

South York

MULTI-ACADEMY TRUST

Governance Handbook

South York Multi Academy Trust

Approved by Trustees on 11th February 2020 **Applies from:** 1st January 2020

Last Updated: September 2020

Date of next scheduled review: January 2021

Publication/communication requirements: The Board of Trustees should ensure that a copy is provided to Members, Board Committees (including the Local Governing Bodies), the Chief Executive and the Headteacher of each school. The Document should also be published on the Trust and Academy websites.

INDEX

	Section	Page number
1	Vision statement	3
2	Nolan Principles	3-4
3	Governance Framework	4-6
4	Governance Structure	7
5	Terms of Reference for Trust Board Committees	8-22
6	Framework Procedures for Local Governing Bodies	23-29
7	LGB composition of Trust schools	30-36
8	Appendix one: Scheme of Delegation	

South York Multi-Academy Trust

Introduction: purpose of document

This document is intended for parents, staff and any other interested parties as an introduction to the South York Multi-Academy Trust, its vision and the principles and the mechanisms by which it is governed.

It provides the Trust's vision statement and an accessible summary of its governance arrangements, together with the terms of reference of its various committees, and the detailed scheme of delegation showing the division of responsibilities between the tiers of the governance structure.

SECTION 1 - Trust Vision Statement

support - inspire - achieve - flourish

We are a strong and inclusive partnership of schools working together to support and inspire all children, young people and families in our communities to achieve and flourish.

We hold our schools and ourselves to account to a set of values. Our schools are always:

- **Inclusive** – our schools work tirelessly to meet the needs of every child and young person and overcome disadvantage. We embrace diversity in our communities, and we promote distinctiveness in our schools.
- **Aspirational** - our schools have high expectations for every learner and member of staff. We want our children and young people to make the most of every opportunity in life.
- **Responsible** - our schools have a social responsibility to serve the community first and foremost. We always use our resources responsibly and transparently.
- **Collaborative** - our schools work in equal partnership with one another, and with their school communities. We devolve control and responsibility to the appropriate level, encouraging the participation of those we serve and those who work for us.

SECTION 2 - Nolan Principles

In fulfilling their roles and responsibilities, all those working at Trust and school level will be expected to act in accordance with the seven Principles of Public Life originally published by the Nolan Committee.

□ **Selflessness**

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

□ **Integrity**

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

□ **Objectivity**

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

□ **Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

□ **Openness**

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

□ **Honesty**

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

□ **Leadership**

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

SECTION 3 - Governance Framework

Note that this section provides an **accessible summary** of the governance framework.

Governance arrangements for the Trust are set out formally in the Articles of Association, which can be viewed on the South York Multi-Academy Trust website.

In a Multi-Academy Trust (**MAT**) there is only one legal entity accountable for the running of the organisation and all the academies (**schools**) within it, i.e. the **MAT** itself. The MAT is a charitable company limited by guarantee. It has multiple layers of governance: the Members, the Board of Trustees and Board committees. The Board's committees include a Local Governing Body (**LGB**) for each school within the Trust.

□ **Members**

The Members are similar to shareholders, but they act on an unpaid, voluntary basis. They hold the Trustees to account (including through the Annual General Meeting), ensuring that the charitable company achieves its objectives, receiving the financial accounts and annual report, and appointing the majority of Trustees. Members have a 'hands off, eyes on' role of oversight. For more information, see the Articles of Association on the South York Multi-Academy Trust website.

□ **Trustees**

The Board of Trustees is entrusted with directing the charitable company's operations and is responsible for making key strategic decisions. Those serving on the Board are both company directors and charity trustees and are unpaid.

Trustees have delegated responsibility for the following 3 core strategic functions:

- Ensuring clarity of vision, ethos and strategic direction
- Holding the executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and

- Overseeing the financial performance of the organisation and making sure its money is well spent.

Detailed responsibilities are shown in the Scheme of Delegation at Section 8 (Appendix One).

The Chair of the Trustees has particular responsibilities for co-ordination of Board business, determining agendas, and the conduct of meetings. and determining agendas. The Chair may also exercise emergency powers when required. For more details, see Section 8 (Appendix One).

□ **Chief Executive**

The Chief Executive is responsible for operational oversight of the whole Trust, in addition to their school leadership role, and is accountable to the Board of Trustees. Detailed responsibilities are set out in the tables in Section 8 (Appendix One).

□ **Headteachers**

Headteachers have operational responsibility for their schools, as well as contributing to the effective operation and development of the Trust. A Headteacher's primary accountability is to their school's Local Governing Body (see below) within the context of the scheme of delegation of the Trust. More details are set out in Section 8 (Appendix One).

□ **Committees**

The Board has established Committees to help it to discharge its responsibilities. This will include the following Committees:

- Curriculum, Standards, Governance and Risk
- Finance and Resources
- Pay, CEO and CFO Performance Management
- LGB for each school

The Terms of Reference for each Committee/Group will be added to Section 5 as they are determined by Trustees.

It will also establish a Church School Development Group to oversee church school distinctiveness in the Church of England schools within the Trust.

□ **Local Governing Bodies**

Whilst the Board of Trustees is responsible for overseeing all the schools within the Trust, each school will have a Local Governing Body with a specific remit both to advise the Board in respect of their school, to protect its distinctive ethos and character, and to take on responsibility for decision making and oversight of specific areas relating to it.

Their powers are delegated by the Trust Board. Members of Local Governing Bodies are not Trustees and are referred to as Governors.

Detailed responsibilities are set out in Section 8, and framework Procedures for Local Governing Bodies are set out in section 6.

