

## Governance Structure

**Last amended 02.09.18 by Heather Watson**

**Reviewed and ratified by Trustees 27.06.18**

**Next review date June 2019**

## Common Values and Vision

The vision for Twynham Learning is to create a model of educational leadership and support which reflects the needs of the 21<sup>st</sup>-century school. We recognise that both sponsored and non-sponsored schools will have something unique to share which can be used for mutual advantage, as well as having individual needs. Whilst Twynham Learning is legally responsible for the sponsored school(s) we believe that by nurturing a culture of individual identity, they will reflect their own diversity and uniqueness, thus avoiding the notion of them becoming a clone of any particular school within the Trust.

As a learning organisation for the 21<sup>st</sup> century, we aim to make our Trust the best place to learn and work by:

- Inspiring and sharing innovation
- Drawing upon local, national and international thinking
- Leading and communicating excellence to raise and sustain high standards of attainment
- Valuing the partnership with families and children and their communities
- Building capacity to effect change across the Trust
- Providing opportunities for leadership development
- Being actively involved and accountable to our partners.

The Trust will use parent evenings, public events, staff in-service training (INSET) days, the Twynham Learning annual conference, student assemblies, student voice and its website to communicate and reinforce the vision.

## **The Members**

Mr Julian Burton  
Mrs Debra Martin  
Mrs Debbie Place  
Mr John Sephton

## **The Trustees**

Mrs Gaynor Brown  
Mrs Lynda Clarke  
Mr Doug Croucher (Vice Chair of the Board of Trustees)  
Mrs Alison Curtis  
Mr Gareth Morris (Chief Executive Officer and Accounting Officer)  
Mrs Debbie Place (Chair of the Board of Trustees)  
Mr Robin Shonfeld  
Mr Michael Turvey

## **Operational Leadership**

The Trust has set itself three core objectives:

- To support all academies in their journey to sustained outstanding performance through partnership, support and collaboration;
- To develop, support and train staff so that they can be inspirational leaders, outstanding teachers and excellent supporters of student learning;
- To lead a sustainable future for Twynham Learning so that outstanding performance can be secured for future generations of students.

The Trust will deliver these objectives through a combination of core values and vision, common approaches, Trust-wide structures and systems, shared staff development and practice, standard quality assurance processes and integrated leadership.

## Senior Leadership

The Twynham Learning Executive Senior Leadership Team (ESLT) will consist of following members:

- CEO (Chair)
- Headteachers of Schools within the Trust
- Executive Business Manager of the MAT
- Co-opted senior leaders as appropriate, for example
  - Achievement
  - Teaching and Learning
  - Curriculum
  - Student / Pastoral Support

The ESLT is accountable to the Board of Trustees. Its role is to drive the improvement agenda across our community of schools and to ensure that strategic and operational leadership is consistent and coherent across the academies.

Each academy has its own SLT, led by its Headteacher, and these SLTs are accountable to their own Local Governing Bodies. Clear lines of accountability and communication are assured by ensuring:

- The Chairs of the Local Governing Bodies meet regularly and both primary and secondary schools are represented at meetings of the trustees;
- The Heads of each academy meet regularly and representatives from both primary and secondary groups of schools will be invited to attend meetings of the trustees.

## Delegation

The trustees delegate governance functions to the Local Governing Bodies and different levels of delegation exist for sponsored and non-sponsored academies. Academies which are not sponsored have most functions delegated to them whereas sponsored academies have functions delegated in proportion to their stage of development.

Underpinning the membership arrangements of the Board of Trustees and the Local Governing Bodies is a formal memorandum, the Scheme of Delegation, which describes the respective roles and accountabilities of each body in respect of strategic responsibilities, governance, finance and asset management, staffing, communications, monitoring and evaluation, students, curriculum, teaching and learning and communities.

The aim of creating the Board of Trustees is to free the Local Governing Body members to focus more closely on important areas such as teaching and learning.

The Local Governing Bodies are responsible to the Board of Trustees for the performance of their schools and are held to account by the Board of Trustees. The monitoring processes are outlined above and, in the case of underperformance of a Local Governing Body, the Board of Trustees will intervene and reserves the right to suspend the Board and/or to dismiss and appoint Local Governing Body members.

## Succession Planning

The approach to succession planning across the Twynham Learning MAT and component governing bodies is as follows:

- Annually in September key positions such as the Members, Chair and Vice-Chair of Trustees, Chairs of local governing bodies and committees are voted into position;
- As part of that process at the time of those elections succession planning is considered as an agenda item;
- In the preceding months and following those elections and appointments it is incumbent upon the chairs in post to consider succession by liaising with colleagues to seek their views and aspirations for roles they wish to undertake and responsibilities they may wish to hold;
- It is also important to identify what development may be necessary to grow skills and competencies for future appointments across the MAT;
- Notwithstanding the above, if a trustee or member of the governing body resigns then a further review as described above would take place; and
- There is an expectation that vice chairs would grow into their role and be able to take over as chair when required.

