



Governance Structure
for
The Collegiate Academy Trust

Approved by Trust on 13th December 2016

Reviewed Annually

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1.0 Introduction

The Board of Trustees of the Collegiate Academy Trust under its Articles of Association is required to approve a Governance structure for the Trust on an annual basis.

The governance structure must be:

- compliant with DfE requirements, company and charity law;
- scalable and so adaptable to growth or change in the Collegiate Academy Trust;
- capable of being serviced by the Trustees of the Collegiate Academy Trust and its Committees.

2.0 Rationale

To achieve the above and ensure that the governance structure Complies with the Academies Financial Handbook in addition to the Trust board, there will be a number of committees which will have delegated responsibilities to act on behalf of the Trust Board. These committees will report directly to the Board and are;

- Admissions
- Audit
- Discipline (Exclusions)
- Remuneration and Performance Management
- Resources and
- Appeals.

In addition to these committees each academy will have a Standards and Performance Committee. The work of this committee will be further enhanced via the support of a Family Forum. This Forum will operate to ensure that all parties interested in the working of the Academy can have a voice. It will have a reporting line into the Standards and Performance Committee.

3.0 Delegated powers

The Collegiate Academy Trust may (subject to the Articles of Association) delegate to any Committee, any Trustee, any person holding an executive office, or to the Executive Principal such of their powers or functions as they consider desirable to be exercised by them.

To achieve this, the Trust board will on an annual basis review the success of each academy based on its ability to meet the targets and objectives set by the board for the previous year. In essence, each academy within the Trust will achieve **earned autonomy** insofar as its delegated powers are concerned.

Scheme of Delegation

When a new school/academy joins the Trust, the Board will determine the level of delegation.

The scheme of delegation detailed in this document defines the powers and functions that are reserved for the Board and its Committees. The Trust Board at its first meeting of the year, will agree for each Academy the level of delegation. Any delegated decision must be reported to the next full Trustees' meeting but a decision taken under delegated powers is binding and immediately effective.

In exercising its strategic role the Collegiate Academy Trust Board will retain exclusive responsibility for the following:

4.0 Powers Retained by the Trust Board

- Ensuring compliance with the Trust's duties under Company Law and Charity Law and agreements made with the DfE, including the Funding Agreement, and the Deed of Gift;
- The determination of the educational character and mission of the Academy;
- Ensuring the solvency of the Academy Company and Charity, safeguarding its assets and delivering its charitable outcomes;
- The appointment or dismissal of the Executive Principal, Principal (where appointed) and Finance Director;
- Ensuring the continued charitable status of the Company;
- Setting key strategic objectives and targets and reviewing performance against these for all its academies at the yearend;
- Determination of the establishment, constitution, membership, proceedings and delegated powers and functions of the Committees and their annual review and revision;
- The approval of Collegiate Academy Trust policies, not otherwise delegated to Committees;
- The approval of annual estimates of income and expenditure for the Trust at the beginning of the academic year;
- To approve the appointment/resignation of the auditors for the Trust on an annual basis;
- The approval of the Trust year end accounts;
- Entering into all contracts on behalf of the Trust;
- To authorise expenditure or income over the value of £100,000;
- To authorise the opening of a bank account;
- To approve the pay structure for the Trust;
- To receive reports from its trading subsidiary company Shireland Learning Ltd (SLL) and to make recommendations to the Board of SLL regarding this company;

5.0 Relationship between the Collegiate Academy Trust and its Committees

The Collegiate Academy Trust Board will delegate powers to its Committees as stated below. However, it will be the Principal of each academy that will be accountable for the implementation of the Trust's vision, aims, objectives and targets.

The Trust will hold them to account via the Standards and Performance Committee. The Standards and Performance Committee in essence will be the Local Governing Body for each academy.

The Standards and Performance Committee will apply the recommendations of the Executive Principal and the Principal in respect of the operational day to day running of the Academy.

The Standards and Performance Committee will have the responsibility to ensure that the direction set by the Collegiate Academy Trust is implemented and relevant monitoring and reporting systems are in place to ensure adherence.