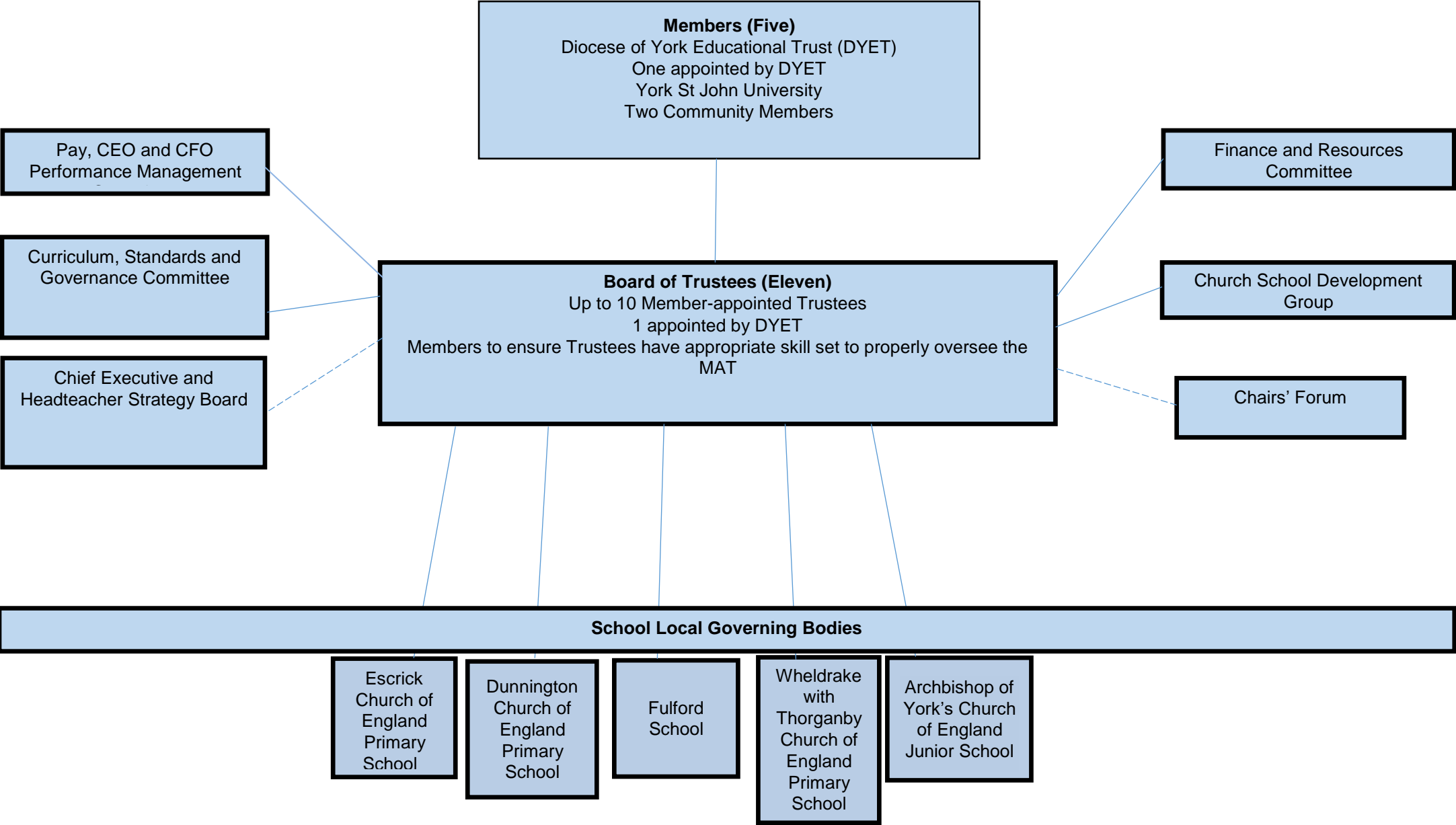
□ **Delegation and support structures**

The Board of Trustees can delegate responsibilities to any Trustee, Board committee (including a Local Governing Body), the Chief Executive or any other holder of an executive office where they deem this appropriate, subject to any restrictions imposed at law, by the Department for Education (**DfE**), by the Members and by the Trust's constitutional documents.

It is important to remember that where responsibility is delegated to a local level, it is the Trust as the legal entity (not the Local Governing Body) that is ultimately accountable, for example in terms of finance and performance, and as the employer of staff.

The Trust's decision making structures are further supported informally by the Chief Executive and Headteachers' Strategy Board, and the Chairs' Forum.

SECTION 4 South York MAT Governance Structure



SECTION 5 – Terms of Reference for Trust Board Committees

Trust Committee Composition and Conduct

Membership

Each Committee shall have a membership to be agreed by the Trustees and to be reviewed on an annual basis. Active consideration will be given to the Committee's composition with reference to Trustee, Local Governor and Staff representation and gender balance.

Up to three external co-opted members with particular expertise may be appointed to each of the Committees by the Board of Directors. The Board may not co-opt an employee of the Trust if the number of Committee members who are employees of the Trust (including the CEO) would exceed one third of the Committee. Co-opted members of the Committee will have full participation rights. Other employees of the Trust may be invited to attend meetings but will have no voting rights. This will always be subject to the requirements for Article 101 which states that 'no vote on any matter shall be taken at a meeting of a committee of the Directors (Trustees) unless the majority of members of the committee present are Directors (Trustees)'.

Members of the Committee shall hold office from the date of their appointment until their resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall happen first).

All Committee Members shall observe at all times the provisions of the Trust's code of governance and code of conduct for Trustees and Local Governors.

Chair and Vice-Chair

The Chair and Vice-Chair of each committee will be appointed by and from the Board annually at the first Board meeting of the academic year. Committees will elect a temporary Chair from among the committee members present at any meeting from which the board-appointed Chair and Vice-Chair are both absent. No employee of the Trust can act as Chair of a committee.

Agendas and Reporting

Administrative support will be provided by the Clerk to the Board with agendas agreed in advance by the Chair of each committee (based on, but not limited to, a pre-agreed annual schedule of activity). Papers will be circulated to members and attendees at least 5 working days in advance of each meeting.

Within 14 school days of each meeting the Clerk to the Committee will produce draft minutes of the Committee's meeting (the Minutes), and circulate these to the Committee Chair and CEO.

The Draft Minutes will be made available to the Committee Members and Trustees within 21 days following each Committee meeting, or at the Board of Trustees' meeting immediately following the relevant Committee meeting, whichever occurs first.

The Minutes will be agreed subject to corrections for completeness and accuracy by Committee Members at the following meeting of the Committee and will subsequently be made available to Members and Local Governors.