Central to this approach is the fact that those serving as trustees and governors do so on a voluntary basis. Experience indicates that all those who do so have busy lives, whether that is in either a professional or business context or being retired and having left the formal workplace. Therefore, succession planning has to be flexible, to accommodate the needs of individuals, whilst satisfying the requirements of the MAT. As has always been the case, conversation with transparency is the approach of the Twynham Learning MAT in all that it does especially in succession planning.

## Composition of Local Governing Bodies

The size of the Local Governing Body of each school will depend on the size of the school and be decided by the Board of Trustees. A typical example is given below.

Type of Member	Number	Term of Office	How they are elected
Chair	1	1 year	Appointed by the trustees
Vice Chair	1	1 year	Appointed by the trustees
Parents	2	4 years	Elected by the parents of the school
Staff	1 or 2*	4 years	Elected by the staff of the school
Community Governors	up to 9**	4 years	Appointed by the trustees for sponsored academies Appointed by the LGB for non-sponsored academies
Headteacher	1	Indefinite	By appointment as Headteacher
CEO	1	Indefinite	By appointment as CEO
Trustee from the sponsoring academy***	1		By rotation for sponsored academies
Clerk	1	Indefinite	Appointed by the trustees for sponsored academies Appointed by the LGB for non-sponsored academies

\* Where there are two staff governors then this should if possible be one member of teaching staff and one member of support staff

\*\* Including the Chair and Vice Chair

\*\*\* Where the LGB of a sponsored school includes Local Governors who also sit on the Twynham Learning Board of Trustees, it will not be necessary for additional Trustees to attend meetings.

Where possible there will be Trustee representation at LGB meetings, for visibility, support and to give Local Governors and Trustees the opportunity to meet.

**Christchurch Junior School Local Governing Body**

Type of Member	Member
CEO	Mr Gareth Morris
Headteacher	Mr Simon Adorian
Chair & Community Governor	Mrs Fiona Richardson
Vice Chair & Community Governor	Mr Jonathan Gray
Staff Governor	Mr Ben Croton
Staff Governor	Mr Daniel Breeze
Parent Governor	Mr Andrew Jolley
Parent Governor	Election required
Community Governor	Mr Tim Brittan
Community Governor	Mrs Alison Day
Community Governor	Mrs Angela Goulding
Community Governor	Mr Philip Old
Community Governor	Mrs Lesley-Anne Randell-Turner
Community Governor	Mr Phil Trevorrow
Community Governor	Dr Jo White
Clerk	Mrs Sue Morris

## The Grange School Local Governing Body

Type of Member	Member
CEO	Mr Gareth Morris
Joint Heads of School	Mrs Liz Garman / Mr Pete Nealon
Chair & Community Governor	Mr Michael Turvey
Vice Chair & Community Governor	Mr Andrew Thompson
Support Staff Governor	Mr John Emery
Teacher Governor	Election pending
Parent Governor	Election pending
Parent Governor	Miss Ellen Stamma
Community Governor Key Governor for Education	Mrs Lynda Clarke
Community Governor	Mrs Ruth Crockett
Community Governor	Mr Michael Lane
Community Governor Key Governor for Business & Finance	Mr Robin Shonfeld
MAT Trustee from the sponsoring academy*	By rota
Clerk	Mrs Heather Watson

\* if the LGB does not include Local Governors who are also Trustees of Twynham Learning.

**Stourfield Infant School Local Governing Body**

Type of Member	Member
CEO	Mr Gareth Morris
Headteacher	Mrs Rebecca Harris
Chair & Community Governor	Mrs Gaynor Brown
Vice Chair & Community Governor	Mrs Lucy Watts
Staff Governor	Mrs Emma Foyle
Staff Governor	Mrs Anne Chilcott
Parent Governor	Mrs Janine Horton
Parent Governor	Mr James Phillips
Community Governor	Mrs Rachel Colyer
Community Governor	Mr Simon Ward
Clerk	Mrs Hayley Upton

**Stourfield Junior School Local Governing Body**

Type of Member	Member
CEO	Mr Gareth Morris
Headteacher	Miss Emma Rawson
Chair & Community Governor	Mrs Lynda Clarke
Vice Chair & Community Governor	Mr Joe Casserley
Staff Governor	Mrs Denise Rowlett
Staff Governor	Mrs Carla Croton
Parent Governor	Miss Kate Wyatt
Parent Governor	Mr Jason Coltman
Community Governor	Mr Simon Bond
Community Governor	Mr Andy Green
Community Governor	Mrs Lynne Lyon
Community Governor	Mr Fergus Naylor
Community Governor	Mrs Marilyn Tucknott
Clerk	Mrs Hayley Upton

**Twynham Primary School Local Governing Body**

Type of Member	Member
CEO	Mr Gareth Morris
Headteacher	Mr Jon Chapple
Chair & Community Governor	Mr Nick Smith
Vice Chair & Community Governor	Mrs Kimberley Smith
Staff Governor	Mrs Miranda Long
Parent Governor	Mr Michael Burke
Parent Governor	Mrs Emma Hayward
Community Governor	Dr Annalise Hazell
Community Governor	Mr Ian Sibley
Community Governor	Cllr Mrs Sue Spittle
Clerk	Mrs Heather Watson