The Standard and Performance Committee will have delegated power to **monitor and review** the role of the Academy at an operational day to day level. This will include;

- the management and organisation of the Academy, including the safeguarding and wellbeing of all staff and students
 - the implementation of the decisions of the Board and the Executive Principal;
 - performance in relation to targets and standards approved by the Board;
 - the implementation of policies as stated in the policy schedule agreed by the Board;
 - the implementation of policies approved by relevant committees;
 - the annual budget agreed by the Board
 - the appraisal and pay progression of all staff
 - the implementation of the single equality duty
 - the implementation of all extended services and wrap around care activities
- The Committee will report its advice and recommendations directly to the board at its next meeting
 - Every meeting of the Committee will consider Finance, HR, curriculum, student welfare, site issues and extended academy issues as standing agenda items.
 - Finance issues which require further detailed consideration will be referred by the Committee to the Finance Director, who will consult with the Executive Principal to determine whether the matter is referred to the Resources Committee.
 - HR issues which require further detailed consideration will be referred by the Committee to the HR Director, who will consult with the Executive Principal to determine whether the matter is referred to the Resources Committee.
 - It is not proposed that the Committee will have any standing sub-committees. However it may be necessary from time to time by agreement with the Chairman to establish a single purpose working party of the Committee in order to deal with an issue that cannot be dealt with adequately by the Committee in one of its scheduled meetings. Any such working party will be disbanded as soon as its work is complete.
 - The 'normal' termly schedule of meetings should commence with the Collegiate Academy Trust Board, and then followed by the Standards and Performance Committee, followed by the Resources Committee and then the Board and Audit Committee towards the end of term. This allows action and decisions made by Committees to be reported to the Trust Board as required by the Articles of Association and within a termly cycle.
 - Meetings for the other committees will be scheduled as the need arises.
 - The supporting Committees will report directly to the Trust Board
 - The other Committees that report directly to the Collegiate Academy Trust are the **Resources, Admissions, Discipline, Appeals, Remuneration and Performance Management and Audit Committees.**
 - The Resources committee will be responsible for all finance and personnel related matters

- The Audit Committee will be responsible for reviewing and addressing the risks to internal control, informing the statement of internal control, and agreeing a programme of internal audit work to provide assurance to the external audit. The Admissions committee will be responsible for all admissions issues that are referred to it by the Governing Body or the Board.
- The Discipline committee will deal with all student behavior issues and any staff discipline issues in relation to the Executive Principal, and the Finance Director.
- The Appeals committee will deal with any appeals from staff/students or the public.
- The Remuneration and Performance Management Committee will deal with the salaries and performance of the Executive Leadership Team.
- The Terms of Reference for each committee will be presented to the board for approval at its first meeting in the new academic year.
- Each committee must have a Chair and must have a minimum of 3 members to be quorate
- The membership of each Committee must always include a majority of Trustees except in the case of the Standards and Performance Committee

6.0 Constitution

- The Trust Board will have 10 Directors including the Executive Principal, of which 3 will be appointed by the members
- The Directors will be known as Trustees. Non Trustees will be known as Governors
- The Executive Principal can attend all meetings of any Committee established by the Trust but in some instances this may only be in an advisory capacity. When an issue is being discussed which directly affects the Executive Principal he/she must, as with any other Trustee in a similar position, declare an interest and physically withdraw from the meeting.
- The legal minimum quorum for Committee meetings is three voting Trustees/Governors. For meetings of the Trust the quorum is as determined by the Articles of Association.
- Associate members may be appointed to a Committee by the Trust Board and may be given voting rights. However, a majority of the members serving on the Committee must be Trustees, except in the case of the Standards and Performance Committee.
- No vote on any matter shall be taken at a meeting of a Committee of the Trustees, unless the majority of members of the Committee present are Trustees.
- The appointed Clerk will undertake the clerking of the Board and its Committees.
- The minutes shall be included as an Agenda item for consideration at the next meeting of the full Board where appropriate.
- All decisions made by Committees with delegated powers must be reported to the next full meeting of the Board. If the minutes are not finalised a brief statement of the conclusions reached should be given.
- All actions required from the monitoring of performance from the Standards and Performance Committee that need Board approval or decision must be reported to the next full meeting of the Board. The appointed clerk must ensure the clerk of the Trust board receives a brief statement of direction.
- The Chair of each Committee will be appointed at the first Committee meeting of the academic year.

- All Trustees/Governors are encouraged to attend training regularly and review training needs annually. This training will be arranged by the Trust.
- The term of office for any Trustee or Governor shall be 4 years, this time limit shall not apply to the Executive Principal. Subject to remaining eligible to be a particular type of Trustee, any Trustee or Governor may be re-appointed or re-elected.

7.0 Terms of Reference of Committees

The terms of reference for each committee is attached as Appendix 1

7.1 Standards and Performance Committee

7.1.1 Purpose

The Standards and Performance Committee will be responsible for **monitoring and reviewing** the operational day to day running of the Academy. In addition to this, this body will act as a consultative body for the main board.

