



THE PARTNERSHIP TRUST

Scheme of Delegation, Terms of Reference and Standing Orders

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Reviewed by:	

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THE PARTNERSHIP TRUST

POLICY STATEMENT

The Partnership Trust (“the Trust”) operates a family of academies. It is a company limited by guarantee and is an exempt charity which means that although it has the responsibilities that are placed upon charities it is not required to be registered with the Charity Commission or file documents there. The Trust is constituted under Articles of Association which set out the purposes (“Objects”) and powers of the Trust and how these are to be exercised. The Objects cannot be changed although they can be added to with the approval of the Secretary of State. The Objects are:-

- a) to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing and developing schools (“the mainstream Academies”) offering a broad and balanced curriculum or educational institutions which are principally concerned with providing full-time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them (“the alternative provision Academies”) or 16 to 19 Academies offering a curriculum appropriate to the needs of its students (“the 16 to 19 Academies”) or schools specially organised to make special educational provision for pupils with Special Educational Needs (“the Special Academies”).
- b) to promote for the benefit of the inhabitants of the areas in which the Academies are situated the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of said inhabitants

As a company limited by guarantee and to meet the requirements of company law the Trust has a dual governance level. It has:

- a) Members, the equivalent of shareholders in a commercial limited company, and
- b) Trustees who are the directors of the company and who together comprise the Trust Board and who report and are accountable to the Members.

The Trust Board has overall responsibility for the operation of the academies. It delegates functions that are specific to the individual academies to committees – known as Local Governing Bodies (“LGB”) and it delegates certain of its functions that relate to the Trust as a whole to other committees of the Trust Board. The Executive Team (“ET”), made up of the Chief Executive Officer (“CEO”), Executive Principal (“EP”) and the Business Director (BD) are responsible for the day to day



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operation of the Trust and each academy has a Designated Senior Member of Staff (“DSMS”) who reports to the CEO/EP and is responsible for the operation of the individual academy.

This document sets how those various responsibilities are delegated and how the various constituent parts of the Trust are required to operate.



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SCHEME OF DELEGATION

1. Members

The Members have overall nominal responsibility for the Trust but they exercise their functions through the Trust Board. Each Member gives a nominal guarantee to contribute £10 if the Trust were to become insolvent and be wound up – that is the “guarantee” implied by the term “company limited by guarantee”.

The powers and duties of the Members in broad terms are:

- a) To appoint and remove Trustees.
- b) To maintain the Membership and to appoint Members.
- c) To appoint members of LGBs.
- d) To approve any proposed changes to the Articles of Association.

2. Trustees

The Trustees are the directors of the trust and are the equivalent of governors in a local authority-maintained school. As company directors their duties are to:

- a) Act within their powers.
- b) Promote the success of the company.
- c) Exercise independent judgment.
- d) Exercise reasonable care, skill and diligence.
- e) Avoid conflicts of interest.
- f) Not to accept benefits from third parties.
- g) Declare any interest in proposed transactions or arrangements.

The Trust Board focuses on the three core functions of governance:

- a) Ensuring clarity of vision, ethos and strategic direction.
- b) Holding the CEO to account for the educational performance of the academies and their pupils, and the performance management of staff.
- c) Overseeing the financial performance of the Trust and making sure its money is well spent.

3. Responsibility

The Trust Board retains at Board level responsibility for:

3.1 Compliance and Governance

- a) Compliance with all statutory regulations and Acts of Parliament governing the operation of the Academy, including health and safety.
- b) Compliance with the provisions of the Funding Agreements.

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- c) Determination of the corporate planning and strategy for the Academy and the Trust in consultation with the Local Governing Body.

3.2 Appointments and Training

- a) The Trust is responsible for determining the human resource policies, procedures and terms and conditions of service for all employees including the setting of appropriate rules for the conduct of staff. Significant changes to such policies and procedures will be effected only after consultation with the Local Governing Body and staff groups where appropriate.
- b) Putting in place processes for: (i) making appointments within the Trustees' remit; and (ii) the Local Governing Body making appointments within its own remit.
- c) Appointment of the Principal at an Academy and determining subsequent salary increases and performance management (subject to each Principal's contract of employment).
- d) In relation to each Local Governing Body, to appoint the first Chair and also the Clerk.
- e) Appoint the Responsible Officer for the Academy.
- f) Providing Trustee and Governor training and evaluation.

3.3 Finances

- a) Establishing a funding model for use across the Trust and the Academies, including determining how much funding needs to be retained at Trust level and also developing individual funding models for Academies in consultation with them.
- b) Determining the Academy's annual budgets in consultation with the Local Governing Body including without limitation regarding any changes to staff salaries (including the Principal) and any changes to the overall part of the budget allocated to staffing costs.
- c) Compliance with the Academies Financial Handbook including, but without limitation, determination of procurement policies for the Trust, in conjunction with the Trust's Finance Trustee, from time to time.
- d) Oversight with regard to the finances of the Trust and the Academy, including, but without limitation, responsibility for compliance with the financial and accounting requirements detailed within the Funding Agreement.
- e) The determination, after consultation with the Local Governing Body, of the extent of the services provided to the Academy by the Trust and how the costs should be allocated.
- f) Putting in place guidelines for the local maintenance of assets and appropriate registers.

3.4 Policies and Targets

- a) Considering and evaluating performance against KPIs set by the Trust in relation to academics, finances and other matters.
- b) Determining the educational targets of the Academy in consultation with the Local Governing Body, including, but without limitation, determination of the Academy's development plan.
- c) Determining any additional financial and reporting targets for the Academy.

