



# Governance Handbook

Including:  
Structure, Remits and Reporting  
Scheme of Delegated Functions  
Terms of Reference  
Recruitment and Induction  
Code of Conduct  
September 2023

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## 1. Governance strategy

The purpose of governance is to provide confident and strong *strategic leadership* which leads to robust *accountability, oversight and assurance* for educational and finance performance and which aligns to

Our vision:



Our mission:



Good governance supports our values and is key to supporting positive outcomes for pupils, students and staff. Strong governance is at the heart of delivering educational excellence. Our Scheme of Delegation outlines how governance is structured and organised as part of developing and implementing governance functions.

We review and update our policy and practice in order to ensure that our governance strategy conforms to the information being published by the Department for Education. To this end, this document has been developed in consultation with Governance Volunteers and Executives and encompasses the current governance structure. It, and associated structures and documents, will achieve good governance by drawing together each layer of governance within our Trust and, along with the Scheme of Delegation (SoD) and Terms of Reference (ToR) will be reviewed and approved annually by trustees. Its effectiveness will be monitored via the Governance and Remuneration Committee.

The handbook has been developed to make sure that governance is an integral part of Trust business and ensures that it is a priority at all levels, ensuring that trustees and, where delegated, committee and local level governors:

1. Have clarity of vision, ethos and strategic direction
2. Hold executive leaders to account for the educational performance of the organisation and its pupils and the effective and efficient performance management of staff
3. Oversee the financial performance of the organisation and make sure its money is well spent.
4. Engage with stakeholders, parent/carers, staff and students and the wider community

The Nolan Principles of Public Life are considered at every level of our governance structure:

**Selflessness** - School and college leaders should act solely in the interest of children and young people.

**Integrity** - School and college leaders must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. Before acting and taking decisions, they must declare and resolve openly any perceived conflict of interest and relationships.

**Objectivity** - School and college leaders must act and take decisions impartially and fairly, using the best evidence and without discrimination or bias. Leaders should be dispassionate, exercising judgement and analysis for the good of children and young people.

**Accountability** - School and college leaders are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

**Openness** - School and college leaders should expect to act and take decisions in an open and transparent manner. Information should not be withheld from scrutiny unless there are clear and lawful reasons for so doing.

**Honesty** - School and college leaders should be truthful.

**Leadership** - School and college leaders should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs. Leaders include both those who are paid to lead schools and colleges and those who volunteer to govern them.

## The Intent of our Governance Strategy

The aim of Governance is to provide the Trust Board with assurance of effective and sustainable leadership and management throughout the Trust. This will be monitored through the implementation of strategic objectives set out in the approved Trust Development Plan with assurance driven through the governance committee structure.

The Board of trustees met in July 2023 to discuss the strategic development of the Trust. Enabling consistent, high quality teaching was explored and how that would look in the context of the Trust and its stakeholders. From this meeting it was agreed that to fulfil our mission the following priorities would be addressed.

### 1. Growth

To continue our improving our settings, to build the capacity of the trust and external relationships with other schools and trusts to mutual benefit.

### 2. People

To recruit and retain a complement of staff who are experts in their field, serve pupils without compromise and feel part of a healthy, successful and fulfilling culture.

### 3. Financial Efficiency

To bring creative and innovative solutions to improve pupil experience and focus on expert financial budget planning and forecasting.

### 4. Purpose

Increasing the trust profile and exposure, sharing our experiences to build sector community and strength.

We will ensure that our governance is effective by adhering to the six key features in the Governance Handbook [here](#)

**Strategic leadership** - that sets and champions vision, ethos and strategy.

**Accountability** - that drives up educational standards and financial performance.

**People** - with the right skills, experience, qualities and capacity.

**Structures** - that reinforce clearly defined roles and responsibilities.

**Compliance** - with statutory and contractual requirements.

**Evaluation** - to monitor and improve the quality and impact of governance

We will do this by:

- Pursuing the ambition of our agreed strategic direction, by monitoring, supporting and challenging.
- Identifying, sharing and ensuring high quality educational delivery for all.
- Ensuring the organisation's culture is accessible and supported by all.
- Ensuring financial planning and use of resources drives efficiency and value for money.
- Delivering on the trust core values.
- Ensuring all aspects of the organisation of the Trust are compliant

These will be delivered through the combination of processes and decision making within the governance, Executive team and leadership levels.

## Implementation of governance

The Trust Board has overall responsibility for setting the strategy of the Trust and its practices and has a statutory duty as part of its role, to ensure high standards of governance through clear and accountability processes at all levels. Trustees hold the Chief Executive Officer to account for this delivery, who in turn delegates responsibility to the Executive Team who are responsible for reporting to the Trust Board to effectuate that delivery.

Within the governance structure there are committees of the Board, and each have delegated responsibility to deliver the Trust's strategic goals and objectives via compliance and scrutiny of associated risks. Committees of the Board hold the executive, senior leaders and school leaders respectively to account for the implementation and the impact of education and financial management.

Each tier of governance is required to have regular meetings as set out in the Terms of Reference.

The governance structure clearly demonstrates the reporting, accountability and responsibility mechanisms and the Scheme of Delegation, Terms of Reference for each committee and Levels of Authority set out the delegated authority.

## 2. Framework for Trust's retained responsibilities and Scheme of Delegation

### Introduction

As a charitable company limited by guarantee we are subject to both the Companies Act 2006 and the Charities Act 2011. All schools are exempt rather than registered charities which means they are accountable to a principal regulator rather than the Charity Commission. This power is exercised by the Education Skills and Funding Agency on behalf of the Secretary of State. The Trust is responsible for publicly funded independent schools, and must abide by relevant sections of the Education (Independent School Standards) (England) Regulations 2014 [here](#)

This document should also be read alongside:

The Academies Trust Handbook [here](#)

DfE Governance Handbook [here](#)

DfE Competency Framework for Governance [here](#)

### Regulation, Legislation and abiding by the Trust's internal Policies

Trustees are individually and severally required to abide by the following:

The legal duties of charity trustees (Charity Commission) [here](#).

The legal duties of company directors, under the Companies Act of 2006 (Companies House) [here](#).

In addition all governance volunteers should be aware of and agree to abide by the following:

The Data Protection Act, 2018 [here](#).

The Equalities Act, 2010 [here](#).

The Education Act, 2002 [here](#).

Keeping Children Safe in Education (DfE, revised annually) [here](#)

The Code of Conduct for Governance Volunteers (MET)

Trustees Allowances and Expenses Policy (MET)

Declaration of Business and Personal/Familial Interests (MET)

Whistleblowing Policy (MET)

Complaints Policy (MET)

## 3. Statutory Governance Roles

### Members

The overarching responsibility of the Members is to ensure trustees are acting in accordance with the objectives in the Articles of Association.

The Members of a Multi Academy Trust are the guardians of the governance of the Trust.

Members play a limited but crucial role in safeguarding academy trust governance. Members are essential to the integrity of an academy trust governance structure. Members must therefore remain informed of trust performance and be clear on how to appropriately interact with the Trust Board whilst remaining removed from the day-to-day business of the Trust. Members should

assure themselves that the governance of the trust is effective, that trustees are acting in accordance with the trust's charitable object(s) and that they, the Members, use their powers to step in if governance is failing.