The Principal will be accountable to the Board for all aspects of the overall performance of the academy.

The Committee has the delegated power to approve the recommendations of the Executive Principal and the Principal in respect of the operational day to day running of the Academy to include;

- the implementation of decisions of the Collegiate Academy Trust Board and the Executive Principal
- the management and organisation of the Academy in line with the Collegiate and individual Academy Development Plans;
- Performance in relation to curriculum targets to include the receiving and reviewing of student performance data on a termly basis and to oversee the policies and procedures for reporting student progress and performance;
- The implementation of policies approved by the Board according to the agreed policy schedule. Implementation of all extended academy activities
- Performance in relation to the site and Health and Safety
- Performance in relation to the financial position of the academy
- Performance of staff to include appraisal and target setting
- Overview of the staffing establishment agreed by the Trust Board
- Compliance with all relevant legislation

7.1.2 Membership

The membership of the Committee will be agreed on an annual basis

The Executive Principal is an ex officio member of the Committee.

The membership shall be:

- a trustee appointed by the Board as Chair for the academic year
- 2 family governors;
- 1 staff governor;
- 2 community governors appointed by the Trust
- The Executive Principal or his representative;

- The Principal of the academy;
- 1 co –opted trustee/governor

7.1.3 Attendance at Committee meetings.

Any Trustee may attend meetings of any of the Collegiate Academy Trust's Committees.

The Committee may invite attendance at meetings from persons who are not Trustees/Governors to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

7.1.4 Quorum

The quorum is two Trustees plus one Governor who are members of the Committee.

7.1.5 Voting at meetings

Only members of the Committee may vote at its meetings.

The Chairman will have a casting vote.

7.1.6 Appointment of Chairman

This position will be voted for, by the full board on the incorporation of the academy into the Trust and reviewed annually.

No Trustee/Governor who is employed by the Collegiate Academy Trust will act as Chairman of the Committee.

In the absence of the Chairman the Committee will elect a temporary replacement from among the Trustees/Governors present at the meeting subject to the above.

7.1.7 Clerk

The clerk will be specifically appointed to serve the Committee. The secretary of the company will not normally undertake this role.

In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers for each meeting at least a week before the meeting.

7.1.8 Recording and reporting the proceedings of meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the clerk to the Board of Trustees in within 7 working days for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The clerk will be responsible for ensuring all action points and decisions requiring board approval are summarised and given to the clerk to the Trust board within 7 working days of the meeting.

7.1.9 Frequency of meetings and programme of work

The Committee will meet as often as is necessary to fulfill its responsibilities and at least once each term.

The Chairman should meet with the Collegiate Academy Trust Chair, and the Executive Principal of the Academy to plan the work of the committee in relation to the Trust's strategy and Raising Attainment Plan at the beginning of each year

7.1.10 Review Date

This Committee's meeting arrangements and terms of reference will be reviewed annually.

7.2 Resources Committee

7.2.1 Purpose

The Resources Committee will be responsible for the day to day financial management of the Academy to include;

- Assisting the decision making process of the Trustees, by enabling more detailed consideration to be given to the Academy's finances and resources.
- Ensuring the annual accounts are produced in accordance with the requirements of the Companies Act 2006, Charity Commission requirements and the DfE guidance issued to Academies.
- Reporting directly to the Trust Board on the overall finances of the Trust and a summary position of each academy within the Trust
- Compliance with financial regulations and standing orders of the Trust.
- Considering all personnel management procedures.

7.2.2 Membership

The membership of the Committee will be agreed on an annual basis.

The Executive Principal of the Academy is an ex-officio member of the Committee.

The membership shall be a minimum of 7 up to a maximum of 9 named Trustees/Governors including ex-officio members.

- Executive Principal
- Chair of the Trust Board
- A minimum of 3 Trustees nominated by the Board
- Chair of Governor of each Academy Standards and Performance Committee within the Trust

7.2.3 Attendance at Resources Committee meetings.

A Trustee may attend meetings of any Collegiate Academy Trust Committee.

The Committee may invite attendance at meetings from persons who are not Trustees to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

The Finance Director or his/her representative will attend all Resources Committee meetings as an adviser.

7.2.4 Quorum

The quorum is three Trustees who are members of the Committee.

7.2.5 Voting at committee meetings

Only members of the Committee may vote at Committee meetings.

The Chairman will have a casting vote.

No decision on any matter shall be made at a meeting of a Resources Committee unless the majority of members of the Committee present are Trustees.

