

DRAFT

The Ridgeway Learning Partnership - Governance Handbook

Mission Statement of the Ridgeway Learning Partnership.

The Ridgeway Learning Partnership is at the heart of the community delivering an inclusive education to learners of all ages. Our mission is to embrace challenge and to celebrate success in all that we do by striving for every learner to reach their full potential. Our schools retain their distinctiveness but learn and grow together and remain collectively responsible for providing all learners with exciting and inspiring opportunities.

The Ridgeway Learning Partnership is a church foundation.

As a charity and company limited by guarantee, The Ridgeway Learning Partnership (the “Company”) is comprised of and governed by:

Members who guarantee the liabilities of the Company and review the strategic direction.

A Board of Trustees (the “Trustees”) who are responsible for, and oversee, the management and administration of the Company and the academies run by the Company.

A Chief Executive Officer

A Finance Trustee is responsible for ensuring the highest standards in terms of finance, premises and extended schools/traded services so that these all contribute fully to maintaining the highest standards and accelerating pupil progress across the Academy Trust.

A Personnel Trustee is responsible for ensuring that the Trust recruits, develops and retains high quality staff at all levels.

A Performance Trustee is responsible for ensuring that the standards attained and the progress made by all pupils in the Trust remains high and continues to improve.

Other Trustees have specific responsibilities for Safeguarding, Health and Safety, Communications and other areas which may change over time according to the priorities of the MAT.

Local Governing Bodies (“LGBs”): there will be one LGB for each academy which will be responsible for the strategic management, administration and committee structure of each academy

General Principles

- The Trustees and Local Governing Bodies will work collaboratively and in partnership at all times.
- The Trustees will make decisions, following consultation with Local Governing Bodies, on matters which affect all academies in the trust: Subject to the terms of a Scheme of Delegation, Local Governing Bodies will make decisions on matters which affect individual academies.
- Local Governing Bodies and Head teachers of academies in the trust should be as autonomous as possible and have as much freedom as possible.
- Local Governing Bodies and Headteachers will have maximum delegation of responsibility and decision making for the strategic direction and day-to-day operation of their academies *unless there is a cause for concern (eg below floor results, an Ofsted category of 3 or 4, financial difficulties, breaches of regulations)*
- The Trustees will put in place effective arrangements for monitoring and evaluating the performance of Local Governing Bodies and academies.
- The Trustees will take action, including the full or partial withdrawal of delegated authorities to individuals, Local Governing Bodies and other committees should the individual, Local Governing Body or other committee members fail to carry out their duties and responsibilities effectively.
- The governance arrangements of good schools/academies joining the trust will remain largely unchanged except where changes are required in order to comply with legal or statutory requirements, or to ensure operational effectiveness or achieving value for money.
- The Trustees will consult Local Governing Bodies on proposals for the composition, membership, structure, and terms of reference for Local Governing Bodies and subcommittees, on arrangements for the recruitment and appointment of governors, and on arrangements for the introduction of the trust's multi-academy governance arrangements before any decisions are made.
- Local Governing Bodies will report regularly and frequently to the Trustees and will make available all relevant data and information on performance.

Members

There will be 5 Members, 3 of whom are appointed by the Diocese of St Albans (Foundation Members). Of the Foundation Members, 1 of these will be directly appointed by the Diocese and the other 2 will be appointed if they are able to evidence a connection to the church and a commitment to the ethos and values thereof. The Trustees may play a part in recommending the 2 Foundation Members that are not directly appointed by the Diocese.

The remaining 2 Members are to be decided but will be independent of the Church of England and the Diocese.

To act as a link between the Members and the Trustees, it is likely that one of the Members will also be the Chair of the Trustees.

All Members will have to sign a Memorandum to confirm that they will protect the status, values and individuality of all schools in the Trust.

The Members' role is to ensure that the vision of the trust is being upheld by the Trustees. The Members are responsible for appointing the majority of the Trustees. The Members play a "hands off" but important role because they hold the Trustees to account. They do not make day to day or strategic decisions about the running of the Trust. The members typically meet for an Annual General Meeting and hold more regular meetings as necessary, for example to appoint and remove Trustees. They can remove and appoint Trustees by a simple majority vote.

The Members may pass a special resolution (75% vote) to appoint additional Members.

Members can resign provided the total number of members remaining is 5.

Each person entitled to appoint members can remove any member appointed by them. For example, if the members agree by majority vote to appoint an additional member they then have the right to remove that member.

The Members may pass a special resolution (75% vote) to remove any member provided it is in the interests of the company to do so.

The quorum for any meeting of the Members is 3.

There is no term of office for Members. They remain until they resign or are removed and replaced

Trustees ("The Trustees")

There will be 9 Trustees as follows:

5 of the Trustees (the Foundation Trustees) who shall be approved by the Diocese of St Albans and appointed by the Foundation Members. They must be able to evidence a connection to the church and a commitment to the ethos and values thereof.

3 of the Trustees who shall be appointed by the non-Foundation Members.