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- d) Determining Trust-wide policies such as a DBS policy.
- e) As the legal employer of all staff, responsibility for human resource policies and procedures and appropriate terms and conditions of service as developed with each Academy (including best practice for HR and recruitment); and
- f) Determining the admissions policy and arrangements for the Academy in accordance with admissions law and DfE codes of practice (which is communicated to the Governors and implemented locally).
- g) Deciding upon major strategic and legal aspects such as:
 - I. Establishing a new academy.
 - II. Discontinuing or merging existing ones.
 - III. Disposal of land otherwise for operational letting or hire purposes.
 - IV. Amending the Articles of Association.
- h) Adopting the strategic plan for the Trust which will include individual strategic plans for each academy.
- i) Procurement requiring the publication of OJEU advertisements.
- j) Procurement of any contract with a value in excess of £75000.
- k) Approving the overall budget for the Trust and its devolution to each academy.
- l) Approving the annual accounts of the Trust.
- m) Ensuring that all regulatory requirements are met.
- n) Recommending appointment of Members, Trustees and members of LGB and co-opting additional Trustees including conducting skills audits as required.
- o) Securing that all Trustees and members of LGB are appropriately trained.
- p) Approving all policies that the Trust by law is required to maintain. All policies originate from the ET. A schedule of policies is attached as Appendix One.
- q) Determining each year the scheme of delegation and terms of reference including approving the membership of all committees.
- r) Determining admission arrangements for each academy.
- s) Establishing arrangements for independent appeals against refusals to admit pupils to an academy.
- t) Establishing arrangements for independent review panels to review permanent exclusions.
- u) Appointment of:
 - I. CEO
 - II. EP
 - III. BD

4. Delegation of Functions

The Trust Board delegates its functions as follows:

4.1 Local Governing Body

- a) Reporting to the Trust Board on the overall performance of the academy.
- b) Determination of the annual spend of that part of the Trust budget delegated to be managed by the academy.
- c) Monitoring of educational outcomes in the academy.
- d) Appointment of staff working at the academy in accordance with Trust policies.
- e) Monitoring all aspects of safeguarding, SEN, equality and student welfare.



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- f) Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LGB.
- g) Liaising with the Trust Board, CEO, EP and BD on all aspects of policy setting as they may respectively require.
- h) Arranging election of elected members of the LGB in accordance with the Articles of Association.

4.2 Vision and Accountability

- a) To carry forward the Trust's vision, in a way appropriate to the specific qualities and community characteristics of each Academy.
- b) Implementation of actions required to comply with statutory regulations and the Funding Agreements.
- c) Implementation of the policies agreed by the Trustees, including the policies regarding admissions, DBSs and health and safety, best practice for HR and recruitment, and any others agreed by the Trustees from time to time.
- d) Oversight of the Academy's activities.
- e) Holding Academy leadership to account for academic performance, quality of care and quality of provision.

4.3 Finances and Assets

- a) Ensuring the Academy's resources (as devolved from Trust-level) are applied appropriately.
- b) Consideration of the Academy's required funding and support to the Trustees in relation to the annual budgetary process.
- c) Seeking value for money and being able to demonstrate that value for money has been achieved.
- d) Monitoring and reviewing expenditure on a regular basis and ensuring compliance with the overall financial plan and annual budget (determined with the Trustees) for the Academy.
- e) Maintenance of proper accounting records and the preparation of income and expenditure and balance sheets as required by the Trust Business Director.
- f) Maintenance of or putting in place appropriate arrangements for the maintenance of the Academy estate in accordance with the guidelines established by the Trust.
- g) Implementation of Trust's procurement policies insofar as they impact on the Academy.
- h) Manage the Academy's cash flow and monitor expenditure by the Academy in accordance with policies determined by the Trustees.
- i) Notify the Trust of any changes to fixed assets used by the Academy.
- j) Observing proper levels of delegation and protocols, in conjunction with the Responsible Officer (whether this is an individual person or an outsourced function).

4.4 Appointments

- a) Monitoring local HR activity and policy, including the process for local performance reviews for members of staff and in particular ensuring that it is within the parameters for the particular Academy from time to time established by the Trustees.

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- b) Considering whether any changes are required to staff terms and conditions, although the Governors may not make any amendments to terms and conditions without the Trustees' consent.

5. Audit Committee

5.1 Membership and Attendance

- a) The chair shall not be the chair of the Board.
- b) Members of the Audit Committee will be "independent" Trustees. Chairs of Local Governing Bodies and employees are not eligible.
- c) Board members who are not members of the Audit Committee should have the right of attendance. The Clerk will circulate minutes of meetings of the Audit Committee to all members of the Board.
- d) The CEO in his or her role as accounting officer and the Business Director will normally attend meetings of the Committee.

5.2 Frequency of Meetings

- a) The Board shall determine how often the Committee shall meet, normally at least 3 times each year. The external auditor may request a meeting if they consider one is necessary.

5.3 Authority

- a) The Audit Committee is an advisory body with no executive powers. However, it is authorised by the board to investigate any activity within its terms of reference, and to seek any information it requires from staff, who are requested to co-operate with the Committee in the conduct of its inquiries. Requests for work, and reports received, from the contracted internal audit service will be channelled through the accounting officer and the Business Director.
- b) The Audit Committee is authorised to obtain independent professional advice if it considers this necessary.

5.4 Duties

- a) Monitoring the financial performance of the Trust and holding the Business Director to account for this.
- b) Review the body's internal and external financial statements and reports to ensure that they reflect best practice.
- c) Discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor has the fullest co-operation of staff.
- d) Consider all relevant reports by the appointed external auditor, including reports on the Trust's accounts, achievement of value for money and the response to any management letters.
- e) Review the effectiveness of the body's internal control system established to ensure that the aims, objectives and key performance targets of the organisation are achieved in the most economic, effective and environmentally preferable manner.

