for Members and Directors Part 1	72
32. Governance Agenda Cycle for Members and Directors Part 2	73
33. Governance Agenda Cycle for Local Governing Boards and Committees	75



Version Control

Version Number	Updates
Version 6	Updated Page 65 to ensure the role of the Health and Safety Governor is specific and clear on expectations and what they should be undertaking within their role.
Version 7	Office address updated
Version 8	<ul style="list-style-type: none">• Updated Business & Operations Terms of Reference to include Risk.• Updated title of SEND Director/Governor role to Inclusion Director/Governor including Pupil Premium and Children with Special Educational Needs and Disabilities.• Statutory and CPD training schedules updated for 2025/26.• Updated Governance Agenda cycles.• Updated any reference to ESFA to DfE.• Updated agenda focus items at all local governance committees to include Exceed Assure – the Trust Quality Assurance Dashboard

Policy Agreed: July 2025

Signed CEO:

B.A. Nixon

Signed Chair of Directors:

J.P. [Signature]

Policy to be reviewed: September 2026



1. 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



2. Our Vision

***‘To equip young people with the knowledge,
skills and mindset 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
- Recognition of what their strengths are
- How they can share their strengths with others
- An understanding of 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
- Evaluation





3. 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!



4. Our Aims



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.



5. 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.





6. Legal and Administrative Duties

Company Name: Exceed Learning Partnership

Company Number: 10660150

Registered Office: 6-9 Railway Court, Doncaster, South Yorkshire, DN4 5FB

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.





7. Governance Structure – Members and Directors



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 Capital Trust but have a minimal role in the actual running of the Trust. It is the Directors 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 set the strategic direction of the Trust, hold Senior Leadership to account and oversee the Trust's financial performance. The Directors undertake a minimum of 4 board meetings per year and 9 Committee meetings per year. The Directors are responsible for overall strategy, cross Trust scrutiny, overall accountability, determining the schemes of delegation, pay and remuneration structure and Governance Appointments.



8. Governance Structure – Directors Committees

The Directors Board also have committees to support their governance role, including: Audit and Risk, Finance and Operations, Education and Standards and Pay and Performance.

Directors Committees meet termly to review academy performance, feedback from local governance and progress against Trust strategic priorities.



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 academies within the Trust and support the work of the LGB in holding their academies to account in regards to school improvement.



Pay and Performance Committee (meets twice a year)

Setting pay policy for CEO/Senior Executives;

CEO annual performance appraisal;

Approving the design and determining 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



9. Local Governance Structure and Local Committees

The Local Governance Structure comprises of a Local Governing Board and Committees. The Full Board meets once a term, three times a year.



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.

The Committee structure comprises of Local Business, Operations and Risk and Local Education and Standards and meets three times per year.

In addition to this the Local Pay and Performance Committees meets twice a year.



Local Business, Operations and Risk Committee (Meets Termly)

Reports to the Board on the performance of the academies business, operations and risk function in line with the Scheme of Delegation.

Holds the academy to account for statutory compliance, budget spend and ensures that risks are being addressed appropriately and that the academy has a live and up to date risk register.



Local Education and Standards Committee (meets termly)

Report to the Local Board on the quality of education standards in the Academy

Monitor the work of the Academy and supports the work of the Local Board in holding the Academy to account to deliver school improvement.



Local Pay and Performance Committee (meets twice a year)

Setting pay policy for Principal/ Senior Leaders;

Principal 's annual performance appraisal

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

Recommending and monitoring Teacher's pay awards.

10. Governance Roles

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

10.1 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.

10.2 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 money is well spent
- The Board produces an annual report on the performance of the Trust for Members and for external publication.

10.3 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 focuses 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
- 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.

10.4 Link Director

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



10.5 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 Academy Leaders to account in line with the delegated responsibilities listed within the Scheme of Delegation.

Membership of Local Governing Boards			
Category	Appointment	Term of Office	Area of Expertise
Chair (Co-opted)	Appointed on to LGB by Directors, voted into Chair role by LGB	2 Year Term as Chair, 4 year term as a Governor	Safeguarding and other roles
Vice Chair (Co-opted)	Appointed onto LGB by Directors, voted into Vice Chair role by LGB	2 Year Term as Vice Chair, 4 year as a Governor	Safeguarding and other roles
Principal/Head	Appointed by Directors	Ex-Officio	Education
Co-opted x 4	Appointed by Directors	4 Year Term	Curriculum and Standards
			Finance and Expenditure
			Inclusion including Pupil Premium and SEND
			Health and Safety, Compliance
			Wellbeing
Elected Parent x 2	Appointed by LGB following Parent Election Process	4 Year Term	Resources or other Professional Skill Set
Elected Staff comprising: Support Staff x 1 Teaching Staff x 1	Appointed by LGB following Staff Election Process	3 Year Term	
A Link Director will be allocated to a Local Governing Board where possible to provide oversight and support. The Link Director will not be named on GIAS but the board in which they are linked to will be noted in the Directors Register of Business Interests.			

10.6 Local Governing Committees

The Local Board established a number of committees as identified earlier in this handbook to carry out some of its governance functions including decision making in line with the Scheme of Delegation. The Committee will report back to the full Local Board during its termly meeting.

The Local Board has the following Committees:

- **Local Education and Standards Committee** - This Committee has a focus on the educational priorities set out in the Academy Development Plan. Governors will monitor quality of educational standards and academy performance, challenging any areas of underperformance.
- **Local Business, Operations and Risk Committee** - This Committee supports the Local Board in overseeing the academy's finances and ensuring compliance with Safer Recruitment, Health and Safety, GDPR, and Website Development. It also monitors risk management through the Academy Risk Register, ensuring appropriate risk scores and mitigation.
- **Local Pay and Performance Committee** - This Committee maintains an oversight of an academies approach to Principal's remuneration and pay progression in line with Trust Policy.

The Scheme of Delegation sets out the powers that the Committees may exercise on behalf of the Local Board. The Scheme of Delegation is supported by Terms of Reference for each Committee.

10.7 Governor Monitoring

Governors will carry out monitoring visits to the Academy to see first-hand the implementation of Policy and offer visible support to staff. Monitoring visits are collectively agreed by the Local Board to ensure alignment with the priorities set out in the Academy Development Plan or to audit financial or operational compliance. It is anticipated that governors will conduct termly monitoring visits.

10.8 Chief Executive Officer

The CEO as Accounting Officer has the delegated responsibility for the operation of the Trust, including the performance of the Trust's academies. As such, the CEO and Director of Primary Education are 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 as Deputy Accounting Officer has delegated responsibility for the operation of the Trust.

10.9 Executive Management Team

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

10.10 Executive Principal/Principal/Headteacher (Academy Leaders)

The Executive Principal/ 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 Directors and Governors Committees.



11: The Work of the Board of Directors

11.1 The Chair of The Board of 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 Central Team and the Governance Professional 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.

11.2 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 Trust 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, who leads the Governance team.
- The DCEO 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.

12: 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):

- **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 behavior. They should actively promote and robustly support the principles and be willing to challenge poor behavior wherever it occurs.



13: 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 providing oversight of the Local Governing Body, in addition to their role on the Board of Directors.
- The Link Director provides 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 a 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.