FINANCE AND RESOURCES TRUST COMMITTEE

TERMS OF REFERENCE

Adopted by Trust Board: September 2020

Review Timetable: Annually

Review Date:

1 INTRODUCTION

- 1.1 As a charity and company limited by guarantee, South York Multi Academy Trust (the “**Trust**”) is governed by a Board of Trustees (the “**Trustees**”) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishment and running of the academies maintained by the Trust.
- 1.2 In order to assist with the discharge their responsibilities, the Trustees have established Trust Committees. These committees are established pursuant to Articles 100 to 106 (inclusive) of the Articles of Association of the Trust (the “**Articles**”).
- 1.3 These terms of reference apply to the Finance and Resources Trust Committee (the “**Committee**”) established by the Trustees and may only be amended by the Trustees.
- 1.4 The Trustees may review these terms of reference at any time but shall review them at least annually.
- 1.5 Further information on Trust Committee procedure, composition and conduct can be found in Section 5 of the Trust’s Governance Handbook and on the Trust’s website.

2 REMIT OF THE FINANCE AND RESOURCES TRUST COMMITTEE

- 2.1 The Committee has delegated responsibility for the financial sustainability of the Trust, its internal assurance and external audit processes, and its facilities and staffing. Alongside these central areas of concern, it also has responsibility for aspects of governance, risk and regulatory compliance.
- 2.2 The Committee will consider the financial and operational implications of policies and objectives set by the Board and other committees and will recommend measures to ensure the Trust obtains value for money at an acceptable level of risk.

2.3 In more detail, the Committee has the following areas of responsibility:

2.4 Financial planning and control

- To assist with production and presentation of Trust-level budget plans to the Board for approval;
- To receive and review school budget plans, and specify remedial actions where appropriate;
- To assist with maintenance of a 3-year Trust financial plan;
- To monitor all actual expenditure against the Trust budget, and update the Board on significant variations, including virements, at least termly;
- To monitor expenditure of all voluntary funds kept on behalf of the Trustees;
- To make decisions on Trust expenditure following recommendations from other committees;
- To regularly review Trust financial policies and controls including remission and expenses policies, on an appropriate timetable;
- To supervise accounting and audit processes, including accounting policies, treatment of risks, use of estimates and any presentational issues, in discussion with the Trust's leadership and the external auditor as appropriate;
- To review the audited annual financial statements and management report with particular attention to reliability, clarity, completeness and compliance with policy as mentioned above.

2.5 Internal Assurance

- To make recommendations to the Board on the appointment, reappointment, dismissal and remuneration of the Internal Assurance/Responsible Officer service, monitor their performance and agree their programme of work;
- To review the reports of the Internal Assurance/Responsible Officer, advise the Board/Governing Body of any material concerns, and monitor the implementation of agreed recommendations.

2.6 External Audit

- To make recommendations to the Board on the appointment, reappointment, dismissal and remuneration of the External Auditor, monitor their performance, and supervise any change to ensure an orderly transition;
- To review the audit plan with the External Auditor and Trust leadership to ensure a full and open disclosure to the auditor's enquiries;

- To review any problems experienced by the External Auditor in performing the audit, including any restrictions imposed and any significant accounting issues on which there was a disagreement;
- To review the post-audit recommendations of the External Auditor with Trust leadership and agree and monitor progress on responses to issues arising;
- To meet with the External Auditor in private at least once a year to ensure that there are no unresolved issues of concern and that full cooperation has been received.

2.7 Staffing and Facilities

- To establish and keep under review a Trust Building Maintenance and Facilities Development Plan;
- To develop and review the Trust staffing structure in consultation with the Chief Executive, Finance Director and HR advisor;
- To monitor school staffing structures approved by LGBs and support the Board's oversight;
- To establish, administer and review the pay policy for all categories of staff, including pay increments as recommended by the Chief Executive and Headteachers;
- To oversee and approve Trust HR, Health and Safety and other policies as determined by the Board;
- To advise the Board on financial implications of decisions relating to reduction in staffing;
- To keep under review Trust staff work/life balance, working conditions and well-being, including the monitoring of absence.

Governance, Risk and Compliance

Note: this section will be reviewed on the intended formation of the Risk and Governance board committee

- To oversee and scrutinise the management of the Trust risk register;
- To propose, monitor and devise appropriate remedies for risks on the Trust risk register, with input from other Committees as appropriate;
- To ascertain whether the financial results and conditions satisfy the criteria for lenders, insurers and other legal agreements and applicable laws;
- To draw the attention of the Board to all financial matters of which the Committee has knowledge which may materially affect the current or future position of any school within the Trust;
- To verify that policies and procedures are in place for monitoring compliance with applicable laws and with the school's policies as to

prevention of fraud, authorisation of expenditures, leases and contracts and otherwise, and ascertain their effectiveness;

- To endeavour to identify to the Board matters that expose Trustees to claims for which Trustees could be held personally liable;
- To monitor compliance with any Conflict of Interest guidelines and ensure that Trustees and Senior Management have submitted an annual return to confirm whether they have had any related party transactions with the Trust during the previous year;
- To review the processes of governance relating to finance and resources to ensure that all schools across the Trust implement best practice as set out in appropriate guidance;
- To review annually and recommend changes to these terms of reference, following completion of each annual audit, with findings reported to the Trust Board.

3 COMMITTEE MEETINGS

- 3.1 The Committee will meet at least three times per year in accordance with the Trust's governance cycle. Trustees shall ensure that a clerk is provided to take minutes at meetings of the Committee.
- 3.2 The quorum for the transaction of the business of the Committee shall be three committee members. In addition, there must be compliance with Article 101 which states that 'no vote on any matter shall be taken at a meeting of a committee of the Directors (Trustees) unless the majority of members of the committee present are Directors (Trustees)'.
- 3.3 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the Committee Members present and voting on the matter (subject to the stipulation contained in Article 101, as above). Each Committee Member present shall be entitled to one vote. Where there is an equal division of votes the Chair shall have a casting vote.
- 3.4 The Chief Executive Officer and other members of the Trust's senior management team are entitled to attend and, with the permission of the Chair, speak at committee meetings but shall not be entitled to vote.
- 3.5 A register of attendance shall be kept for each committee meeting and published annually.
- 3.6 All Committee Members shall observe at all times the provisions of the Trust's code of governance and code of conduct for Trustees and Local Governors.
- 3.7 References in paragraph 3.4 to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant meeting.

