



Terms of Reference for the Canonium Learning Trust Board of Directors

Executive Summary:

The Board of Directors will be responsible for the strategic direction of the MAT and all academies within the trust. The board is responsible for Finance, Premises and Personnel matters so that Teaching and Learning can thrive in every school.

Composition:

The Board of Directors shall comprise a minimum of 5 named Trustees (2 of which must be parents/carers if there is no **local governing body**). **The Members** must approve this board. Associate members and employees may not be appointed to the Board.

Quorum:

Meetings of the Board will not take place or continue unless at least 3 trustees are present. There is an expectation that the CEO or his/her representative will be in attendance at the meeting to be held accountable for the work of the academies.

Chair:

A chair will be appointed at the first meeting in each academic year and the chair will be the Chair of The Members.

Clerking:

Meetings of the Board will be clerked by the appointed Clerk to the Board of Directors.

Meetings:

Meetings will take place at least once a term.
The Terms of Reference will be reviewed annually.

Operational Procedure:

- The Chair of the Board of Directors will approve an agenda which will be distributed with reports and supporting documents for the meeting 7 days in advance of the meeting.
- Apologies must be sent in advance to the Board Chair and Clerk.
- Within 7 school days of the meeting, draft minutes to be written by the Clerk and sent to the Chair of the Board and CEO, and once approved, circulated to all Board Trustees.
- Minutes will state who is responsible for any agreed actions and when to report back.
- To ensure the Register of Business Interests is kept up to date.

Financial Responsibilities:

Objectives:

The primary objective of the Board of Directors is to maintain an oversight of the financial performance of the academies to ensure that the organisations are financially sustainable and comply with all statutory obligations consistent with the funding agreement from the Education Funding Authority. The Multi Academy Trust is a Company limited by Guarantee and is required to comply with Charity Law. This requires the Board to ensure that the Multi Academy Trust carries out the following main tasks:

- To prepare and submit Annual Accounts complying with company law and ensure that each academy, where delegated, does so too.
- To appoint a suitably qualified independent external auditors to audit the Annual Accounts and carry out other statutory audits and ensure that each academy, where delegated, does so too.
- To submit an agreed budget for the ensuing year to the EFA to the timetable specified by the EFA and ensure that each academy, where delegated, does so too.
- To complete reports required by the EFA from time to time and ensure that each academy, where delegated, does so too.
- To ensure compliance with the requirements of the Academies Financial Direction as amended from time to time and ensure that each academy, where delegated, does so too.
- To ensure compliance with the latest Standard of Recommended Practice (SORP) from the Charities Commission and ensure that each academy, where delegated, does so too.
- To ensure that the academies maintain the fabric of the Academy buildings and the administrative structure necessary to manage their organisations.
- To ensure that each Academy maintains complete integrity of accountability for the correct use of all restricted funds.
- To ensure that all funds raised on behalf of each Academy by lettings and direct appeals are accounted for and used appropriately.

As a consequence of the above objectives, the Board of Directors is required to satisfy itself that each Academy is performing the functions listed below and, inter alia, any other functions which must be performed to satisfy the objectives.

1. To determine each Academy's financial priorities through the School Improvement Plan (SIP) and the Asset Management Plan (AMP).
2. To review the process of the various leasing agreement schemes and options available to each Academy.
3. To agree and determine appropriate charges for lettings of the premises, in line with each Academy's lettings policy.
4. To review appropriate financial benchmarking data, in order to compare each Academy's financial performance with other similar schools or academies.

5. To ensure that the accounting systems are functioning correctly by receiving independent Internal Control Reports and ensuring that audit reports are acted upon.
6. Monitor efficient use of utilities such as water, electricity or gas and maintain an overview of costs and lettings policy of the premises.
7. To prepare timely, accurate and material accounts using systems which allow the Academy SMT to understand and react to deviations from budget.
8. To ensure that all funds received by the Academy are fully accounted for.
9. To ensure that all funds are used to achieve the most benefit for the Academy through bench-marking and competitive purchasing.
10. To monitor financial risks to the Academy as part of a wider risk management strategy.
11. To ensure that appropriate spending authorities are in place.

Premises Responsibilities:

1. To establish and keep under review an Estate Development Plan and ensure that each academy, where delegated, does so too.
2. To approve letting policies and ensure that appropriate charges, Health and Safety and Welfare policies are applied to external lettings and ensure that each academy, where delegated, does so too.
3. To ensure that a current and accurate Asset Management Plan is in place and ensure that each academy, where delegated, does so too.
4. To ensure that all aspects of Health and Safety within each Academy, and where applicable, to pupils, staff and other stakeholders off site are kept under constant review.
5. To ensure that each Academy complies with accessibility legislation.
6. To appoint architects, builders, ground maintenance teams, surveyors etc according to established procedures and monitor all aspects of their work and ensure that each academy, where delegated, does so too.
7. To arrange professional surveys and emergency work as necessary and ensure that each academy, where delegated, does so too.
8. To create a project committee where necessary to oversee any major developments and ensure that each academy, where delegated, does so too.
9. To monitor and approve all major works carried out on each Academy's estate.

10. To ensure that appropriate insurance policies and associated engineering inspections are in place and ensure that each academy, where delegated, does so too.
11. To liaise with the diocese and LA on premises issues requiring permission or consultation and ensure that each academy, where delegated, does so too.

Personnel Responsibilities:

1. To ensure that the academies are staffed sufficiently to the fulfilment of each academies' development plan and the effective operation of the academy.
2. To review Pay Policy for all categories of staff and approve pay scales and general salary levels.
3. To assist in the administering of the staffing requirements for the academies both in the teaching and support areas.
4. To approve procedures for the recruitment and appointment of staff.
5. To oversee the process leading to staff reductions and ensure that each academy, where delegated, does so too.
6. To consider applications from staff for secondments or leave of absence and ensure that each academy, where delegated, does so too.
7. To consider and approve staff related policies, sickness, disciplinary, appeal, equal opportunities, appraisal and data protection and any others that are HR related.
8. To follow established procedures when advertising, selecting and appointing new members of staff ensuring Safer recruitment is adhered too and ensure that each academy, where delegated, does so too.
9. To review a Performance Management/Appraisal policy for all staff.
10. To review staff work/life balance, working conditions and well-being, including monitoring of absence and ensure that each academy, where delegated, does so too.
11. To monitor arrangements for Safeguarding.
12. To monitor the professional development of staff.

Appointments and Promotion of Staff below leadership group, where not delegated to the Headteacher under the Staffing Regulations.

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| a) | Teaching Staff | Temporary appointments: Headteacher approved by the CEO |
| b) | Teaching Staff | Permanent appointments below leadership group: Headteacher approved by the CEO |

- c) Internal Allocation of Teaching and Learning Responsibility Allowances Headteacher in consultation with the CEO
- d) Teaching Staff Supply: delegated to Headteacher approved by the CEO
- e) Support Staff All Support Staff appointments except those who would be on the senior management team: Headteacher approved by the CEO

Shortlisting: A selection panel to shortlist candidates (other than Headteacher) will always include the Headteacher.

Advertising – Staff Other than Head: The Headteacher will make the necessary decisions to advertise both externally and internally as appropriate approved by the CEO.

Headteacher and Deputy Headteacher: Arrangements for the appointment for these posts to be made/agreed by the Board of directors in accordance with Staffing Regulations.