



Board Committee Terms of Reference 2023/24

Contents

Resources Committee

Education Standards

Audit & Risk

School Advisory Boards

Date of approval

June 2023 for 2023/24 academic year

Resources Committee (People and Finance)

Terms of Reference 2023/24

The role of the Resource Committee is:

- To provide the Board with assurance concerning all aspects of strategic workforce and organisational development. The Committee will maintain an oversight of the performance management of all discovery employees including the CEO, terms and conditions of employment and workforce related policy.
- To provide the Board with financial oversight of the Trust, ensuring good financial management, and compliance with the Trust Funding Agreement, Academy Trust Handbook and Trust financial regulations.

Committee membership

The committee will operate with a minimum of 3 and a maximum of 5 members.

All Trustees are members of the Committee with full voting rights; however, the board will appoint a minimum of three named trustees to the committee annually. Additionally, up to two co-opted members may be appointed by the Committee for an agreed timescale (single meeting or for the academic year). The Committee may not co-opt an employee of the Trust. Co-opted members of the Committee will have full participation rights.

The Committee will be advised by:

- Chief Financial and Operating Officer
- Director of Operations
- HR Manager
- Head of Estates
- Trust Leader

Other employees of the Trust may be invited to attend meetings but will have no voting rights.

Any conflict-of-interest matters will be resolved according to the guidance contained in the Academy Trust Handbook.

Quorum and Voting

The quorum necessary for the transaction of business shall be 3 members of the Committee.

Where a vote is taken to decide on a course of action or to endorse a decision a simple majority of those eligible to vote will be required. The Chair will have a casting vote.

Frequency of meetings

The Committee will meet as often as is necessary to fulfil its responsibilities, typically termly.

Chairing

The Committee will appoint a chair (the Chair) annually. The Chair should have the necessary background and/or qualifications to undertake the role effectively. In the absence of the Chair, the remaining members present shall elect a member to act as Chair for that meeting.

The Chair of Trustees or Chair of the Audit & Risk Committee shall not be chair of the committee.

Employees of the Trust may not act as chair, other than in exceptional circumstances agreed by the Board.

Clerking

The Committee will be clerked by the Head of Governance. The Committee may appoint an alternative clerk if this is not possible.

Reporting responsibilities

Within 14 days of each meeting, the Committee through the clerk will produce and agree draft minutes of its meetings.

The draft minutes will be circulated in draft and presented to Trustees at the subsequent Board meeting. Matters indicated as confidential will not be circulated to all Board trustees. But will be retained in a “confidential matters minute” as part of the Committee’s minutes.

Delegated Responsibilities

1. People

- a) To review, approve and monitor strategy and policies for workforce and organisation development including recruitment, retention, appraisal, remuneration and conditions of service.
- b) To ensure the Board has a senior management succession plan which minimises the risk to business continuity in the event of resignations or long-term absence.
- c) Selected members to act as the Trust Leader’s ‘performance management panel’ and where relevant make pay recommendation consistent with the Pay Policy.
- d) To have oversight of the effectiveness of the measures in place to ensure compliance with and promote equality and diversity in employment.
- e) To review and scrutinise Trust wide restructuring proposals, ensuring that it meets the requirements of the trust development plan and is affordable.
- f) To hear appeals in relation to disciplinary and grievance for senior Central Executive Team, Senior Executive Leaders and Headteachers.
- g) To review, approve and monitor special staff severance payments above the statutory or contractual entitlement. (Payments over £50k must be authorised by ESFA).
- h) To review key workforce performance indicators, including sickness absence, disciplinary data, staff turnover and achievement of key performance indicators.
- i) To approve HR policies as determined by the Trust Board through the Trust Policy Framework.
- j) The committee is responsible for the risks delegated to it via the Risk Register. The committee should determine if the appropriate level of risk has been identified, review the effectiveness of the controls, review and challenge the strength of the assurances provided.
- k) To monitor staff engagement and experience, reviewing the staff survey and related actions.
- l) To consider other areas, as determined by the Trust Board from time to time

2. Finance

- a) To review and recommend the annual budget for the MAT to the Board for approval, drawing to their attention any matters of concern or significance.
- b) To review and approve medium term financial projections for the MAT for recommendation to the Board, drawing to their attention any matters of concern or significance.
- c) To approve a revenue reserve policy for recommendation to the Trust Board, monitoring Trust compliance with the policy and agreeing actions that need to be taken to bring the level of reserves into line with the level identified by the trustees as being appropriate.
- d) To approve a Trust Investment Policy to manage, control and track financial exposure, and ensure value for money.
- e) To receive and consider termly aggregate budget monitoring reports and review appropriateness of proposed adaptive / corrective action.
- f) Receive benchmarking reports identifying outliers/issues and make recommendations regarding necessary action to achieve value for money.
- g) To approve the Estates Strategy and resulting outline programme of capital expenditure annually.
- h) To receive a summary of individual schools' 'large item' or 'debts' to be written-off to ensure compliance with prevailing Trust and DfE regulations.
- i) ensure that the trust board's approach to pay and benefits is transparent, proportionate, and justifiable
- j) comply with statutory requirements to publish trust staff rates of pay and benefits.
- k) To approve the pay recommendation for the Trust Leader.