14: The Role of the 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.

The role of the Governor is a non-executive one, and Governors are required to ensure 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;
- the monitoring of the budget that is set by Directors, ensuring budget is spent in line with agreed budget plan and profile
- 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.



Local Governor Key Skills

In seeking to fill any vacancy, the Local Governing Board endeavours 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 academy.
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.



15: Supporting the Board

15.1 Governance Calendar and Agenda Cycle

- The Trust has an Annual Governance Calendar that sets out the meeting structure for the academic year for Members, Directors and Local Governance meetings.
- 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 will follow the governance calendar and reporting schedule that is set out by the Trust.

15.2 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:

1. 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.

2. 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.

3. 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.

4. 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.

5. 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.

6. 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.
- 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.

15.3 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.

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.



16. Directors with additional Link Roles

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 three Directors to the following areas:

Safeguarding Link Director

It is the role of the Safeguarding Link 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.

Inclusion Link Director

The Inclusion Link Director ensures 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 Inclusion Link Director of a Trust should have due regard to their statutory duties relating to pupil premium and supporting children with special educational needs and disabilities.

Health and Safety Link Director

The Health and Safety Link Director ensures processes and reporting arrangements are in place to maintain oversight of the procedures in place for each academy to ensure they are meeting health and safety legalities and guidance. The Link Director is responsible for checking policy and application of policy across the Trust ensuring the Trust is meeting all its statutory compliance duties and requirements whilst also ensuring resources are allocated accordingly to ensure all academies are compliant and maintain a health and safe school environment.

Cyber Security Link Director

The Cyber Security Link Director is essentially the champion for cyber safety across all the schools within the trust. They're responsible for making sure the Trust has a strong cyber security plan and that everyone follows it.

Key duties include but are not limited to:

- Overseeing the Trust's cyber security strategy: Including policies for passwords, data protection, and responding to cyber attacks.
- Keeping an eye on cyber risks: They regularly assessing potential threats and make sure the Trust has the right safeguards in place.
- Ensuring the Trust follows data protection laws: This includes complying with regulations like GDPR and making sure everyone handles sensitive information correctly.
- Making sure Staff, Directors, Governors have received appropriate training and awareness is in place for pupils and even parents.
- Staying up-to-date, keeping track of the latest cyber threats and best practices, so the Trust is always one step ahead.
- Work with Trust leaders to ensure the Trust approach to Cyber Security is strong.

Sustainability Link Director

The Sustainability Link Director provides strategic oversight and assurance that the Trust is fulfilling the expectations of the Department for Education's *Sustainability and Climate Change Strategy (2022)*. This role ensures sustainability is embedded in governance, long-term strategic planning, and operational delivery across all academies within the Trust. Acting as a link between the Director Board and Executive Leaders, they will champion the Trust's commitment to sustainability and climate action, supporting the national ambition for the education sector to be world-leading in sustainability and climate change by 2030.

Key responsibilities:

- Provide strategic challenge and support to the executive team on the Trust's approach to sustainability, ensuring consistency and impact across all academies.
- Oversee the development, implementation, and regular review of the Trust-wide Climate Action Plan, ensuring measurable targets are ambitious, evidence-based, and aligned with national strategy.
- Scrutinise how climate education and green skills are embedded across the curriculum at all key stages, ensuring pupils are equipped for future careers and societal challenges.
- Hold leaders to account for progress in reducing the environmental impact of the Trust's collective estate, digital infrastructure, supply chain, and operational practices.
- Ensure sustainability is a core consideration in major strategic decisions (e.g. capital projects, procurement, estates planning, ICT investment, and partnerships).
- Monitor and evaluate sustainability performance data across the Trust, ensuring it informs governance discussions and board reporting.
- Promote collaboration and knowledge-sharing between academies within the Trust, ensuring best practice is scaled and innovation encouraged.
- Support opportunities for external partnerships and international collaboration to strengthen the Trust's capacity and reputation in sustainability and climate education.
- Champion sustainability at board level, ensuring it is embedded in the Trust's vision, culture, and risk management processes.

17: Director and Governor Induction and Training

Our comprehensive induction training program is designed to equip new Directors and Governors with the knowledge, skills, and confidence to thrive in your role.

Our 6-month induction and training program for new directors and governors offers numerous benefits including:

- **Smooth on boarding:** Facilitating a seamless transition into the role, reducing stress and uncertainty.
- **Increased confidence:** Equipping new Director and Governors with the knowledge and skills needed to perform effectively, boosting their confidence and engagement.
- **Enhanced understanding:** Providing a comprehensive overview of the organisation, its mission, values, and strategic goals.
- **Stronger relationships:** Fostering connections with fellow board members, senior leadership, and key stakeholders, building a foundation for collaboration and trust.
- **Clear expectations:** Sets clear expectations regarding roles, responsibilities, and performance standards.
- **Continuous learning:** Encourages a culture of continuous learning and development, ensuring members stay informed and updated.
- **Statutory Compliance:** Ensuring all new Directors and Governors are receiving training that is required to meet statutory compliance and ensure Directors and Governors can undertake their role effectively.

We understand the invaluable time and dedication that Directors and Governors bring. That's why our induction program is thoughtfully designed over 6 months, respecting Directors and Governors busy schedule whilst ensuring they receive comprehensive training.

Our approach allows for:

- **Manageable learning:** Avoid feeling overwhelmed with bite-sized modules and flexible scheduling.
- **Deeper understanding:** Gradually build your knowledge and confidence over time.
- **Practical application:** Apply your learning in real-world scenarios, ensuring immediate impact.
- **Continued support:** Receive ongoing mentorship and access to resources throughout the process.

Directors and Governors commitment is essential to our success, and we're committed to ensuring the on boarding experience is as smooth and rewarding as possible.

Director and Governor Induction Training

Description	Purpose	Aim & Objective	Provider	Date	Time	Approach	Linked Policies to be read via SAM People
Director Induction Training - Vision, Values, Role, Responsibilities, Governance structure, and Scheme of Delegation	Understand the Trusts Vision, mission and Strategic Objectives. The governance structure and expectations of a governance role within the Trust including: <ul style="list-style-type: none"> • The statutory responsibilities of Governors and Directors. • The difference between being “strategic” (the role of governors) and being “operational” (the role of the Executive Team, Principal and staff) • Introduction to budgets • How to use and interpret school Performance data • Staffing issues • How to ask challenging questions and when to offer support • How to conduct school visits and get to know your individual school • How to make an impact as a governor/Director 	Supported to confidently carry out the responsibilities of the role	Head of Governance & Chair of LGB or Directors	Month 1	1 hour 30 minutes	In Person or Online	Governance Handbook Scheme of Delegation Director and Governor Visit Policy Director and Governor Welcome Policy Code of Conduct for Trust Members, Directors and Governors Articles of Association (provided outside of SAM People) Trust Strategic Plan (provided outside of SAM People)
Annual Certificate in Safeguarding for Governors and Trustees	Statutory Safeguarding training in line with the latest Keeping Children Safe in Education (KCSIE) guidance	To confidently carry out responsibilities under the latest guidance	National College	Month 2	1 hour 50 mins	Online	Safeguarding & Child Protection Policy
KCSIE (Part 1 and Part 2)	Understand the legal duties you must follow to safeguard and promote the welfare of children and young people under the age of 18 in schools and colleges	To confidently carry out responsibilities under the latest guidance	SAM People	Month 2	45 mins	Online	Safeguarding & Child Protection Policy
Prevent Duty Training	Understand the requirements set out in the Prevent duty and be able to recognise and respond to the signs of radicalisation.	To ensure compliance with the Prevent duty when carrying out responsibilities under the updated statutory guidance	Government	Month 3	30 mins	Online	Safeguarding & Child Protection Policy
Annual Certificate in Online Safety for Governors and Trustees	Understand the latest updates from ‘Keeping children safe in education 2023’ around online safety	To confidently carry out responsibilities under the latest guidance	The National College	Month 4	1 hour 45 mins	Online	Online Safety & Security Policy Safeguarding & Child Protection Policy