**Twynham School Local Governing Body**

Type of Member	Member
CEO	Mr Gareth Morris
Headteacher	Mr Jy Taylor
Chair & Community Governor	Mr Doug Croucher
Vice Chair & Community Governor	Mr Graham Higley
Support Staff Governor	Mrs Claire Harrison
Teacher Governor	Mrs Stephanie Manning
Parent Governor	Mr Michael Atiako
Parent Governor	Mrs Catherine Swart
Community Governor	Mrs Alison Curtis
Community Governor	Cllr Peter Hall
Community Governor	Mrs Kim Hazeldine
Community Governor	Mrs Yas Maybank
Community Governor	Dr Jo White
Clerk	Mrs Heather Watson

## Terms of Reference for the Members

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	Two persons entitled to vote upon the business to be transacted, each being a Member or a proxy of a Member
Chair/Vice Chair:	The Members present and entitled to vote at the meeting shall elect one of their number to be chair
Clerk:	Meetings to be clerked by the Executive Clerk to the Multi-Academy Trust
Meetings:	One Annual General Meeting to be held each financial year, in addition to which any Member may call a general meeting at any time.
Resolutions:	Members do not need to meet in person to agree a resolution, an ordinary resolution can be agreed in writing if agreed by a majority of Members, provided that a copy of the proposed resolution has been sent to every Member. A special resolution must be agreed by 75% of Members.

### Membership

- The subscribers to the trust's memorandum of association
- The current Chair of the Board of Trustees
- Additional Members appointed by those Members in office by passing a special resolution
- Members may not be employees of the trust

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The Members will:

- Maintain an overview of the trust's governance arrangements, providing oversight and challenge
- Have ultimate control over the direction of the academy trust
- Ensure the charitable company achieves its objectives
- Appoint the trust's auditors and receive the trust's audited annual accounts
- Have the power to amend the articles of association to support stronger governance arrangements
- Ratify the appointment of the Chief Executive Officer

- Have the power to appoint up to 9 trustees (the core body) by ordinary resolution
- Determine the process for the appointment of staff governors
- Have the power to remove a trustee from office by ordinary resolution
- Have the power to remove the trust's auditors, whereby such a proposal must require a majority vote of the Members, who must provide reasons for their decision to the academy trust's board

## Terms of Reference for the Board of Trustees

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	Any 3 trustees or, where greater, one third (rounded up to a whole number) of the total number of trustees holding office at the date of the meeting
Chair/Vice Chair:	Elected annually by the trustees at first meeting of the school year. Nominations will be requested in writing before the end of the summer term. Trustees employed by the Trust are not eligible to stand as chair or vice chair. In the absence of the chair and vice chair, trustees shall choose an acting chair for that meeting from among their number.
Clerk:	Meetings to be clerked by the Executive Clerk to the Multi-Academy Trust.
Meetings:	At least 3 in every school year

### Membership

- The Chief Executive Officer
- Up to 9 trustees appointed by the Members (the Core Body)
- Co-opted trustees to include up to 2 Co-Opted Trustees from the Chairs' Advisory Group representing the primary sector, subject to approval by trustees
- Representatives from the Heads' Advisory Group will be invited to attend meetings of the board of trustees to represent both primary and secondary schools within the trust

### Aim

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### Terms of Reference

The Board of Trustees will:

- Maintain strategic oversight, setting visions and policies for the trust, governance and contractual relationships with third parties
- Review the membership, proceedings and terms of reference for all committees of the trust board on an annual basis
- Review the membership, proceedings and terms of reference for the local governing bodies on an annual basis

- Oversee standards and outcomes across the trust
- Set annual targets for the trust in general and for individual academies
- Oversee key performance data on a trust and individual academy basis
- Monitor the trust's publicity, public presentation and relationships with the wider community
- Take the lead in identifying and recruiting new trustees and local governors. This is particularly important for new co-opted trustees and community local governors, where the trustees should first identify the qualities desired in order to secure a breadth of experience and discussion in meetings
- Ensure that new trustees are swiftly and effectively inducted into the operation of the board, including the appointment of a suitable mentor to guide the new trustee
- Encourage all trustees and local governors to undertake appropriate training
- Maintain a record of all training undertaken by trustees and local governors
- Identify gaps in expertise across the trust and to encourage a suitable trustee or local governor to undertake appropriate training
- Allocate trustees and local governors of sponsored schools to committees, taking account as far as possible of the preferences of individuals
- Assist the Chief Executive Officer in promoting good relationships with parents and the community, including the involvement of local business and industry
- Represent the board on meetings with other schools and governors (e.g. Association of Dorset School Governors, local school pyramid meetings)
- Review and ratify all trust policies at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy

## Terms of Reference for Committees of the Trust Board: Resources & Audit

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair:	Appointed annually by the trustees, not an employee of the Trust
Clerk:	Meetings to be clerked by the Executive Clerk to the Multi-Academy Trust
Meetings:	At least 3 in every school year