7.2.6 Appointment of Chairman

The Chairman of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

No Trustee who is employed by the Collegiate Academy Trust will act as Chairman to the Committee.

In the absence of the Chairman the Committee will elect a temporary replacement from among the directors present at the meeting.

7.2.7 Clerk

The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake these functions as necessary.

In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers for each meeting at least a week before the committee meeting.

7.2.8 Recording and reporting the proceedings of committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The clerk will be responsible for ensuring all action points and decisions requiring board approval are summarised and given to the clerk to the Trust board within 7 working days of the meeting

7.2.9 Frequency of meetings and programme of work

The Committee will meet as often as is necessary to fulfill its responsibilities and at least once each term.

The Chairman of the Committee should meet with the Financial Director and Executive Principal at the beginning of each year to plan the work of the committee in relation to the Trust's Strategy and Raising Attainment Plan

7.2.10 Review date.

This Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

7.3 Discipline Committee

7.3.1 Purpose

To comply with Annex 4 of the Funding Agreements between the Secretary of State and the Collegiate Academy Trust which obliges the Academy to have regard to the Secretary of State's Guidance on exclusions—'Improving Behavior and Attendance: Guidance on Exclusion from Academies and Pupil Referral Units' and to resolve any issues relating to staffing not delegated by the Trust.

To make appropriate comments and recommendations on such matters to the Board of Trustees.

7.3.2 Membership

The membership of the Committee will be agreed on an annual basis.

The membership shall be any Trustee or Governor subject to the Articles.

No Committee member may participate in the meeting if they have a connection with or knowledge of the issue that might affect their impartiality.

The Chairman has a casting vote.

Considerations are to be made when a Parent Governor is required to be present at any student meeting, exclusion or disciplinary. The board can then remain impartial and not be influenced by possible relationships to those in question whether directly or indirectly through their children.

7.3.3 Attendance at Committee meetings.

A Trustee may attend meetings of any Academy Committee.

7.3.4 Quorum

The quorum is three Trustees/Governors subject to the Articles.

7.3.5 Voting at Committee meetings

Only members of the Committee may vote at Committee meetings.

The Chairman will have the casting vote.

No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees,

7.3.6 Appointment of Chairman

The chairman of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the autumn term or at the first meeting of the Committee.

In the absence of the Chairman the Committee will elect a temporary replacement from among the Trustees present at the meeting.

7.3.7 Clerk

The clerk of the Discipline Committee will be appointed to this position. The secretary of the company will not undertake this role.

In the absence of the clerk the Discipline Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

7.3.8 Recording and reporting the proceedings of Committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The clerk will be responsible for ensuring all action points and decisions requiring board approval are summarised and given to the clerk to the Trust board within 7 working days of the meeting

7.3.9 Frequency of meetings and programme of work

The Committee will meet as often as is necessary to fulfill its responsibilities.

7.3.10 Review date.

This Committee's meeting arrangements and terms of reference will be reviewed annually.

7.4 Admissions Committee

7.4.1 Purpose

To ensure full compliance with Annex 2 of the Funding Agreement between the Secretary of State and the Collegiate Academy Trust which includes requiring the Academy to act in accordance with all relevant provisions of the statutory codes of practice on admissions and the law on admissions as it applies to academies.

To make appropriate comments and recommendations on such matters to the Board of Trustees.

7.4.2 Membership

The membership of the Committee will be agreed on an annual basis at the final meeting of the Board of Trustees in the summer term.

The membership shall be any Trustee or Governor subject to the Articles.

No Committee member may participate in the meeting if s/he is related to or associated with a person involved in an admissions issue.

The Chairman has a casting vote.

7.4.3 Attendance at Committee meetings.

A Trustee may attend meetings of any Academy Committee.

7.4.4 Quorum

The quorum is three Trustees/Governors subject to the Articles.

7.4.5 Voting at Committee meetings

Only members of the committee may vote at Committee meetings.

The Chairman will have the casting vote.

No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees,

7.4.6 Appointment of Chairman

The chairman of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

In the absence of the Chairman the Committee will elect a temporary replacement from among the Trustees present at the meeting.

7.4.7 Clerk

The clerk of the Admissions Committee will be appointed to this position. The secretary of the company will not undertake this role.

In the absence of the clerk the Admissions Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers in accordance with the requirements of the Secretary of State's Guidance.

7.4.8 Recording and reporting the proceedings of Committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the Committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The clerk will be responsible for ensuring all action points and decisions requiring board approval are summarised and given to the clerk to the Trust board within 7 working days of the meeting

7.4.9 Frequency of meetings and programme of work

The committee will meet as often as is necessary to fulfill its responsibilities but at least once annually.