Cyber Security for Governors and Trustees	To understand what cyber security is, the different types of cyber threats, and the measures you can take to protect your organisation from harm	Awareness around the best ways to protect and reduce potential cyber security threats	National College	Month 5	1 hour	Online	Cyber Response Policy and Plan
Certificate in Data Protection & GDPR for Governors and Trustees	Provides knowledge and skills to ensure compliance with legal responsibilities in protecting personal data.	To confidently carry out responsibilities under the latest guidance	The National College	Month 5	1 hour	Online	Data Protection Policy Data Retention Policy GDPR Privacy Policy
Health and Safety for Link Governors	Understanding Health and Safety including the latest updates to legislation	Knowledge and skills to ensure adherence to all your health and safety regulations	National College	Month 6	1 hour 5 mins	Online	Health and Safety Policy

18: Director and Governor Annual Statutory Training

Our Director and Governor Annual Statutory Training program has been meticulously designed to equip Governors and Directors with the knowledge and skills required to fulfil their statutory responsibilities effectively.

To ensure a manageable workload and take into account that these roles are volunteer, the training is thoughtfully mapped over a six-month period. This approach ensures training is spaced over a period of time, recognising the time and support that is already given up generously by Governors and Directors.

Governors and Directors can choose to complete the training sooner if they wish to do so, however the dates detailed within the table detail months in which the training is required to be completed.

This training is statutory and required by all Governors and Directors which is why we are utilising National College to support self-study and online training to provide flexibility.

The Annual Statutory Training covers the following:

- Understanding Changes and Updates to the Keeping Children Safe in Education
- Safeguarding and Child Protection
- Prevent
- Governance and Scheme of Delegation
- Special Educational Needs and Disabilities (SEND) Provision
- Health and Safety
- Cyber Security
- Data Protection
- Online Safety
- Safer Recruitment

Director and Governor Annual Statutory Training

Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How it is recorded	Deadline	Linked Policies to be read via SAM People
Half Term 1	All Governors & Directors	Training	Safeguarding and Child Protection Training	Annual Certificate in Safeguarding Course for Governors/Directors on National College	National College	Recorded on National College	September	Safeguarding & Child Protection Policy KCSIE Update
	All Governors & Directors	Policy	Understanding changes to the DfE Keeping Children Safe in Education 2025	Read and understand changes to Keeping Children Safe in Education 2025	SAMPeople	Recorded on SAM People	September	Safeguarding & Child Protection Policy KCSIE Update
	All Governors & Directors	Policy	Scheme of Delegation, the LGB, Committees, Governor monitoring and Exceed Assure (New Quality Assurance Dashboard)	Refresher session for Directors and Governors on the Scheme of Delegation and the roles and responsibilities involved.	Trust	Recorded on National College	10th September 6-7:30pm	Scheme of Delegation Governance Handbook
	All Governors & Directors	Training	Prevent Training	Annual Certificate in Understanding the Prevent Duty 2025 course on National College	National College	Recorded on National College	October	Safeguarding & Child Protection Policy
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How it is recorded	Deadline	Linked Policies to be read via SAM People
Half Term 2	H&S Link Director & Link Governors	Training	Health and Safety for Link Governors	Understanding Health and Safety including the latest updates to legislation	National College	Recorded on National College	November	Health and Safety Policy
	Inclusion Link Director & Link Governors	Training	Certificate in the Role of the SEND Link Governor or Trustee	Understand the responsibilities of a Link SEND Governor and consider the ways in which the provision of SEND can be supported.	National College	Recorded on National College	November	SEND Policy & Information Report
	All Governors & Directors	Training	Cyber Security Training	NCSC Cyber Security Training Video	National College	Recorded on National College	December	Cyber Response Policy and Plan
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How it is recorded	Deadline	Linked Policies to be read via SAM People
Half Term 3	All Governors & Directors	Training	Data Protection Training	Annual Certificate in Data Protection and GDPR for Governors 2025/2026 course on National College	National College	Recorded on National College	January	Data Protection Policy GDPR Privacy Policy
	All Governors & Directors	Training	Online Safety Training (Every 3 years)	Annual online safety certificate for Governors 2025/2026 course on National College	National College	Recorded on National College	February (Every 3 Years)	Online Safety & Security Policy Safeguarding & Child Protection Policy
	Directors & Governors on an interview panel	Training	Safer Recruitment Training	Annual Certificate in Safer Recruitment (2025-2026)	National College	Recorded on National College	March (Every 2 Years)	Safeguarding & Child Protection Policy



19: Governance Training - CPD

Accessing Your Training

The Head of Governance and Policy (HoGP) 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 HoGP 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.

Governance Annual CPD Training Programme

In addition to the above mandatory training, the Trust also encourages Directors and Governors to attend its CPD training sessions advertised within its annual training programme.

These non-mandatory sessions are free of charge to all governors across the Trust and have been carefully selected to enhance knowledge and skills across our governance structure. They also provide an excellent opportunity to network with other Directors and Governors.

Workshops cover key topics including:

- Academy Improvement and Data Outcomes
- Exclusions and Suspensions Framework
- Formal Complaints
- Financial Management
- Risk Management
- Strategic Estates Management
- Operational Compliance

Director and Governor CPD Training

We organise Continuing Professional Development (CPD) training specifically designed for Directors and Governors to support their ongoing learning and effectiveness in their governance role. Our training sessions cover a range of relevant topics, governance best practices, legal responsibilities, and effective decision-making. These sessions are tailored to ensure Directors and Governors are equipped with up-to-date knowledge and skills that enhance their ability to contribute positively to their organisations.