At Mowbray Education Trust the Members meet with the Clerk to the Board, Chair of trustees, CEO and CFO on a termly basis to remain informed on Trust matters. The members receive half termly governance reports from the Clerk to the Board to keep abreast of governance in the Trust.

The Members also call their Annual General Meeting to receive the annual audited accounts and annual report.

Quoracy for Members decisions at meeting and by resolution shall be 75% of members.

#### **Member's remit:**

Members ensure that trustees are exercising effective governance by utilising a range of powers including:

- Signing the Memorandum and Articles of Association
- Determining the name of the Trust
- Appointing and removing trustees: Members can appoint trustees and remove any or all serving trustees.
- Appointing and removing Members: There must always be a minimum of three Members
- Directing trustees: Members can, by special resolution, direct trustees to take a specific action where trustees are unable or unwilling to act in the best interests of the Trust.
- Amending the Trust's Articles of Association: Members can amend the Articles of Association (including the objects clause), subject to any restrictions in the articles, the funding agreement or charity and company law
- Appointing and removing Auditors: Members appoint the Trust's auditors and will receive and review (but do not sign off) the Trust's annual Audited Accounts (subject to the Companies Act).
- Dissolving the Trust

#### **Trust Board**

The schools within the trust are governed by a Board of trustees. The Trust Board is the accountable body of the organisation which has overall responsibility and ultimate decision-making authority for the strategic direction, vision and ethos, risks and opportunities and functions of the Trust, including the establishing and running of the schools within it.

Trusteeship is a personal office of trust and responsibility, and this cannot be transferred to another individual, however in order to support the effective operation of the Trust and its schools and in order for trustees to discharge their responsibilities effectively a number of board committees have been established. The trustees have delegated to these committees as detailed in the Terms of Reference (ToR) below. Every act of delegation is only a delegation of powers and does not relieve the trustees of responsibility. These delegated powers may be removed at any time if trustees consider that any committee is not acting according to the Trust ethos or is acting outside of its delegated remit and is causing concern.

Any other activities are for the Chief Executive Officer/Accounting Officer to perform and to report to trustees. The CEO/AO may delegate these functions to senior leaders as appropriate and will hold them responsible for fulfilling these.

#### **Constitution**

The Trust Board is constituted as per the Articles of Association. At Mowbray Education Trust the Members may appoint up to 8 trustees and those trustees may appoint any number of other co-opted trustees. There is no maximum number of trustees, but they must not number less than 3. The Trust Board currently holds trustees who were appointed on inception of the new governance model, these members will be appointed by Members or trustees at the end of their current term of office.

The Board will be mindful of equality and diversity and actively seeks representation from under-represented groups.

All trustee appointments are subject to rigorous pre-appointment checks.

Trustees are appointed for a four-year term, which is once renewable, subject to consistent satisfactory participation in governance meetings and board business, as reviewed by the board. Decisions to facilitate second tenures will be made on the basis of board consensus. Quoracy for Trust Board decisions at meetings shall be any three trustees, or where greater, any one third (rounded up to a whole number) of the total number of trustees holding office at the date of the meeting, who are in each case present at the meeting and entitled to vote on the matters to be resolved, as per Articles of Association.

### Trustee's Remit

- Establishing the vision, mission and values for the Trust
- Carrying on the Trust in accordance with the objects of the Trust as set out in the Articles of Association and safeguarding the assets of the Trust
- Designing strategy and structure for the operation of the Trust
- The delegation of the running of the schools and the direction of the education, pastoral care, financial and other policies of the Academies
- Ensuring the sound management and administration of the Trust by executive leaders and ensuring they are equipped with the relevant skills and guidance
- Financial controls and the financial management of the Trust in accordance with the provisions of the Academy Trust Handbook, which sets out in detail provisions for the financial management of the Trust
- Setting standards of conduct and values, monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon
- Risk management, that is identifying, quantifying and devising systems to minimise the major risks affecting the Trust; and
- Ensuring the Trust and its school and settings are conducted in compliance with data protection and general laws.

### Local Level Governance Roles

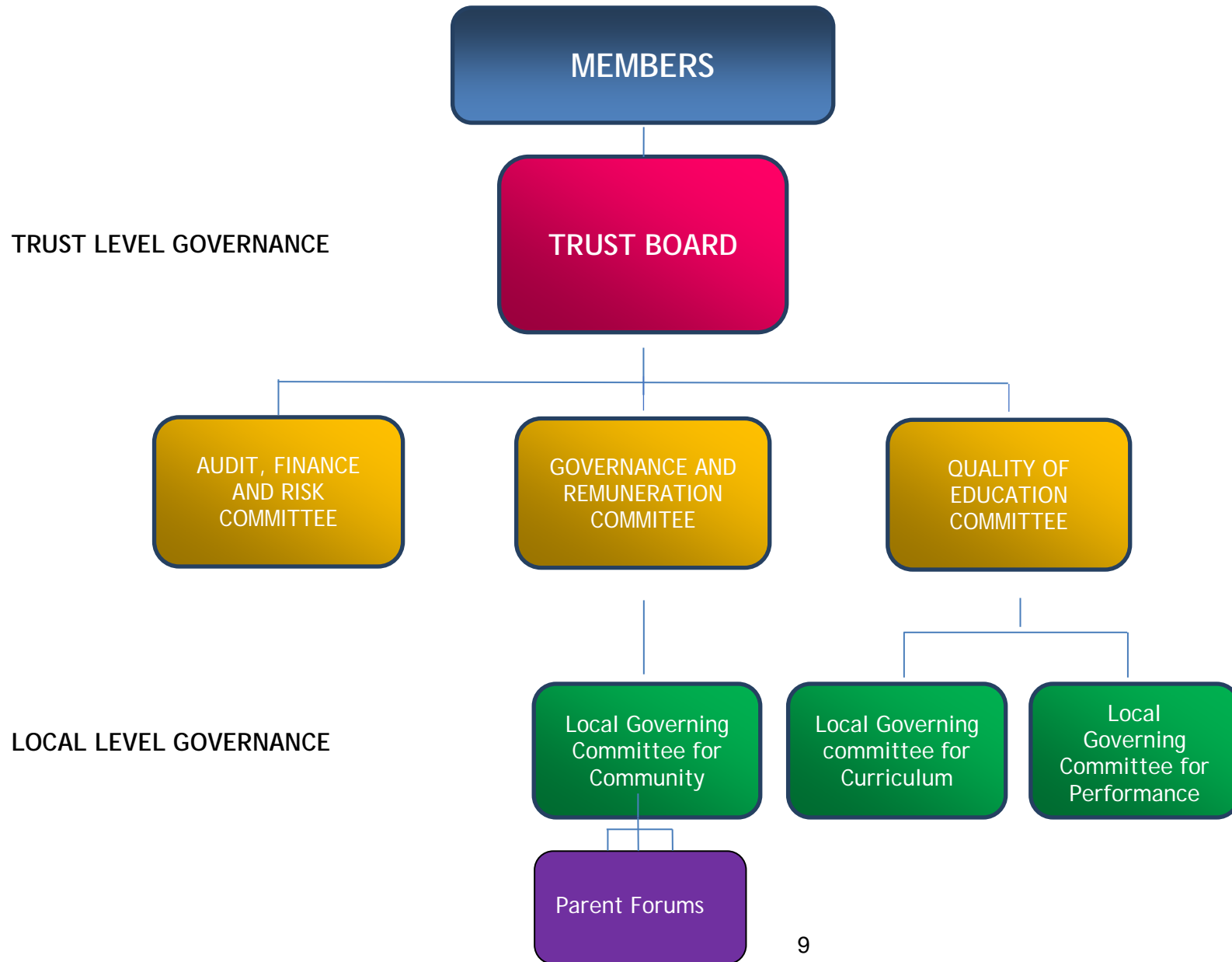
Curriculum, Performance and Community are areas of governance delegated to the local governance layer. Local Governing Committees are made up of volunteers from the school community, parents and carers, staff and community members. Local Governing Committee members are appointed by their overseeing committee.