### Membership

- Trustees who are not members of staff appointed to the committee by the Board, at least one of whom has relevant financial experience
- Representatives from Local Governing Bodies, appointed by the Board
- If there is not already representation on the committee from the primary schools within the trust then a representative from the Chairs' Advisory Group will be selected by that group to become a co-opted trustee and committee member with voting rights, subject to approval by trustees
- The Executive Business Manager may be invited to attend meetings in an advisory capacity
- The Accounting Officer will attend committee meetings but will have no voting rights
- Membership may include persons who are not trustees, provided that a majority of members shall be trustees
- The Chair of Trustees cannot be a member of the Resources & Audit Committee

### Aim

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### Terms of Reference

#### Finance

The Resources & Audit Committee of the main board will:

- Oversee the finances of the trust
- Establish a funding model for use across the trust
- Draft and propose to the trust for adoption annual budgets for each academy, taking into account the priorities of the School Development Plan
- Ensure compliance with the Academies Financial Handbook

- Maintain oversight of the finances of each academy in the group
- Provide guidance and assistance to the Chief Executive Officer and trustees on matters relating to budgeting and finance
- Ensure best value is obtained in commissioning goods and services
- Determine, after consultation with each academy, the extent of services provided centrally and the allocation of cost
- Establish process for local management and maintenance of assets and appropriate registers
- Review, adopt and monitor a Financial Procedures Policy which includes the local scheme of delegation for spending and budgetary adjustments (virements) for the committee, Headteacher and other nominated staff
- Review, adopt and monitor all additional financial policies, including a charging and remissions policy at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Establish and maintain a three-year financial plan, taking into account the priorities of the School Development Plan, roll projection and signals from central government regarding future years' budget, within the constraints of available information
- Ensure that sufficient funds are set aside for pay increments as set out in the Pay Policy and as recommended by the Chief Executive Officer
- Ensure that adequate controls are in place to ensure that all funds under the control of the trust are properly spent for the benefit of the trust.
- Consider and make recommendations on risk management and insurance arrangements in regard to vandalism and other matters relating to the premises and Business Continuity Plan
- Prepare the Trustees Report to form part of the Statutory Accounts of the Trust and for filing in accordance with Companies Act requirements
- Advise the board of trustees on other such matters as:
  - The match between the budget, statutory requirements and the priorities in the School Development Plan
  - Generating additional income
  - Opportunities for cost saving

### Premises

The Resources & Audit Committee of the main board will:

- Oversee the trust's facilities and resources
  - Keep under review the facilities element of the School Development Plan
  - Provide support and guidance for the trust and the Chief Executive Officer on all matters relating to the maintenance and development of the premises and grounds, including Health and Safety
  - Ensure that an annual inspection of all premises and grounds takes place and a report is received identifying any issues
  - Inform the trustees of the report and set out a three year rolling plan for maintenance and development, for the approval of the board
  - Provide support and guidance for the Chief Executive Officer and trustees on all matters relating to the trust premises and grounds, security, health and safety
  - Delegate power to the Chief Executive Officer to approve the costs and arrangements for maintenance, repair and decoration within the allocated budget
  - Arrange professional surveys and emergency work as necessary
- The Chief Executive Officer is authorised to commit expenditure without the prior approval of the committee in any emergency where delay would result in further damage or present a risk to the health and safety of students or staff. In this event the Chief Executive Officer would normally be expected to consult the committee chair at the earliest opportunity.*

- Oversee Accessibility Plans and Building Development Plans for each site
- Review and adopt a Health & Safety Policy in line with Health & Safety legislation on behalf of the board, receiving reports from the Executive Site Manager on a regular basis
- Determine levels of charges for the lettings of school facilities, prepare a lettings and charges policy on behalf of trustees and oversee the implementation of that policy
- Review, adopt and monitor all additional premises policies at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Recommend to, and oversee on behalf of trustees, contracts relating to cleaning and grounds maintenance
- Ensure that the board's responsibilities regarding litter, refuse and dog excrement are discharged according to Section 89 of the Environmental Protection Act 1990, so far as is practicable

### Audit

The Resources & Audit Committee is a committee of the board of trustees and is authorised to investigate any activity specifically delegated to it by the board. It is authorised to request any information it requires from any employee, external audit, internal audit or other assurance provide.

Where necessary, the committee can seek outside legal or independent professional advice following consultation with the Accounting Officer (Chief Executive Officer) and board of trustees.

The Resources & Audit Committee has no executive powers or operational responsibilities or duties.