Academic Year	Colleague Type	Training or Policy	Title	Deliverer	Location	Attendance is recorded	Date and Time	Linked Policies
Autumn Term 1	All Governors & Directors	Policy	Scheme of Delegation, the LGB, Committees, Governor monitoring and Exceed Assure (New Quality Assurance Dashboard)	Deputy CEO	Trust	Recorded on National College	10th September 2025 6-7:30pm	Scheme of Delegation Governance Handbook
	All Governors & Directors	Training	The Importance of the Academy Development Plan (ADP)	Director of Primary & Director of Equity and Inclusion	Google Meet	Recorded on National College	24th September 2025 6-7:30pm	Academy Development Plan
	All Secondary Governors & Directors	Training	Understanding School Improvement Data (Secondary)	CEO	Trust	Recorded on National College	6 th October 2025 6-7:30pm	Risk Management Policy
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How attendance is recorded	Date	
Autumn Term 2	All Governors & Directors	Training	Panel Member Training	AdvancedHR	Google Meet	Recorded on National College	12th November 2025 6-7:30pm	Complaints Policy Staff Disciplinary Policy
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How attendance is recorded	Date	
Spring Term 1	All Governors & Directors	Training	Understanding School Improvement Data (Primary)	CEO and Director of Primary	Google Meet	Recorded on National College	21st January 2026 6-7:30pm	Risk Management Policy
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How it is recorded	Date	
Spring Term 2	All Governors & Directors	Training	Ofsted Framework	Director of Primary & Director of Equity and Inclusion	Google Meet	Recorded on National College	4th March 2026 6-7:30pm	Ofsted Framework
Academic Year	Colleague Type	Training or Policy	Title	Details	Location	How it is recorded	Date	
Summer Term 1	All Governors & Directors	Training	SEND Legislation and the Law	Browne Jacobson	Google Meet	Recorded on National College	22nd April 2026 6-7:30pm	SEND Policy and Information Report



20. Terms of Reference for the Annual General Meeting

20.1 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.



21: Terms of Reference for the Board of Directors

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 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 and its Local Committees

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
- Inclusion (Incl. Pupil Premium and SEND)
- Health and Safety and Compliance
- Curriculum and Standards
- Finance & Expenditure
- Wellbeing
- Careers (Secondary Academy)

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

4.7 To appoint the Governance Professional to 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
- Full Local Governing Boards
- Local Business, Operations and Risk Committee (Summary: actions, key decisions & risk identified)
- Local Education and Standards (Summary: actions, key decisions & risk identified)

4.8 To ensure a Chair is appointed by each LGB in line with Trust processes and procedures.

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

5. Policies

5.1 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.

5.2 To set and review the curriculum and standards to be achieved by the Academies (in consultation with the LGB).

5.3 To determine the admissions policy and arrangements for the Academies (in accordance with admissions law and the DfE codes of practice).

5.4 To determine a Trust wide DBS policy as set out in the Academies Trust Handbook.

5.5 To set other Trust wide policies such as Complaints, Health and Safety, Safeguarding and Child Protection.

5.6 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:

- Academy Safeguarding and Child Protection Policy
- Admissions Policy
- Code of Conduct for Trust Members, Directors and Governing Bodies
- Director and Governor Allowance Policy
- Director and Governor Welcome Policy
- Director/Governor Visit Policy
- Equality and Diversity Policy
- Governance Handbook
- Low Level Concerns Policy
- Safer Recruitment Policy
- Scheme of Delegation
- Staff Code of Conduct



- Suspensions and Exclusions Policy
- Trust Safeguarding and Child Protection Policy
- Trust Complaints Policy and Procedure

6. Staffing

- 6.1 To consider permanent changes on an annual basis to 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.
- 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/CFO/DOP.
- 6.8 To establish processes for making appointments within the Trust and each of the Academies.
- 6.9 To appoint the CEO /DCEO/Principals. The Board of Directors may delegate the recruitment of all other roles in the Trust to CEO/DCEO or LGB.
- 6.10 To approve the appointment of the Principal/Executive Principal at any of the Academies.
- 6.11 To appoint the Head of Governance and 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 DfE 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 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 award of 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 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.

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 DfE 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.

10.8 Security of Assets

- To ensure that the items procured by the Academies in the Trust, with a value of £500 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 DfE 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.

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
- Academy 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
- Inclusion incl. Pupil Premium and SEND
- 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.

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.

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

12.8 The Directors Board will unpick, review and approve Trust's policies in relation to Safeguarding, Statutory and Curriculum Statement including:

- Academy Safeguarding and Child Protection Policy
- Admissions Policy
- Code of Conduct for Trust Members, Directors and Governing Bodies
- Director and Governor Allowance Policy
- Director and Governor Welcome Policy
- Director/Governor Visit Policy
- Equality and Diversity Policy
- Governance Handbook
- Low Level Concerns Policy
- Safer Recruitment Policy
- Scheme of Delegation
- Staff Code of Conduct
- Suspensions and Exclusions Policy
- Trust Safeguarding and Child Protection Policy
- Trust Complaints Policy and Procedure

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.



22. Terms of Reference for the Directors Audit and Risk Committee

- 1.1 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 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 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.



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 LGB within 14 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 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.
- 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 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 were 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
 - Cyber Response Policy
 - Data Protection Policy
 - Data Retention Policy
 - Emergency Plan Local Lockdown (Academy Template)
 - Emergency Plan Local Lockdown (Trust office version)
 - GDPR Privacy Policy
 - Online Security and Safety Policy
 - Information Security Policy
 - Publication Scheme and Freedom of Information Policy
 - Risk Management Policy



23. Terms of Reference for the Directors Finance and Operations Committee

1. 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 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.

6. Reporting Procedures



- 6.1 Within 14 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 and has been delegated duties from the main Board of Directors. The committee will discharge its duties by following the terms of reference as follows:

- a) The overall finances of Exceed Learning Partnership, including:
- To receive and scrutinise the annual and three-year budget (to provide 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.
 - To receive Business Cases to access Reserves, and assess the need, requirements in line with the Trusts Financial Policies and Procedures.
 - To authorise the award of tenders in line with the Trusts Finance Policy.
 - To ensure that tenders other than the most financially favourable or late tenders, can only be accepted by ELP and that they shall minute the reasons for their decision.
 - To determine the extent of the services provided to the Academies by the Trust and how the costs should be allocated.
- b) The Personnel of Exceed Learning Partnership MAT including oversight of:
- Staff recruitment procedures
 - Staff appointments procedures
 - Equal opportunities
 - Performance management arrangements
 - Employment contractual matters
 - Salary Sacrifice Schemes
 - 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 Executive Team, oversee premises-related funding bids
- To oversee arrangements, including health and safety, for the use of the premises

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
- Charging & Remission Policy
- Competitive Tendering and Procurement Policy
- Credit Card Policy
- Debt Recovery Policy
- Dinner Money Policy
- Expenses Policy
- Family Leave Policy
- Finance Policy and Procedure
- Gifts and Hospitality Policy
- Health and Safety Addendum (Academies)
- Health and Safety Policy
- Hot Works Policy
- ICT Acceptable Use ICT Children/Pupils Policy
- ICT Acceptable Use ICT Staff, Visitors and governors Policy
- Investment Policy
- Leave of Absence for Staff
- Leaving Exceed Learning Partnership Policy
- Lettings Policy
- Local governing Board Financial Decisions Appeals Policy
- Lockdown Policy
- Lone Working Policy
- Managing Attendance at Work Policy and Procedure
- Managing Conflicts of Interest Policy
- Pensions Discretion Policy
- Reserves and Capital Funding Appeals Policy
- Reserves and Capital Funding Policy
- Staff Capability Policy
- Staff Disciplinary Policy
- Staff Grievance Policy
- Staff Handbook
- Staff Pay Policy
- Staff Performance Management Policy (Business, Operations and Teaching Support)
- Staff Performance Management Policy (Teaching, Leadership and Executive Leaders)
- Structure Review and Redundancy Procedures
- Whistleblowing Policy

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



24. Terms of Reference for the Directors Education and Standards 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 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.