4 CONFLICT OF INTERESTS

- 4.1 Committee members are required to declare any business or other interests in any item being discussed at a meeting.
- 4.2 Each committee member, if present at a meeting of the Committee, must disclose their interest, withdraw from the meeting and not vote on a matter if:
 - 4.2.1 There may be a conflict between their interests and the interests of the Trust or one of its schools;
 - 4.2.2 There is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 4.2.3 They have a personal interest (being where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

STANDARDS, CURRICULUM AND GOVERNANCE

TRUST COMMITTEE

TERMS OF REFERENCE

Adopted by Trust Board: September 2020

Review Timetable: Annually

Review Date:

1 INTRODUCTION

- 1.1 As a charity and company limited by guarantee, South York Multi Academy Trust (the “**Trust**”) is governed by a Board of Trustees (the “**Trustees**”) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishment and running of the academies maintained by the Trust.
- 1.2 In order to assist with the discharge their responsibilities, the Trustees have established Trust Committees. These committees are established pursuant to Articles 100 to 106 (inclusive) of the Articles of Association of the Trust (the “**Articles**”).
- 1.3 These terms of reference apply to the Standards, Curriculum and Governance Trust Committee (the “**Committee**”) established by the Trustees and may only be amended by the Trustees.
- 1.4 The Trustees may review these terms of reference at any time but shall review them at least annually.
- 1.5 Further information on Trust Committee procedure, composition and conduct can be found in Section 5 of the Trust’s Governance Handbook and on the Trust’s website.

2 REMIT OF THE STANDARDS, CURRICULUM AND GOVERNANCE AND TRUST COMMITTEE

2.1 Standards

- 2.1.1 To confirm that performance improvement plans are implemented and progressed consistently across all academies within the MAT

- 2.1.2 To monitor pupil progress and outcomes reports from the LGB of each academy, challenging inconsistencies or lack of progress against targets
- 2.1.3 To identify and assess common trends and emerging risks in relation to performance across academies within the MAT
- 2.1.4 To monitor and review the self-evaluation by academies of the impact of teaching and learning on levels of attainment and pupil outcomes, to:
 - 2.1.5 Identify and promote areas of excellence in teaching practice
 - 2.1.6 Challenge and focus support where the impact is below expectation
- 2.1.7 To ensure that all academies make appropriate provision for specific groups of pupils e.g. pupils with special educational needs and disabilities, and that targeted funding, including pupil premium, is making the expected impact on outcomes for these pupils.
- 2.1.8 To report and advise the Board in respect of the collective progress against targets and achievement of learning outcomes of the MAT, trends and emerging risks, and the effectiveness of teaching resources across the MAT
- 2.1.9 To ensure the MAT promotes and supports processes for the continued performance development of academy staff at all levels
- 2.1.10 To oversee and review the MAT's policies which relate to standards, (eg behaviour, assessment and attendance policies), by obtaining and co-ordinating recommendations from Headteachers, LGBs and other stakeholders. To recommend amendments to the board.
- 2.1.11 Obtaining progress reports from academies within the MAT of post-Ofsted action plans and any other formal evaluation reports related to the quality and effectiveness of learning within the trust, in order to further inform and develop the MAT's improvement plans and strategies.

2.2 Curriculum and Pastoral

- 2.2.1 To ensure that the MAT promotes and supports a balanced, broadly based and progressive curriculum, including addressing curriculum issues such as spiritual, moral, social and cultural learning.
- 2.2.2 To review information and progress reports from academy LGBs in order to assess the effectiveness and, where appropriate, improve the curriculum.
- 2.2.3 To confirm that all academies in the MAT meet their statutory requirements in relation to the development and publishing of their curriculum offer.
- 2.2.4 To ensure that there are effective procedures in place across all academies within the MAT regarding pupil support, attendance and discipline and to fulfil statutory requirements, especially regarding children missing from education

- 2.2.5 To receive regular monitoring reports from academy LGBs, and investigate as appropriate, in respect of:
- Attendance rates
 - Safeguarding procedures
 - Pupil support
 - Discipline and behaviour
- 2.2.6 To monitor safeguarding procedures across the MAT to ensure a duty of care.
- 2.2.7 To ensure the effectiveness of procedures in place for the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the MAT.

2.3 Other

- 2.3.1 Monitor and advise the Board on:
- School improvement work, leadership standards and governance effectiveness in each academy within the MAT.
 - The achievement of the MAT's intervention strategies and plans.
 - Special Educational Needs and Inclusion.
 - Partnership working
 - Admissions

2.4 Corporate Governance

- 2.4.1 The Committee will review the processes of governance to ensure that all academies across the MAT implement best practice as set out in appropriate guidance. The Committee will annually review and recommend changes to its terms of reference, following completion of each annual audit with findings on this reported to the Trust Board.
- 2.4.2 The Committee will:
- Ensure that the highest possible standards of corporate governance are set, achieved and maintained across the trust.
 - Identify areas of concern regarding performance and corporate governance standards within the trust, implementing action plans with the consultation of the board where necessary.

- Review its own progress on a regular basis, taking into account its own performance, constitution and terms of reference to make sure that the committee is operating at its full potential.

2.5 Risk

- 2.5.1 Primary responsibility for oversight of Trust risk management processes rests with the Finance and Resources Trust Committee
- 2.5.2 This Committee will raise risks relating to Standards and Curriculum concerns, and contribute to oversight of the risk register in those areas.

3 COMMITTEE MEETINGS

- 3.1 The Committee will meet at least three times per year in accordance with the Trust's governance cycle. Trustees shall ensure that a clerk is provided to take minutes at meetings of the Committee.
- 3.2 The quorum for the transaction of the business of the Committee shall be three committee members. In addition, there must be compliance with Article 101 which states that 'no vote on any matter shall be taken at a meeting of a committee of the Directors (Trustees) unless the majority of members of the committee present are Directors (Trustees)'.
- 3.3 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the Committee Members present and voting on the matter (subject to the stipulation contained in Article 101, as above). Each Committee Member present shall be entitled to one vote. Where there is an equal division of votes the Chair shall have a casting vote.
- 3.4 The Chief Executive Officer and other members of the Trust's senior management team are entitled to attend and, with the permission of the Chair, speak at committee meetings but shall not be entitled to vote.
- 3.5 A register of attendance shall be kept for each committee meeting and published annually.
- 3.6 All Committee Members shall observe at all times the provisions of the Trust's code of governance and code of conduct for Trustees and Local Governors.
- 3.7 References in paragraph 5.4 to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant meeting.

