



Governance Handbook for Trustees and Local Governors

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1. The John Milton Academy Trust

1.1 Introduction

The John Milton Academy Trust was incorporated on 27th July 2016. The Trust is a company limited by guarantee and an exempt charity. It receives government funding via the Education Funding Agency which is linked to the number of students being educated.

The company has a Board of Trustees, appointed on the basis of skills. Responsibilities are delegated to a range of committees, including Local Governing Bodies.

1.2 Growth Strategy

The Trust is committed to a growth strategy which will result in a medium-sized Trust, accommodating 3000+ learners. The Trust is aware that present JMAT schools will grow naturally as a result of significant housing development in the area and the number of learners is likely to increase rapidly

The principles underpinning the growth strategy agreed by the Board are as follows:

- Geographical proximity is preferred (travelling distance within 45 mins);
- Schools further afield will be considered where there is the option of developing a vertical hub;
- Church schools will be considered with the addition of a diocesan trustee to the Board;
- The Trust will use its land to initiate a free school application where this supports local development;
- Schools in a category will be welcomed; all schools have strengths and can make a valuable contribution to the Trust;
- The Trust will accept up to a maximum of 10 schools.

1.3 Development Priorities: 2018 - 2020

1. To ensure the growth, sustainability and operational efficiency of the Trust
2. To promote excellence in provision, delivery and outcomes across all schools
3. To promote the MAT as the employer of choice able to attract and retain high quality teaching and support staff
4. To enhance leadership at all levels so that all partners can grow and achieve strong outcomes

Work with all schools, and through all committees, will support these priorities. School Improvement Plans (organised under the key headings of: achievement; behaviour, safety and personal development; quality of learning and teaching; leadership and management) will complement the tasks and activities associated with these priorities and the success criteria established.

1.4 Diagram of JMAT Governance

MAT MEMBERS
Up to 5 appointments
Appoints Trustees

MAT BOARD
Appoints Directors of MAT

MAT BOARD (10)
1 Chair
1 CEO
8 Additional Trustees
Sets strategy and budget. Ratifies policy and monitors the Business (MAT Development) Plan

Standards, Personnel and GDPR
3 Trustees
This committee approves and monitor relevant policies, oversees and challenges education and safeguarding standards and monitors GDPR across the Trust.

Finance and Business
3 Trustees
This committee approves strategy and policy and monitors financial and operational standards across business functions, including health and safety.

CHIEF EXECUTIVE/ACCOUNTING OFFICER
Develops and implements MAT strategy with the Executive Leadership Groups and is accountable for the Business Plan and Educational and Financial standards

Audit Committee
3 Trustees and external Auditors
Assists the board in fulfilling its responsibilities in relation to financial reporting, internal control system, risk management system and internal and external audit functions

Remuneration Committee
3 Trustees
Ensures that remuneration arrangements support the strategic aims whilst also complying with the requirements of regulation

Director of Finance and Business
Implements MAT strategy and policy at corporate service level and is accountable to CEO for financial and operational standards

LOCAL GOVERNING BODIES
Operate in line with the Scheme of Delegation for the Trust
· Monitor learner outcomes and progress towards targets
· Monitor implementation of, and progress towards, respective SiPs
· Champion the work of the respective academy in the overall community
· Support the implementation of MAT and school policies
There are two LGB Committees: These committees operate to agreed remits.

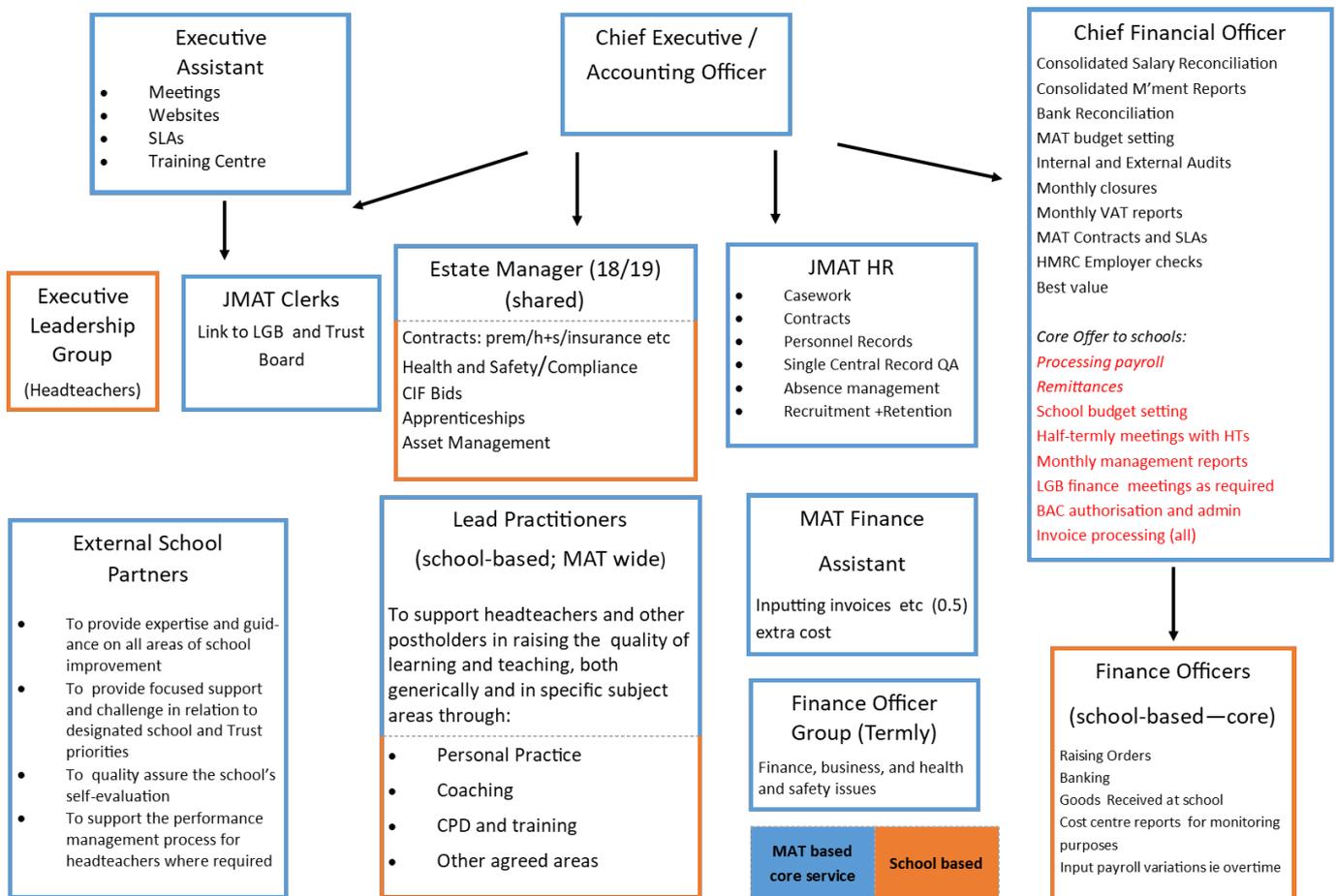
Central Functions and Services
Finance ICT
Clerking HR
Administration
Estate Management (inc Health and Safety)