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 Academy 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.

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:
 - Attendance Policy
 - Behaviour Strategy and Policies
 - Part Time Timetable Policy
 - SEND Policy
 - Alternative Provision Policy
 - Any Policy related to curriculum, teaching and learning, academy 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.



25. Terms of Reference for the Directors 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.
2. It is recommended that the committee comprise of a minimum of three 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.
3. The group will meet twice per year, in the Autumn Term to consider recommendations and Spring/Summer Term to review policy and practice.
4. The terms of reference for the Pay and Performance committee include:
 - 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.
5. The Pay and Performance Committee has the responsibility:
 - To draft and recommend any changes to the Trust pay and appraisal policies to the Board of Directors
 - To submit the draft policy and any proposed revisions which follow the annual review to the Board of Directors for formal approval
 - 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 the Executive Team.
 - 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 recommending dismissal payments, early retirement awards or any other settlements regarding the Executive Team to the Board of Directors.

Leadership Performance Reviews

6. 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.
- It is important that these members receive the appropriate training and are supported by an external specialist as required.



26. 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 an 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.
- 1.4 The Local Governing Body will hold 3 full meetings per year (Full Board during first half term) and in addition to this the Local Education and Standards Committee will meet 3 times per year (during the second half term), the Local Business and Operations Committee will meet 3 times per year (during the second half term), the Local Risk Committee will meet 3 times a year and the Local Pay and Performance Committee will meet twice per year.

2. LGB's 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 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.
- 2.7 Work with the Head of Governance and Policy (HoGP) 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 Business and Operations Committee to oversee expenditure against priorities outlined within the Academy development Plan.
- 2.11 To appoint an Academy Education and Standards Committee to oversee performance and data against the educational priorities outlined within the Academy Development Plan.
- 2.12 To appoint an Academy Risk Committee to oversee the management of Risk thus ensuring awareness of risk underpins decision making across the Trust.
- 2.13 To appoint an Academy, Pay and Performance Committee to oversee the principal performance appraisal and staff performance appraisals.

2.14 To appoint Governors with specific areas of responsibility for:

Safeguarding Governor

The Safeguarding Governor is a member of the LGB who takes a special interest in the safeguarding and child protection policies and procedures of the Academy. This role is crucial in ensuring the safety and welfare of students and includes:

- Monitoring Safeguarding practice within the Academy to ensure it is robust, effective and consistently applied.
- Check the Academy's Safeguarding Policies are up to date, read by all colleagues and available on the website where necessary.
- Work with the DSL to stay informed about Safeguarding issues in the Academy.
- Report back to the Board on any Safeguarding issues and developments.
- Confirm that the Single Central Record is reviewed by the Principal on a termly basis and all relevant Safer Recruitment checks have been carried out. Evidence of this discussion should be captured in the monitoring report.
- Support the Academy in creating a culture of Safeguarding where all colleagues are aware of their role in relation to the latest KCSIE guidance.
- Participate in training and development opportunities, particularly those which are statutory.

Inclusion Governor

The Inclusion Governor is a member of the LGB who plays a crucial role in terms of overseeing and supporting provision available children with special educational needs and disabilities (SEND). In addition, this role seeks to ensure that the academy adopts a culture of inclusivity for all pupils. It also looks at the academy's use of Pupil Premium funding to support disadvantage pupils.

Key aspect of the role includes:

SEND

- Monitor the effectiveness of the Academy's SEND Policy, Accessibility Plan and any other related policies checking that they are up to date, read by colleagues and available on the website where necessary.
- Act as a champion for children with SEND, monitoring their access to a balanced curriculum and that their needs are being met.
- Report back to the Board on any concerns, good practices and developments.
- Monitor SEND related training and the impact of this in relation to the effectiveness of supporting children with SEND.
- Engage with parents and carers of children with SEND ensuring their views are heard and considered by the full Local Board when making decisions and providing feedback to the Board of Directors.
- Monitor the effectiveness of policy in relation to inclusion ensuring that they support the inclusion of all pupils, including children with SEND.
- Monitor the academy's culture in relation to diversity and the promotion of equality.
- Review pupil progress and attainment to understand pupils needs, including children with SEND are being met.

Pupil Premium

- Understand what Pupil Premium is including eligibility criteria, and how the funding should be used.
- Monitor and review the impact of how Pupil Premium funding is used within the academy and contribute to the strategy for its use.
- Review academy data relating to the performance of disadvantaged pupils, gaps in attainment and progress.
- Support leaders in evaluating and sustaining the impact of their strategies.



- Participate in training and development opportunities, particularly those which are statutory.

Health and Safety and Compliance Governor

The Health and Safety and Compliance Governor is a member of the LGB who takes a specific interest in the Academy complying with Health and Safety regulations so that the environment is safe for all. The role includes:

- Ensuring leaders have the appropriate measures and environment in place for the safety of the users of the Academy buildings and facilities.
- Checking of the Academy's Health and Safety Policies are up to date, read by all colleagues and available on the website where necessary.
- Monitoring the implementation of the Academy Health and Safety Policy, Health and Wellbeing Policy along with any other related policies to ensure they are robust, effective and consistently applied.
- Monitoring and reviewing Academy Risk Assessments, checking they are up to date and that sufficient measures are in place to mitigate identified risks.
- Monitoring and reviewing accident reporting checking policy and procedure is effectively implemented.
- Ensuring that Academy Leaders are maintaining the premises and facilities to a good standard, whilst ensuring that compliance with statutory risk assessments and procedures are put in place for managing:
 - Asbestos
 - Fire Risk Assessment (FRA)
 - Legionella
 - Other Risk Assessments related to premises maintenance and safety.
- Monitoring statutory training completion rates, ensuring colleagues are adequately training and aware of their responsibilities.
- Ensuring that Academy Leaders are responding to and preparing 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.
- Referring to the most recent academy inspection reports monitor any non-compliance issues ensuring these are being effectively managed by the Academy.
- Ensuring the Academy is maintaining an up-to-date asset register
- Ensuring the Academy is disposing of assets in line with financial policies and scheme of delegation.
- Monitoring the effectiveness of emergency procedures including fire drills and first aid that the academy has in place and ensuring they are being undertaken regularly.

Wellbeing Governor

The role of the Wellbeing Governor looks at health and wellbeing of pupils and staff. Key areas include:

- Support the academy to promote a culture of health and wellbeing for pupils and colleagues.
- Participate in training and development opportunities, particularly those which are statutory.
- Championing a whole-school approach to wellbeing, ensuring it's integrated into the school's ethos, policies, and practices.
- Contributing to the development and review of the school's wellbeing strategy.
- Acting as a link between the governing board and the school's senior leadership team on wellbeing matters.
- Communicating effectively with staff, students, parents, and external partners about wellbeing initiatives and resources.
- Ensuring that the views and concerns of stakeholders are considered in wellbeing decision-making.
- Providing support and guidance to the school's designated wellbeing lead or team.
- Signposting staff and students to appropriate sources of support for mental health and wellbeing.



- Promoting a positive and supportive school culture that prioritises wellbeing.
- Regularly reviewing data and feedback related to wellbeing to identify areas for improvement.
- Contributing to the school's self-evaluation process in relation to wellbeing.
- Ensuring that the school complies with statutory requirements regarding wellbeing and safeguarding.