4 CONFLICT OF INTERESTS

- 4.1 Committee members are required to declare any business or other interests in any item being discussed at a meeting.
- 4.2 Each committee member, if present at a meeting of the Committee, must disclose their interest, withdraw from the meeting and not vote on a matter if:
 - 4.2.1 There may be a conflict between their interests and the interests of the Trust or one of its schools;
 - 4.2.2 There is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 4.2.3 They have a personal interest (being where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

CHURCH SCHOOLS DEVELOPMENT GROUP

TERMS OF REFERENCE

(Draft – subject to agreement by CSDG)

Adopted by Trust Board:

Review Timetable:

Review Date:

1 INTRODUCTION

- 1.1 As a charity and company limited by guarantee, South York Multi Academy Trust (the “**Trust**”) is governed by a Board of Trustees (the “**Trustees**”) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishment and running of the academies maintained by the Trust.
- 1.2 In order to assist with the discharge their responsibilities, alongside its Committees, the Trustees have established the Church Schools Development Group.
- 1.3 These terms of reference apply to the Church Schools Development Group (the “**Group**”) established by the Trustees and may only be amended by the Trustees.
- 1.4 The Trustees may review these terms of reference at any time but shall review them at least annually.
- 1.5 Further information on Trust Committee and Group procedure, composition and conduct can be found in Section 5 of the Trust’s Governance Handbook and on the Trust’s website.

1A MEMBERSHIP

- 1.6 The Membership of the Group shall include:
 - The Diocese of York Educational Trust appointed Trustee plus two other Trustees
 - 3 foundation local governors from across the CE academies
 - 1 headteacher

2 REMIT OF THE CHURCH SCHOOLS DEVELOPMENT GROUP

- 2.1 To provide scrutiny of Church of England (CE) distinctiveness of CE academies, including by:

- a. Receiving reports from the academies in relation to, and using that information to monitor:
 - Their compliance with the legal requirements for Collective Worship;
 - Their compliance with the legal requirements for Religious Education, achievement in RE and the extent to which the Statement of Entitlement is being followed;
 - Staff training and development;
 - LGB composition, training and development, accountability structures and Foundation Local Governor vacancies;
 - Review of admissions policies in accordance with Diocesan guidance;
 - Engagement with and support provided by the Diocese;
 - Compliance with the academies' trust deeds and documentary framework.

- b. Scrutinising and advising on **academy policies** which relate to the **Christian vision and values** of the academies, including RE; Collective Worship; SMSC and spiritual development; behaviour/anti-bullying; relationships and sex education, equality and inclusion; SEND; mental health and wellbeing; assessment and marking.

- c. Monitoring and evaluating the progress of each Church school against the success criteria of the SIAMS schedule, with a holistic focus upon the inspection question: *"How effective is the school's distinctive Christian vision, established and promoted by leadership at all levels, in enabling pupils and adults to flourish?"*, including by:
 - Receiving and scrutinising the academies' SIAMS self- evaluation judgements;
 - Receiving and scrutinising individual academy SIAMS Self Evaluation Forms on a rotational basis;
 - Gathering and reviewing any additional information they may require to review whether there are any particular risks to the schools not being judged to be a "good" Church school at inspection.

- d. Scrutinising the Scheme(s) of Delegation for CE academies to ensure that the CE foundation is appropriately reflected;

- e. Ensuring completion and collection of ethos undertakings from Members, Trustees and Local Governors and their provision to the Diocese as required.

- f. Providing the Trustees with an overview of each Church school's performance as a Church school, including advising the Trustees:
 - If the academy's self-evaluation assessment represents a decline from the last SIAMS inspection in any of the key areas;
 - If they have concerns about the self-evaluation judgements

reached by the academy or other material concerns about matters coming to light in their review of the academy's self-evaluation judgements or other reported information;

- If any action that should be taken as a result of the above;
- g. Advising the Trustees on completion of reports to Members relating to CE academy distinctiveness.

2.2 To provide support to Church of England (CE) academies in the Trust on their CE foundation, including by:

- a. Encouraging CE academies to reflect on and develop their church school distinctiveness and effectiveness in light of their Christian vision and values;
- b. Encouraging and supporting schools to draw on and develop best practice in the MAT;
- c. Championing high quality, distinctive Collective Worship across CE academies;
- d. Promoting high quality Religious Education in accordance with the Statement of Entitlement;
- e. Championing training for Members, Trustees, Local Governors and staff on CE school distinctiveness and effectiveness, and CE school leadership and governance;
- h. Advising academies going through leadership recruitment process on the extent to which faith aspects should be taken into account, linked to the academy's former status.

3 GROUP MEETINGS

- 3.1 The Group will meet at least twice per year in accordance with the Trust's governance cycle. Trustees shall ensure that a clerk is provided to take minutes at meetings of the Group.
- 3.2 The quorum for the transaction of the business of the Group shall be two Trustees.
- 3.3 Every matter to be decided at a meeting of the Group must be determined by a majority of the Trustee members of the Group present and voting on the matter. Each Trustee present shall be entitled to one vote. Where there is an equal division of votes the Chair shall have a casting vote.
- 3.4 The Chief Executive Officer and other members of the Trust's senior management team are entitled to attend and, with the permission of the Chair, speak at Group meetings but shall not be entitled to vote.
- 3.5 A register of attendance shall be kept for each Group meeting and published annually.

- 3.6 All Group members shall observe at all times the provisions of the Trust's code of governance and code of conduct for Trustees and Local Governors.
- 3.7 References in paragraph 5.4 to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant meeting.

4 CONFLICT OF INTERESTS

- 4.1 Group members are required to declare any business or other interests in any item being discussed at a meeting.
- 4.2 Each Group member, if present at a meeting of the Group, must disclose their interest, withdraw from the meeting and not vote on a matter if:
 - 4.2.1 There may be a conflict between their interests and the interests of the Trust or one of its schools;
 - 4.2.2 There is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 4.2.3 They have a personal interest (being where they and/or a close relative will be directly affected by the decision of the Group in relation to that matter) in a matter.

SECTION 6 – Framework Procedures for Local Governing Bodies

A. Introduction and approval

1. The following provides a framework for Local Governing Body (**LGB**)
2. In each case, the particular LGB composition and wider Terms of Reference will need to be approved by the Board of Trustees and (in the case of the composition of a Church of England school's LGB) the York Diocesan Board of Education (YDBE). Template LGB composition and key information documents are provided.