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- f) Ensure that the body's internal audit service meets, or exceeds, the standards specified in the Government Academies Financial Handbook, complies in all other respects with these guidelines and meets agreed levels of service.
- g) Consider and advise the board on the body's annual and long-term audit programme.
- h) Consider internal audit reports, including value-for-money reports and the arrangements for their implementation.
- i) Review the operation of the Trust's code of practice for board members, code of conduct for staff and periodically review the Trust's Financial Regulations and related policies regarding Anti- Fraud and Whistleblowing.
- j) Monitoring the use of the pupil premium and other earmarked or dedicated funds.
- k) Monitoring all Human Resource aspects.
- l) Determination of staff pay and conditions.
- m) Procurement of any contract with a value in excess of £75000.
- n) Performance management of CEO & EP.
- o) Disciplinary, capability and grievance aspects relating to CEO, & EP.
- p) Detailed consideration of those policies within its remit.
- q) Appointing non-employee members of the committee to operate as an audit committee.
- r) Consider any other matters where requested to do so by the board; and report at least once a year to the Board on the discharge of the above duties.
- s) All aspects of the curriculum and curriculum delivery.
- t) Dealing with formal complaints against an academy in accordance with the Trust complaints policy.
- u) Monitoring student issues including behaviour and exclusions.
- v) Monitoring all aspects of SEN.
- w) Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy.
- x) Monitoring all equality aspects including the Public Sector Equality Duty.
- y) Monitoring all aspects of readiness of inspection.

6. Roles and Responsibilities

6.1 CEO (Chief Executive Officer)

The CEO may delegate any function to the EP, BD, any HT or any other employee of the Trust

- a) All operational aspects of each academy.
- b) Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion.
- c) Provide strategic and operational leadership of the Trust.
- d) Responsible for the internal organisation management and control of each of the academies and specifically:
- e) Development of Trust-wide strategies and strategies for individual academies for Trust Board approval.
- f) Determining and implementing curriculum provision and assessment.
- g) Performance management of all staff below EP level.
- h) Disciplinary, capability and grievance aspects relating to all staff below EP level.

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- i) Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement.
- j) Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion.

6.2 EP (in conjunction with the CEO)

- a) Deputise for the CEO.

6.3 BD (in conjunction with the CEO)

- a) All operational financial aspects of the Trust and each academy.
- b) Provide financial leadership of the Trust.
- c) Secure financial probity and value for money including compliance with the Academies Financial Handbook.
- d) Prepare and maintain the Trust's Financial Manual
- e) Prepare budget for the Trust, including allocation of funds for centrally-maintained services, determining envelope of funding allocated to individual academies and determining sums to be delegated to each LGB for local spending, for Trust Board approval.

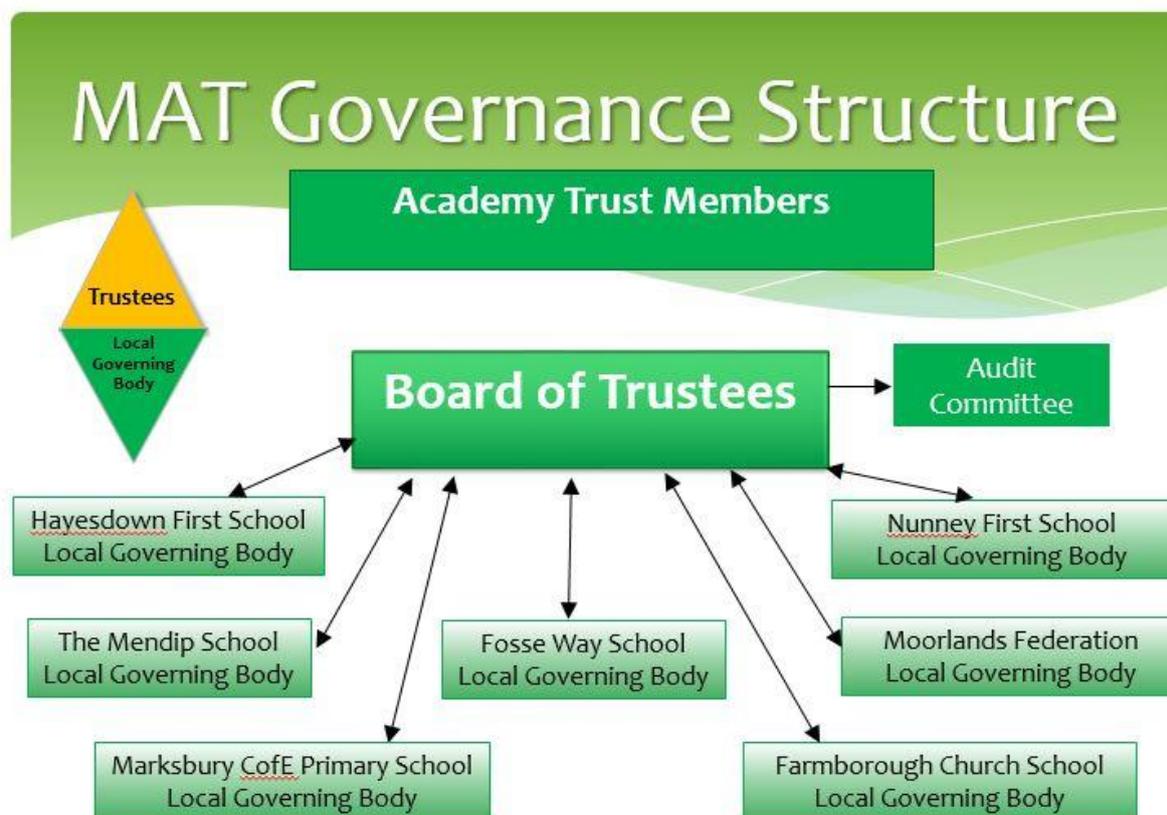
6.4 HT (in conjunction with the CEO)