Curriculum and Standards Governor

The Curriculum and Standards Governor is a member(s) of the LGB who monitors the academy's ability to meet education standards and that curriculum deliver is of the highest quality. Key areas include:

- 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.
- 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.
- Monitor national educational standards and review academy data alongside this to ensure the academy meets or exceeds national.
- Monitor implementation of the curriculum to confirm it is broad and balanced and meets the needs of all pupils.
- Monitor the implementation of policies related to teaching and learning to gain an oversight of their effectiveness.
- To work with the Trust to determine the educational targets of the Academy including determination of the 'Academy Development Plan'.
- Monitor progress against the priorities set out within the Academy Development Plan and support the Principal and Senior Leadership team around the implementation of this.
- To continually monitor and evaluate the 'Academy Development Plan' highlighting potential risks to the Trust.
- Engage with stakeholders i.e. pupils, parents, community ensuring their views are heard and considered by the full Local Board when making decisions and providing feedback to the Board of Directors.
- Participate in training and development opportunities, particularly those which are statutory.
- High quality evidence will be produced for the meetings using termly strategic reports produced by the Academy Leadership team. 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 academy'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 academy profile
- Ensuring that all learners receive the full statutory curriculum as agreed with the Local Governing Board
- Reviewing, adopting and monitoring the impact of any relevant policies and or protocols.

Finance and Expenditure Governor

The Finance and Expenditure Governor is a member of the LGB who monitors the management of and expenditure against the academies Director approved budget. The role also seeks to monitor the academy achieving value for money and includes:

- To ensure compliance with the overall financial plan for the Academy.
- To observe appropriate levels of delegation and protocols, in conjunction with the Accounting Officer and Chief Finance Officer.
- 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
- Monitoring the academies financial performance against the Directors budget.
- To inform the Trust of any need for significant unplanned expenditure and work with the Trust to identify available funding.
- To review risks at a local level, ensuring that significant risks are incorporated into the overall Exceed Learning Partnership Risk Register.
- Monitor the effective implementation of the Academy's Finance Policy and any other related policies ensuring they are up to date, read by colleagues and available on the website where necessary.
- Review financial reports, including those relating to audit and compliance.
- To ensure that recommendations from internal and external audit visits have been implemented effectively in a timely manner.
- Identify financial risk ensuring this is fed back to the Full Local Board for review.
- 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.
- To ensure the academy maintains a Contract Register for all contracts in line with the Trusts internal systems and processes
- Participate in training and development opportunities, particularly those which are statutory.

Careers Governor (Secondary Academy)

The Careers Governor is a member of a Secondary School LGB who monitors the academy's careers education, information, advice, and guidance (CEIAG) programme. The role includes:

- Monitoring the academies approach to ensuring that all registered pupils are provided with independent careers guidance from Year 7 to Year 11.
- Reviewing the arrangements that are written in policy to allow a range of education and training providers to access all pupils and inform them about approved technical education qualifications and apprenticeships.
- Ensuring that the independent careers guidance is presented in an impartial manner, showing no bias or favouritism towards a particular institution, education or work option.
- Ensuring that the guidance includes information on the range of education or training options, including apprenticeships and technical education routes.



- Ensuring that the guidance that is provided promotes the best interests of pupils.
- Ensuring this policy does not discriminate on any grounds.
- Handling complaints regarding this policy as outlined in the school's Complaints Procedures Policy.
- Providing clear advice and guidance to the Principal on which they can base a strategy for careers education and guidance which meets the school's legal requirements.

Sustainability Governor

The Sustainability Governor is a member of the LGB who monitors how the academy fulfils the expectations of the Department for Education's *Sustainability and Climate Change Strategy (2022)*. This role ensures that sustainability is embedded in governance, policy, and practice, supporting the national ambition for the education sector to be world-leading in sustainability and climate change by 2030. The areas include:

- Overseeing the development, implementation, and monitoring of the Academy Climate Action Plan.
- Scrutinising how climate education and green skills are embedded across the curriculum and linked to future careers.
- Holding leaders to account for reducing the environmental impact of the education estate, digital infrastructure, supply chain, and operations.
- Checking sustainability considerations are incorporated into local decision making and planning.
- Monitoring progress against agreed sustainability targets and ensure regular reporting to the Board.
- Supporting opportunities for international collaboration and the sharing of good practice in sustainability and climate change.

More generally all governors are responsible for:

Policies

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

Human Resources and Performance Appraisal

- To monitor the local HR activity in line with Trust 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.
- 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

- 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.

Procurement and Services

- To implement the Trust's procurement policies insofar as they impact on the Academy

- 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.
- To seek value for money and be able to demonstrate that value for money has been achieved.

Curriculum Standards – Teaching & Learning

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.

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.

High quality evidence will be produced for the meetings using termly strategic reports produced by the Academy Leadership team.

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 academy'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 academy profile
- Ensuring that all learners receive the full statutory curriculum as agreed with the Local Governing Board
- Reviewing, adopting and monitoring the impact of any relevant policies and or protocols.

Committee Meeting Summaries

The Full Board shall receive a copy of each Committee's meeting summary and this will be verbally delivered by each Chair ensuring the Board is informed of any actions, key decisions made and risk identified.

Action Logs will be reviewed at the beginning of each Committee meeting and the full Board will be kept informed until the point of resolution.



27. Terms of Reference for the Local Business, Operations and Risk Committee

On behalf of Directors the Local Governing Board (LGB) hereby resolves to establish a Committee to be known as the Local Business, Operations and Risk Committee (the Committee).

1. The Committee will discharge its duties by following the terms of reference as follows:
2. **Membership**
 - 2.1 The Committee shall have a minimum of three members that will consist of Governors from the LGB
 - 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 (the Chair) and Vice Chair (the Vice Chair) of the Committee. 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 the LGB 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 Governors 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 Academy Leaders 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 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 LGB 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 Academy and all officers shall be directed to co-operate with any request made.

6. Reporting Procedures

- 6.1 Within 14 working days of each meeting, working with the Governance Professional the Committee will:
 - 6.1.1 Produce and agree minutes of its meetings produce and agree a summary of its meetings including: actions, key decisions made and risk identified.
 - 6.1.2 The Chair of the Committee will provide a verbal summary of discussions for all Board members at the next LGB.
- 6.2 The Committee Summary Reports can be agreed by Committee members by email.
- 6.3 The Committee Summary Reports will be sent to the LGB within 14 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 LGB from time to time.
- 6.5 The Committee will ensure that items from the previous meeting are reviewed and remain on the action log until resolution.
- 6.6 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 Local Business, Operations and Risk Committee

The Business, Operations and Risk Committee is a sub-committee of the LGB. The Committee will discharge its duties by following the Terms of Reference as set out in the Governance Handbook as follows:

- a) Oversee the expenditure against the budget as set by Directors in line with the Academy Development Plan:
 - Ensure compliance with statutory and Trust Financial policy and procedures.
 - Ensure the academy budget is in line with the budget approved by Directors
- b) The Personnel of the Academy:
 - Ensure Equal opportunities policies are applied consistently in the Academy
 - Oversee Performance management arrangements
 - Oversee the implementation of Staff wellbeing and retention strategies.