These groups of Local Governing Committee members receive information from school leaders and will visit schools to find evidence of the information received and get to know the schools and their communities. Local Governing committees will support and challenge school leaders in their operation of running the schools and the executives quality assurance in the fields of

- children's educational diet,
- the delivery of lessons,
- the impact of teaching,
- the outcomes for pupils,
- transitional and onward journey,
- aspiration and opportunity,
- school and trust outward face,
- careers and the consideration of our stakeholders.



#### 4. Governance Model



## 5. Scheme of Delegation

To view the MET Scheme of Delegation for 2023-4 click [here](#)

The Trust Board additionally delegates authority to a Board of Directors who oversee the operations of a separate limited company - Mowbray Education Services Ltd. The scope of the limited company is specifically in relation to the Trust's pre-school SEND provision called The Retreat, and its pre-school called the Oasis Family Centre. Directors of the limited company are found from within the Board of Directors for Mowbray Education Trust and whilst legally and financially responsible for the operation of the limited company, defer strategic decision-making to the Board of trustees. This is due to the fact that the Trust bears the liability for any loss incurred by the limited company.

## 6. Committees

There are established two different types of committee:

### Trust Board Committees

Are established to deal with Trust-wide matters and are determined as Audit, Finance and Risk, Quality of Education and Governance and Remuneration. These committees focus on the effectiveness of all business, pedagogy, and governance functions areas across the Trust. The number of members of a trust board committee may not number less than 2 and shall be capped at 10. Members of each committee serve a tenure of 4 years.

Trustees may co-opt members to the committee for their skills and expertise, these will be voting members but may not be appointed as chair.

### Local Governing Committees

Are established to look at school matters including, curriculum intent, implementation and impact, educational opportunities, stakeholder voice, wellbeing and events. These Local Governing Committees, supported by the Quality of Education and Governance and Remuneration Committee hold the senior leaders in their schools to account. These Local Governing Committees are delegated responsibility by the Trust Board on behalf of their supporting committee.

The number of members of a Local Governing Committee may not number less than 3 and shall be capped at 13. Members of each Local Governing Committee will serve a tenure of 4 years.

The chairs of the Local Governing Committees will also attend their appointing committee to present their reports and partake in discussion.

## 7. Functions delegated to each committee.

### TERMS OF REFERENCE

#### Remit and responsibilities

#### Audit Finance and Risk Committee

##### Financial Reporting

The Trust must take full responsibility for its financial affairs, stewardship of assets and use resources efficiently to maximise outcomes for pupils.

The Committee monitors the integrity of the financial statements of the company, including its annual and interim reports and any other formal announcement relating to its financial performance, reviewing any significant financial reporting issues and judgements that they contain. The Committee also review summary financial statements, significant financial returns to regulators and any financial information contained in certain other documents, such as announcements of a price-sensitive nature.

The Committee will:

- Review financial procedures (including compliance with the DfE Guidance); delegation of spending authority and virement policies
- Be responsible for policy and decisions regarding contracts and service level agreements
- Review and approve the Trustees' allowances and expenses policy
- Have oversight of preparation of the annual report and accounts (for presentation to trustees)
- Ensure compliance with statutory and other required procedures.
- Ensure good financial management and effective internal controls, including compliance with the DfE Academy Trust Handbook and the Charity Commission's guidance to charities and charity trustees.
- Contribute to the formulation of the Trust's improvement plans, through the consideration of financial priorities and proposals, in consultation with the Chief Executive, and within the stated and agreed aims and objectives of the Trust.
- Receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the Trust improvement plans.
- Liaise with and receive reports from the other committees of the Trust Board, as appropriate, and to make recommendations to those Committees about the financial aspects of matters being considered by them.
- Monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the Trust, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.
- Monitor future pupil rolls, provision requirements and income levels.
- Manage appropriate tendering processes and the awarding of contracts in accordance with the Financial Regulations.
- Consider and recommend acceptance/non-acceptance of the Trust's budget, prior to the start of each financial year, and in line with DfE deadlines, and taking into account any benchmarking data.
- Consider the writing off of any debts and liabilities (except where the prior written consent of the Secretary of State is required) in accordance with the Finance Policy.
- Appoint bankers and approve banking arrangements including authorised signatories.
- Establish and agree an Investment Policy and procedure for managing and investing the Trust's cash deposits.
- Establish and agree a Charging and Remissions Policy.
- Ensure the Trust has adequate insurance cover to protect against its risks and to comply with statutory requirements including the provision of indemnity insurance to cover the liability of trustees
- Approve disposal of write-off of assets, in accordance with the Assets and Disposals Policy.
- Review the methods used to account for significant or unusual transactions where different approaches are possible
- Determine the clarity of disclosure in the company's financial reports and the context in which statements are made

### **Internal controls and risk management**

The Committee will:

- Keep under review the effectiveness of the company's internal controls and risk management systems
- Review and approve the statements to be included in the annual report concerning internal controls and risk management.
- Have oversight of risk assessment policy, reviews the risk register and will consider further scrutiny of selected risks as they feel necessary.

### **Internal audit**

The Committee will:

- Oversee and approve the trust's programme of internal scrutiny.

- Ensure that risks are being addressed appropriately through internal scrutiny.
- Report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.
- Have oversight of the financial and non-financial controls and risks in all settings.

### External audit

The Committee will:

- Consider and make recommendations to the Board and Members in relation to the appointment, re-appointment, and removal of the company's external auditor.
- Oversee the selection process for new auditors; and if an auditor resigns, investigates the issues leading to this and decides whether any action is required.
- Oversee the relationship with the external auditor, including its remuneration, approval of its terms of engagement, suitability and independence, the supply of non-audit services, the auditor's qualifications, resources and expertise
- Review and approve the annual audit plan and ensures that it is consistent with the scope of the audit engagement.
- Review the findings of the audit with the external auditor including, any major issues that arose during the audit, any accounting and audit judgements, levels of errors identified during audit and the treatment of any item in the financial statements that differs from the views of the external auditors.
- Review any representation letter(s) requested by the external auditor before they are signed by management.
- Review the management letter and management's response to the auditor's findings and recommendations.
- Review the effectiveness of the audit and the treatment of any items in the financial statements that differ from the views of the company's external auditor
- Considers going concern assumption

The Committee meets regularly with the external auditor, including once at the planning stages before the audit and once after the audit at the reporting stage, (The Committee also meets the external auditor at least once a year, without management being present, to discuss its remit and any issues arising from the audit).