FINANCE, PREMISES, HEALTH & SAFETY
LGB sub-committee operating to agreed remits

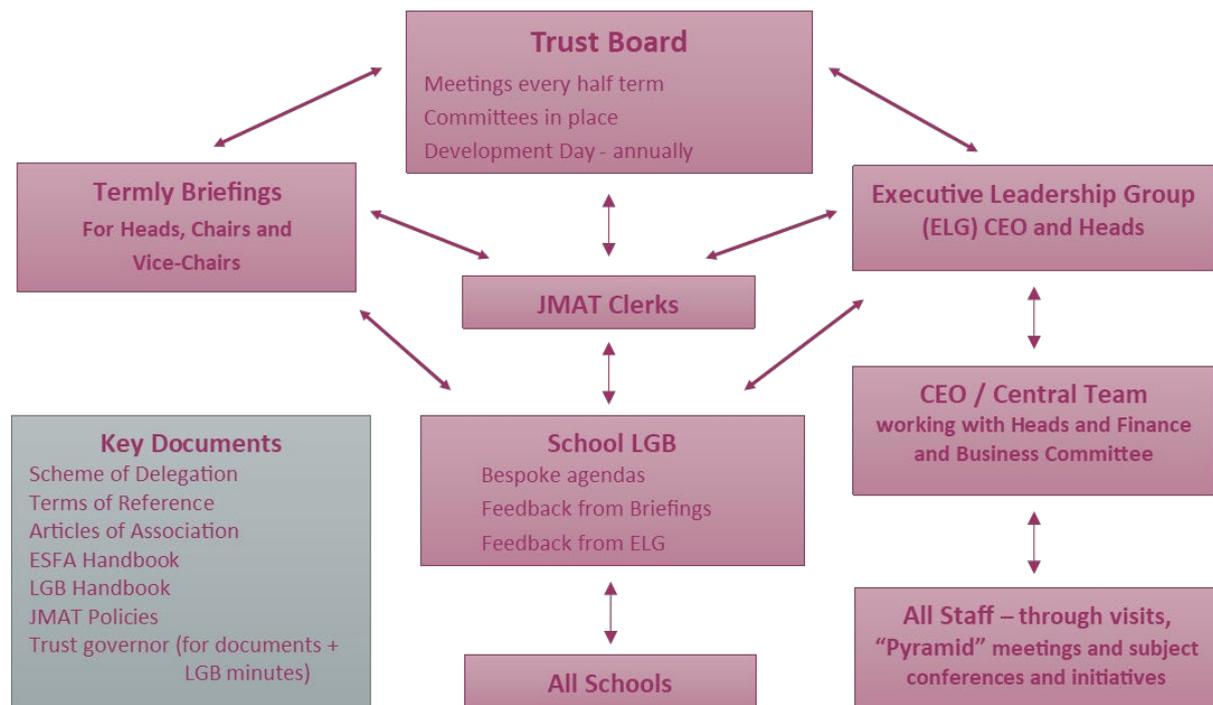
STANDARDS, PERSONNEL & GDPR
LGB sub-committee operating to agreed remits

EXECUTIVE LEADERSHIP GROUP
Headteachers (or Executive Headteachers) assist CEO in development of MAT strategy and are accountable for its implementation and for educational and safeguarding standards in respective schools

1.5 Diagram of School Improvement Support



1.6 Communication Map and Key Documents



2. MAT Governance

2.1 Roles and Responsibilities: Members and Trustees

2.1.1 Members

The members are akin to the shareholders of a company. They have ultimate control over the academy trust, the ability to appoint some of the trustees and the power to amend the Trust's articles of association.

2.1.2 Trustees

The trustees are responsible for the same three core governance functions performed by the governing body in a maintained school: setting the strategic direction, holding senior leaders to account, and ensuring financial probity.

As charity trustees, they must also ensure that they are complying with charity law requirements. Academy trusts are charitable companies, where the trustees are company directors and must, therefore, comply with company law requirements.

2.2 Legal Duties of a Trustee

Under charity law, trustees have the ultimate responsibility for directing the affairs of the Trust and for ensuring that it is solvent, well run and delivering the charitable outcomes for which it has been set up. In law, trustees have several legal duties, which are often described as those of compliance, care and prudence.

Duty of compliance - trustees must:

- ensure that the Trust complies with charity law, and with the requirements of the Education Funding Agency as regulator; in particular ensure that the charity prepares reports on what it has achieved and annual returns and accounts as required by law;
- ensure that the Trust does not breach any of the requirements or rules set out in its governing document, funding agreement or the Academies Financial Handbook and that it remains true to the charitable purpose and objects which are set out there;
- comply with the requirements of other legislation and other regulators which govern the activities of the Trust;
- act with integrity, and avoid any position where your duty to the charity conflicts with your personal interests or loyalty to any other person or body.