The CEO will be an ex officio appointment meaning that s/he will remain a Trustee for as long as they hold the position of CEO

Trustees are appointed and removed by a simple majority vote of the Members.

The term of office for Trustees is 4 years. After this time, Trustees can be reappointed. The CEO is an ex officio Trustee.

The Trustees must meet at least 3 times in every school year. The Ridgway Learning Partnership Trustees will typically meet at least twice a term but additional meetings can be arranged with 7 days notice. Also, meetings can be arranged at less than 7 days notice providing at least 75% of the Trustees agree.

Providing all Trustees are given the opportunity to participate, electronic communication for the purpose of voting is permitted. In such instances it must be recorded in the Minutes of the next Trustees meeting.

The quorum for a Trustees meeting is 4 Trustees. However, when removing a Trustee or the Chairman of the Trust, the quorum is increased to two thirds of the Trustees.

The Board of Trustees are accountable for the Multi Academy Trust and all schools within the Trust. The key responsibilities are:

- To act in a way that promotes the success of the Trust and the schools
- Setting the strategic direction of the MAT
- Making key operational and strategic decisions
- Holding the CEO to account
- Holding the Local Governing Body (and any other committee) members to account
- Approving the expansion of the Trust
- To manage conflicts of interest

The Trustees will decide the amount of revenue funding retained by the MAT (the "Top Slice") after consultation with the CEO and the Resources Committee.

Chief Executive Officer (CEO)

The CEO is a salaried position and is appointed by the Trustees. The CEO is accountable for the running of the Trust and is the Accounting Officer.

The CEO will be employed by the MAT but the cost of this may be wholly or partially met by a school. The CEO position is subject to normal employment law.

Committees

The Trust will have two further strategic committees: the Resources Committee and the Standards Committee.

j) Resources Committee

There will be 7 members of the Resources Committee: ex officio CEO, at least 1 Director with the remainder being skilled persons appointed by the Trustees. In time this will include ex officio Finance Director.

Appointments are reviewed annually but can be terminated by a majority vote from the Trustees.

Quorum is 4 Committee members and the Committee meets at least 4 times a year.

Detailed terms of reference will apply but the key areas of responsibilities shall be:

- Finance
- Human Resources including appraisal
- Premises
- Risk Management
- H&S

- ICT
- Legal

ii) Standards Committee

There will be 7 members of the Committee: ex officio CEO, at least 1 Director with the remainder being skilled persons appointed by the Trustees.

Appointments are annual but can be terminated by a majority vote from the Trustees.

Quorum is 4 and the Committee meets a minimum of termly,

Key responsibilities:

- Curriculum
- Pastoral
- School inspection
- Attendance
- Exclusions
- Community

Local Governing Bodies

There will be an LGB for each school in the MAT. They will act autonomously and with delegated authority as specified in the Delegation of Authority (DoA) in appendix A. Schools that are unable to set a balanced budget, who are in Ofsted categories of 3 or 4 or who have breached MAT policies and procedures will be subject to less autonomy than laid out in the DoA.

The membership of each LGB must reflect the status of the school (VA, VC or community) but shall be no more than 11 people.

The Head of the school will be an ex officio member.

Each LGB MUST have at least 2 parent members.

Each LGB MUST have at least 1 member of staff in addition to the Head but no more than one third of the LGB can be employees of the MAT.

The Chair shall be elected by the Members of the LGB but appointed by the Trustees.

The way in which LGB members are appointed / approved will depend on the type of academy. For example for VA academies, the Diocese will be responsible for approving a majority of the LGB members. The normal term of office is 3 years.

LGBs will typically meet half termly and a quorum is a majority.

LGBs will report financially to the Resources Committee on a quarterly basis and to the Standards Committee with a frequency to be agreed with each LGB. The Resources and Standards Committees will determine the minimum information that is to be communicated to the Committees.

Operating Board (OB)

Membership of the OB is determined by the CEO and will change over time to meet the general requirements of the Trust. The OB's role is to oversee the ongoing operation of the Trust with particular attention to interventions, SEN and the pooling of resources. There will typically be representation from both secondary and primary schools.

Delegation of Authority

The detailed Delegation of Authority (DoA) is in Appendix A. Amendments to the DoA can only be made by the Trustees.

If a school, either existing or joining, has an Ofsted judgement of 3 or 4, is unable to set a balanced budget or is in breach of MAT regulations elements of delegation will be restricted or withdrawn.

Safeguarding

Safeguarding and the welfare of children are the responsibility of every employee in the Multi Academy Trust. Trustees shall delegate responsibility for safeguarding to the CEO, LGBs and individual Headteachers but their corporate accountability remains.

Centrally Provided and Procured Services and how they are paid for

The percentage of each school's GAG and Earmarked Funds that are retained in MAT is determined each financial year by the Trustees in consultation with the CEO and Resources. This will typically be 3-5% but in the first year of operation will be set at 5%.

An on-going annual surplus can be retained in the centre to a maximum of £50,000 (subject to review and amendment by Trustees) after which money is returned to schools pro rata with their contribution.