### Estates

The Committee will:

- Monitor and review all revenue and capital expenditure above £30k in relation to school premises, maintenance, infrastructure and ICT and ensures value for money within the allocated budget.
- Oversee the condition of sites and potential risks associated with site management
- Oversee legal compliance in respect of site management and health and safety.

### Operations

The Committee:

- Oversee the risk register and critical areas of interest where risk has been identified and has significantly shifted during defined periods across the Trust
- Has oversight of any GDPR breaches, Freedom of Information and Subject Access Requests
- Monitor and review all revenue and capital expenditure above £300k in relation to Trust activities, mainly trust-wide contracts, including tender processes and supplier due diligence.
- Review and approve the process of due diligence for potential converter schools.

### Resource Management

The Committee will:

- Work with the Quality of Education Committee to ensure that resources allocated to schools ensure the overall Trust and individual Academy School Development Plans are adequately funded and supported.

- Review the budget to ensure that all schools have adequate staffing to deliver quality education.

## Human Resources

The Committee will:

- Monitor, approve and review implementation of all Trust Human Resource Policies within the constraints of national and local agreements
- Ensure staffing procedures follow equalities legislation and safer recruitment practices.
- Oversee any process leading to restructuring or staff reductions
- Review the gender pay gap and approves any report to be published.
- Review work/life balance, working conditions and well-being.
- Ensure adequate succession planning for Executive and Leadership teams is in place.
- Agree pay increases for both teaching and support staff
- Review the HR Dashboard and is aware of any staff retention issues across the Trust
- Is aware of significant casework and associated risks from a reputational and financial perspective

## Quality of Education Committee

### Leadership and Management

The committee will question and challenge where necessary that:

- Leaders have a clear and ambitious vision for providing high-quality, inclusive education and training to all. This is realised through strong, shared values, policies and practice compatible with the principles of equal opportunity.
- Leaders focus on improving staff's subject, pedagogical and pedagogical content knowledge to enhance the teaching of the curriculum and the appropriate use of assessment. The practice and subject knowledge of staff are built up and improve over time.
- Leaders aim to ensure that all learners complete their programmes of study. They provide the support for staff to make this possible and do not allow gaming or off-rolling.
- Leaders engage effectively with learners and others in their community, including - where relevant - parents, carers, employers and local services.
- Leaders engage with their staff and are aware and take account of the main pressures on them. They are realistic and constructive in the way that they manage staff, including their workload.
- Leaders protect their staff from bullying and harassment.
- Those responsible for governance understand their role and carry this out effectively. They ensure that the provider has a clear vision and strategy and that resources are managed well. They hold leaders to account for the quality of education or training.
- Those with responsibility for governance ensure that the provider fulfils its statutory duties, for example under the Equality Act 2010, and other duties, for example in relation to the 'Prevent' strategy and safeguarding and promoting the welfare of learners.
- The provider has a culture of safeguarding that supports effective arrangements to:
  - Identify learners who may need early help or who are at risk of neglect, abuse, grooming or exploitation
  - Help learners reduce their risk of harm by securing the support they need, or referring in a timely way to those who have the expertise to help
  - Manage safe recruitment and allegations about adults who may be a risk to learners and vulnerable adults.

### Behaviour and Attitudes

The committee will question and challenge where necessary that:

- The provider has high expectations for learners' behaviour and conduct and applies these expectations consistently and fairly. This is reflected in learners' behaviour and conduct.
- Learners' attitudes to their education or training are positive. They are committed to their learning, know how to study effectively and do so, are resilient to setbacks and take pride in their achievements.
- Learners have high attendance and are punctual.

- Relationships among learners and staff reflect a positive and respectful culture. Leaders, teachers and learners create an environment where bullying, peer-on-peer abuse or discrimination are not tolerated. If they do occur, staff deal with issues quickly and effectively, and do not allow them to spread.

### **Personal Development**

The committee will question and challenge where necessary that:

- The curriculum extends beyond the academic, technical or vocational. It provides for learners' broader development, enabling them to develop and discover their interests and talents.
- The curriculum and the provider's wider work support learners to develop their character – including their resilience, confidence and independence – and help them know how to keep physically and mentally healthy
- At each stage of education, the provider prepares learners for future success in their next steps.
- The provider prepares learners for life in modern Britain by equipping them to be responsible, respectful, active citizens who contribute positively to society, developing their understanding of fundamental British values, developing their understanding and appreciation of diversity, celebrating what we have in common and promoting respect for the different protected characteristics as defined in law.

### **Quality of Education**

The committee will question and challenge where necessary the curriculum:

**Intent** (reported via the Local Governing Committee for Curriculum)

**Implementation** (reporting via the Local Governing Committee for Curriculum)

**Impact** (reporting via the Local Governing Committee for Performance)

- To receive reports from the Local Governing Committee for Community to uphold the highest standards in development and delivery of the curriculum
- Learners develop detailed knowledge and skills across the curriculum and, as a result, achieve well. Where relevant, this is reflected in results from national tests and examinations that meet government expectations, or in the qualifications obtained.
- Learners are ready for the next stage of education, employment or training. Where relevant, they gain qualifications that allow them to go on to destinations that meet their interests, aspirations and the intention of their course of study. They read widely and often, with fluency and comprehension.

### **Governance and Remuneration Committee**

#### **Governance**

The Committee will:

- Shape and develop governance across the Trust in conjunction with the Clerk to Board, producing an annual plan of work for the committee
- Evaluate the effectiveness of governance, including that of the Board, its sub-committees and local committees on a rolling basis
- Determine whether Members have access to data they require in order to hold the Trust Board to account effectively
- Develop a training and development programme for governance volunteers and professionals
- instigate succession planning and an active pipeline of potential professionals, especially for key Trust Board roles, whether internal to the current Board and/or external professionals
- Evaluate the performance of the Chair of the Trust Board and the Deputy Chair & Senior Independent Director, through a 360-degree appraisal

- Review the Board Chair and CEO's performance review of the Clerk to the Board
- Consider and approve governance related policies and procedures and make any recommendations to the Board

### **Governance recruitment and development**

The Committee will:

- Undertake governance search activity with a focus on open recruitment and bringing into the Trust governance volunteers with specific skills, experience and knowledge
- Ensure at least one member of the Committee has been trained in safer recruitment
- Ensure governance volunteers are recruited within safer recruitment procedures
- Plan the development of governance volunteers and professionals
- Undertake a governance skills analysis on a rolling basis, identifying any knowledge and skills gaps, with a view to building capability within the existing membership and informing targeted recruitment
- Oversee the Trust's induction programme for governance volunteers
- Agree a programme of in-house and external training and development opportunities for governance volunteers and professionals
- Ensure outcomes from the clerking team's performance reviews, as well as targets are shared and critiqued

### **External audit report**

The Committee will:

- oversee the completion of the Trustees' Report, submitted alongside the annual report.