Duty of care – trustees must:

- use reasonable care and skill in their work as trustees, using their personal skills, knowledge and experience as needed to ensure that the Trust is well run and efficient;
- consider getting external professional advice on all matters where there may be material risk to the Trust or where the trustees may be in breach of their duties.

Duty of prudence – trustees must:

- ensure that the Trust is, and will remain, solvent ;
- use the Trust's funds and assets reasonably and responsibly and only in furtherance of the Trust's charitable objects;
- avoid undertaking activities that might place the Trust's endowment, funds, assets or reputation at undue risk;
- take special care when investing the Trust's funds, or borrowing funds for the Trust to use.

2.3 Trust Board Committee: Finance and Business

2.3.1 Remit for the Trust Board's Finance and Business Committee

- The Finance and Business Committee is responsible for exercising the powers and duties of the MAT Board in respect of matters relating to the finances, staffing, the maintenance of estates and general resources of the Trust, except for those items specifically reserved for the MAT Board and those delegated to the CEO and other staff.
- The purpose of the Finance and Business Committee is to assist the decision making of the CEO by enabling more detailed consideration to be given to the best means of fulfilling the MAT Board's responsibility to ensure sound management of the Trust's finances, staffing, the maintenance of estates and resources, including proper planning, monitoring and probity, and to make appropriate comments and recommendations on such matters to the MAT Board on a regular basis.
- The Finance and Business Committee shall report on decisions taken under delegated powers to the next meeting of the MAT Board (predominantly through the receipt of the Minutes of the Committee meetings, which shall be a standing agenda item for meetings of the MAT Board). If a major concern is raised by the Committee, its Chair will consult with the Chair of the MAT Board on whether a special meeting of the MAT Board should be convened.
- The Finance and Business Committee is authorised by the MAT Board to obtain outside legal or other independent professional advice. The Committee is authorised by the MAT Board to request the attendance of individuals and authorities from outside the MAT with relevant experience and expertise if it considers this necessary or expedient to carry out of its functions.

2.4 Trust Board Committee: Standards, Personnel and GDPR

2.4.1 Remit for the Trust Board's Standards, Personnel and GDPR Committee

- The Standards, Personnel and GDPR Committee is a sub-Committee of the MAT Board of the John Milton Academy Trust and is responsible for exercising powers and duties in relation to educational policies and standards and overseeing the implementation and success of GDPR across the Trust.
- The purpose of the Committee is to scrutinise educational policies and standards at Trust level and review risks to progress. It will also ensure that the Local Governing Bodies (LGBs) are operating in line with Trust policy and providing appropriate challenge and support to their schools in terms of Key Performance Indicators.
- The Standards, Personnel and GDPR Committee will report directly to the MAT Board through information provided by the Minutes and by an oral or written report from the Chair of the Committee.
- The specific objectives of the Committee are:
 - i) to set and monitor standards and to hold the Executive Leadership and School

- LGBs to account for these;
 - ii) to provide scrutiny of policies that apply across all the Schools in the Trust and to review these in line with an agreed schedule;
 - iii) to consider the risks which may affect achievement and actions taken to minimise the risk;
 - iii) to monitor the performance of governance in each School through governorhub initially and through an annual review process thereafter;
 - iv) to recommend further policy development in relation to governance.
- The Committee will hold a minimum of three meetings each year and any additional meetings which may be deemed necessary

2.5 Trustee Code of Conduct

2.5.1 Introduction

The Trust Board has responsibility for the three principal functions outlined below.

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the Trust and its schools;
- Agreeing the school improvement strategy with priorities and targets;
- Meeting statutory duties.

Ensuring accountability, by:

- Appointing the Chief Executive Officer;
- Monitoring progress towards targets;
- Performance managing the Chief Executive Officer;
- Contributing to Trust self-evaluation.

Ensuring financial probity, by:

- Setting the budget;
- Monitoring spending against the budget;
- Ensuring value for money is obtained;
- Ensuring risks to the organisation are managed.

In fulfilling these functions, the Trust Board is expected to engage in challenge and support. The Board will always ensure that its approach is constructive and in the best interests of school improvement.

2.5.2 Role and Responsibilities

In line with the Academies Financial Handbook, Trustees have particular responsibilities which are formalised through this Code of Conduct. Namely:

5.2.1 The Board of Trustees of the John Milton Academy Trust has wide responsibilities under statute, regulations and through the funding agreement. Principally, it is responsible for ensuring that the Trust's funds are used only in accordance with the law, its articles of association, its funding agreement and the Academies Financial Handbook. The Board of Trustees has wide discretion over its use of the Trust's funds, which it must discharge reasonably and in a way that commands broad public support. It is responsible for the

proper stewardship of those funds, including propriety and ensuring economy, efficiency and effectiveness in their use – the three key elements of value for money.

5.2.2 Academy trusts are exempt charities. Trustees of the John Milton Academy Trust are subject to the duties and responsibilities of charitable trustees and company directors as well as any other conditions that the Secretary of State agrees with them. These responsibilities are mutually reinforcing and are there to ensure proper governance and conduct of the trust. The key requirements are reflected in the Articles of Association, the funding agreement, and the Academies financial Handbook. Trustees are also required to follow the guidance in the Governance Handbook which sets out principles of good governance and the legal duties applying to, and core role and strategic functions of, boards of trustees.

5.2.3 Trustees are required to be aware of the Charity 13 Commission’s guidance for trustees CC3: The Essential Trustee: What you Need to Know, what you need to do and will adhere to other guidance listed in Annexe D of the Academies Financial Handbook.

5.2.4 Trustees accept and understand their statutory duties as company directors as set out in the Companies Act 2006. These comprise the duties to: act within their powers; promote the success of the company; exercise independent judgement; exercise reasonable care, skill and diligence; avoid conflicts of interest; not to accept benefits from third parties and to declare interest in proposed transactions or arrangements. These duties are especially relevant when entering into transactions with connected parties.