Subject to responsibilities of the Local Governing Body and the policy statements of the Trust, the Principal shall be responsible to the Local Governing Body for:-

- a) Implementing the agreed policies and procedures laid down by the Local Governing Body this includes the implementation of all statutory regulations.
- b) Advising the Local Governing Body on strategic direction, forward planning and quality assurance.
- c) The leadership and management of the Academy.
- d) The admission of pupils.
- e) Managing the delegated budget and resources agreed by the Local Governing Body.
- f) Advising the Local Governing Body on the appointment of the Vice Principal and such other senior posts as the Local Governing Body may determine.
- g) The appointment of all other staff and (except to the extent directed otherwise by the Trustees and/or the Local Governing Body), the salary grading, allocation of duties, appraisal and discipline of all staff.
- h) The maintenance of good order and discipline by the pupils including their suspension and/or exclusion within the framework laid down by the Local Governing Body.
- i) All such additional functions as may be assigned under the job description or contract of employment.

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THE PARTNERSHIP TRUST GOVERNANCE STRUCTURE



1. Trust Members

Role: Overall strategic responsibility for the Trust and the appointment of Trustees.

Chair of Board of Trustees Nick Jones	1
Chair of Audit Committee Steve Murphy	1
Representative from each Local Governing Body Tony Caisley	1 (Chair excluded)
Without Criteria Hillary Allom	

2. Board of Trustees

Meet at least 5 times each year.

Role: responsible for the day to day operation (management and administration) of the Multi-Academy Schools on behalf of the Members. Reports to the Academy Members. Sets the terms of reference for the Local Governing Bodies (LGBs). Has



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the power to overrule decisions made by its sub-committees and the Local Governing Bodies. Appoints Chairs to Local Governing Bodies

Chair (appointed by Board)		(non-executive only)
Appointed by Members	Up to 9	(representation from each sector)
Appointed by Bath & Wells Diocese	Up to 3	
	TOTAL = 12	

Currently consists of 7 Chairs of LGBs, 4 independent Trustees and the Executive Principal.

Example of core agenda for a Board meeting:-

- Progress toward Academy Improvement Plan Targets for each school.
- Reports from the Local Governing Body of each school (including progress toward school Improvement Plan Targets).
- Report from Audit Committee.
- Reports from any other committees set up by the Board.
- Report from the Teaching School.

3. Audit Committee (sub-committee of Board of Trustees)

Meet at least 3 times each year.

Role: review the Trust's internal and external financial statements and systems, liaise with and consider all relevant reports by the appointed external auditor, advise Board on annual and long term audit programme. All members of the Audit Committee are independent Trustees.

Appointed by the Board	Up to 4	("independent" Governors only)
Chair (appointed by Board)		
	TOTAL = 4	

4. Local Governing Body

Meet at least 5 times each year. Creates sub committees for performance management/salaries, disciplinary, appeals etc

Role: Overseeing of one academy/free school, exercising of delegated powers given by the Multi-Academy Trust and reports to the Board of Trustees through the Local Governing Body Chair.

There are two types of Local Governing Body;
Full Delegation Local Governing Body and Consultative Local Governing Body. (See Terms of Reference)



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5. Full Delegation Local Governing Body

Chair		(Appointed by LGB, ratified by Board of Trustees staff not eligible)
Parents	2	(Elected by parents of the school)
Staff	1	(Elected by staff of the school)
Community Governor/Foundation	5	(Appointed by LGB, for church schools they must equal 25% of LGB)
Principal	1	(From the 'home' school)
CEO	1	

TOTAL = 10

6. Consultative Local Governing Body

Chair		(Appointed by LGB, ratified by Board of Trustees staff not eligible)
Parents	2	(Elected by parents of the school)
Community Governor	6	(Appointed by Board of Trustees)
Principal	1	(From the 'home' school)

TOTAL = 9

Example of core agenda for Local Governing Body:-

- Progress toward School Improvement Plan Targets.
- Curriculum development presentations etc.
- Report on progress toward pupil progress targets.
- Report on attendance, behaviour and safety.
- Report on quality of teaching and learning.
- Budget, staffing and Premises updates.
- Matters arising from Board of Trustees meeting.
- Reports regarding specific school initiatives/issues.



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STANDING ORDERS OF THE PARTNERSHIP TRUST BOARD

1. Context

- a) These Standing Orders should be used in conjunction with the general advice issued by the Department for Education.

2. Convening and Planning Meetings, and the Conduct of Business

2.1 Chair and Vice Chair

- a) The Board will elect from among its number a Chair and a Vice Chair and the term (not more than 2 years) which the office to be held.
- b) The chair will conduct all meetings of the Board except where, in his or her absence, the chair will be taken by the Vice Chair.
- c) If both the Chair and Vice Chair are absent from a meeting or have resigned, the Board will elect from its number a Chair for that meeting.
- d) If both the Chair and the Vice Chair resign, the Board will hold a special meeting within 10 days to elect their successors.
- e) The term of office for each governor shall not be more than 4 years.

2.2 Calendar of Meetings

- a) The Board will meet as a whole not less than 5 times each year.
- b) The Board will plan its meetings, including those of committees, at the first meeting of the academic year.