### **Performance review and remuneration of senior executive roles**

The Committee will:

- Recommend to the Board the remuneration, grading, pay and conditions of service for the holders of senior posts, having regard to regulatory guidance and the offer of fair pay to attract and keep appropriately qualified staff to lead, manage, support and deliver the Trust's aims.

### **Community Engagement**

- To receive reports from the Local Governing Committee for Community to uphold the highest standards for engagement with pupils, families and the wider communities of our schools.
- To ensure the trust promotes a culture where wellbeing is considered by all for all.
- To be satisfied that the trust provides extensive educational and enrichment opportunities for all pupils.

### **Local Governing Committees for;**

#### **Curriculum**

The Local Governing Committee will:

- consider how well the school's curriculum intent is articulated by the school's leaders and teachers.
- consider whether school websites reflect the school's curriculum intent
- monitor whether the provider's curriculum is coherently planned and sequenced towards cumulatively sufficient knowledge and skills for future learning and employment.
- ensure that the provider has the same academic, technical or vocational ambitions for almost all learners. Where this is not practical - for example, for some learners with high levels of SEND - its curriculum is designed to be ambitious and to meet their needs
- ensure that learners study the full curriculum. Providers ensure this by teaching a full range of subjects for as long as possible, 'specialising' only when necessary.
- to ensure that teachers have good knowledge of the subject(s) and courses they teach. And that leaders provide effective support for those teaching outside their main areas of expertise

- to review the retention of knowledge over the course of study and its application to future learning.
- Review the teachers and leaders use of assessment, to help learners embed and use knowledge fluently or to check understanding and inform teaching.
- Teachers create an environment that allows the learner to focus on learning. The resources and materials that teachers select reflect the provider's ambitious intentions for the course of study and clearly support the intent of a coherently planned curriculum, sequenced towards cumulatively sufficient knowledge and skills for future learning and employment.
- to ensure that there is a rigorous approach to the teaching of reading, that it develops learners' confidence and enjoyment in reading, and that at the early stages of learning to read, reading materials are closely matched to learners' phonics knowledge.
- Teachers present subject matter clearly, promoting appropriate discussion about the subject matter they are teaching. They check learners' understanding systematically, identify misconceptions accurately and provide clear, direct feedback. In doing so, they respond and adapt their teaching as necessary, without unnecessarily elaborate or differentiated approaches.
- Over the course of study, teaching is designed to help learners to remember in the long term the content they have been taught and to integrate new knowledge into larger concept.

## Performance

The Local Governing Committee will:

- Have an understanding of the assessment cycle across all key stages.
- Consider the quality assurance of the process and monitor where appropriate.
- Consider the outcomes of the quality assurance process to ensure that pupils receive the support and challenge they need.
- Receive, review and consider the data from each assessment drop for KS2, KS4 and KS5.
- Work with Raising Standards Leads across the trust to ensure that learners develop detailed knowledge and skills across the curriculum and, as a result, achieve well. Where relevant, this is reflected in results from national tests and examinations that meet government expectations, or in the qualifications obtained.
- Learners are ready for the next stage of education, employment or training. Where relevant, they gain qualifications that allow them to go on to destinations that meet their interests, aspirations and the intention of their course of study. They read widely and often, with fluency and comprehension.

## Community

For each element of their remit the Local Governing Committee will;

### Stakeholder Voice

- Ensure annual survey is organised for pupils, parents and staff. Review results, uptake and feedback and confirm resulting actions are completed.
- Create consistent, clear communication with our stakeholders to build strong relationships.
- Understand how schools communicate with stakeholders and review its effectiveness.
- Understand barriers to communication - value of education, work commitments, technology, language and understanding.
- Oversee the development of user-friendly policies
- Review the minutes from the parent forum meetings and cascade any recurring themes.
- Receive any communication from stakeholders and action.
- Create opportunities to market the Trust in the wider community to build its profile and reputation.
- Oversee Trust website content in terms of community engagement.
- Support school councils.

### Wellbeing

- Ensure that wellbeing is embedded within the culture of the Trust for staff and pupils.



- Review and approve wellbeing policies.
- Support wellbeing ambassadors/ family support liaison across the Trust and ensure implementation of the policies approved.

#### Events

- Promote and celebrate events organised by the Trust and its schools.
- Liaise with staff, pupils and the community to receive feedback on said events.

#### Aspiration, Opportunities and Enrichment

- Monitor opportunities for pupils from external providers and review their impact and effectiveness.
- Support the Trusts development of aspirational achievement for all pupils.
- Support next steps strategies, transition to secondary, FE, work and work experience.

## 8. Panels

### Exclusion Panel

A panel of at least 3 governance volunteers will be convened to hear decisions made around the exclusions of pupils. The membership of this committee will vary in accordance with availability at the time.

#### Duties

- To act in accordance with the internal and external regulation and policies regarding exclusion and behaviour. Guided by the Clerk to the Board.
- To review information in advance of the meeting, question all parties involved and will be asked to either reinstate the pupil or uphold the decision of the headteacher in excluding the pupil.
- Feedback on process and procedure to improve practice.

### Complaints Panel

A panel of at least 3 governance volunteers will be convened to hear information regarding formal complaints at Stage 4 of the Trust Complaints procedure.

#### Duties

- To act in accordance with the internal and external regulation and policies regarding school complaints. Guided by the Clerk to the Board.
- To review information in advance of the meeting, question all parties involved and will be asked to reach a decision to uphold the complaint, uphold the complaint in part or dismiss the complaint in full or in part
- To consider recommendations to resolve the complaint
- To consider recommendations to facilitate changes to the school's systems or procedures to prevent similar issues in the future.

## 9. Terms of Reference for Board Committees

The Board of trustees sets and approves the terms of reference for its constituted sub-committees and for any short-term working groups. All terms of reference are reviewed annually by the Board. The Trust Board retains overall accountability for the governance functions, however it delegates some authority to the Board Committees, as outlined in the Scheme of Delegation.

The Committees will make recommendations to the Board of trustees for consideration and ratification. This to include the strategic and operational direction of the Trust as a whole in respect of its specific duties to meet the priorities set by the Trust Board.

### Authority

- The board delegates duties to each committee as listed in this document. Each Committee shall be responsible for these matters. Each Committee is authorised by the Trust Board to carry on any activity authorised by these Terms of Reference.

- Each Committee reports formally to the Trust Board.
- The Board reserves the right to direct the Committee to investigate or review specific matters and to ask the Committee to convene more regularly should the need arise.
- It is expected that the Committees, Local Governing Committees and governance professional will work closely together to promote and effectuate Trust's governance practices across the Trust.

The Committee is authorised:

- to seek any information it requires from any employee of the company in order to perform its duties;  
to obtain, at the company's expense, outside legal or other professional advice on any matter within its terms of reference; and
- to call any employee to be questioned at a meeting of the Committee as and when required.
- Except with the consent of the Trust Board, any Committees may not establish sub-committees, except for working parties which have no delegated authority, and which must report to the Board/Committee that appointed them.

## Membership

Members of the Committees are appointed by the Trust Board and are serving trustees. Membership of the Committees shall be capped at ten, with a minimum of 2 members. Members serve a tenure of four years.