B. Size and composition

3. This proposed membership of each school's LGB should reflect the following minimum requirements:
 - A **minimum size** of eight Governors
 - A **minimum** of two **Parent Governors**
 - **Headteacher** as an ex officio member
 - A **maximum** of two **Staff Governors** (in addition to the Headteacher)
 - A number of **Co-opted Governors** reflective of the former school status
 - For Church of England schools, an agreed number of **Foundation Governors** reflective of the former school status.
4. The number of people sitting on the LGB who are employed by the academy should not exceed one third of the total number of Governors.
5. No Trustee may be appointed to serve as a Governor, without this being expressly sanctioned by the Trust Board.

C. Governor appointments

6. It will be essential to ensure that the Governors have the necessary skills and attributes required to contribute to the effective governance and success of the school and a skills audit will need to be completed in order to inform appointment decisions. The LGB shall keep their skills under review and shall promptly notify the Trustees in the event that they do not feel they have an appropriate range of skills and experience to effectively carry out their functions. Due attention will be given to succession planning.
7. In the case of Church of England schools, Governors will need to be committed to ensuring that the Christian Character of the school is secured, preserved and developed. In former Community schools Governors will need to be committed to respecting and promoting their non-designated status. Governors will be required to sign ethos undertakings to reflect this and which (in the case of a Church of England school) have been agreed with the YDBE.
8. The following outlines the particular requirements that will apply to each type of Governor:

(a) Staff Governors

- The LGB (supported by the Headteacher) shall be responsible for the election Staff Governors.
- In order to be eligible for election as a Staff Governor, an individual must be employed under a contract of employment to work at the school. A Staff Governor cannot be the Headteacher.
- The LGB shall invite nominations from staff and, where there are any contested posts, shall hold an election by a secret ballot. All individuals eligible to serve as a Staff Governor shall be entitled to vote in the election.

(b) Parent Governors

- The LGB (supported by the Headteacher) shall be responsible for the election Parent Governors.
- In order to be eligible for election as a Parent Governor, an individual must be a parent of registered pupils at the school.
- The LGB shall invite nominations from parents and, where there are any contested posts, shall hold an election by a secret ballot. All individuals eligible to serve as a Parent Governor shall be entitled to vote in the election.
- If no parents put themselves forward for election the number of Parent Governors required shall be made up by Parent Governors appointed by the LGB.
- In appointing a Parent Governor, the LGB shall appoint a person who is the parent of a registered pupil at a school within the Trust; or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.

(c) Co-opted Governors

- In order to be eligible for appointment as a Co-opted Governor, an individual must, in the opinion of the Governing Body, have the skills required to contribute to the effective governance and success of the school.
- The LGB shall be responsible for identifying suitable Co-opted Governors. All Co-opted Governor appointments must have the prior approval of the Chair of the Board of Trustees.

(d) Foundation Governors (for Church of England schools only)

- Foundation Governors will be appointed in the manner outlined in the LGB composition document agreed between the Trust and the YDBE.
- Appointment will take place in accordance with the YDBE's processes and procedures for appointment of Foundation Local Governors (as published by the YDBE from time to time).
- Foundation Governors have a special role in, and responsibility for, ensuring that the Christian Character of their school is secured, preserved and developed and is conducted in accordance with any trust deed relating to the school.

D. Term of Office

9. A four year term of office will apply to all Local Governors save as follows:
 - the Headteacher shall be treated as an ex officio Governor and as such will have no specified term of office
 - In the case of Church of England schools, the ex officio Foundation Governor will have no specified term of office.
 - [The term of office for a co-opted member may vary based on individual appointments but will be for a maximum term of four years.]
10. Any Governor wishing to stand for re-election or re-appointment is able to do so, subject to remaining eligible for the relevant category of Governor. However, in general it is not anticipated that Governors shall serve for a period of more than three terms of four years, save where they are an ex officio Governor.

E. Appointment of Chair and Vice Chair

11. The LGB shall, for each school year, at their first meeting in that year, elect a Chair and a vice-Chair from among their number. They shall also elect a Chair/Vice-Chair to fill a vacancy arising in year at the meeting following the occurrence of a vacancy.
12. Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.
13. A person who is employed by the Trust (whether or not working at the Academy) is not eligible to serve as Chair or Vice Chair.
14. Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the Chair for the purposes of the meeting. Where the Vice-Chair is also absent or there is at the time a vacancy in the office of Vice-Chair, the LGB shall elect one of their number to act as Chair for the purposes of that meeting, provided the person so elected would have been eligible to stand as Chair.
15. The Chair/Vice-Chair may at any time resign their office by giving notice in writing to the Trustees and the LGB.
16. The Chair/Vice Chair may be removed from office at any time by: - the Trustees; or
 - by the Governors.
17. A resolution to remove the Chair or Vice Chair from office which is passed at a meeting of the LGB shall not have effect unless
 - it is confirmed by a resolution passed at a second meeting of the LGB held not less than fourteen days after the first meeting; and
 - the matter of their removal from office is specified as an item of business on the agenda for each of those meetings.
18. Before a resolution is passed by the LGB at the relevant meeting as to whether to confirm the previous resolution to remove the Chair/Vice Chair from office, the person or persons proposing his removal shall at that meeting state their reasons for so doing and the Chair/Vice-Chair shall be given an opportunity to make a

statement in response. The Trustees must be informed of any resolution to remove the Chair/Vice Chair.

The Chair of LGB will work with the Clerk of the Governing Body and the Headteacher to set agendas for meetings, ensure the orderly and efficient conduct of business, monitor the work of any sub-committees and to act as point of contact in relation to the school. The Chair of the LGB (or in the absence of the Chair, the Vice-Chair), has power to carry out functions of the LGB in circumstances where:

- The function needs to be carried out before there is sufficient time to hold a meeting of the LGB (whether in person or by other approved means); and
- The delay occasioned by not doing so would be reasonably likely have a serious detrimental effect to the school, a pupil, parent or member of staff; and
- The Chair (or the Vice Chair as the case may be) is satisfied that in the particular circumstances it is reasonable for him or her to carry out the relevant function without the prior approval of the LGB; and
- He or she has consulted with such other LGB members and/or members of staff as he/she deems reasonable within the time available; and
- In all cases, the Chair of LGB (or the Vice Chair as the case may be) should report to the LGB as soon as is reasonably practicable the action that has been taken along with the reasons why the function had to be carried out by way of Chair's action.