5.2.5 Trustees also accept the following as key responsibilities:

- Respecting the role of the Chief Executive Officer and other officers of the Trust, acting fairly, and without prejudice, thereby fulfilling all that would be expected of a good employer;
- Following all policies of the Trust and, in making or responding to criticism or complaints, always following the procedures established by the Trust Board;
- Accepting the need for self /peer review and training in order to ensure that Board members have the necessary skills and experience to fulfil their role.

2.5.3 Commitment

5.3.1 In accepting office, Trustees accept that time and commitment will be required in order to discharge the role effectively. Trustees will consider seriously both individual and collective needs for induction, training and development, and will undertake relevant training.

5.3.2 All Trustees will involve themselves actively in the work of the Board and accept their fair share of responsibilities, including service on committees or working groups. When chairing or leading a committee, Trustees will be proactive in liaising with the school and producing agendas and supporting documentation.

5.3.3 Trustees will make full efforts to attend all meetings and, where necessary, explain in advance why they are unable to attend.

5.3.4 Trustees accept that, in the interests of open government, full names, dates of appointment, terms of office, roles, attendance records, relevant business and pecuniary

interests, and the body responsible for any appointment will be published on the Trust's website.

5.3.5 In the interests of transparency, Trustees accept that information will be collected and logged on the DfE's national database of governors (GIAS).

2.5.4 Relationships

Trustees are committed to establishing effective and constructive relationships by:

- expressing views openly, courteously and respectfully in all our communications with other Trustees;
- supporting the Chair in his/her role of ensuring appropriate conduct both at meetings and at all times;
- being prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed;
- acknowledging the time, effort and skills that have been committed to the delegated function by those involved;
- developing effective and constructive working relationships with the CEO and other Trust employees recognising and respecting the professional expertise of those in post;
- developing effective and appropriate relationships with stakeholders and other relevant agencies.

2.5.5. Conflicts of Interest and their Management

5.5.1 Trustees will declare any pecuniary or other business interest (including connectivity with those who may have an interest) in the Register of Business Interests.

5.5.2 Trustees will also declare any conflict of loyalty relating to specific agenda items at the start of any meeting.

5.5.3 If any such conflicted matter (anticipated or otherwise) arises in a meeting, a Trustee will leave the meeting for the appropriate length of time. Where the situation is unclear, the Clerk's guidance will be sought and acted upon.

5.5.4 Trustees accept that the Register of Business Interests will be published on the Trust's website.

5.5.5 Trustees will act in the best interests of the Trust as a whole and not as a representative of any group or individual, even if elected to the Trust Board.

2.5.6. Breaches of this Code of Conduct

5.6.1 If any Trustee believes this code to have been breached, s/he will raise this issue with the Chair and the Chair will investigate; the Trust Board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in a more constructive way.

5.6.2 Should it be the Chair who has breached this code, another Trustee, such as the Vice- Chair will investigate.

2.5.7. Seven Principles of Public Life

All Trustees of the John Milton Academy Trust will adopt, and work to, the principles of public life developed through the Nolan report.

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

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

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

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

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

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

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

3. Local Governing Bodies

3.1 Roles and Responsibilities: Local Governing Bodies

All Local Governing Bodies (LGBs) operate as Committees of the Trust Board.

As well as acting as “champions” for the school, the Department for Education states that governing bodies have three core strategic functions. Each LGB shares these functions with the Trust, but will focus on their respective school:

- a. Implementing the vision, ethos and strategic direction of the Trust at school level;
- b. Holding the headteacher to account for the educational performance of the school and its pupils; and
- c. Overseeing the financial performance of the school and making sure its money is well spent.

The JMAT Board shares and fulfils these three functions for the Trust as a whole. **In addition to Trust policies, the specific roles and responsibilities of all LGBs are outlined in the**

agreed Terms of Reference and the Scheme of Delegation. It is the responsibility of all local governors to familiarise themselves with the relevant documents which can be found on governorhub.

It is important to understand that governance at all levels is a ‘thinking’ not a ‘doing’ role. This means that the skills and knowledge being sought are those which enable governors to ask the right questions, analyse data and have focused discussions which create robust accountability for school leaders. A governor might work in the construction industry, for example, but it would not be appropriate for him/her to carry out a health and safety check at any school. Similarly, a lawyer should not be asked to give free legal advice.

Governance is a strategic role and governors must not be tempted to do the work of school staff: management must be left to the leadership team of each respective school, suitably supported by Trust officers and external professional advisers.

3.2 General Terms for Sub-Committees

1. To act on matters delegated by the full governing body in accordance with the Scheme of Delegation and remits published by the MAT Board;
2. To liaise and consult with other committees where necessary;
3. To monitor and support designated sections of the School Improvement Plan;
4. To consider safeguarding and equalities implications when undertaking all committee functions.

3.3 Meeting Arrangements for Sub-Committees

- The Local Governing Body is free to determine when meetings take place. However, due attention must be given to the JMAT overview for governance and the clerking arrangements identified;
- Agendas and papers will be uploaded in advance of the meeting (a week in advance whenever possible) and meetings should be not routinely extend beyond 2 hours in length;
- A committee should comprise a minimum of three governors; the meeting will be considered quorate if two governors are present;
- The committee meetings will not be open to the public but minutes shall be made available. Information relating to a named person or any other matter that the committee considers confidential does not have to be made available for inspection;
- In order to support confidentiality, minutes can be restricted to, and only viewed by, governors assigned to particular committees;
- In the absence of the chair, the committee shall choose an acting chair for that meeting from among their number;
- In the absence of the clerk the committee shall choose a clerk for that meeting from among their number (someone who is not the Headteacher or a staff governor);
- The draft minutes of each meeting will be uploaded in time for the next ordinary meeting of the full governing body and will be presented at that meeting by the chair (with the exception of any confidential minutes, or confidential information from any of the meetings held);
- Any decisions taken must be determined by a majority of votes by the committee members present – but no vote can be taken unless a majority of those present are governors.