Review

The Committee will review the terms of reference annually and submit any proposed changes to the Board for approval.

Education Standards Committee (ESC)

Terms of Reference 2023/24

The role of the Education Standards Committee is to maintain an oversight of the Trust's strategy for curriculum, quality assurance and the standards and performance of all schools and phases within the Trust.

Committee membership

The committee will operate with a minimum of 4 and a maximum of 8 members.

All Trustees are members of the Committee with full voting rights, however, the board will appoint four named trustees to the committee annually. Additionally, up to two co-opted members may be appointed by the Committee for an agreed timescale (single meeting or for the academic year). The Committee may not co-opt an employee of the Trust. Co-opted members of the Committee will have full participation rights.

The Committee will be advised by (as required):

- Director of Primary Education
- Deputy Trust Leader
- Trust Leader

Other employees of the Trust's may be invited to attend meetings but will have no voting rights.

Quorum and voting

The quorum necessary for the transaction of business shall be 3 members of the Committee and no vote on any matter shall be taken unless the majority of members of the Committee present are Trustees.

Where a vote is taken to decide on a course of action or to endorse a decision a simple majority of those eligible to vote will be required. The Chair will have a casting vote.

Frequency of meetings

The Committee will meet as often as is necessary to fulfil its responsibilities, typically once per term.

Operation of meetings

An action log will be maintained for decisions/actions agreed at meetings. No items will be removed from the action log without the agreement of the Committee.

An agenda and supporting papers will be circulated at least 7 days before each meeting. All agenda items will be supported by a template cover sheet providing a summary of the item and the action required of the Committee (Decision / Discussion / For Information).

Chairing

The Committee will appoint a chair (the Chair) annually. The Chair should have the necessary background and/or qualifications to undertake the role effectively. In the absence of the Chair, the remaining members present shall elect a member to act as Chair for that meeting.

Employees of the Trust may not act as Chair, other than in exceptional circumstances agreed by the Board.

Clerking

The Committee will be clerked by the Trust Clerk or Head of Governance. The Committee may appoint an alternative clerk if this is not possible.

Reporting responsibilities

Within 14 days of each meeting the Committee through the clerk will produce and agree draft minutes of its meetings.

The draft minutes will be circulated in draft and presented to Trustees at the subsequent Board meeting. Matters indicated as confidential will not be circulated to all Board trustees. But will be retained in a “confidential matters minute” as part of the Committee’s minutes

Delegated Responsibilities

1. To have oversight of and review the impact of Trust strategies for:
 - a. Curriculum
 - b. Assessment
 - c. School Improvement and processes in place for quality assurance and peer review
 - d. Teaching & Learning
 - e. CPD
 - f. Safeguarding
 - g. Vulnerable groups including, disadvantaged pupils, SEN groups, looked after children, EAL and new arrivals.
 - h. Closing the gap
 - i. Admissions
 - j. Attendance
2. Hold the Deputy Trust Leader and Director of Primary to account for academic standards, the quality of teaching, behaviour and attendance across the Trust.
3. Review benchmarking data in relation to individual schools and to the overall performance of the Trust in comparison to regional and national standards and to other comparable Trusts.
4. To identify any areas of concern in respect of standards and performance, including SEND, Disadvantaged Pupils and other key vulnerable groups, and to monitor trust wide intervention strategies and action plans.
5. To review the effectiveness and impact of the Quality Assurance (QA) process and the related school improvement work.
6. The Committee shall have particular regard to safeguarding compliance and effectiveness in all schools within the Trust and shall draw the attention of the Board to any safeguarding concerns arising from the termly review of school performance.
7. To review reports and minutes from the School Improvement Committee who provide scrutiny of priority schools including those that are causing concern or are slow to improve.
8. Review all Ofsted reports and post-Ofsted school specific action plans for inadequate and requires improvement schools.
9. To assess the effectiveness of the performance of education partnership including the EDTech project.
10. Monitor and review the Risk Register and KPIs: Pupil Performance, Leadership, Pupil Wellbeing, EPIC/SALT and Safeguarding and escalate concerns to the board.
11. To approve policies as determined by the Trust Board through the Trust Policy Framework.

12. To keep under review the Local Authority's admission policy for SEND schools and recommend changes to comply with the School Admissions Policy, DfE, and LA guidance
13. To consider other areas, as determined by the Trust Board from time to time.