2.3 Timing of Meetings

- a) Meetings will start at times which are acceptable to the full Board, and will be limited to 2½ hours' duration.
- b) Where business has not been completed within the time stated in paragraph 4.1 above, those present at a meeting may resolve to extend the meeting for a given time in order to deal with specified business.

2.4 Quorum

- a) For meetings of the full Board, the quorum will be one-third, rounded up, of the Board when fully constituted, unless the meeting is concerned with any of the issues listed below, when the quorum must be two thirds (rounded up to a whole number) of those Trustees of the Board who are entitled to vote:
 - I. The co-option of a Trustee;
 - II. The appointment of Trustees of a committee with delegated authority and the determination of any question relating to such a committee; or
 - III. The removal of the Chair.
- b) The quorum for a committee/working part will be a minimum of three Trustees.
- c) A meeting cannot be held if inquorate, and, therefore, decisions may not be made.
- d) If during the course of a meeting it becomes inquorate it will be discontinued.
- e) A meeting may be discontinued at any time by resolution of the Board.
- f) When a meeting is discontinued, or is inquorate, any items remaining on the agenda will be placed on the agenda of a subsequent meeting.

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2.5 Convening Meetings

- a) All meetings will be convened by the Clerk, who must also comply with any direction of the Chair, and with a requisition signed by three members of the Board.

2.6 Notice of Meetings

- a) Written notice of meetings and the agenda will be sent to Trustees at their registered addresses to be received 7 clear days before the meeting, while those for an extraordinary meeting called by the Chair or by requisition may be sent within a shorter time.
- b) Non-receipt of notice of a meeting will not invalidate the meeting.

2.7 Agenda

- a) Agenda will be organised by the Clerk in consultation with the Chair and the CEO together.
- b) Items may be placed on the agenda by individual or groups of, Trustees by writing to the Clerk.
- c) Papers which inform agenda items will be sent to Trustees with the agenda.

2.8 Late Items/Any Other Business

- a) Immediately after the minutes of the previous meeting have been approved, Trustees should inform the meeting of any item they wish to raise under Any Other Business.
- b) The meeting will decide whether any item so identified may be raised under Any Other Business, whether it should be deferred to a subsequent meeting, or whether it should not be heard at all.

2.9 Attendance

- a) A record will be kept of all persons attending a meeting of the Board or any of its committees.
- b) Absences and apologies should be recorded in the minutes under the following headings:
 - I. Present: the names of Trustees (eligible to vote) including staff Trustees;
 - II. In attendance: the names of others who attend and participate in the meeting but are not Trustees;
 - III. Apologies received and whether accepted.
 - IV. Absent and no apologies received.
- c) The time of departure of any Trustee leaving before the end of a meeting will be recorded in the minutes.

2.10 Minutes of Meetings

- a) The minutes of meetings will be drawn up on consecutively-numbered loose leaf pages, each page initialled by the person signing them as the true record.
- b) A dissenting view will be recorded in the minutes of the meeting, if that is the wish of one or more Trustees present.

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- c) Copies of the draft minutes, checked for accuracy by the Chair and CEO, will be sent to all members of the Board within 10 days of the meeting.
- d) The minutes of a meeting will be considered for approval or amendment at the next meeting.
- e) Action will be taken on the basis of decisions and need not await the approval of the minutes at the next meeting.
- f) Those matters which by law must remain confidential or which the Board decides shall be confidential will not be published in the minutes of any meeting.
- g) The draft minutes of meetings will be available for public inspection once they have been checked by the CEO and approved by the Chair.
- h) The approved minutes etc. will be available for public inspection at reasonable times by arrangement with the Clerk.
- i) A copy of the signed minutes of any or all meetings will be sent to the Department of Education on request.

2.11 Correspondence

- a) All incoming correspondence, excluding any concerning a complaint, is for the attention of the Board. Significant items will be presented to each meeting of the Board, including any on which the Chair has already taken urgent action, so that the need for, and the nature of, action may be decided or confirmed.
- b) The Board will determine by resolution who should write letters on behalf of the Board.

2.12 Information and Advice

- a) The CEO has a duty to keep the Board fully informed about matters affecting the Trust to ensure Trustees make informed decisions and will present an annual report.
- b) Where important information required by the Board is given orally, it will be recorded in the minutes in appropriate detail.
- c) Where information is required by the Board but is not readily available, reasonable time will be given for its production.
- d) Where expertise is needed but not available within the Board, the Board may consider co-opting an appropriate non-Trustee.

2.13 Discussion and Debate

- a) The Chair will consult the Board on matters raised where they appear to be not relevant to the agenda, or for which due notice has not been given.
- b) The Chair will ensure that all Trustees enjoy equality of opportunity to express their views.
- c) Recommendations received from working parties will be recorded in the written minutes.
- d) The Board will receive, but not debate, decisions which it has delegated to a committee or an individual. Decisions will be recorded in the minutes.

2.14 Decision-Making

- a) Members of the Board recognise that all decisions must be made by a full meeting of the Board unless an individual or a committee has been delegated to deal with a specific issue.

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- b) Decisions will be made after full discussion and by a simple majority by show of hands unless any one Trustee, or more, requires a secret ballot.
- c) A decision of the Board is binding upon all its members.
- d) If there is a tied vote at the end of a discussion, the Chair may vote a second time to determine the issue.
- e) Decisions of the Board may only be amended or rescinded at a subsequent meeting of the Board when the proposal to amend or rescind appears as a separate agenda item.