- c) The Academy Premises and Health and Safety:
 - To hold the Principal/Academy Leaders to account for health and safety within the academy
 - To advise Governors on priorities, including health and safety, for the maintenance of the existing Academy building
 - To monitor health and safety and compliance within the academy
 - To monitor arrangements for repairs and maintenance
 - To make recommendations on premises- related expenditure to the Trust Executive Team.
 - To monitor arrangements, including health and safety, for the use of the premises
- d) GDPR and Data Protection:
 - To monitor arrangements in place to ensure compliance against Data Protection and GDPR Policies
 - To hold the academy leaders to account for GDPR.
- d) Risk and Internal Control:
 - Monitor the Academy's internal control and risk management systems.
 - Oversee the Academy's internal scrutiny programme and ensure identified risks are addressed.
 - Maintain and update the Risk Register, making recommendations as needed.
 - Ensure effective implementation of the Risk Management Policy.
 - Review the Quality Assurance Dashboard, monitoring and challenging data ensuring high risks are mitigated and plans are in place.
- e) Key targets agreed by Board members in respect of any of the above areas.
- f) To receive Trust Policies relating to Business and Operations.
- g) To receive, scrutinise and approve Academy specific policies relating to business, operations and risk that are not in conflict with any Trust wide Policy.
- h) To report to the Local Governing Board once a term on the matters listed
- i) Any other matters referred to it by Local Governing Board members.

Action Log

Working with the Governance Professional the Committee will ensure that items from the previous meeting are reviewed and remain on the action log until resolution.

The Full Board shall receive a copy of each Committee's meeting summary and this will be verbally delivered by each Chair ensuring the Board is informed of any actions, key decisions made and risk identified.

Action Logs will be reviewed at the beginning of each Committee meeting and the full Board will be kept informed until the point of resolution.



28. Terms of Reference for the Local Education and Standards Committee

On behalf of Directors the Local Governing Board (LGB) hereby resolves to establish a Committee to be known as the Local Education and Standards Committee (the Committee).

1.1 The Committee will discharge its duties by following the terms of reference as follows:

2. Membership

- 2.1 The Committee shall have a minimum of three members that will consist of Governors from the LGB
- 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 (the Chair) and Vice Chair (the Vice Chair) of the Committee.
- 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 the LGB 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 Governors 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 Academy Leaders 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 LGB 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 Academy and all officers shall be directed to co-operate with any request made.
- 6. Reporting Procedures
 - 6.1 Within 14 working days of each meeting, working with the Governance Professional the Committee will:
 - 6.1.1 produce and agree a summary of its meetings including: actions, key decisions made and risk identified.
 - 6.1.2 The Chair of the Committee will provide a verbal summary of discussions for all Board members at the next LGB.



- 6.2 The Committee Reports can be agreed by Committee members by email.
- 6.3 The Committee Reports will be sent to the LGB within 14 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 LGB 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 Education, Standards and Risk Committee:

Review

- a) Monitoring and evaluating academy performance against priorities as set out in the Academy Development Plan.
- b) Holding academy leadership to account for academy performance and quality of provision.
- c) Monitoring and evaluating the overall effectiveness and efficiency of leadership and management at the academy.
- d) Monitor and evaluate the impact of Pupil Premium funding on children's learning outcomes and wellbeing to ensure the best possible outcomes for pupils.
- e) Receiving reports on the overall Performance management outcomes for the academy making any appropriate recommendations to the LGB.
- f) Supporting and challenging the self- evaluation process including successes and areas for improvement with particular regard to outcomes and success criteria.
- g) Considering the aims and priorities for raising standards of achievement in each of the academies' strategic plans through the Standards Review process.

Curriculum Issues & Other Matters

- h) 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.
- i) Receiving reports from Principals and reviewing pupil attendance, behaviour, exclusions, and relevant disciplinary matters relating to the academy.

Stakeholder Engagement

- j) Promoting partnership working between parents / carers and the academy to promote high standards of attendance, behaviour and learning by pupils.
- k) 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.
- l) Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall pupil experience.

General

- m) Reviewing or investigating any other matters referred to the Committee by the LGB.
- n) Drawing any significant recommendations and matters of concern to the attention of the Trust Board.
- o) To receive Trust Policies relating to Education and Standards.
- p) To receive, scrutinise and approve Academy specific policies relating to Education and Standards that are not in conflict with any Trust wide Policy.

Action Log

Working with the Governance Professional the Committee will ensure that items from the previous meeting are reviewed and remain on the action log until resolution.

- The Full Board shall receive a copy of each Committee's meeting summary and this will be verbally delivered by each Chair ensuring the Board is informed of any actions, key decisions made and risk identified.
- Action Logs will be reviewed at the beginning of each Committee meeting and the full Board will be kept informed until the point of resolution.



29. Terms of Reference for the Local Pay and Performance Committee

1. The main function of the Local Committee is to oversee the implementation of the Staff Performance Management Policy 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 teaching member of staff following their performance review.
2. It is recommended that the committee comprise of at least 3 Governors. 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 Principal will also need to attend but cannot be involved in setting their own Pay. Instead, a member of the Trust Executive Team will attend the Principal's performance review along with a suitably skilled external advisor who has been appointed by the Chief Executive Officer.
3. The group will meet twice per year, in the Autumn Term to consider recommendations and Spring/Summer Term to review policy and practice.
4. The Terms of Reference for the Local Pay and Performance Committee include:
 - Ensuring effective implementation of the Staff Performance Management Policy for Principal/Teaching Staff;
 - Approving the design of and determining performance targets for any performance related element of Principal/Teaching Staff pay;
5. The Pay and Performance Committee has the responsibility:
 - 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 (ELP Equality and Diversity Policy)
 - To review annually the salaries of the Principal and Teachers and make recommendations by 31st December in relation to any pay progression, in line with the School Teachers' Pay and Conditions Document.
 - To direct any appeal against a decision on pay grading or pay awards to a Governors Panel. Governors who make up the panel should not be members of the Local Pay Committee. Governors from other academies within the Trust may sit on a pay appeal panel.