The Committees are facilitated by members of the Trust Executive Team, meetings will also be attended by Central and School team staff who will present as appropriate. This will enable committees to triangulate, challenge and scrutinise shared information and, where necessary appropriate support, celebration and action can be identified. Facilitators and attendees at meeting have no voting rights.

The Committees reserve the right to invite observers to the committee meeting where their testimony, evidence or perspective is required to add value to a tabled discussion item.

## Quoracy

The quorum necessary for meetings is 50% +1 of sitting Committee members, of which two must be trustees.

It is a requirement of all Committee members that they respond to meeting invitations to confirm their attendance or confirm they will be absent, in advance of a meeting.

This enables the Chair and the Clerk to determine whether the meeting can take place because the minimum quoracy level has been reached. On occasions where quoracy levels cannot be reached, an alternative meeting date will be scheduled.

## Voting

Subject to the Articles, every question to be decided at a meeting of the trustees shall be determined by a majority of the votes of the trustees present and voting on the question. Every trustee shall have one vote.

Where there is an equal division of votes, the chairperson shall have a casting vote in addition to any other vote she/he may have.

## Facilitating the meetings

Committee	Audit Finance and Risk	Quality of Education	Governance and Remuneration	Local Governing Committee for Curriculum	Local Governing Committee for Performance	Local Governing Committee for Community
Facilitated by						
CEO	X		X			
CFO	X					
COO	X					
Exec Lead for People and Development	X					
Exec Lead for Primary		X		X	X	
Exec Lead for Secondary		X				
Executive Lead for Governance and Compliance	X		X			X
Headteachers		X		X		
Governance Professional						
AD		X		X	X	X
SB	X		X			
Other attendees	Departmental presentations as required Auditors	Departmental presentations as required	Departmental presentations as required	Trust Reading Lead	Raising Standards Leads	Departmental presentations as required

## 10. Clerk to the Board

The Trust Board is supported by the Clerk to the Board, at Mowbray Education Trust the Executive Lead for Governance and Compliance is the clerk to the board and Company Secretary. The Clerk to the Board will offer advice and guidance to the trust board, its committees and local governing committee members to ensure compliance. The Clerk to the Board along with the clerking team will also schedule and organise meetings and liaise with executive, school and central teams to deliver high quality, timely, accurate information for governance volunteers. The Clerk to the Board, along with the clerking team, will work with trustees and local governing committee members to assist with governance development and monitoring. They will also fulfil all administration tasks for the governance structure.

The Clerk to the Board will ensure regulatory compliance for the Trust in terms of governance, company and charity law and remain up to date on Department for Education and Education Skills and Funding Agency requirements.

## **11. Governance Volunteer Person Specification**

Mowbray Education Trust considers the following as essential skills and attributes for its Governance volunteers:

### Personal qualities

- commitment to a voluntary role
- commitment to the ethos and values of the Academy Trust
- commitment to the education and welfare of children and young people
- commitment to equal opportunities and the promotion of diversity
- ability to scrutinise and evaluate whether the Trust is abiding by its charitable objects
- ability to make difficult decisions where necessary
- ability to work within a formal governance structure
- willingness to devote time, enthusiasm and effort to the duties and responsibilities of a Governance volunteer
- commitment to seeking and taking account of the views of stakeholders (e.g. parents, staff and pupils)
- respect for the work and views of other Members, trustees and staff
- willingness to make and stand by collective decisions, even if s/he offered an alternative view during discussions
- independence of thought and sound judgment
- ability to work as part of a team
- eagerness to reflect and learn on an ongoing basis
- Aptitude and skills
- understanding and acceptance of the legal duties, responsibilities, and liabilities of being a Governance volunteer
- understanding and capacity to critique the performance of the Trust Board in meeting its three core functions of ensuring clarity of vision, ethos and strategic direction; holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of its staff; and overseeing the financial performance of the organisation and making sure its money is well spent.
- ability to challenge current thinking, the method of governance and management of the Trust in a constructive manner and in the best interests of the Trust
- excellent listening skills
- ability to evaluate and interpret management information and other data/evidence, including financial reports
- capacity to query and critique, and ask for evidence upon which to base considered judgements
- functional IT skills, including Microsoft Office and experience of, or willingness to learn how to use remote meeting software and online governance tools to access agendas, papers and minutes.

## **12. Recruitment and Induction**

The Trust has a recruitment and induction process which has been developed and strengthened. The Governance and Remuneration committee will oversee the recruitment processes, monitor their efficiency and make any recommendations for change. This committee have primary access to the skills audit reports and governance recruitment and development planning. In collaboration with the Executive Lead for Governance and Compliance they will oversee the implementation of these strategies.

The committee review and recommend any expressions of interest that are received by the trust for places on the Trust Board. A C.V. will also be requested from the potential appointee. During

this time, if the candidate matches the requirements of the Trust Board in terms of skills and expertise, appointments will be made with the CEO, the Chair of trustees and the Executive Lead for Governance and Compliance who will meet the prospective trustee to give an overview of the trust and its work, its governance structure, and expectations and responsibilities of the role. A declaration of eligibility is requested and an understanding that a Disclosure and Barred Services check will be carried out prior to official appointment.

The Governance and Remuneration Committee will agree to recommend candidates for appointment by either the Members or the Trust Board.

Dependent the length of time taken for this process to be completed, prospective trustees may be invited to observe a trust board or committee meeting before their appointment has been confirmed.

Candidates who express an interest in joining the local level of governance will share expressions of interest via the Executive Lead for Governance and Compliance with their appointing committees.

For Performance and Curriculum - Quality of Education Committee

For Community - Governance and Remuneration Committee

The successful recruitment and induction of new governance volunteers relies on good working relationships, understanding expectations and information sharing.

All new governance volunteers are offered a mentor to help them become accustomed to expectations and routines. The Executive Lead for Governance and Compliance is also available to support.

Induction consists of a 1:1 meeting with the Executive Lead for Governance and Compliance in which it is explained

- the responsibility of governance volunteers
- the remit of the role they have been appointed to is defined within the broader context of governance and that of the MET governance structure.
- the Vision, Mission and Values of the Trust and how these values drive the work of the trust and the governance structure
- the expectations and commitments of time are reconfirmed to ensure governance volunteers are not overwhelmed.
- the expectation of statutory training and the broadening of knowledge
- conflicts of interest
- third party transactions
- governance volunteer allowances
- the requirement for adherence to the governance volunteers code of conduct

This meeting offers the opportunity for questioning, clarification and relationship building.

All governance volunteers are given access to

- our governance administration platform - GovernorHub. This is a secure depository for governance documents.
- our subscription to the National Association of Governors, for advice, guidance and training
- our trust online learning platform with National College for statutory and governance training

Governance volunteers are provided with a [mowbrayeducation.org](mailto:mowbrayeducation.org) email address for correspondence.

Copies of the latest Keeping Children Safe in Education and SEND code of practice are shared for reading and understanding.

The MET Governance Handbook will also be shared for information.

Regular updates, briefings and presentations are embedded in the agenda planning for each area of the governance structure to keep governance volunteers confident in their knowledge and practice.