2.15 Urgent Action

- a) The Chair, or in his or her absence the Vice Chair, has authority to take urgent action between meetings provided that the following conditions exist:
 - I. Delay in dealing with the matter would be seriously detrimental to a pupil, or a potential pupil, or his or her parents, or to a member of staff, or to a potential member of staff; and
 - II. A meeting could not be called in sufficient time to deal with the matter without being seriously detrimental as described in (16.a)I) above.
- b) If urgent action needs to be taken and with prior agreement (Majority) of the Board/LGB the chair may organise a vote using electronic systems.
- c) If any urgent action is taken by the Chair between meetings, the facts will be reported to the next meeting of the Board.

2.16 Public Statements

- a) Public statements will be made only by those delegated to make them.

2.17 Access to Meetings of the Board

- a) Those persons entitled to attend a meeting of the Board are any of its members, and the Clerk.
- b) The Board will decide who, other than a Trustee or the Clerk, will be admitted to a meeting.
- c) The Board will determine its procedures for responding to those seeking permission to attend meetings.
- d) The Board will decide which of its meetings, if any, will be open to the public.
- e) If a meeting is to be opened to parents/the public, reasonable notice will be given.

2.18 Pecuniary and Personal Interest

- a) The Board will maintain a register of the pecuniary interests of its members in the form of consecutively numbered loose leaf sheets, each sheet being a statement completed and signed by the relevant Trustee.
- b) Trustees will draw attention as appropriate to their declared pecuniary or personal interests.
- c) A Trustee will be required to withdraw from a meeting if he or she:
 - I. Stands to gain financially from a matter under consideration
 - II. Has a personal interest in a matter under consideration; or
 - III. Is a relative of a pupil, parent or employee being discussed.
- d) Trustees who have declared personal interest must be allowed to attend a meeting of a committee of the Board to give evidence if they have made relevant accusations, or are witnesses in the case, when it is discussing:

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- I. Disciplinary action against an employee or against a pupil; or
- II. A matter arising from an alleged incident involving a pupil.

2.19 Delegation of Functions

- a) The Board will decide as occasion arises the delegation of its functions in relation to complaints, the dismissal or grievance of a staff member, the exclusion of a pupil and pay decisions in relation to staff performance.

2.20 Committees and Working Parties

- a) In order to ensure the most efficient use of time and resources, and in some cases to ensure absolute propriety, the Board will, where it is proper and appropriate to do so:
 - I. Set up committees and working parties to provide information and/or make recommendations to the Board;
 - II. Delegate work to individual members of the Board.

2.21 Committees

- a) Committees may be given delegated authority to make decisions on behalf of the Board only where delegation is not forbidden by requirement.
- b) When establishing committees, the Board, in addition to ensuring that at least three Trustees (not including the CEO) are appointed to each, will:
 - I. Determine the membership and the method of appointing the Chair of each committee;
 - II. Establish and record terms of reference for approval by the Board;
- c) The Board may co-opt non-Trustees to committees but they may not vote on any matter;
- d) The CEO has the right to attend any meeting of Board committees.
- e) The membership of an appeal committee will not include any member of the relevant Local Governing Body (LGB) "first" committee or a Trustee who had any previous involvement with the matter under appeal.
- f) The Board will ensure that the appeal committee will have no fewer members than the relevant LGB "first" committee.
- g) A committee will provide a written report of its decisions and action to the next meeting of the full Board.
- h) The minutes of a committee meeting will be approved by the relevant committee, and a copy will be presented to the next meeting of the Board for information and filing.

2.22 Working Parties

- a) In establishing working parties, the Board will:
- b) Determine the membership, including that of non-members of the Board, and the method of appointing the Chair of each working party;
- c) Establish terms of reference;
- d) Determine procedures for reporting back.
- e) The CEO has the right to attend any meeting of the Board's working parties.
- f) If the Board establishes working parties to make recommendations or provide information they will be discontinued when their work has been completed.



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- g) A working party will present either written recommendations or progress reports to the next meeting of the full body.

3. Review

- a) Amendments to these Standing Orders may be made only by the Board at its first full meeting of any academic year.

This policy is written in compliance with the Equal Opportunities Policy.

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STANDING ORDERS OF XXX SCHOOL LOCAL GOVERNING BODY

1. Context

- a) These Standing Orders should be used in conjunction with the general advice issued by the Department for Education.

2. Convening and Planning Meetings, and the Conduct of Business

2.1 Chair and Vice Chair

- a) The governing body will elect from among its number a Chair and a Vice Chair. The term which the office to be held should not be more than 2 years. The Trust Board then ratifies the election of the chair by the LGB by which action the chair is appointed as a Trustee.
- b) The chair will conduct all meetings of the whole governing body except where, in his or her absence, the chair will be taken by the Vice Chair.
- c) If both the Chair and Vice Chair are absent from a meeting or have resigned, the governing body will elect from its number a Chair for that meeting.
- d) If both the Chair and the Vice Chair resign, the governing body will hold a special meeting within 10 days to elect their successors.
- e) The term of office for each governor shall not be more than 4 years.

2.2 Calendar of Meetings

- a) The governing body will meet as a whole not less than 5 times each year.
- b) The governing body will plan its meetings, including those of committees, at the first meeting of the academic year.

2.3 Timing of Meetings

- a) Meetings will start at times which are acceptable to the full governing body, and will be limited to 2 hours' duration.
- b) Where business has not been completed within the time stated in paragraph 4.1 above, those present at a meeting may resolve to extend the meeting for a given time in order to deal with specified business.