The committee will:

- Maintain an oversight of the trust's financial governance, risk management, internal control and value for money systems and framework
- Report its findings (annually) as required to the board and the Accounting Officer as a critical element of the trust's annual reporting requirements, maintaining transparency and openness of communication at all times
- Advise the board on an appropriate programme of work to be delivered by independent assurance providers (e.g. internal audit, external audit, responsible officer). This programme of work should be derived from the committee's regard of the key risks faced by the trust, the assurance framework in place and its duty to report to the board of trustees
- Ensure that, where a full internal audit service is commissioned by the board, the service provider has the required knowledge and expertise and is a member of an appropriate professional accounting body
- Review the external auditor's annual planning document and seek approval from the board for the planned audit approach
- Receive reports (assignment reports, annual reports, management letters, etc.) received by the Accounting Officer and the board from the external auditor, internal auditor and other bodies, for example the EFA and NAO, and consider any issues raised, the associated management response and action plans. Correspondence or reports should be referred to the board or other committee for information or action
- Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to agreed implementation dates are reasonable
- Monitor Key Performance Indicators (KPIs) with regard to the performance of the external auditor, internal auditor or other assurance provider
- Review the trust's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately
- Annually review and update the terms of reference, ready for approval by the board

## Terms of Reference for Committees of the Trust Board: Staffing

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair:	Appointed annually by the trustees, not an employee of the Trust
Clerk:	Meetings to be clerked by the Executive Clerk to the Multi Academy Trust
Meetings:	At least 3 in every school year

### Membership

- Chief Executive Officer
- Trustees appointed to the committee by the Board
- Representatives from Local Governing Bodies, appointed by the Board
- If there is not already representation on the committee from the primary schools within the trust then a representative from the Chairs' Advisory Group will be selected by that group to become a co-opted trustee and committee member with voting rights, subject to approval by trustees
- Membership may include persons who are not trustees, provided that a majority of members shall be trustees

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The committee will:

- Act as the primary focal point for the consideration of all issues relating to the management of the staff within the trust
- Submit recommendations on these issues as appropriate for consideration by the board
- Ensure that the trust is staffed sufficiently for the fulfilment of the School Development Plan and the effective operation of the schools within the trust
- Establish and oversee the operation of the Appraisal Policy – including the arrangements and operation of the appraisal procedures for the Chief Executive Officer and the Headteacher of each school within the trust
- Establish a Pay Policy for all categories of staff

- Administer and review the Pay Policy, ensuring that it meets the needs of recruitment, retention and development of staff
- Perform the annual review of staff salaries
- Draft criteria for the approval of trustees relating to the use of the discretionary elements of pay provision
- Ensure that all staff have accurate and clear job descriptions, and review all job descriptions on a regular basis
- Work with the Leadership Team to ensure progress in Continual Professional Development for all staff
- Work with the Leadership Team to develop and recommend a staffing structure for approval by the board
- Work closely with the Chief Executive Officer in appointing staff by determining the process to be followed and by nominating trustees to be involved in the recruitment process.  
*The authority to appoint has been delegated to the Chief Executive Officer, with the exception of appointments to the Leadership Team*
- Review procedures dealing with staff discipline and grievances and making recommendations to the board for approval
- Monitor approved procedures for staff discipline and grievance and ensure that staff are kept informed of these
- Monitor staff attendance across the MAT
- Recommend to the board staff selection procedures, ensuring that they conform with safer recruitment practice, and review these procedures as necessary
- Ensure that appropriate Safeguarding measures are in place
- Oversee, in consultation with staff, any process leading to staff reductions
- Establish the annual and longer-term salary budgets and other costs relating to personnel, e.g. training
- Review, adopt and monitor all additional staffing policies at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Annually review and update the terms of reference, ready for approval by the board

## Terms of Reference for the Twynham Learning Joint Governor Panel

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair:	Selected by the committee ahead of any hearing
Clerk:	Meetings to be clerked by the Executive Clerk or other Clerk from within the MAT
Meetings:	As required

### Membership

- To be drawn from trustees and local governors within the MAT who are suitably experienced and/or willing to attend appropriate training and available to attend panel hearings within the relevant notice, but not the Headteacher or other employees of the Trust
- For student discipline hearings, the Clerk will ensure that any Parent Local Governor involved does not personally know the student or their close family
- For staff discipline hearings, the panel will not include Parent or Staff Local Governors
- For appeals hearings, members will be selected who have had no prior involvement in the details of any case to be heard
- For staff pay and performance management review, the panel will not include Staff or Parent Local Governors.

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

- To make any decision in accordance with the relevant Trust policies covering grievance, conduct, disciplinary, capability, sickness absence, exclusion or dismissal procedures
- To consider an appeal against any initial decision made by the Headteacher or governors in accordance with the relevant Trust policies covering grievance, conduct, disciplinary, capability, sickness absence, exclusion or dismissal procedures
- To make any determinations on behalf of the trustees in relation to staff redundancy and redundancy appeals
- To make any determinations on behalf of the trustees in relation to staff pay and performance management

- To make any determination or decision under the Trust's Complaints Procedure
- To consider any representations by parents in the case of an exclusion
- To consider the appropriateness of any permanent exclusion or fixed term exclusion which totals 15 days or more in one term or where a pupil is denied the chance to take a public examination, in line with DfE guidelines

**Procedure**

- The Clerk will send an agenda prior to the meeting to the governors/trustees selected and the parent(s) or member of staff involved
- The draft minutes of the hearing will be sent to the chair for approval and then printed on pink paper to be filed
- The Headteacher and either the Admissions Admin Assistant or the H.R. Officer will be informed by the Clerk of the decision of the committee
- In the case of grievance, conduct, disciplinary, capability, sickness absence, exclusion or dismissal hearings, a letter will be sent to the parent(s) or the member of staff within 24 hours, informing them of the outcome