3.4 Remits for Specific Sub-Committees

(a) *Finance, Premises and Health and Safety*

- To work with the CFOs to establish and maintain a three year financial plan, taking into account: the improvement priorities of the Trust and School, roll projection and signals from central government and, if applicable, the LA regarding future years' budgets, within the constraints of available information;
- To review and propose to the governing body for adoption an annual school budget taking into account the priorities of the School Improvement Plan;
- To make decisions in respect of tenders and quotes in line with the Trust's Finance Policy;
- To ensure that sufficient funds are set aside for pay increments as set out in the Pay Policy and as recommended by the Headteacher;
- To scrutinise and monitor the deployment of restricted funds (PP/Sports/Catch-up)
- To receive and discuss termly budget monitoring reports (provided by JMAT);
- To complete and update a Risk Register (at least annually) and ensure that this is available via the clerk;
- To ensure communication with other committees and provide them with the information they need to perform their duties (eg on Pupil Premium)
- Subject to the Scheme of Delegation, to approve any budgetary adjustments that will, from time to time, be necessary in response to the evolving requirements of the school;
- To provide support and information for the LGB, the Headteacher and the Trust on all matters relating to the maintenance and development of the premises and grounds, including Health and Safety;
- With respect to fire and health and safety, to ensure that:
 - the Trust/School's Health and Safety Policy is actioned
 - First aid and accident reports are reviewed termly and the Trust advised of any issues
 - the Trust's programme of compliance is actioned and reported on through the committee
 - the Trust's annual inspection of the premises and grounds takes place and is fully supported
 - the Trust's fire risk inspection takes place and is fully supported
 - reports are presented to the LGB indicating actions taken by the school and LGB in relation to Health and Safety;
- To liaise with Trust officers such as the CFO, the CEO and the Estate Manager to take advantage of alternative funding streams for capital improvements or developments;
- To ensure that CIF bids are actioned;
- To take responsibility for additional income generation (through lettings, for eg);
- To establish (in consultation with the Headteacher) and keep under review: an Asset Management Plan, an Accessibility Plan and a Building Development Plan
- To ensure that the governing body's responsibilities regarding litter, refuse and dog excrement are discharged according to Section 89 of the Environmental Protection Act 1990, so far as is practicable;
- To monitor and evaluate any designated section of the School Improvement Plan.

NB: The Headteacher, in consultation with the CEO, is authorised to commit expenditure without the prior approval of the committee in any emergency where delay would result in

further damage or present a risk to the health and safety of pupils or staff. In this event, the headteacher would normally be expected to consult the Chair of Finance or the Chair of Governors at the earliest opportunity.

(b) Standards, Personnel and GDPR

- To scrutinise learner data, standards and outcomes in more detail (including the ASP and IDSR);
 - To monitor standards and outcomes in relation to specific groups (particularly SEND and disadvantaged learners);
 - To ensure that quality assurance is operating in line with the School/Trust's expectations;
 - To scrutinise the termly outcomes of the Trust's risk tool as appropriate;
 - To monitor CPD and its impact within the context of the School/Trust's priorities;
 - To ensure that the school is staffed sufficiently to fulfil the School's Improvement Plan and the effective operation of the school (with due reference to the acceptable % level of staffing expenditure);
 - To oversee the operation of the school/Trust's Appraisal Policy - including the arrangements and operation of appraisal procedures for the Headteacher;
 - To ensure that pay progression (including threshold applications) is managed in line with the Pay Policy and by the deadlines set;
 - To ensure that an appeals panel is available to meet in line with Pay Policy;
 - To monitor staffing and personnel issues (eg absence rates, discretionary leave, annual leave and staff turnover);
 - To ensure that all recruitment operates in line with the Trust's Safer Recruitment Policy;
 - To ensure that the school is operating in line with the Trust's GDPR policies and requirements;
 - To monitor FOI and subject access requests;
 - To ensure the website is compliant
-
- To monitor and evaluate any designated section of the School Improvement Plan.

3.5 Code of Conduct for Local Governors

3.5.1 Introduction

The Local Governing Body has responsibility for the three principal functions outlined below.

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school in line with the Trust's position;
- Agreeing the school improvement strategy with priorities and targets;
- Meeting statutory duties.

Ensuring accountability, by:

- Appointing the lead executive/Headteacher in consultation with the CEO;
- Monitoring progress towards the targets set;
- Performance managing the lead executive/headteacher in liaison with the CEO;
- Engaging with stakeholders;
- Contributing to school self-evaluation.

Ensuring financial probity, by:

- Setting the budget in consultation with the CFO;
- Monitoring spending against the budget;
- Ensuring value for money is obtained;
- Ensuring risks to the organisation are managed and communicated to the Trust.

In fulfilling these functions, the LGB should engage in challenge and support. A definition of these terms needs careful consideration and should reflect the circumstances and the operation of the school. In all cases, the LGB should ensure that its approach is constructive and productive and contributes positively to school improvement.

3.5.2 Accepted Roles and Responsibilities

- We understand the purpose of the board and the role of the lead executive/headteacher.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the governing board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the governing board meeting and will support decisions in any discussions with stakeholders or other agencies
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open government and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school/group of schools. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints we will always follow the procedures established by the governing board
- We accept that governors need to be able to offer relevant skills and experience in order to make an active and constructive contribution to the governing body and we accept the need to engage in self and peer review
- We understand our responsibility to engage in support and challenge which is constructive and appropriate to the circumstances of the school.

3.5.3 Commitment

- We acknowledge that accepting office as a governor/trustee/academy committee member involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- When chairing or leading a committee, we will be proactive in liaising with the school and producing agendas and supporting documentation
- We will get to know the school/s well and respond to opportunities to involve ourselves in school activities.
- We will visit the school with all visits arranged in advance with the headteacher and undertaken within the framework established by the governing board.

- We will consider seriously our individual and collective needs for induction, training and development, and will undertake relevant training.
- We accept that, in the interests of open government, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
- In the interests of transparency we accept that information relating to governors/trustees/academy committee members will be collected and logged on the DfE's national database of governors (GIAS).