2.4 Quorum

- a) For meetings of the full governing body, the quorum will be one-third, rounded up, of the governing body when fully constituted, unless the meeting is concerned with any of the issues listed below, when the quorum must be two thirds (rounded up to a whole number) of those members of the governing body who are entitled to vote:
 - I. The appointment of a parent governor when there have not been sufficient candidates to fill the post;
 - II. The co-option of a governor;
 - III. The co-option of a teacher governor to a temporary governing body;
 - IV. The appointment of members of a committee with delegated authority and the determination of any question relating to such a committee; or
 - V. The removal of the Chair.
- b) The quorum for a committee/working party will be a minimum of three governors, including members from more than one representative group.

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- c) A meeting cannot be held if inquorate, and, therefore, decisions may not be made.
- d) If during the course of a meeting it becomes inquorate it will be discontinued.
- e) A meeting may be discontinued at any time by resolution of the governing body.
- f) When a meeting is discontinued, or is inquorate, any items remaining on the agenda will be placed on the agenda of a subsequent meeting.

2.5 Convening Meetings

- a) All meetings will be convened by the Clerk, who must also comply with any direction of the Chair, and with a requisition signed by three members of the governing body.

2.6 Notice of Meetings

- a) Written notice of meetings and the agenda will be sent to members at their registered addresses and the Principal if not a governor.
- b) To be received 7 clear days before the meeting, while those for an extraordinary meeting called by the Chair or by requisition may be sent within a shorter time.
- c) Non-receipt of notice of a meeting will not invalidate the meeting.

2.7 Agenda

- a) Agenda will be organised by the Clerk in consultation with the Chair and the Principal together.
- b) Items may be placed on the agenda by individual or groups of, governors by writing to the Clerk.
- c) Papers which inform agenda items will be sent to governors with the agenda.

2.8 Late Items/Any Other Business

- a) Immediately after the minutes of the previous meeting have been approved, members should inform the meeting of any item they wish to raise under Any Other Business.
- b) The meeting will decide whether any item so identified may be raised under Any Other Business, whether it should be deferred to a subsequent meeting, or whether it should not be heard at all.

2.9 Attendance

- a) A record will be kept of all persons attending a meeting of the governing body or any of its committees.
- b) Absences and apologies should be recorded in the minutes under the following headings:
 - I. Present: the names of governors (eligible to vote) including staff governors;
 - II. In attendance: the names of others who attend and participate in the meeting but are not governors;
 - III. Apologies received and whether accepted.
 - IV. Absent and no apologies received.
- c) The time of departure of any member leaving before the end of a meeting will be recorded in the minutes.

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2.10 Minutes of Meetings

- a) The minutes of meetings will be drawn up on consecutively-numbered loose leaf pages, each page initialled by the person signing them as the true record.
- b) A dissenting view will be recorded in the minutes of the meeting, if that is the wish of one or more members present.
- c) Copies of the draft minutes, checked for accuracy by the Chair and Principal, will be sent to all members of the governing body within 10 days of the meeting.
- d) The minutes of a meeting will be considered for approval or amendment at the next meeting.
- e) Action will be taken on the basis of decisions and need not await the approval of the minutes at the next meeting.
- f) Those matters which by law must remain confidential or which the governing body decides shall be confidential will not be published in the minutes of any meeting.
- g) The draft minutes of meetings will be available for public inspection once they have been checked by the Principal and approved by the Chair.
- h) The approved minutes etc. will be available for public inspection at reasonable times by arrangement with the Clerk.
- i) A copy of the signed minutes of any or all meetings will be sent to the Department of Education on request.

2.11 Correspondence

- a) All incoming correspondence, excluding any concerning a complaint, is for the attention of the whole governing body. Significant items will be presented to each meeting of the governing body, including any on which the Chair has already taken urgent action, so that the need for, and the nature of, action may be decided or confirmed.
- b) The governing body will determine by resolution who should write letters on behalf of the governing body.

2.12 Information and Advice

- a) The Principal has a statutory duty to keep the governing body fully informed, and will present a written report at least twice each year.
- b) Where important information required by the governing body is given orally, it will be recorded in the minutes in appropriate detail.
- c) Where information is required by the governing body but is not readily available, reasonable time will be given for its production.
- d) Where expertise is needed but not available within the governing body, the governing body may consider co-opting an appropriate non-governor.

2.13 Discussion and Debate

- a) The Chair will consult the governing body on matters raised where they appear to be not relevant to the agenda, or for which due notice has not been given.
- b) The Chair will ensure that all governors enjoy equality of opportunity to express their views.
- c) Recommendations received from working parties will be recorded in the written minutes.

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- d) The governing body will receive, but not debate, decisions which it has delegated to a committee or an individual. Decisions will be recorded in the minutes.

2.14 Decision-Making

- a) Members of the governing body recognise that all decisions must be made by a full meeting of the governing body unless an individual or a committee has been delegated to deal with a specific issue.
- b) Decisions will be made after full discussion and by a simple majority by show of hands unless any one member, or more, requires a secret ballot.
- c) A decision of the governing body is binding upon all its members.
- d) Voting on a decision to ballot parents will be by secret ballot.
- e) If there is a tied vote at the end of a discussion, the Chair may vote a second time to determine the issue.
- f) Decisions of the governing body may only be amended or rescinded at a subsequent meeting of the governing body when the proposal to amend or rescind appears as a separate agenda item.

2.15 Urgent Action

- a) The Chair, or in his or her absence the Vice Chair, has authority to take urgent action between meetings provided that the following conditions exist:
- I. Delay in dealing with the matter would be seriously detrimental to a pupil, or a potential pupil, or his or her parents, or to a member of staff, or to a potential member of staff; and
 - II. A meeting could not be called in sufficient time to deal with the matter without being seriously detrimental as described in 16.1.1
- b) If urgent action needs to be taken and with prior agreement (Majority) of the Board/LGB the chair may organise a vote using electronic systems.
- c) If any urgent action is taken by the Chair between meetings, the facts will be reported to the next meeting of the governing body.