## Terms of Reference for the Local Governing Body of a Sponsored School

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The constitution, membership and proceedings shall be determined by the trustees and reviewed on an annual basis
Quorum:	Any 3 local governors or, where greater, one third (rounded up to a whole number) of the total number of local governors holding office at the date of the meeting
Chair/Vice Chair:	Appointed annually by the trustees. Local governors employed by the Trust are not eligible to stand as chair or vice chair. In the absence of the chair and vice chair, an acting chair shall be chosen from those present.
Clerk:	Meetings to be clerked by the Executive Clerk or other Clerk from within the MAT. In the absence of a clerk the governors shall choose a clerk for that meeting from among their number, but not the Headteacher or the chair
Meetings:	At least 3 in every school year

### Membership

- Chief Executive Officer
- Headteacher
- 1 Trustee from the sponsoring academy  
(if the LGB does not include Local Governors who are also Trustees of Twynham Learning)
- 2 Parent Local Governors
- 1 or 2 Staff Local Governors
- Up to 9 Community Governors

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The Local Governing Body of a sponsored school will:

- Carry out the main board's vision, policies and priorities
- Monitor the School Development Plan
- Hold the academy's senior team to account for academic performance, quality of care and provision

- Regularly review performance and progress and monitoring data
- Oversee the quality of teaching and learning across the academy with detailed knowledge of strengths and weakness
- Receive reports on School Performance Data
- Monitor the budget
- Monitor the implementation of local premises-related policies and procedures
- Monitor implementation of the H&S policy
- Establish an Accessibility Plan and Building Development Plan for the school site, for review by the board
- Monitor the implementation of the safeguarding policy and the annual safeguarding audit
- Propose and regularly review a Business Continuity Plan and Risk Register
- Report on risks to the board
- Establish an Accessibility Plan and Building Development Plan for the site, for review by the board
- Propose a Lettings and Charges policy for the approval of trustees
- Monitor the spend and impact of any specific funds with specific aims nationally/locally, e.g. sports funding and pupil premium funds
- Monitor the use of exclusion and levels of attendance particularly with relevance to student groups within the academy
- Monitor the impact of the trust's anti-bullying policy and receive regular reports regarding its effectiveness, including racist and homophobic incidents
- Monitor the implementation and effectiveness of the SMSC policy, ensuring a consistent approach to the delivery of SMSC issues through the curriculum and the general life of the school
- Ensure the academy has appropriate support and intervention strategies in place to deliver high quality teaching and learning

## Terms of Reference for the Local Governing Body of a Non-Sponsored School

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The constitution, membership and proceedings shall be determined by the trustees and reviewed on an annual basis
Quorum:	Any 3 local governors or, where greater, one third (rounded up to a whole number) of the total number of local governors holding office at the date of the meeting
Chair/Vice Chair:	Appointed annually by the trustees. Local governors employed by the Trust are not eligible to stand as chair or vice chair. In the absence of the chair and vice chair, an acting chair shall be chosen from those present.
Clerk:	Meetings to be clerked by the Executive Clerk or other Clerk from within the MAT. In the absence of a clerk the governors shall choose a clerk for that meeting from among their number, but not the Headteacher or the chair
Meetings:	At least 3 in every school year

### Membership

- Chief Executive Officer
- Headteacher
- 2 Parent Local Governors
- 1 or 2 Staff Local Governors
- Up to 9 Community Governors

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The LGB of a non-sponsored school will:

- Carry out the main board's vision, policies and priorities, holding school leadership to account
- Monitor the School Development Plan
- Hold the academy's senior team to account for academic performance, quality of care and provision
- Oversee the quality of teaching and learning across the academy
- Receive reports on School Performance Data

- Monitor the budget
- Monitor the implementation of local premises-related policies and procedures
- Monitor implementation of the H&S policy
- Monitor the implementation of the safeguarding policy and the annual safeguarding audit
- Propose and regularly review a Business Continuity Plan and Risk Register
- Report on risks to the board
- Monitor the spend and impact of any specific funds with specific aims nationally/locally, e.g. sports funding and pupil premium funds
- Ensure the academy has appropriate support and intervention strategies in place to deliver high quality teaching and learning
- Regularly review performance and progress
- Set up such committees as it deems necessary to perform its functions efficiently and effectively
- Determine the constitution, membership and proceedings of such committees and review them on an annual basis.
- Annually review and update the terms of reference, ready for approval by the board of trustees

The LGB will provide advice to trustees for consideration on issues including

- The composition, membership, structure and terms of reference for LGBs
- Arrangements for the recruitment and selection of governors
- Succession planning
- Information on whether schools are meeting their agreed targets
- Information on how schools are managing their finances

The Local Governing Body of a non-sponsored academy is permitted to set up such committees as it deems necessary to perform its functions efficiently and effectively. Typical terms of reference are given below.