### 13. Chairs of Board, Committees and Local Governing Committees

- The term 'Chair' refers to the person appointed under this paragraph as Chair of the relevant Trust Board/Trust Board Committee or Local Governing Committee.
- The Trust Board and each Local Governing Committee shall at the first meeting of each year elect a trustee to act as chair subject to annual re-election.
- The Trust Board shall at the first meeting of each academic year appoint a vice chair
- The Chair's tenure on a Trust Board committee will be for four years.
- A Committee or Local Governing Committee may choose to appoint a vice-chair
- The Chair of the Trust Board and the Chair of each Trust Board Committee or Local Governing Committee shall serve a maximum of 4 years.
- No person may act as Chair of the Trust Board, its Committees, or a Local Governing Committee if they are an employee of the Trust.
- No person may act as Chair of the Trust Board or a Trust Board Committee unless they are also a trustee.
- The Board or committee will elect a temporary replacement from among the attendees present at any meeting where the Chair is absent.
- The chair of the trust board will be subject to an annual performance review by the Members of the Trust
- The Committee Chair of the Audit, Finance and Risk Committee will hold recognised financial or accountancy qualifications.
- The chair of trustees may not be permitted to chair the Audit, Finance and Risk committee to ensure separation for auditing purposes.

### 14. Proceedings of Trust Board, Committee and Local Governing Committee meetings

- The Board and Committees will meet as often as is necessary to fulfil their responsibilities
- Any three Board or Committee members can request in writing to the Governance Professional that the Chair convene a meeting by giving no less than 14 days prior notice.
- The quorum for the transaction of the business at meetings shall be:  
Trust Board - 3 trustees or 1/3 or sitting members (whichever is greater)  
Trust Board Committee and Local Governing committees - 50% +1 of sitting membership
- The Executive Lead for Governance and Compliance shall endeavour to ensure that a governance professional is provided at each Board, Trust Committee and Local Governing committee meeting to advise trustees and Local Governing Committee members and take minutes of the meetings.
- If a governance professional is not available a member of any Board or its Committees can take the minutes.
- Each trustee in attendance at a meeting shall be entitled to one vote.
- Where there is an equal division of votes the Chair shall have a casting vote.
- Proxy votes will not be accepted at Board/Board Committee meetings.
- No individual trustee or Local Governing Committee member is empowered to make decisions on behalf of the Trust outside any specific authority set out in this Scheme of Delegation. However, as an exception, the Chair of trustees can make a decision when a delay in doing so would be:
  - Seriously detrimental to the interest of the Trust or and of its schools
  - it would not be possible to postpone the decision to a meeting of the Trust Board or delegated committee (which the chair can convene with less than 7 days' notice, if necessary, provided trustees will have sufficient time to receive and give due considerations to relevant documents relating to the decision)

The following types of decision cannot be made by 'chair's action':

- decisions related to admissions.
- approval of financial spend above any delegated limit decisions on executive or senior leaders pay.

Any actions taken above must be minuted retrospectively at the next meeting with a record of why 'chair's action' was appropriate.

- A register of attendance shall be kept for each Board, Committee and Local Governing Committee meeting and published on the Trust annually in line with guidance in the Academies Trust Handbook.
- Any Board or Committee may invite attendance at meetings from persons who are not usual attendees at these meetings to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- References to the "Chair" shall in the absence of the Chair be whoever chairs the relevant meeting.
- The governance professional shall have due regard for conflicts of interest during discussions and/or decisions at meetings and will request any conflicted party absent themselves from relevant parts of said discussions.

## 15. Agendas for meetings

Agendas for all meetings will be set in conjunction with Trust guidance, the appropriate Executive team member, the Chair of each meeting and the Governance Professional to each meeting. Agendas and meeting papers will be distributed to committee members at least 7 days prior to the meeting.

## 16. Code of Conduct for Governance Volunteers

There is an expectation of all governance volunteers to abide by the code of conduct. We aim to ensure that governance volunteers carry out their role with honesty and integrity and help us to ensure our Trust and schools within it are all environments where everyone is safe, happy and treated with respect.

The code is based on the Department for Education's Governance Handbook.

Failure to follow the code of conduct may result in disciplinary action being taken.

Please note that this code of conduct is not exhaustive. If situations arise that are not covered by this code, governance volunteers will use their judgement and act in the best interests of the Trust and the children within it.

The statutory duties of a charitable trustee and a company director can be aligned in many ways, the responsibilities of educational governance are also factored into the expectations set out below.

In order for governance volunteers to fulfil these responsibilities effectively, as individuals we agree to:

- Understand and respect the distinction between the role and responsibilities of the board and those of the executive/school leaders.
- Set and maintain an ethos of high expectations for everyone in our school communities, including in the conduct and the professionalism of the board itself.
- Preserve and develop the character of the Trust.
- Not undermine fundamental British values, including democracy, the rule of law, individual liberty and mutual respect, and tolerance of those with different faiths and beliefs.
- Operate and make decisions in the best interests of pupils, informed by the views and needs of our key stakeholders (children, parents, staff and the communities we serve).
- Follow the Trust's policies and procedures, and the procedures of the board as set out in relevant charitable and educational legislation, statutory guidance, and the Trust's constitutional documents.
- Take responsibility for our self-evaluation, regularly reviewing our board's performance, constitution, diversity, and skillset.
- Take part in any training or development required for effective governance and experienced strategic oversight.
- Understand that where responsibility has been delegated, the board - in its entirety - remains accountable and that important decisions relating to core functions will be made

by the full board.

- Comply with relevant guidance and legislation and our funding agreement that sets out how we must manage our Trust's money and procure goods and services.
- Act with integrity and transparency when making financial decisions and understand that our financial management and decision-making will be scrutinised and audited.
- Politely refuse or refer to the CEO all gifts worth more than £25 to determine whether they should be accepted and record them on the gifts and hospitality register (with the CFO). We will not accept bribes.
- Work to actively identify and manage risks to the Trust.
- Ensure that we have a good understanding of our safeguarding responsibilities and remain informed of updates to the DfE Keeping Children Safe in Education document.

#### Working with others

We will:

- Support and strengthen Trust and individual school leadership by providing constructive challenge to leaders and holding them to account.
- Respect the role of the executive and school leaders and avoid routine involvement in operational matters, challenging one another where this happens.
- Respect each other's views.
- Work together as a board to develop effective relationships with stakeholders.
- Engage meaningfully with the communities we serve and understand that we are answerable to these stakeholders.
- Follow the Equality Act 2010 and apply the principles of fairness and equality in everything we do.

#### Commitment to governance

We:

- Will attend all meetings where possible. Where we cannot attend, we will explain our valid reason and give suitable notice.
- Understand and accept the time and workload commitments of the role.
- Understand that work should be shared among members and that all governance volunteers are expected to take an active role.
- Will prepare ahead of meetings to ensure we make informed contributions.
- Will participate in regular pre-arranged school visits in accordance with agreed guidelines.
- Will attend any training or development activity needed to ensure the board has a wide range of skills and expertise.

#### Openness and transparency

##### Conflicts of interest

To make sure our board makes impartial decisions without bias, we will:

- Publish an up-to-date register of business and pecuniary interests of all governance volunteers including associate members.
- Declare any potential conflicts of interest at the beginning of each meeting and withdraw from the meeting for the relevant item of business and not vote on the matter.