2.16 Public Statements

- a) Public statements will be made only by those delegated to make them

2.17 Access to Meetings of the Governing Body

- a) Those persons entitled to attend a meeting of the governing body are any of its members, the Principal whether or not a member of the governing body, and the Clerk.
- b) When the Principal is absent his or her place will be taken by the vice Principal.
- c) The governing body will decide who, other than a governor, the Principal or the Clerk, will be admitted to a meeting.
- d) The governing body will determine its procedures for responding to those seeking permission to attend meetings.
- e) The governing body will decide which of its meetings, if any, will be open to the public.
- f) If a meeting is to be opened to parents/the public, reasonable notice will be given.

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- g) The vice Principal will be invited to attend meetings of the full body as part of his or her professional development.

2.18 Pecuniary and Personal Interest

- a) The governing body will maintain a register of the pecuniary interests of its members in the form of consecutively numbered loose leaf sheets, each sheet being a statement completed and signed by the relevant member.
- b) Members will draw attention as appropriate to their declared pecuniary or personal interests.
- c) A governor will be required to withdraw from a meeting if he or she:
- I. Stands to gain financially from a matter under consideration;
 - II. Has a personal interest in a matter under consideration; or
 - III. Is a relative of a pupil, parent or employee being discussion.
- d) Governors who have declared personal interest must be allowed to attend a meeting of a committee of the governing body to give evidence if they have made relevant accusations, or are witnesses in the case, when it is discussing:
- I. Disciplinary action against an employee or against a pupil; or
 - II. A matter arising from an alleged incident involving a pupil.

2.19 Delegation of Functions

- a) The governing body will decide as occasion arises the delegation of its functions in relation to complaints, the dismissal or grievance of a staff member, the exclusion of a pupil and pay decisions in relation to staff performance.

2.20 Committees and Working Parties

- a) In order to ensure the most efficient use of time and resources, and in some cases to ensure absolute propriety, the Local Governing Body will, where it is proper and appropriate to do so:
- I. Set up committees and working parties to provide information and/or make recommendations to the whole governing body;
 - II. Delegate work to individual members of the LGB.

2.21 Committees

- a) Committees will have delegated authority to make decisions on behalf of the governing body only where delegation is not forbidden by requirement.
- b) When establishing committees, the governing body, in addition to ensuring that at least three governors (not including the Principal) are appointed to each, will:
- I. Determine the membership and the method of appointing the Chair of each committee;
 - II. Establish and record terms of reference for approval by the LGB;
- c) The governing body may co-opt non-governors to committees but they may not vote on any matter except the use of school premises out of school hours.
- d) The Principal has a right to attend any meeting of the governing body or any of its committees subject to the statutory rules laid down in respect of exclusions and staff disciplinary matters.
- e) The governing body will request that Trustees establish a committee to deal with appeals against any decision of a "first" committee.

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- f) The membership of the appeal committee will not include any member of the relevant "first" committee.
- g) The Trustees will ensure that the appeal committee will have no fewer members than the relevant "first" committee.
- h) A committee will provide a written report of its decisions and action to the next meeting of the full body.
- i) The minutes of a committee meeting will be approved by the relevant committee, and a copy will be presented to the next meeting of the governing body for information and filing.

2.22 Working Parties

- a) In establishing working parties, the governing body will:
- b) Determine the membership, including that of non-members of the governing body, and the method of appointing the Chair of each working party;
- c) Establish terms of reference;
- d) Determine procedures for reporting back.
- e) The Headteacher has the right to attend any meeting of the governing body or any of its working parties.
- f) If the governing body establishes working parties to make recommendations or provide information they will be discontinued when their work has been completed.
- g) A working party will present either written recommendations or progress reports to the next meeting of the full body.

3. Review

- a) Amendments to these Standing Orders may be made only by the Board of Trustees at its first full meeting of any academic year.

Note: all decisions taken under delegated authority MUST be reported to the next available Trust Board meeting. This should be done by way of a minute of the decision or of the meeting at which the decision was taken.

This policy is written in compliance with the Equal Opportunities Policy.

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Appendix One

1. PARTNERSHIP TRUST POLICIES

Policies maintained by the Academy Trust requiring Trust review and adoption
Note: all required policies are initiated by the Executive Team including Headteachers at the direction of CEO. All policies are to be reviewed every three years unless shown otherwise or a change of legislation or policy requires a sooner review. The Trust Board will set a review timetable to secure a rolling cycle of review.

1.1 Policies Review Frequency - Annually

- Scheme of Delegation, Terms of Reference and Standing Orders
- Equal Opportunities (Recruitment)
- Financial Regulation Manual
- Staff Pay Policy

1.2 Policies Review Frequency - Three Yearly

- Adoption Leave Policy
- Appraisal Policy
- Capability Policy
- DBS Policy – Academy
- Governor and Trustee Allowances
- Governor Visits Policy
- Grievance Policy
- Maternity Leave Policy
- Parental Leave Policy
- Paternity Leave Policy

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- **Privacy Note for Staff**
- **Staff Sickness and Absence Policy**
- **Staff Safer Recruitment and Selection Policy**
- **Staff Code of Conduct**
- **Staff Disciplinary Procedure**
- **Staff Flexible Working**
- **Staff Time off Work policy**
- **Staff Probationary Policy for Support Staff**
- **Staff LGPS Procedure and Discretions**
- **Whistle Blowing Policy**

1.3 Policies Review Frequency - Live

- **Register of business interests**
- **School information published on a website**

Review frequency: Live – must be updated as soon as possible after a change and at least annually