7.4.10 Review date

This Committee's meeting arrangements and terms of reference will be reviewed annually.

7.5 Appeals Committee

7.5.1 Purpose

To hear appeals on behalf of the Collegiate Academy Trust.

To make appropriate comments and recommendations on such matters to the Board of Trustees.

To implement guidance on the conduct of appeals issued by the Secretary of State as it applies to Academies.

7.5.2 Membership

The membership of the Committee will be agreed on an annual basis at the final meeting of the Board of Trustees in the summer term.

The membership shall be any Committee member or Governor subject to the Articles.

No Committee member may participate in any appeal process if the Committee member is an employee of the Academy or has any prior involvement or association with the circumstances leading to the appeal.

The Chairman has a casting vote. The Chairman may not be an employee of the Academy.

7.5.3 Attendance at Committee meetings

A Trustee may attend meetings of any Academy Committees.

7.5.4 Quorum

The quorum is three Committee members subject to the Articles.

7.5.5 Voting at Committee meetings

Only members of the Committee may vote at Committee meetings.

The Chairman will have the casting vote.

No decisions on any matter shall be made unless the majority of members of the Committee present are Trustees,

7.5.6 Appointment of Chairman

The chairman of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

In the absence of the Chairman the Committee will elect a temporary replacement from among the Committee member present at the meeting.

7.5.7 Clerk

The clerk of the Appeals Committee will be appointed to this position. The secretary of the company will not undertake this role.

In the absence of the clerk the Appeals Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers in accordance with any statutory requirements.

7.5.8 Recording and reporting the proceedings of Committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the Committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The clerk will be responsible for ensuring all action points and decisions requiring board approval are summarised and given to the clerk to the Trust board within 7 working days of the meeting.

7.5.9 Frequency of meetings and programme of work

The Committee will meet as often as is necessary to fulfill its responsibilities but at least once annually.

7.5.10 Review date

This Committee's meeting arrangements and terms of reference will be reviewed annually.

7.6 Remuneration and Performance Management Committee

7.6.1 Purpose

To apply the Performance Management Scheme for the Executive Leadership team of the Trust and Academy.

To determine the salary of those on the Executive Pay Spine.

To make recommendations on these matters to the Board of Trustees.

7.6.2 Membership

The membership of the Committee will be a minimum of three Trustees/Governors (subject to the Articles) as below and as determined by the chairman:

- the Chair and/ or Vice-Chair of the Board of Trustees;
- any other Trustee or Governor.

Any Trustee or Governor who is employed by the Collegiate Academy Trust may not be a member of the Committee.

Any Trustee who has a business relationship, directly or indirectly with the Collegiate Academy Trust or its Academies must have previously completed a declaration of interests for the academic year in question. The Clerk or the Trustees will re-state those interests in the Committee meeting.

7.6.3 Attendance at Committee meetings

The Company Secretary will attend Committee meetings as clerk. In some cases an external advisor may also attend. Any such advisor may also be a Trustee.

7.6.4 Quorum

The quorum is three Trustees/Governors who are members of the Committee subject to the Articles.

7.6.5 Voting at Committee meetings

Only Trustees who are members of the Committee may vote at Committee meetings.

Any recommendations or decisions made by the Committee must be agreed unanimously.

7.6.6 Appointment of Chair

The Chair of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

In the absence of the Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

7.6.7 Clerk

The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake this function as necessary.

In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers for each meeting at least a week before the Committee meeting.

7.6.8 Recording and reporting the proceedings of Committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decision will be recorded. The written record will be forwarded by the clerk to the Committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees.

The Chair of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees.

7.6.9 Frequency of meetings and programme of work

The Committee will meet as often as is necessary to fulfill its responsibilities and at least once per academic year.

7.6.10 Review Date

This Committee's meeting arrangements and terms of reference will be reviewed at the first meeting of the board of directors in the autumn term.

7.7 Audit Committee

7.7.1 Purpose

The Audit Committee is responsible for reviewing and addressing the risks to internal control, informing the statement of internal control of the Collegiate Academy Trust, and agreeing a programme of internal audit work, to provide assurance to the external audit process. This is in addition to agreeing the external audit programme for the Trust.

The Committee has delegated responsibility from the Board of Trustees for ensuring that there is a framework for accountability; for examining and reviewing all systems and methods of control both financial and otherwise including risk analysis and risk management; and for ensuring the charitable Trust is complying with all aspects of the law, relevant regulations and good practice.