F. Appointment of Clerk

19. The clerk of the LGB shall be appointed by the Board of Trustees, having due regard to the views of the LGB.

G. Meetings

(a) Frequency of meetings

20. The Local Governing Body will meet four times a year, normally twice in the autumn term, once in the Spring Term and once in the Summer Term.

(b) Notice

21. Meetings shall be convened by the clerk. In doing so, the clerk shall comply with any direction given by the Trustees, the LGB, or the Chair of the LGB.

22. Any three members of the LGB may, by notice in writing to the clerk, requisition a meeting of the LGB and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.

23. Each member of the LGB and the Chair of the Trustees shall be given at least seven clear days before the date of a meeting (a) notice of that meeting; and (b) a copy of the agenda of that meeting. If Chair determines on grounds that there are matters demanding urgent consideration, such shorter notice as the Chair deems reasonable shall be permitted.

(c) Minutes and papers

24. Papers will be provided to Governors and attendees with the agenda, at least 7 clear days before a meeting. Papers will be provided electronically.

25. The Clerk to the Local Governing Body will produce draft minutes of its meetings and will forward these to the Chair for checking for accuracy within ten working days. The finalised draft will be circulated to all Governors once available and will be made available to Trustees to scrutinise.
26. The minutes will be agreed by Local Governing Body at the following meeting of the Local Governing Body, with any amendments notified to the Chair of Trustees.
27. Minutes of meetings will be held by the school and Minutes of ordinary meetings, regarded as a public record, will be made available on request. Minutes relating to confidential business will not be disclosed. The LGB should determine which items are to be treated as confidential.

(d) Quorum

28. The quorum for a meeting of the Local Governing Body and any vote on any matter thereat, shall be any three of the Governors (not including more than one Staff Governor or more than one Parent Governor) or, where greater, any one third (rounded up to a whole number) of the total number of members of the LGB at the date of the meeting.
29. The LGB may act notwithstanding any vacancies, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies.
30. The appointment or removal of a LGB member/Chair/Vice Chair requires a quorum of two thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on the relevant matter.

(e) Voting

31. Matters to be decided at Local Governing Body meetings must be determined by a majority of the votes of the Governors present and able to vote on the matter. Each Governor present in person shall be entitled to one vote. Where there is an equal division of votes the Chair shall have a casting vote.
32. A resolution to rescind or vary a resolution carried at a previous meeting shall not be proposed at a meeting unless the consideration of the recession or variation of the previous resolution is a specific item of business on the agenda for that meeting.
33. A resolution in writing, circulated to all Governors entitled to vote on the relevant matter, and signed by at least three quarters of such Governors, shall be valid and effective as if it had been passed at a meeting of the LGB duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the LGB and may include an electronic communication by or on behalf of the LGB indicating his or her agreement to the form or resolution.

(f) Attendance

34. Specialist advisors and key personnel such as the CEO, Finance Director and Trustees may request or be invited to attend LGB meetings. Such attendees may speak with the permission of the Chair but where they shall not be entitled to vote.

35. The Chief Executive and/or Chair (or other nominee) of the Board of Trustees are entitled to attend and speak at any Local Governing Body meeting but are not entitled to vote.
36. The Local Governing Body may invite other non-Governors to assist or advise on a particular matter or range of issues. Such attendees may speak with the permission of the Chair but where they shall not be entitled to vote.
37. Members of the Local Governing Body will make full efforts to attend all meetings and will, wherever possible, provide apologies with an explanation of reasons for non-attendance in advance.
38. A register of attendance must be kept for each Local Governing Body meeting and this must be published annually.

H. Conflicts of interest

39. Any LGB member who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with their duties as a governor shall disclose that fact to the LGB as soon as they become aware of it. A governor must absent themselves from any discussions of the LGB in which it is possible that a conflict will arise between their duty to act solely in the interests of the school or Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).

I. Resignation/removal/disqualification

40. A Governor may resign by giving notice in writing of their resignation to the Chair of the LGB.
41. All governors will be expected to accept and comply with the Code of Conduct, with removal from the Local Governing Body being a potential consequence of a failure to comply.
42. A Governor must give notice to the Chair of the LGB in the event that they are disqualified from serving as a Governor under paragraph 43 below, and must resign their post forthwith.
43. A person shall be disqualified from serving as a Governor and thereby be ineligible for appointment to the Local Governing Body and, if already appointed, must immediately cease to be a Governor if the relevant individual:
 - is or becomes disqualified from holding office under the Articles;
 - is or becomes disqualified from holding office as a governor of a school or academy;
 - is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people; □ is barred from any regulated activity relating to children;
 - is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);

- has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as an LGB member;
- refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;

44. The Trustees shall have the right to remove or suspend any Local Governing Body member by written notice to the Chair of the LGC.

J. Committees/Delegation

45. LGBs will have flexibility as to how they structure their sub-committees. As a minimum committees must cover curriculum, achievement, finance, HR, finance and health and safety, student discipline

K. Indemnity

46. Subject to the provisions of the Companies Act 2006, every member of the LGB shall be indemnified out of the assets of the Trust against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgement is given in favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.

Section 7 Local Governing Body composition of the South York Trust schools
(in alphabetical order)

1. Archbishop of York's Church of England CE Junior School
2. Dunnington CE School
3. Escrick CE School
4. Fulford School
5. Wheldrake with Thorganby CE School

Archbishop of York's Church of England Junior School
Local Governing Body composition



Type of local governor	Number	Specific requirements		Ratified by	Removal	Term of office
Principal of the Academy	1	N/A – ex officio appointment		N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment
Staff local governors	1	Must be a member of staff of the Academy		Elected by staff	Trustees	4 years
Parent local governors	2	Must be a parent of a registered pupil to be elected.		Elected by parents of registered pupils or appointed by the LGB (in specific circumstances)	Trustees	4 years
Trust board appointed local governors	5	Appointment for skills		Trust Board in consultation with the LGB with approval of [the Chair of] the Trust Board.	Trust Board	4 years
Foundation local governors	3	1	The Incumbent (ex officio), being the Principal Officiating Minister of the parish in which the school is situated.	Ex officio, although the Archdeacon of York shall be entitled to appoint a foundation local governor to act in the place of the ex officio foundation local governor whose governorship derives from the office named opposite in the event the ex officio foundation local governor is unable or unwilling to act as a foundation local governor, or has been removed, or where there is a vacancy in the office by virtue of which his or her local governorship exists.	York Diocesan Board of Education (YDBE). The Archdeacon of York is entitled to request removal of the ex officio foundation local governor.	N/A – ex officio appointment
		2	Appointed by the YDBE (following consultation with the Parochial Church Council of the parish in which the school is situated).	YDBE		4 years
TOTAL	12					