30. 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



31. 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		<p>AGM Presentation of Annual Governance Report & Annual Accounts</p> <p>Directors Annual Report to Members</p> <p>Appointment of External Auditors</p>				<p>Member Meeting Verbal Update and Q&A with Exec Team and Chair of Directors</p> <p>AGM Planning</p>
Full Board of Directors	<p>Meeting 1 Appointment of Chair/Vice Chair (each academic year)</p> <p>Appointment of 5 Link Directors: Inclusion Link Director Health and Safety Link Director Cyber Security Link Director Safeguarding Link Director Sustainability Link Director</p> <p>Appointment of Link Directors to LGB's</p> <p>Membership of Committees</p> <p>Appointment of Chair of Committees</p> <p>Admissions Arrangements for following academic year</p> <p>Annual Impact Report & CEO Headlines Report</p> <p>Update from Committees: • Finance & Operations • Audit & Risk • Education & Standards</p> <p>Policy Review</p>	<p>Meeting 2 (Takes place after AGM)</p> <p>Annual Accounts</p> <p>Update from Committees: • Finance & Operations • Audit & Risk • Education & Standards</p> <p>CEO Report, Impact Reports and Exceed Assure (Trust Quality Assurance Dashboard)</p> <p>Policy Review</p>		<p>Meeting 3 Update from Committees: • Finance & Operations • Audit & Risk • Education & Standards</p> <p>CEO Report, Impact Reports and Exceed Assure (Trust Quality Assurance Dashboard)</p> <p>Policy Review</p>		<p>Meeting 4 Update from Committees: • Finance & Operations • Audit & Risk • Education & Standards</p> <p>3 Year Budget Forecast</p> <p>CEO Report, Impact Reports and Exceed Assure (Trust Quality Assurance Dashboard)</p> <p>Annual Review of Governance Handbook and Scheme of Delegation for the following year</p> <p>Policy Review</p>
Directors Audit and Risk Committee		<p>Meeting 1 Review of proposal and appointment of Internal Auditors for current year for Spring Term 1 and Summer Term 1</p> <p>External Audit (narrative for annual report and actions from external audit)</p> <p>Risk Management Impact Report including Trust Risk Register</p>		<p>Meeting 2 Update on actions from External Audit</p> <p>Internal Scrutiny Report and Actions from Spring Term 1 Audit</p> <p>Risk Management Impact Report including Trust Risk Register</p> <p>ICT, Cyber Security</p>		<p>Meeting 3 Update on Progress against Actions from Spring Term 1 Audit</p> <p>Internal Scrutiny Report and Actions from Summer Term 1 Audit</p> <p>Internal Audit Strategy and Agreed Areas of Focus for following Year</p> <p>Risk Management</p>



		ICT, Cyber Security and GDPR Impact Report Policy Review		and GDPR Impact Report Policy Review		Impact Report including Trust Risk Register ICT, Cyber Security and GDPR Impact Report Policy Review
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32: 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
Directors Education and Standards Committee	<p>Meeting 1 Academy Improvement Reports for Secondary and Primary</p> <p>Data and Risk Reports through Exceed Assure Quality Assurance Dashboard</p> <p>Safeguarding and Behaviour</p> <p>SEND</p> <p>Policy Review</p>		<p>Meeting 2 Academy Improvement Reports for Secondary and Primary</p> <p>Data and Risk Reports through Exceed Assure Quality Assurance Dashboard</p> <p>Safeguarding and Behaviour</p> <p>SEND</p> <p>Policy Review</p>		<p>Meeting 3 Academy Improvement Reports for Secondary and Primary</p> <p>Data and Risk Reports through Exceed Assure Quality Assurance Dashboard</p> <p>Safeguarding and Behaviour</p> <p>SEND</p> <p>Policy Review</p>	
Directors Finance and Operations Committee		<p>Meeting 1 Review of Draft Annual Accounts (before submission to full Directors and AGM)</p> <p>Finance Impact Report</p> <p>HR & People Impact Report</p> <p>Capital Expenditure Progress and Update</p> <p>Health and Safety, Estates and Sustainability Impact Report</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Policy Review</p>		<p>Meeting 2 Finance Impact Report</p> <p>HR & People Impact Report</p> <p>Health and Safety, Estates and Sustainability Impact Report</p> <p>Capital Expenditure Update and Proposals for Summer</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Policy Review</p>		<p>Meeting 3 3-year budgets presented to seek recommendation to full board</p> <p>Finance Impact Report</p> <p>HR & People Impact Report</p> <p>Health and Safety, Estates and Sustainability Impact Report</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Policy Review</p>
Directors Pay and Performance Committee		<p>Meeting 1 CEO Appraisal Review & Approval of Trust Executive Leaders Appraisal Recommendations</p> <p>Pay Policy Review & Other Pay related items for approval (as applicable)</p>		<p>Meeting 2 CEO Mid-Term Review</p>		



33. Governance Agenda Cycle for Local Governing Boards and Committees

Governance Agenda Cycle						
Board Name	Autumn Term		Spring Term		Summer Term	
	1	2	3	4	5	6
Local Governing Board	<p>Meeting 1 Appointment of Chair/ Vice Chair (2-year term)</p> <p>Allocations of Governor Roles and Responsibilities</p> <p>Membership of Local Committees agreed</p> <p>Principal Report (encompasses Safeguarding)</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Agreed Academy Development Plan</p> <p>Governor Monitoring Plan for Academic Year</p> <p>Academy Policy Review</p>		<p>Meeting 2 Principal Report (encompasses Safeguarding)</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Governor Monitoring Updates and Progress against Monitoring Plan</p> <p>Local Committee Feedback</p> <p>Academy Policy Review</p>		<p>Meeting 3 Principal Report (encompasses Safeguarding)</p> <p>Review of Exceed Assure Quality Assurance Dashboard</p> <p>Governor Monitoring Updates and Progress against Monitoring Plan</p> <p>Local Committee Feedback</p> <p>Academy Policy Review</p>	<p>Additional Meeting with the Local Governing Board to be arranged by each academy to discuss priorities for the Academy Development Plan for the upcoming academic year.</p>
Local Education & Standards Committee		<p>Meeting 1 Appointment of Chair and Vice Chair of Committee</p> <p>Education & Standards Report Update from Academy Development Plan</p> <p>Reports from Academy Improvement Data and Risk Visits alongside the review of Exceed Assure (Trust QA Dashboard)</p> <p>Governor Monitoring</p> <p>Academy Policy Review</p>		<p>Meeting 2 Appointment of Chair and Vice Chair of Committee</p> <p>Education & Standards Report Update from Academy Development Plan</p> <p>Reports from Academy Improvement Data and Risk Visits alongside the review of Exceed Assure (Trust QA Dashboard)</p> <p>Governor Monitoring</p> <p>Academy Policy Review</p>		<p>Meeting 3 Appointment of Chair and Vice Chair of Committee</p> <p>Education & Standards Report Update from Academy Development Plan</p> <p>Reports from Academy Improvement Data and Risk Visits alongside the review of Exceed Assure (Trust QA Dashboard)</p> <p>Governor Monitoring</p> <p>Academy Policy Review</p>
Local Business, Finance & Risk Committee		<p>Meeting 1 Appointment of Chair and Vice Chair of Committee</p> <p>Business & Operations Report</p>		<p>Meeting 2 Appointment of Chair and Vice Chair of Committee</p> <p>Business & Operations Report</p>		<p>Meeting 3 Appointment of Chair and Vice Chair of Committee</p> <p>Business & Operations Report</p>



		Finance Report Sustainability Action Plan Review Review of Academy Risk Register Alongside Exceed Assure the Trust Quality Assurance Dashboard Strategic plan for areas of high risk Governor Monitoring Academy Policy Review		Finance Report Sustainability Action Plan Review Review of Academy Risk Register Alongside Exceed Assure the Trust Quality Assurance Dashboard Strategic plan for areas of high risk Governor Monitoring Academy Policy Review		Finance Report Sustainability Action Plan Review Review of Academy Risk Register Alongside Exceed Assure the Trust Quality Assurance Dashboard Strategic plan for areas of high risk Governor Monitoring Academy Policy Review
Local Pay and Performance Committee	Annual Principal Appraisal Review Review of Teaching Performance and Pay Recommendations		Mid-Term Principal Appraisal Review			