Review

The Committee will review the terms of reference annually and submit any proposed changes to the Board for approval.

Audit & Risk Committee (ARC)

Terms of Reference 2023/24

The role of the Audit and Risk Committee is to maintain an oversight of the Trusts financial, governance, risk management and scrutiny of the Trust, ensuring good financial and risk management, effective internal controls and compliance. The Committee will provide assurance to the board on the adequacy of the trust's financial and other controls and management of risks.

Committee membership

The committee will operate with a minimum of 3 and a maximum of 5 members.

All Trustees are members of the Committee with full voting rights however the board will appoint three named trustees to the committee annually. Additionally, up to two co-opted members may be appointed by the Committee for an agreed timescale (single meeting or for the academic year). The Committee may not co-opt an employee of the Trust. Co-opted members of the Committee will have full participation rights.

Staff Attendance

The Academy Trust Handbook stipulates that employees of the trust should not be audit committee members, but the accounting officer and chief financial officer should attend to provide information and participate in discussions. Accordingly, the following staff attend the Committee on this basis:

- Chief Finance and Operating Officer as Chief Financial Officer
- Trust Leader as Accounting Officer
- Head of Estates
- Other employees on invitation of the committee.

Conflicts of interest

Any conflict-of-interest matters will be resolved according to the guidance contained in the Academy Trust Handbook.

Quorum and Voting

The quorum necessary for the transaction of business shall be 3 members of the Committee and no vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are Trustees.

Where a vote is taken to decide on a course of action or to endorse a decision a simple majority of those eligible to vote will be required. The Chair will have a casting vote.

Frequency of meetings

The Committee shall meet at least three times each year (normally termly).

Operation of meetings

An action log will be maintained for decisions/actions agreed at meetings. No items will be removed from the action log without the agreement of the Committee.

An agenda and agreed supporting papers will be circulated at least 7 days before each meeting. All agenda items will be supported by a template cover sheet providing a summary of the item and the action required of the Committee (Decision / Discussion / For Information).

Chairing

The Committee will appoint a chair (the Chair) annually. The Chair should have the necessary background and/or qualifications to undertake the role effectively. In the absence of the Chair, the remaining members present shall elect a member to act as Chair for that meeting.

The chair of trustees or chair of the Resource Committee should not be chair of the committee.

Clerking

The Committee will be clerked by the Trust Clerk or Head of Governance. The Committee may assign an alternative clerk if this is not possible.

Reporting responsibilities

Within 14 days of each meeting the Committee through the clerk will produce and agree draft minutes of its meetings.

The draft minutes will be circulated in draft and presented to Trustees at the subsequent Board meeting. Matters indicated as confidential will not be circulated to all Board trustees. But will be retained in a “confidential matters minute” as part of the Committee’s minutes

Delegated Responsibilities

3. Audit

Internal Scrutiny

Direct the trust’s programme of internal scrutiny and reporting to the board on the adequacy of the trust’s internal control framework including financial and non-financial controls and management of risks and:

- a) Evaluate the suitability of, and level of compliance with, financial and other controls at both school and Trust level.
- b) Agree a programme of work annually to deliver internal scrutiny that provides coverage across the year
- c) To review the reports and recommendations of the internal scrutiny programme, together with the appropriateness of management’s response.
- d) Regularly monitor outstanding audit recommendations from whatever source and ensure any delays to agreed implementation dates are reasonable.
- e) Consider outputs from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations.
- f) Ensure an annual summary report of the areas reviewed, key findings, recommendations and conclusions is submitted to ESFA within required timescales
- g) Ensure that oversight confirms information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the trust is accurate and in compliance with funding criteria

- h) Ensure that the governance statement, accompanying its annual accounts, includes details of which of the internal scrutiny options have been applied and why. The outcome of the work must also inform the accounting officer's statement of regularity in the annual accounts.
- i) To review and approve the Trust's consolidated annual accounts prior to approval by the Board. The Committee should satisfy itself that Trust guidance has been adhered to in the accounts preparation process and that an appropriate set of accounting policies have been applied. (December Meeting)
- j) To annually review and approve the Trust's Financial Scheme of Delegation and appropriate Financial Regulations.
- k) Review annually the Register of Business Interests for all Trustee and corporate Trust staff and to take appropriate action should issues be apparent.