Dunnington Church of England Primary School
Local Governing Body composition



Type of local governor	No	Specific requirements		Appointed/selected by	Removal	Term of office
Foundation local governors	3	1	The Incumbent (ex officio), being the Principal Officiating Minister of the parish in which the school is situated.	Ex officio, although the Archdeacon of York shall be entitled to appoint a foundation local governor to act in the place of the ex officio foundation local governor whose governorship derives from the office named opposite in the event the ex officio foundation local governor is unable or unwilling to act as a foundation local governor, or has been removed, or where there is a vacancy in the office by virtue of which his or her local governorship exists.	<p>York Diocesan Board of Education (YDBE).</p> <p>The Archdeacon of York is entitled to request removal of the ex officio foundation local governor.</p>	N/A – ex officio appointment
		2	Appointed by the YDBE (following consultation with the Parochial Church Councils of Wheldrake and Thorganby).	YDBE		4 years
Principal of the School	1	N/A – ex officio appointment		N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment
Staff local governors	1	Must be a member of staff of the School		Elected by staff under the Trust's Scheme of Delegation	Trust board	4 years
Parent local governors	3	Must be a parent of a registered pupil to be elected.		Elected by parents of registered pupils or appointed by the LGB (in specific circumstances)	Trust board	4 years
Trust Board appointed local governors	5	Appointment for specific skills		LGB, with approval of [the Chair of] the Trust Board	Trust board	4 years
TOTAL	13					

Dunnington Sub-Committee Structure:

1. School Improvement Committee
2. Finance and Resources Committee
3. Pay Sub-Committee

Escrick Church of England Primary School

Local Governing Body composition



Type of local governor	Number	Specific requirements		Ratified by	Removal	Term of office
Principal of the Academy	1	N/A – ex officio appointment		N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment
Staff local governors	1	Must be a member of staff of the Academy		Elected by staff	Trustees	4 years
Parent local governors	2	Must be a parent of a registered pupil to be elected.		Elected by parents of registered pupils or appointed by the LGB (in specific circumstances)	Trustees	4 years
Trust board appointed local governors	4	Appointment for skills		Trust Board in consultation with the LGB with approval of [the Chair of] the Trust Board.	Trust Board	4 years
Foundation local governors	2	1	The Incumbent (ex officio), being the Principal Officiating Minister of the parish in which the school is situated.	Ex officio, although the Archdeacon of York shall be entitled to appoint a foundation local governor to act in the place of the ex officio foundation local governor whose governorship derives from the office named opposite in the event the ex officio foundation local governor is unable or unwilling to act as a foundation local governor, or has been removed, or where there is a vacancy in the office by virtue of which his or her local governorship exists.	York Diocesan Board of Education (YDBE). The Archdeacon of York is entitled to request removal of the ex officio foundation local governor.	N/A – ex officio appointment
		1	Appointed by the YDBE (following consultation with the Parochial Church Council of the parish in which the school is situated).	YDBE		4 years
TOTAL	10					

Sub-Committee Structure:

1. Finance and Resources Sub-Committee
2. School Improvement Sub-Committee
3. Pay Sub-Committee
4. Pay Appeals Sub-Committee

Fulford School
Local Governing Body Composition
(part of South York Multi Academies Trust)



Type of local governor	No	Specific requirements	Appointed/selected by	Removal	Term of Office
Principal of the Academy	1	N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment
Staff local governors	2	Must be a member of staff of the Academy	Elected by staff under the Trust's Scheme of Delegation	Trust Board	4 years
Parent local governors	2	Must be a parent of a registered pupil to be elected	Elected by parents of registered pupils or appointed by the LGB (in specific circumstances)	Trust Board	4 years
Trust Board appointed local governors	7	Appointment for specific skills	LGB, with approval [of the Chair] of the Trust Board	Trust Board	4 years
Total	12				

Sub-Committee Structure:

1. Finance and Resources Sub-Committee
(to include consideration of Finance, Health & Safety, Personnel)
2. School Improvement Sub-Committee
(to include consideration of the School Improvement Plan, Standards, Curriculum, Wellbeing)
3. Pay Sub-Committee

Wheldrake with Thorganby Church of England Primary School
Local Governing Body composition



Type of local governor	No	Specific requirements		Appointed/selected by	Removal	Term of office
Foundation local governors	8	1	The Incumbent (ex officio), being the Principal Officiating Minister of the parish in which the school is situated.	Ex officio, although the Archdeacon of York shall be entitled to appoint a foundation local governor to act in the place of the ex officio foundation local governor whose governorship derives from the office named opposite in the event the ex officio foundation local governor is unable or unwilling to act as a foundation local governor, or has been removed, or where there is a vacancy in the office by virtue of which his or her local governorship exists.	York Diocesan Board of Education (YDBE). The Archdeacon of York is entitled to request removal of the ex officio foundation local governor.	N/A – ex officio appointment
		7	Appointed by the YDBE (following consultation with the Parochial Church Councils of Wheldrake and Thorganby).	YDBE		4 years
Principal of the School	1	N/A – ex officio appointment		N/A – ex officio appointment	N/A – ex officio appointment	N/A – ex officio appointment
Staff local governors	1	Must be a member of staff of the School		Elected by staff under the Trust's Scheme of Delegation	Trust board	4 years
Parent local governors	2	Must be a parent of a registered pupil to be elected.		Elected by parents of registered pupils or appointed by the LGB (in specific circumstances)	Trust board	4 years
Trust Board appointed local governors	2	Appointment for specific skills		LGB, with approval of [the Chair of] the Trust board	Trust board	4 years
TOTAL	14					

Wheldrake with Thorganby Sub-Committee Structure:

1. Resources Sub-Committee
(to include consideration of Finance, HR, Pay and Premises)
2. Curriculum and Pastoral Sub-Committee
(to include consideration of Standards, Health & Safety and Safeguarding)
3. Pay Sub-Committee