## **Terms of Reference for the Committees of the Local Governing Body of a Non-Sponsored Academy: Resources**

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair/Vice Chair:	Elected annually by committee members, not an employee of the Trust
Clerk:	Meetings to be clerked by the Executive Clerk or other Clerk from within the MAT
Meetings:	At least 3 in every school year

### **Membership**

- Local governors appointed to the committee by the Local Governing Body
- The Executive Business Manager will attend meetings but have no voting rights

### **Aim**

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### **Terms of Reference**

The Resources Committee of the Local Governing Body (LGB) will:

- Seek value for money and ensure resources are applied appropriately at academy level
- Monitor and review income and expenditure regularly
- Ensure that proper accounting records are maintained and monitor expenditure and balance sheets
- Receive at least termly budget monitoring reports from the Executive Business Manager
- Monitor spending, with the objective of ensuring that expenditure remains within budgeted levels
- The local governing body will delegate day-to-day management of the budget to the Headteacher and the school's Leadership Team within spending limits agreed in the budget. Virements between budget headings to be delegated to the Headteacher
- Identify and consider unplanned excess expenditure and make appropriate recommendations for action to the local governing body

- Report back to each meeting of the LGB and alert them of potential problems or significant anomalies at an early date
- Provide guidance and assistance to the Headteacher and local governing body on matters relating to budgeting and finance
- Keep under review the planning and development elements of the School Development Plan
- Notify the trust of any changes to fixed assets used by the academy
- Support the trust board in relation to the annual budgetary process
- Observe proper levels of delegation
- Subject to the local scheme of delegation, approve any budgetary adjustments that will from time to time be necessary in response to the evolving requirements of the school
- Monitor the Health & Safety Policy
- Develop and oversee the lettings and charges policy
- Establish an Accessibility Plan and Building Development Plan for the site, for review by the board
- Review, adopt and monitor all additional resources policies at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Annually review and update the terms of reference, ready for approval by the LGB
- Provide information for consideration by the Trustees' Resources & Audit Committee as appropriate

## Terms of Reference for the Committees of the Local Governing Body of a Non-Sponsored Academy: Curriculum

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair/Vice Chair:	Elected annually by the committee members
Clerk:	Meetings to be clerked by a member of the committee but not the chair. A decision will be taken at the first committee meeting of the school year as to whether one person will act as clerk for the year or a rota introduced
Meetings:	At least 3 in every school year

### Membership

- Local governors appointed to the committee by the Local Governing Body
- Representative from the School Leadership Team

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The committee will:

- Act as the LGB's primary focal point for the consideration of all issues relating to the delivery of the curriculum within the school, the provision of guidance and support to students as well as the promotion of achievement
- Submit recommendations on these issues as appropriate for consideration by the LGB
- Advise the LGB on the school's statutory obligations under the National Curriculum and the school's Curriculum Statement
- Review, monitor and evaluate the curriculum offer
- Monitor and contribute to the School Development Plan, keeping under review the curriculum elements of the School Development Plan
- Monitor and evaluate rates of progress and standards of achievement by students, including any underachieving groups

- Set priorities for improvement, and monitor and evaluate the impact of improvement plans which relate to the committee's area of operation
- Review policies on teaching, learning and assessment, in liaison with school staff
- Be involved in the development and monitoring of the school's SEN policy, monitoring provision to ensure the requirements of children with additional educational needs are met
- Review the information about school performance required to be published on the website
- Consider and review recommendations and policies on
  - Homework
  - Home/school partnership
  - Careers
  - Behaviour and discipline
  - Sex Education
  - Personal and social education, including drugs and health
  - Pastoral and student support/welfare
  - Dress and appearance of students
  - Health and safety of students
- Review, adopt and monitor all additional curriculum policies at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Monitor the implementation and effectiveness of the SMSC policy, ensuring a consistent approach to the delivery of SMSC issues through the curriculum and the general life of the school
- Monitor and evaluate the effectiveness of leadership and management
- Monitor and evaluate the impact of quality of teaching on rates of pupil progress and standards of achievement
- Monitor and evaluate the impact of continuing professional development on improving staff performance
- Consider recommendations from external reviews of the school (e.g. Ofsted), agree actions as a result of reviews and evaluate regularly the implementation of the plan
- Ensure that all children have equal opportunities
- Identify and celebrate student achievements
- Annually review and update the terms of reference, ready for approval by the LGB
- Provide information for the consideration of trustees as appropriate

## Terms of Reference for the Committees of the Local Governing Body of a Non-Sponsored Academy: Student Welfare

Last updated:	September 2018
Agreed by trustees:	27 <sup>th</sup> June 2018
Review:	The terms of reference will be reviewed annually by the trustees
Quorum:	3
Chair/Vice Chair:	Elected annually by the committee members
Clerk:	Meetings to be clerked by a member of the committee but not the chair. A decision will be taken at the first committee meeting of the school year as to whether one person will act as clerk for the year or a rota introduced
Meetings:	At least 3 in every school year

### Membership

- Local governors appointed to the committee by the Local Governing Body
- Representative from the School Leadership Team

### Aim

The formation of Twynham Learning as a Multi-Academy Trust has afforded each school within the trust considerable opportunity, but it has also placed additional demands upon us in the conduct of our business - in what is, a fast moving and constantly changing environment. Communication is, and will always be a vital ingredient in all that we do, and we will do that in many ways, such as in face-to-face meetings, through digital technology, socially and at formal presentations. These Terms of Reference, along with other instruments give us our authority and direction; and with mindful attention to transparency and openness, through high quality communication between us, via the sharing of our ideas, values and culture, will allow the Trust to continue to achieve considerable success, for all our children and students, both now and in the future.