External Scrutiny

- l) Assess the effectiveness and resources of the external auditor to provide a basis for decisions by the trust's members on the appointment, re-appointment, dismissal, and remuneration of the external and regularity auditor.
- m) Review the external auditor's annual planning document and approve the planned audit approach.
- n) Receive reports (annual reports, management letters etc.) from the external auditor and other bodies, for example the EFSA and NAO, and consider any issues raised, the associated management response and action plans.
- o) To recommend to the members, through the board of Trustees, the appointment /re-appointment of the external auditor

4. Risk

The Committee has oversight of the Trust's implementation of an appropriate risk management and internal control systems thus enabling the board to make a robust assessment of the principal risks. Specifically, the Committee will

- a) Monitor and review the risk management and internal control systems to ensure they are functioning effectively, and that corrective action is being taken where necessary.
 - b) Monitor and review termly the Risk Register and escalate key risks to the Trust Board for the Board to agree a programme of work to address and provide assurance on those risks.
 - c) Monitor and review the Trust Risk Register: Finance & Estates Risks, escalating concerns to the board and agreeing a programme of work to address, and provide assurance on, those risks.
 - d) To monitor the effectiveness of contingency and business continuity planning
 - e) to review the trust's insurance cover in compliance with its legal obligations
5. To approve policies as determined by the Trust Board through the Trust Policy Framework.
6. To consider other areas such as Whistleblowing and Complaints, as determined by the Trust Board from time to time.

Review

The Committee will review the terms of reference annually and submit any proposed changes to the Board for approval.

Advisory Board

Terms of Reference 2023/24

Role of the Advisory Board

The Advisory Board is appointed on behalf of the Board to support effective local governance. The purpose of the Advisory Board is to focus on challenging and supporting the quality of provision and educational outcomes for children at school level.

The Advisory Board has specific responsibility to focus on school improvement and act as a link to the Board of Trustees. Key elements of the role include:

- Influencing the strategic development of the school and ensuring it is meeting the needs of children locally.
- Being a critical friend by offering support and challenge to improve outcomes for children.
- Developing the strategic thinking of the Headteacher through the use of effective questioning.
- Acting as a consultative body, providing views and feedback on proposals.
- Participating in the performance management and recruitment (alongside the Trust Leader) of the Headteacher
- Advising the Trust Board (via the AB Report) of any concerns or emerging trends.

Membership

The membership will operate with between 6-9 members which will include:

- The Headteacher
- Two community members (co-opted by the Advisory Board)
- A representative of school staff (elected by the staff body)
- A minimum of two parent representatives (elected by the parent body)
- Up to two Trust appointed members
- [Two foundation representatives – Kibworth CE only]

In addition, the meetings may be attended by:

- Trust Leader
- Trust School Improvement Representative
- Members of the DSAT Central Executive Team

Eligibility

Appointment of all ABMs is subject to:

- Trust eligibility criteria;
- DBS check (to be carried out by the school);
- The election and/or appointment process;
- Annual acceptance of and compliance with the Code of Conduct;
- Annual declaration of interests; and
- Active participation in training and development.

Quorum and Voting

The quorum to conduct normal business on behalf of the Advisory Board shall be three members providing that staff members (including the Head Teacher) do not form the majority of those present.

Frequency of meetings

The Advisory Board will meet to conduct business a minimum of four times a year.

Advisory Boards shall not appoint Committees.

Operation of meetings

An agenda and supporting papers will be circulated at least 7 days before each meeting.

An action log will be maintained for decisions/actions agreed at meetings. No items will be removed from the action log without the agreement of the Advisory Board.

Chairing

The Advisory Board will appoint the Chair and Vice Chair annually.

Employees of the school may not act as Chair, other than in exceptional circumstances agreed by the Head of Governance.

Clerking

The meetings will be clerked by the Trust Clerk.

Reporting responsibilities

Within 14 days of each meeting the Chair of the Advisory Board will:

- a) agree draft minutes of its meetings;
- b) with the support of the Clerk provide a 'Advisory Board Report' for the Board of Trustees;

The Advisory Board Report can be agreed by members by email.

Responsibilities

The Advisory Board is a formal part of the Trust governance structure supporting good governance of the school. The Advisory Board has specific responsibility to focus on school improvement and to act as a link to the Trust Board for their school. Broader responsibilities include:

- Safeguarding and promoting the values of the school, ensuring that the school continues to strongly demonstrate its distinctiveness
- Working in collaboration with the Headteacher to improve pupil achievement and well-being
- Maintaining a detailed understanding of the strengths and areas for development of the school
- Contributing to the development of strategic priorities to promote school improvement
- Regularly reviewing data on achievement, quality of teaching, behaviour and safeguarding
- Regularly monitoring the risk register and escalating concerns to the trustees
- Providing the Trust Board with the views of the local community and advising on local issues and risks they need to consider that affect the school
- Recommending to the Trust Board any developments or amendments to policies and procedures
- Ensuring there is local adaptation/adoption of Trust-wide policies
- Supporting a culture of effective engagement with the school's key stakeholders e.g. parents/carers, pupils and staff
- Representing the school at Ofsted inspections
- [Kibworth CofE] to ensure a denominational inspection is carried out (SIAMS) and to help evidence the impact of the Christian vision on school performance

This should be read in conjunction with the Scheme of Delegation for a detailed list of delegations.