3.5.4 Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other governors/trustees/academy committee members.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other board members in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective and constructive working relationships with the lead executive/headteacher, and senior staff, recognising and respecting the professional expertise of those in post and the defined culture of the school.
- We will endeavour to develop effective and appropriate relationships with staff, parents, the Trust, the community and other relevant agencies.

3.5.5 Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside school.
- We will exercise the greatest prudence at all times when discussions regarding school/trust business arise outside a governing board meeting.
- We will not reveal the details of any governing board vote.

3.5.6 Conflicts of interest

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the governing board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time. We accept that the Register of Business Interests will be published on the school/trust's website.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the school as a whole and not as a representative of any group or individual, even if elected to the governing board.
- We will ensure, as parent governors, that personal experiences, views or issues relating to the school will not be presented, or referred to, in governing body meetings.

3.5.7 Breach of this code of conduct

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the governing board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, another governing board member, such as the vice chair will investigate.

The Seven Principles of Public Life

(Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

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

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

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

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

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

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

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

4. Governor Information and Support

4.1 Clerking

Minutes and other documents can be uploaded by the clerks to the LGB. This can be done very quickly as long as the files are in a PDF format. Clerks can also amend the confidentiality function and remove documents as and when required.

Clerking for 2018/19 is as follows:

- | | | |
|----|-------------------------------------|------------------|
| 1. | Members and Trust Board: | Kathryn Mitchell |
| 2. | LGBs: | Ruth Goodchild |
| 3. | Executive Leadership Group (Heads): | Sarah Stringer |

4.2 Governor Hub

Governor Hub is a secure web-site which is used for the management of governance across the Multi Academy Trust. It reduces the need for hard copies and facilitates the timely communication of agendas and documents.

Each layer of governance has its own area on the portal and this area can only be accessed by those with authorisation. Whilst all members of the LGB will have their own profiles and records, they will only have access to the material and minutes which have been agreed by the Chair of their respective LGB. Most Personnel Minutes, for example, are restricted to those attending the Personnel Committee as it would not be appropriate for staff members, or those designated for disciplinary or appeals panels, to view particular discussions.

4.3 Pecuniary and Other Interests

4.3.1 Disclosing a Pecuniary or Other Interest

Governors and Directors/Trustees must avoid placing themselves under any obligation to people or organisations who might try to influence them inappropriately in their work for the Trust and, by extension, individual schools. They should not act or take decisions in order to gain financial or other material benefits or gains, whether tangible or intangible, for themselves, their family, their friends or any organisation with which they are associated. They must declare and resolve any interests and relationships at every meeting where the interest exists.

4.3.2 Completing the Register of Interests

Every governor and director/ trustee is required to complete a Form of Pecuniary and Other Interests. It should be reviewed and updated annually and held as a central register by the Board and published on the school's website. Your registration and disclosure of personal interests should be guided by your duty to act in conformity with the values of public life, in particular justice and integrity.

4.3.3 Definition of Interests

A **Pecuniary Interest** is an interest in a business or organisation (for example your employer, trade, profession, contracts, or any company with which you are associated) or a wider financial interests that you might have (for example trust funds, investments, and assets including land and property).

You have a disclosable pecuniary interest if any of the following apply to you, your spouse or civil partner:

- Any employment, office, trade, profession or vocation carried out for profit or gain, which you, or your spouse or civil partner, undertakes.
- Any contract which is made between you, or your spouse or your civil partner (or a body in which you, or your spouse or your civil partner, has a beneficial interest) and the Trust; under which goods or services are to be provided or works are to be executed; and which has not been fully discharged.
- Any beneficial interest in land or other assets which you, or your spouse or your civil partner, have and which has the potential to be of interest to the trust.

When disclosing a pecuniary interest, the name and details of the spouse or civil partner does not need to be disclosed because it is *your* interest by association.

Other Interests are defined as those which could affect your judgement and objectivity when discussing academy or trust matters. These are interests that may not apply to all meetings and business but may depend upon the content and agenda of specific meetings. These could include (but the following is neither exclusive nor exhaustive):

- Membership of a trade union or other collective body.
- Active membership of a political party.
- A family relationship.
- A personal interest
- An active interest in another school, academy or trust.

You should declare your interest at meetings where it is considered relevant. If in doubt, it is better to err on the side of caution and disclose a potential interest.

4.3.4 Failure to Register or Disclose an Interest

The Trust Board may decide to suspend or remove from office any individual or group of individuals who do not follow these guidelines.

5. Scheme of Delegation

5.1 Introduction

This Scheme identifies the key decisions that are required in connection with the overall governance and management of the Academy Trust and the individual academies within it, and should be read in conjunction with the Terms of Reference for Local Governing Bodies and the Articles of Association of the Academy Trust. The Scheme is reviewed by the Trustees at least once per year and is subject to modifications made by the Trustees from time to time. **This Scheme of Delegation will operate for all Trust schools with earned autonomy. Where educational or financial standards are, or become, a matter of concern, the Scheme of Delegation will be amended.**

The bodies identified in the Scheme are as follows:

- **Members** of the Academy Trust
- **Trust Board** (which may separately delegate any powers reserved to it to specific committees of the Trust Board)
- **Local Governing Body** of the school (a committee of the Trust Board, which operates subject to Terms of Reference set by the Trust Board)
- **Headteacher** of the school
- **Chief Executive Officer / Accounting Officer**

The different levels of delegated power are described as follows:

- Approve (A)
 - Recommend (R)
 - Propose (P)
 - Be consulted (C)
 - Implement (I)
- Please note: individual schools will retain, and work to, their own policies until JMAT policy is agreed*