The retained funds will pay for centralised services which are likely to include (but not be limited to) ICT, finance and statutory CPD.

The retained funds will also support some staffing costs, either directly or in making appropriate payments to an individual school. In the early stages of the Trust this is most likely to apply to the CEO but over time this may increase to include Finance Director, SENCO and specialists such as an Educational Psychologist.

In addition to providing services the MAT will procure certain services or products where there are economies of scale to be made or efficiencies to be gained. These are likely to include (but not be limited to) payroll, HR, legal, utilities, energy, grounds maintenance, catering, some computer systems, ICT and other equipment and resources. When services or products are procured on behalf of schools the costs shall be passed on.

Appraisal

The appraisal for the CEO will be carried out by 3 designated Trustees.

Appraisal of Headteachers will be carried out by LGBs in consultation with the CEO and with input from the Resources and Standards Committees or a school improvement professional.

APPENDIX A - Delegation of Accountability

		Start-up	Directors/ Trustees	Finance Ctte	Standards Ctte	LGB
1	Scope of provision of core services	*				
2	Ethos of MAT and Mission Statement	*				
3	Appointment of accountancy, auditing and legal services	*				
4	To establish financial decision making levels and limits	*				
5	To define the role of the CEO	*				
6	To appoint the CEO (and therefore the Accounting Officer)	*				
7	To agree the structure of Governance	*				
8	Role of the Members, Trustees, Finance, LGB and other Committees (Terms of Ref)	*				
9	How Members, Trustees and Governors are appointed and removed	*				
10	Define regularity of meetings	*				
11	Appoint Members (x5)	*				
12	To determine the proportion of academy budgets to be deemed the "top slice".	*				
13	Empty					
14	To agree high level Delegation of Accountability	*				
15	To agree all safeguarding policies and procedures	*				
16	Define financial model (ie to what extent distributed/centralised)	*				
17	Review provision of centralised services		*			
18	To review the proportion of academy budgets to be deemed the "top slice".		*			
19	Re-appointment of accountancy, auditing and legal services		*			
20	To review and amend (if necessary) financial decision levels and limits		*			
21	To hold CEO to account (including appointment, performance appraisal, dismissal, suspension etc)		*			
22	To review the structure of Governance		*			
23	To review and amend (if necessary) Delegation of Accountability		*			

24	To approve the overall budget (including each school) each financial year		*			
25	Reviewing the performance and salary review of each academy Headteacher		*			
26	To review all safeguarding policies and procedures		*			
27	To adopt all safeguarding policies and procedures					*
28	Manage staff reductions		*			
29	Agree and review pay policies and performance management		*			
30	Propose targets for pupil attainment and progress					*
31	Agree targets for pupil attainment and progress				*	
32	Agree and monitor the admissions policy (Nursery to Sixth Form)		*			
33	Approve and oversee expenses scheme		*			
34	Manage expenses scheme					*
35	Decision to reduce delegated authority to an individual academy for safeguarding reasons		*			
36	Decision to reduce delegated authority to an individual academy for financial reasons		*			
37	Decision to reduce delegated authority to an academy for educational reasons		*			
38	Consider and decide upon applications from other schools to join the MAT		*			
39	Development and overseeing of school buildings strategy		*			
40	Implementation of school buildings strategy			*		*
3741	Development and overseeing of marketing and communications strategy		*			
42	Implementation of marketing and communications strategy			*		*
43	Oversee site and cyber security			*		
44	Manage site and cyber security					*
45	Establish and review risk management register and processes		*	*		
46	Implement risk management			*	*	*
47	Asset and inventory management			*		*
48	Approve Health and safety policies and procedures			*		
49	Implement and manage H&S policies and procedures					*

50	Buildings insurance and personal liability			*		
51	To manage the overall MAT budget on a quarterly basis including virements and overspends			*		
52	To manage individual school budgets					*
53	To ensure Value for Money in all spending			*		*
54	To establish and review charging and remissions policies			*		
55	Depending upon spending limits, make purchases, sign contracts, capital spending, tender management, payroll discretions		*	*		*
56	Establish and review disciplinary/capability procedures			*		
57	Staff dismissals & redundancies			*		
58	Oversee and approve curriculum policy				*	
59	Design and implement curriculum					*
60	Raising the standard of teaching				*	
61	Accountability for standard of teaching					*
62	Provision of sex education					*
63	Provision of religious education					*
64	Ensure effective Continuous Professional Development				*	*
65	Agree targets for pupil attainment and progress				*	*
66	To recommend on permanent exclusions					*
67	To oversee and authorise permanent exclusions				*	
68	To set times of school day and term dates				*	
69	School uniform policy					*
70	Staff performance (excluding HTs) management including appraisal and salary review			*		*
71	Headteacher appraisal (in conjunction with CEO)					*
60	School prospectus					*
61	Management of free school meals and pupil premium					*
62	Development and oversight of ICT strategy			*		
N	Implementation of ICT strategy					*