### Terms of Reference

The committee will:

- Act as the LGB's primary focal point for the consideration of all issues relating to the welfare of the students
- Submit recommendations on these issues as appropriate for consideration by the LGB
- Monitor and evaluate provision for all groups of vulnerable children (e.g. looked after children) and ensure all their needs have been identified and addressed, and evaluate their progress and achievement
- Ensure the requirements of children with special needs are met, as laid out in the Code of Practice, and receive regular reports from the Headteacher/SENCO and an annual report from the SEN governor
- Ensure that all children have equal opportunities

- Work with the school's Leadership Team to prepare and review the school's policies relating to student welfare at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Provide guidance and assistance to the Headteacher and the LGB on matters relating to student welfare, pastoral care, dress and appearance of students, students' health and safety, healthy lifestyles and the Student Voice
- Ensure that the requirements for students with Special Educational Needs are met
- Ensure that the school meets the requirements of equality legislation and report on the measures taken by the school to ensure that students are treated no less favourably than other students due to one or more of the protected characteristics
- Ensure that students within vulnerable groups (e.g. Children in Care, those entitled to the Pupil Premium, students from minority groups, students with persistent absence and students with "hard to reach" parents) are well catered for and make at least as good progress as their peers.
- Receive and, where appropriate, respond to any reports, inspections or monitoring visits from the authorities relating to student welfare, Special Educational Needs or students within vulnerable groups
- Monitor the use of exclusion and levels of attendance particularly with relevance to student groups within the academy
- Monitor the impact of the trust's anti-bullying policy and receive regular reports regarding its effectiveness, including racist and homophobic incidents
- Keep under review the student welfare elements of the School Development Plan
- Advise the LGB on other such matters as:
  - Statutory obligations relating to Special Educational Needs and the Equality Act 2010
  - Provision for Gifted and Talented Students
  - Student welfare, pastoral care, dress and appearance of students and students' health and safety
  - Safeguarding young people
  - Healthy eating and the provision available to students
  - Provision to promote healthy lifestyles of students
  - The effectiveness of Student Voice in eliciting student opinions and giving the students a voice in those matters which affect them
- Review and ratify all policies delegated to the committee by the LGB at least every two years, or annually if specific to the policy, considering equality and diversity issues as required by the Equality Act 2010 when reviewing any school policy
- Annually review and update the terms of reference, ready for approval by the LGB

## Terms of Reference for Key Governors of Sponsored Academies

The Local Governing Body of a sponsored academy will have two Key Governors, appointed by the trustees, with the brief to work closely with relevant school leaders as shown below:

- Key Governor for Education
  - To focus on the quality of teaching and the standards achieved by the students and to report to the Local Governing Body and the Trust's Board.
- Key Governor for Business and Finance
  - To monitor the school's budget and to report to the Local Governing Body and the Trust's Board

This structure for sponsored academies is designed to focus the work of the Local Governing Body on what matters – the quality of teaching, the standards achieved by the students and the monitoring of the school's budget.

## Terms of Reference for Schools Advisory Groups

### Chairs' Advisory Group

The chairs of the Twynham Learning Local Governing Bodies will meet at least once per term and act as the main link between the board of trustees and the LGBs. They will determine their own agenda but this could typically include:

- The composition, membership, structure and terms of reference for LGBs
- Arrangements for the recruitment and selection of governors
- Succession planning
- Whether schools are meeting their agreed targets
- How schools are managing their finances

Up to two LGB chairs will be selected by the group to become co-opted trustees, to ensure representation from the primary schools within the Trust on both the Trustees' Resources & Audit Committee and the Trustees' Staffing Committee. The group will review their representation on an annual basis and, should different representatives be selected, then the original representatives will stand down as trustees and be replaced by the new representatives. All trustee appointments will be subject to approval by the board of trustees.

### Heads' Advisory Group

The headteachers of the schools within the Academy Trust will meet at least once per term and act as the main link between the board of trustees and senior leadership teams. They will provide information to trustees on the performance of academies including but not limited to:

- The quality of teaching and learning
- Standards
- Performance data
- Student issues, including attendance, exclusions, punctuality and disciplinary matters
- School development plans

The group will select representatives from both primary and secondary sectors who will be invited to attend meetings of the full board of trustees.

As the Multi-Academy Trust continues to grow the membership of the School Advisory Groups will be kept under review and separate groups for primary and secondary schools may meet if numbers permit.