7.7.2 Membership

The membership of the Committee will be agreed by the Board on an annual basis.

The Committee will comprise of at least three members.

Committee members will be appointed by the Board.

The Committee will comprise all independent non-executive members of the Board. Ideally at least one should have some recent and relevant financial experience.

No employee of the Collegiate Academy Trust may be a member of the Committee.

The Chairman of the Board and the Executive Principal may not be members of the Audit Committee.

7.7.3 Attendance at Audit Committee meetings

Any Trustee or Governor may attend a meeting of the Audit Committee.

The Executive Principal in his role as Accounting Officer would normally attend all meetings.

The Committee may invite attendance at meetings from persons who are not members of the Committee such as, Finance Director, HR Director, auditors and Board Chairman to assist or advise when appropriate.

7.7.4 Quorum

The quorum is three members of the Committee.

7.7.5 Voting at Committee meetings

Only members of the Committee may vote at Committee meetings.

The Chairman will have a casting vote.

No decision on any matter shall be made at a meeting of the Audit Committee unless the majority of members of the Committee present are Trustees.

7.7.6 Appointment of Chairman

The Chairman of the Committee will be appointed by the Board on an annual basis at the first meeting of the Board of Trustees in the autumn term.

In the absence of the Chairman the Committee will elect a temporary replacement from among the members present at the meeting.

7.7.7 Clerk

The clerk of the Committee is the secretary of the company but other persons may be appointed to undertake these functions as necessary.

In the absence of the clerk the Committee will appoint a replacement clerk for the meeting.

The clerk will circulate an agenda and papers for each meeting at least a week before the committee meeting.

7.7.8 Recording and reporting the proceedings of Committee meetings

The clerk will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the clerk to the Committee to the clerk to the Board of Trustees in sufficient time for it to be included in the agenda and papers for the next meeting of the Board of Trustees. This is to meet the statutory requirement to provide information to the whole Board of Trustees and to seek ratification of decisions and recommendations.

The Chairman of the Committee will be responsible for giving an oral summary of the Committee's deliberations if necessary at meetings of the Board of Trustees.

7.7.9 Frequency of meetings

The Committee will meet as often as is necessary to fulfill its responsibilities and at least twice per year. Once, at the beginning to agree the programme of work and once at the end to review.

The External Auditors and/ or Responsible Officer may request a meeting of the Committee, at any time.

7.7.10 Review date

This Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

7.7.11 Authority

The Audit Committee is authorised to:

- obtain appropriate external legal and other professional advice in order to fulfill its responsibility to the Board of Trustees;
- investigate on behalf on the Board of Trustees anything that threatens or adversely affects the accomplishment of the charity's aims and objectives, its assets, the reliability of all records and information, and its compliance with all relevant laws, regulations, policies and its governing instruments;
- obtain, at the company's expense, outside legal or other professional advice on any matter within its terms of reference;
- call any employee to be questioned at a meeting of the Committee as and when required;
- publish in the company's annual report details of any issues that cannot be resolved between the Committee and the Board.

7.8 The Family Forum

The Family Forum aims to enable families and the local community to influence the quality of provision of education for their children and for their community.

It will support the Standards and Performance Committee in by building relationships with families and the local community.

The membership is:

- 4 x parents (other than Trustees and or Governors)

- 6 x representatives from Community Groups);
- the Principal of each academy or his/her representative;
- any person appointed by the Committee because of their parental, community or business interest;
- the Family Forum will not discriminate on grounds of race, faith, gender, sexual orientation, disability or age in its membership, election of officers; conduct of its business or in any other way.

Appendices

Appendix 1 - Terms of Reference

Standards and Performance Committee Terms of Reference

The review and monitoring of the curriculum to include;

- Ensuring the Academy is meeting any statutory curriculum requirements;
- To review Raise Online Data and associated data profiles;
- To monitor & review information on Academy performance;
- To monitor & review the Academy Raising Achievement Plan;
- To review the Academy Website ;
- To monitor & review Academy targets;
- To report to parents according to statutory requirements;
- To appoint link Governors as recommended by the Executive Principal.

To monitor the safety and welfare of all staff and students to include the review and monitoring of all policies as stated in the agreed policy schedule to include;

- Compliance with DfE and HSE guidance;
- Compliance with all child protection and SEN requirements;
- Working with the local community to embed good practice.