Please see the separate document for the full Scheme of Delegation

Appendix A

Board of Trustees

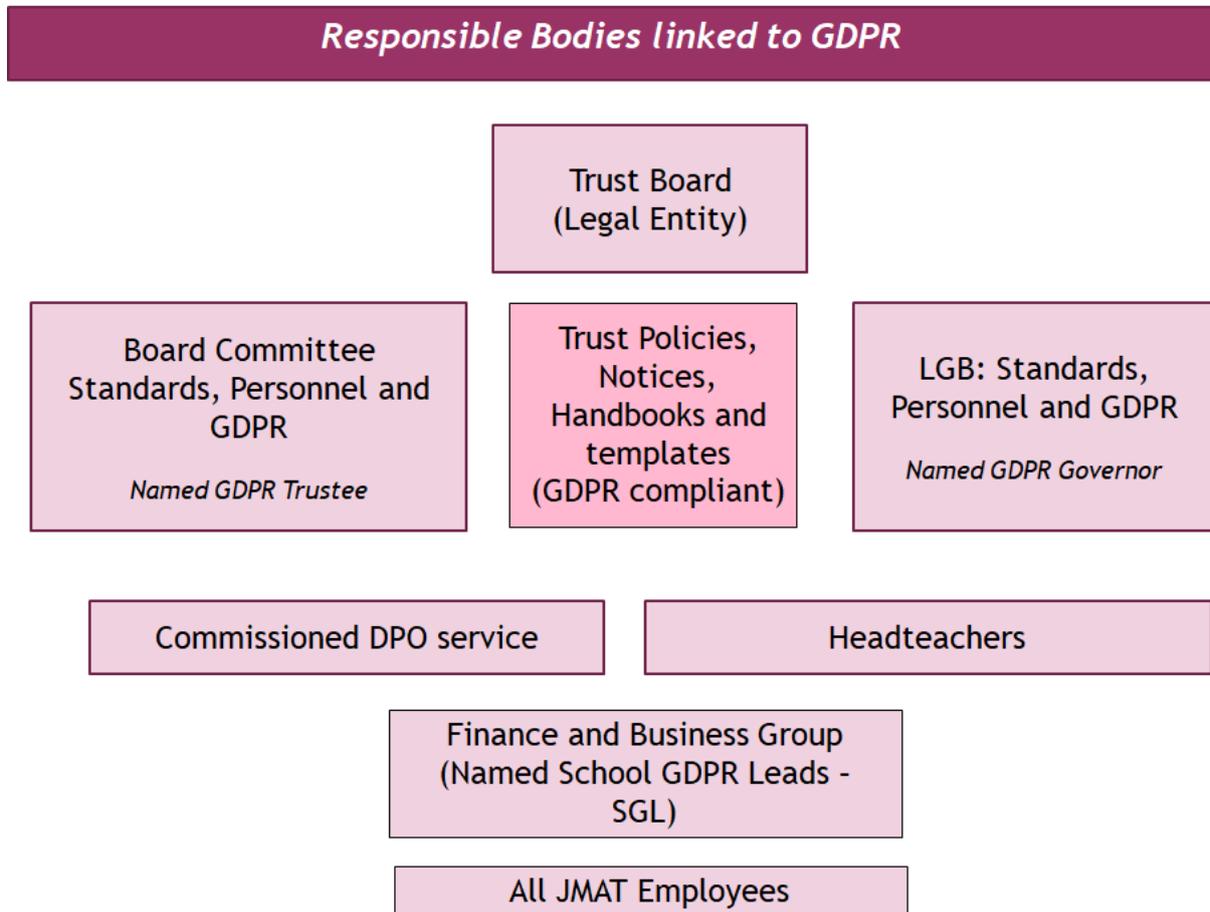
| Trustee | Areas of Expertise | Trust Responsibility | Committees |
|----------------------|--|---|---|
| 1 Mr E Griffiths | Led the Central RSA Academies Trust, based in Birmingham. Former Director of Children and Young People's Services | | |
| 2 Mr J Deane | Former Finance Director for the NHS. | Chair of Finance and Business Committee | Finance and Business Committee |
| 3 Mr D Nunn | | Health and Safety | Finance and Business Committee |
| 4 Mr A Mayhew | Director of Human Resources for PPD. | HR, GDPR and central ICT | Standards, Personnel and GDPR Committee |
| 5 Mrs K Grimes (CEO) | | | Standards, Personnel and GDPR Committee Finance and Business Committee |
| 6 Mr P Thirkettle | Former Vice Principal of FE. | Chair of Standards, Personnel and GDPR Committee | Standards, Personnel and GDPR Committee |
| 7 Mr T Barker | Former Director of Kleinwort Benson Group. | Vice Chair of Board Chair of the Audit Committee | Finance and Business Committee Audit Committee |
| 8 Mrs E Gibson | | Safeguarding | |
| 9 Mr A Ridealgh | External Affairs: Muntons PLC | Chair of Board Post 16 | |

Appendix B

Central Service Personnel 2018-19

| | | |
|--------------------------------|--------------------------------|--|
| Karen Grimes | Chief Executive | enquiries@johnmiltonacademytrust.co.uk |
| Nicola Hooper | HR Manager | nhooper@johnmiltonacademytrust.co.uk |
| Sarah Stringer | Executive Assistant | enquiries@johnmiltonacademytrust.co.uk |
| Lorraine Baker | Director of Finance & Business | lbaker@johnmiltonacademytrust.co.uk |
| Nigel Seaward | Estate and Facilities Manager | nseaward@stowuplandhighschool.co.uk |
| Ruth Goodchild | Clerk to the LGBs | Ruth.Goodchild@schoolschoice.org |
| Kathryn Mitchell | Clerk to the Trust Board | Kathryn.Mitchell@schoolschoice.org |
| Sian Durrant (Schools' Choice) | Data Protection Officer | data.protection@schoolschoice.org |

Appendix C:



Appendix D:

Governor Visit Record: 2018/19

| | | | | | |
|-------------------------------------|--|-------|--|------------------|--|
| Date: | | Time: | | Length of Visit: | |
| Name of Governor* | | | | | |
| School Improvement Link* | | | | | |
| Subject / Staff member(s) involved* | | | | | |
| Purpose of visit / involvement* | | | | | |

| | |
|---|--|
| Governor Activities Planned and Undertaken* | |
| Outcome of visit | |
| Governor Observations | |
| Follow-up actions / feedback to parents / feedback to governors / suggested focus for future visits | |

| | | | |
|-----------------------|--|------|--|
| Signed by Governor | | Date | |
| Signed by Headteacher | | Date | |