##### Publishing information

To ensure our board is transparent and open to the community we serve, we will make certain information publicly available.

We accept that the following information will be published on the school's website to ensure transparency:

- The structure and remit of the members, board of trustees, committees and local governing committee, and the full name of the chair of each one.
- For each member and trustee who has served at any point over the past 12 months:
  - Their full name
  - Their date of appointment
  - Their term of office



- The date they stepped down (where applicable)
- The body that appointed them
- Their relevant business and pecuniary interests
- Their attendance record over the last academic year

We accept that the information about members, trustees and local governing committee members will be published on 'Get Information About Schools'.

We accept that the information about trustees will be published on Companies House.

We accept that the approved board and committee minutes and any agenda and papers considered at a meeting will be made available to any interested person.

### Confidentiality

In the course of our role, we are sometimes privy to sensitive information. We will observe confidentiality when discussing this information, and will not publicly disclose:

- Information about sensitive matters.
- Information about named individuals (such as staff, children and their parents).
- Details of individual governance volunteers' contributions in meetings or how they may have voted.

Confidential information will never be:

- Disclosed to anyone without the relevant authority.
- Used to humiliate, embarrass, or blackmail others.
- Used for a purpose other than what it was collected and intended for.

Our commitment to confidentiality does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

We will continue to observe confidentiality after we have left office.

### Breaches of confidentiality

In the event of a breach of confidentiality, we will inform the chair of trustees as soon as possible who will investigate the matter further. In the instance where the alleged breach relates to the chair of trustees, the deputy chair will be informed.

Governance volunteers understand that if they breach confidentiality, they may be suspended.

### Data protection

We will follow the Trust's GDPR and information security processes and measures and data protection policy when using, storing, sharing and disposing of personal data.

Our commitment to data protection does not overrule our duty to report child protection concerns to the appropriate channel where we believe a child is at risk of harm.

### Personal data breaches

We will inform the Trust's Data Protection Officer immediately if we believe that there has been a personal data breach.

### Social media

We will:

- Abide by any requirements set out in our Trust's Online Safety Policy (including Social Media)

We will not:

- Accept friend requests from pupils and not join any private parent/carer groups associated with the Trust or any of its schools.
- Disclose any information which is confidential or would breach data protection of GDPR principles.
- Make comments online about any members of the governance structure or school communities..
- Post any inappropriate/offensive language, images or comments on social media that may bring individuals, the Trust or our schools into disrepute.

### Monitoring arrangements

This code of conduct will be reviewed and agreed annually, upon significant changes to the law, or

as needed. It will be ratified by the Trust Board.

#### Breaches of the code of conduct

If we suspect a governance volunteer has breached the code of conduct, we will follow this procedure:

- The chair of trustees will investigate.
- The chair of trustees will hold a meeting with the governance volunteer to discuss the issue. The governance volunteer can bring a friend to the meeting. Another governance volunteer will attend to corroborate any decisions.

If the situation does not improve, or there is another suspected breach, we will take action to improve the issue. This may involve:

- Further meetings with the chair of trustees to reset expectations, based on this code of conduct.
- Support, mentoring or training for the governance volunteer.
- Making sure the governance volunteer withdraws from votes connected to any disputes they have been involved in.

If there is no improvement in the governance volunteers' behaviour, the board will vote on a motion to suspend them for up to 6 months. This is a last resort and will not be used without the above steps being taken, except in exceptional circumstances.

Governance volunteers may be suspended if they:

- Have acted in a way that is inconsistent with the professional ethos of the board of trustees (including failing to undertake training appropriate to the role, whether or not directed to do so by the board) and
- Have brought or is likely to bring Mowbray Education Trust or the office of governance volunteer into disrepute.

'Bringing the board into disrepute' may include, but is not limited to:

- Speaking out publicly against the school
- Being disrespectful to members of the school community
- Behaving inappropriately in a public forum, such as a PTA meeting or on social media

We may remove a governance volunteer from office where:

- There have been repeated grounds for suspension.
- There has been serious misconduct. We will determine what counts as serious misconduct based on the facts of the case, but it will include any actions that compromise the 7 principles of public life, if sufficiently serious.
- They display repeated and serious incompetence.
- They have engaged in conduct aimed at undermining fundamental British values.
- Their actions are significantly detrimental to the effective operation of the board, or their actions interfere with the operational efficiency of the school.

## **17. Members, Trustees and Local Governing Committee members Pecuniary**

### **Interests**

All governance volunteers are required to declare their associated interests.

These include:

- Business interests in which the governance volunteer could benefit from their position.
- Familial interest in which the governance volunteer or their family could benefit from their position.

The register of interests is updated annually and at each meetings governance volunteers are asked to report any changes to their circumstances throughout the year.

## **18. Disqualification & Removal of Trustees, Committee Members and Local Governing Committee members**

A person shall be ineligible for appointment to a Trust Board, Committee and Local Governing committee or if already appointed, shall immediately cease to be a member if the relevant individual:

- is or becomes disqualified from holding office as a trustee or governor of a school or academy
- is or becomes disqualified from holding office as a trustee or governor of a school or academy; is or becomes disqualified from holding office under the Trust's Articles of Association.
- Is not over 18 years of age
- 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/trust premises during the 5 years prior to or since appointment or election as a trustee/Local Governing Committee member.
- refuses an application being made to the Disclosure and Barring Service (DBS) for criminal records check within 3 months of appointment.
- commits a serious breach of the Trust's Code of Conduct or protocol implemented by the Board.
- is absent without the permission of the Trust/Board Committee/Local Governing Committee from all their meetings held within a period of six months and the rest of the voting attendees resolve that the office be vacated.
- does not undertake statutory training as requested by the Trust within a reasonable length of time (6 months from first request)
- resigns his/her office by notice in writing to the relevant Chair.
- their term of office expires, and they are not re-appointed.

Upon appointment, all trustees and Local Governing Committee members are required to sign a Declaration of Eligibility Notice.

The Members shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any trustee appointed by them by written notice to individual trustee.

The Quality of Education Committee shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any Local Governing Committee member for Performance and Curriculum by written notice to the relevant chair.

The Governance and Remuneration Committee shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any Local Governing Committee member for Community by written notice to the relevant chair

## **19. Reporting procedures**

### **Minutes of meetings**

Within 14 days of each committee and local governing committee meeting the Governance Professional to each meeting will:

- produce and agree minutes of its meetings. These minutes, minus discussions deemed to be confidential will be available for all tiers of governance to view.
- provide an exception report summary document in conjunction with the Chair, identifying:
  - discussions where a decision is required
  - recommendations to the Trust Board
  - any items for the information of the Trust Board and
  - items for further discussion by the Trust Board

### **Committee Reports**

Committee reports are approved by the chair of the committee after each meeting. The reports and minutes from the meeting are provided in the meeting documents for the next Trust Board meeting. A report template has been agreed by trustees and is used by all parties reporting to the Trust Board and its committees.

### **Minute Book**

An electronic record of all confirmed minutes from governance meetings is kept and maintained by the Governance and Clerking team.