To monitor all premises and health and safety issues, to include all policies as stated in the agreed policy schedule to include;

- Reviewing the Health & Safety Policy on an annual basis.
- Monitoring the Risk Assessment process

To approve the Extended Services work in the Academy to include;

- Reviewing all activities within the annual delivery plan.
- Monitoring work to ensure adherence with the plan and assessing its impact.
- Receiving termly reports on progress

To monitor and report on the financial performance of the Academy

- To include overseeing the annual budget a
- To agree a charging policy for the academy based on the scale of charges agreed by the Trust Board

To overview the staffing establishment of the Academy

- To ensure the staff for the academy is within the agreed staffing establishment agreed by the Trust board
- To monitor staff performance and report any issues.

Resources Committee Terms of Reference

1. To review the indicative annual budget, as notified by the EFA.
2. To approve the initial budget for the next academic year and recommend it to the Trustees for final approval.
3. To contribute to the formulation of the Trust's development plan;
4. To ensure the annual budget plan for all its Academies has been prepared in line with the principles of Best Value established by the Trust.
5. To receive details of the Trust's and each Academy's actual surplus/deficit and to report recommendations to the Trustees.
6. To approve medium term financial projections in accordance with the requirements of the Trust's financial regulations.
7. To receive and approve quarterly, budget monitoring reports which enable the current and predicted end of financial year situation of the Trust to be determined.
8. To approve or recommend to the Trustees appropriate action on changes to the budget of the Trust and the budgets of each Academy within the Trust during the financial year.
9. To receive bids for external funding for approval over the agreed threshold limit of £40,000
10. To receive financial information which will enable the Committee to ensure that the Academy's Financial Regulations are being complied with at each of its academies, this to be done in conjunction with the Audit Committee.
11. To monitor compliance with the Academy's Scheme of Financial Delegation as approved by the Trustees.
12. To assess the financial progress in achieving the objectives within the Trusts development plan and individual raising attainment plan of each academy
13. To annually ensure that the insurance cover held by the Trust provides adequate protection against risks.
14. To prepare a scale of charges for Trust activities and a basis of charges for each Academy to review and adopt as necessary
15. To review the Annual Report of the Directors and Financial Statements for the year-end in accordance with the Companies Act (2006) and Charity Commission requirements and make recommendations to the Trust Board. This in conjunction with the Audit Committee.
16. To ensure a Register of Business Interests is kept for all Trustees/Governors and staff.
17. To ensure an inventory is maintained of and equipment owned by the Academy.
18. To approve the disposal of surplus equipment in accordance with the trusts regulations up to £45,000. In the case of items of value in excess of £45,000 purchased using capital grant, secure prior permission from the EFA.
19. To authorise the write-off of debts in accordance with prevailing DfE rules.
20. To recommend the finances for the Academy's Pay Policy for approval by the Trustees.
21. To authorise changes to the Academy's staffing establishment with the exception of the Executive Principal, and Finance Director.
 - To ensure appropriate personnel management procedures are in place according to the agreed policy schedule;
22. To receive reports on Shireland Learning Ltd and business development
23. To agree appointment panel as outlined in Appendix 2.

Discipline Committee Terms of Reference

- To review certain exclusions as defined in the Secretary of State's guidance;
- To consider representations about an exclusion made by the parents of an excluded child;
- To consider the appropriateness of any permanent exclusion, or any exclusion where one or more fixed period of exclusions total more than 15 academy days in one term.
- To consider representations from all parties in deciding whether or not to uphold or reinstate a fixed term or permanent exclusion.
- To apply any other obligations contained in the Secretary of State's guidance.
- To consider any staff discipline issues in relation to the Executive Principal, and the Finance Director.

Admissions Committee Terms of Reference

- To monitor compliance with Annex 2 of the Funding Agreement;
- To consider matters relating to admissions referred to the Committee by the Board of Trustees or a Local Governing Body, as directed by the Executive Principal;
- To provide advice and recommendations to the Board of Trustees on admissions issues.

Appeals Committee Terms of Reference

- To hear any appeal arising from the implementation of any Collegiate Academy Trust policy;
- To hear staff dismissal appeals;
- To hear staff disciplinary appeals;
- To hear appeals on pay grading and or pay awards;
- To hear staff appeals on redundancy;
- To hear staff appeals on grievance;
- To hear Complaints;
- To hear any Confidential Reporting Disclosure;
- To hear any other appeal referred by the Collegiate Academy Trust.

Remuneration and Performance Management Committee Terms of Reference

- To approve the Performance Management Scheme for the current academic year.
- To determine the level of bonus payable for the current academic year.
- To determine the salary of those on the Executive Pay Spine.
- To receive termly progress reports on the performance of the Executive Principal and other senior leaders as determined by this committee, in relation to previously agreed objectives and success criteria.
- To advise the Board of Trustees on all matters related to the Performance Management Scheme for the Executive Leadership Team

Audit Committee Terms of Reference

Financial reporting.