* Complete prior to visit whenever possible

Appendix E:

JMAT Policies, Procedures and Other Documents

| Policy Name | Number | Responsibility / Author | Date updated | Life period of policy | Review period | Date to be approved by | Committee |
|--|----------|-------------------------|---------------|-----------------------|---------------|------------------------|------------------------|
| Complaints Procedure | JMAT 001 | CEO | July 2018 | 2 years | Sept 2020 | July 2020 | JMAT Board |
| Admissions 2020-2021 (consultation only required if changes are made. Must be reviewed and consulted on every 7 years) | JMAT 002 | CEO | December 2018 | annual | Autumn 2019 | January 2020 | JMAT Board |
| Vexatious, Persistent and Unacceptable Conduct | JMAT 003 | CEO | Feb 2017 | 3 years | Spring 2020 | April 2020 | JMAT Board |
| Business Continuity Plan | JMAT 004 | CEO | Autumn 2016 | annual | Sept 2017 | October 2017 | JMAT Board |
| Finance Policy | JMAT 005 | CEO | July 2017 | 3 years | Sept 2020 | July 2020 | JMAT Board |
| Risk Register | JMAT 006 | CEO | Termly | termly | termly | ongoing document | JMAT Board |
| Data Protection and FOI Policy | JMAT 007 | CEO | May 2018 | annual | Jan 2019 | January 2019 | JMAT Board |
| Whistleblowing Policy | JMAT008 | CEO | Autumn 2017 | 3 years | Autumn 2020 | December 2020 | JMAT Board |
| Grievance Procedures | JMAT 009 | CEO | Spring 2018 | Three years | Spring 2021 | March 2021 | JMAT Board |
| Performance Management and Appraisal Review Policy | JMAT 010 | | | | | | |
| Pay Policy | JMAT 011 | CEO | Autumn 2018 | Annually | Autumn 2019 | October 2019 | Remuneration Committee |
| Capability Policy | JMAT 012 | | | | | | |
| Disciplinary Policy | JMAT 013 | | | | | | |
| Charging and Remissions | JMAT 014 | CEO | Spring 2018 | 3 years | Autumn 2021 | March 2021 | JMAT Board |
| Discretionary Leave of Absence | JMAT 015 | CEO / HR | Summer 2018 | 3 years | Summer 2021 | July 2021 | JMAT Board |
| Sickness Absence Management | JMAT 016 | CEO / HR | Summer 2018 | 3 years | Summer 2021 | July 2021 | JMAT Board |
| Record Retention Policy | JMAT 017 | CEO | Summer 2018 | 3 years | Summer 2021 | July 2021 | JMAT Standards |
| Induction Policy | JMAT 018 | CEO | Summer 2018 | | | | |

| | | | | | | | |
|--|----------|--------------|----------------------------|----------|-------------|------------|----------------|
| Safe Recruitment Policy | JMAT 019 | HR Manager | Summer 2018 | annually | Summer 2019 | July 2019 | JMAT Standards |
| ICT Policy | JMAT 020 | CEO | 20th July 2018 | 3 years | Summer 2021 | July 2021 | |
| | JMAT 021 | | | | | | |
| Attendance Policy | JMAT 022 | | | | | | |
| Pupil Behaviour and Exclusions Policy | JMAT 023 | | | | | | |
| Pupil Premium Policy | JMAT 024 | | | | | | |
| Health and Safety Policy | JMAT 025 | | | | | | |
| Re-structuring and Redundancy Policy | JMAT 026 | | | | | | |
| Reserves Policy | JMAT 027 | Director F&B | Nov 2018 | annually | Autumn 2019 | Dec 2019 | F&B Committee |
| Expenses Policy | JMAT 028 | Dir F&B | Dec 2018 | 3 years | Summer 2021 | Sept 2021 | F&B Committee |
| Clear Desk Policy | JMAT 030 | CEO | | | | | |
| Taking Documents out of School | JMAT 031 | CEO | | | | | |
| Exclusions Policy | JMAT 032 | CEO | March 2019 | 3 years | Spring 2022 | March 2022 | JMAT Standards |
| Child Protection and Safeguarding Policy | JMAT 033 | CEO | 1 st April 2019 | annually | Spring 2020 | March 2020 | JMAT Standards |

Handbooks and Other Documents

| | |
|--|--|
| JMAT Handbook for Trustees and LGBs | |
| Strategic Plan 2019-2022 | |
| Directory of Services | |
| Information Management Handbook (GDPR) | |
| Practical Guidance on GDPR | |
| Scheme of Delegation | |
| Remuneration Committee Terms of Reference | |
| Audit Committee Terms of Reference | |
| Standards, Personnel and GDPR Committee Terms of Ref | |
| Finance and Business Committee Terms of Reference | |

Appendix F:

Calendar of Meetings 2018-19

Trust Board

| | Date | Time | Venue |
|---|-------------|-------------|--------------------|
| Trust Board Meeting | 28-Sep-2018 | 13:30 | |
| | 14-Dec-2018 | 13:30 | Mendlesham Primary |
| | 22-Mar-2019 | 13:30 | JMAT Head Office |
| | 19-Jul-2019 | 13:30 | JMAT Head Office |
| Standards, Personnel and GDPR Committee | 30-Nov-18 | 13:30 | |
| | 15-Mar-2019 | 13:30 | JMAT Head Office |
| | 12-Jul-2019 | 13:30 | JMAT Head Office |
| Finance and Business Committee | 23-Nov-2018 | 13:30 | |
| | 22-Feb-2019 | 13:30 | JMAT Head Office |
| | 5-Jul-2019 | 13:30 | JMAT Head Office |
| Audit and Risk Committee | 14-Dec-2018 | 13:00 | Mendlesham Primary |
| Remuneration Committee | 14-Dec-2018 | 12:00 | Mendlesham Primary |