The Committee will:

- Monitor the financial statements of the company, including its annual and interim reports and management statements, reviewing significant financial reporting issues and judgements which they contain.
- ensure that regular audits are carried out in respect of financial, legal, risk, health and safety, investments, insurance, and the asset register via a self-evaluation process through the role of the Responsible Officer whose reports will be received by the Committee.
- monitor annually the consistency of, and any changes to, accounting policies.

Internal controls and risk management systems.

The Committee will:

- keep under review and report on a regular basis to the Trustees on the adequacy and effectiveness of the company's internal financial controls and internal control and risk management systems;
- review and approve the statements to be included in the annual report concerning internal controls and risk management.
- to approve the Strategic Risk Register

Compliance, whistleblowing and fraud.

The Committee will:

- review the adequacy and security of the company's arrangements for its employees and contractors to raise concerns, in confidence, about possible wrong doing in financial reporting or other matters. The committee will ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action.
- review the company's procedures for detecting fraud.
- review the company's systems and controls for the prevention of bribery and receive reports on non-compliance.

Internal audit.

The Committee will:

- monitor and review the effectiveness of the company's internal audit function in the context of the company's overall risk management system.
- consider and approve the remit of the internal audit function.
- review and assess the annual internal audit plan.
- review reports addressed to the Committee resulting from internal audit.
- review and monitor management's responsiveness to the findings and recommendations of the internal audit.

External Audit.

The Committee will:

- make recommendations to the Board, for Members' approval at the AGM, in relation to the appointment, re-appointment and removal of the company's external auditor and the frequency of tendering.
- the Committee will oversee the selection process for a new auditor and if an auditor resigns the Committee will consider the issues leading to this and decide whether any action is required.

- Oversee the relationship with the external auditor including recommendations on their remuneration, whether fees for audit or non-audit services and the level of fees is appropriate to enable an adequate audit to be conducted and approval of their terms of engagement, including any engagement letter issued at the start of each audit and the scope of the audit.
- confirm that there are no conflicts of interest between the Auditor and the Trust (other than in the ordinary course of business).
- seek to ensure co-ordination with the activities of the internal audit function.
- if necessary meet the External Auditor at least once a year, without management being present; to discuss the auditor's remit and any issues arising from the audit.
- review and approve the annual audit plan and ensure that it is consistent with the scope of the audit engagement.
- review the findings of the audit with the External Auditor. This shall include but not be limited to, the following:
 - a discussion of any major issues which arose during the audit
 - any accounting and audit judgements
 - levels of errors identified during the audit
 - the effectiveness of the audit.
- review and monitor management's responsiveness to the findings and recommendations of the Internal Auditor and Responsible Officer.
- 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.
- ensure that the EFA is informed of any irregularities in financial issues.

Terms of Reference of the Family Forum

Purpose

- To enable families to influence the quality of education for their children and for their community;
- To help the Academy to understand parents' perspectives on issues which affect them;
- To advise on the organisation and evaluation of activities for parents such as options choice and consultation events;

The Forum will report to the Standards and Performance Committees, to enable these committees to:

- actively promote partnership working between parents/carers and the Academy;
- involve the community in the planning and provision of Extended Services;
- advise on effective means of consultation with parents;
- promote the Academy's key priorities.
- The Family Forum is a consultative forum, a 'sounding board' of opinion, and a source of help and advice.

Membership

- The membership of the Forum will be determined on an annual basis by the Board;
- The Executive Principal of the Academy is an ex-officio member of the Forum.
- The membership shall be the parents or guardians of a registered pupil of the Academy or a feeder organisation
- The Forum will not discriminate on grounds of race, faith, gender, sexual orientation, disability or age in its membership, election of officers; conduct of its business or in any other way.

Participation in the Family Forum

- Parents and guardians participate in the Family Forum through the Family Portal or attending parent meetings within the Academy
- The Family Portal is where information will be gathered about issues that concern families and about which the Academy needs their help and advice.

Recording and communicating the activities of the Family Forum

The Business Manager of each academy or in the case of SCA the Family Support Worker of the Academy will manage the communication with families, raise issues and feed-back any views, advice and opinions. A written summary will be forwarded to the clerk of the Standards and Performance Committee in sufficient time for it to be included in the agenda and papers for their next meeting

Review Date

This Forum's arrangements and terms of reference will be reviewed annually.