Respect Collaboration Trust

Terms of Reference for the Trust Board

Membership

The Trust Board shall be appointed by Members or co-opted on to the board of trustees by trustees. There is no maximum number of trustees, but it should be no less than 3, the trust board is quorum with minimum of three (3) trustees

The Board must appoint annually individuals from among their number to act as Chair and Vice Chair. The Chair and Vice Chair provide leadership to the Trust Board, The Chair and Vice-Chair of the Trust Board are important roles for the Trust. The process for the election of these posts, and the Chairs of the committees, is found in the Respect Collaboration Trust Governance Handbook.

The Chair and Vice Char should have the necessary background and/ or qualifications to undertake the role effectively.

Trustees normally serve up to two (2) terms of office, each of four (4) years. No member of Trust staff is permitted to serve as a Trustee. In exceptional circumstances, such as the ongoing need for specialist expertise or to ensure continuity in a period of substantial change in Trustees. A Trustee may be reappointed for a third term subject to the agreement of a majority of members of the appointing body.

The Board must assure itself that it has the right balance of skills to be able to carry out its duties, regularly reviewing these to ensure skills gaps are filled.

The Board must appoint a Governance Professional to ensure that all meetings of the Trust are well planned and conducted in accordance with law and appropriately minuted. The Governance professional must ensure that statutory return deadlines and other legal obligations are met.

Attendance at meetings

The CEO, of Respect Collaboration Trust shall normally attend meetings other Executive Leaders and Headteachers may be invited at the request of the Trust Board. The Chair of the Trust and the committee have the right to exclude any executive leaders and any other attendees during any part of boards business.

Frequency of meetings

The Trust Board meets at least three times a year, more usually six (6) times a year.

The Role of the Trust Board

Accountable for:
Trustees have ultimate accountability and decision-making authority for the work of the Trust and its academies. Trustees must:

- Act together and in person, not delegating Trust responsibility to others
- Act strictly in accordance with Articles of Association
- Act only in the Trust's interest without regard to personal interests
- Manage Trust affairs prudently
- Take no personal benefit unless expressly authorised
- Take proper professional advice on matters which they are not themselves competent

Accountable to:
- Pupils, parents and communities' they serve
- People employed by or working in a voluntary capacity as part of the Trust
- Members of the Trust
- Secretary of State for Education and related bodies as detailed in The Master Funding Agreement
- Statutory and regulatory bodies.

Trustees must :
- Establish the vision mission and values of the Trust
- Ensure all legal requirements are met
- Ensure Trust business is conducted solely in pursuit of the Trust objects and Articles of Association and meets the charitable objectives
- Safeguard the Trust assets
- Ensure financial controls and appropriate financial management is in place according to Academy Trust Handbook
- Regular appraisal of the affairs of the Trust, and its schools, with a particular emphasis on the Trust's ability to function as a 'going concern' and on the appropriate use of public money in all aspects of their work
- Approval of growth plans, alongside new academy projects and associated budgets
- Review strategic risk and the adequacy and delivery of any mitigation. To this end they must establish and monitor risk registers and scrutinise the internal and external audit and scrutiny process
- Set and monitor KPIs for the Trust including outcomes and business operations
- Approve the Policy framework and associated policies; review and approve all Policies presented by the Executive and in line with DfE expectations, Financial Regulations and suspension of or amendment to them including approval of the schemes of delegation to committees and officers
- Monitoring and reviewing the effectiveness of the Trust's governance
- Ratification of urgent decision taken by the COT and or CEO

- Receiving the declaration of Trust Board members' interest that may conflict with those of the Trust and determining the extent to which that member may remain involved with the matter under consideration
- Ensure the Trust and Executive have capacity and skills to lead, support, manage and challenge
- Delegate day to day operations of the Trust to the CEO.

Seeking Assurance
To provide a further layer of assurance the board elects annually link trustees for SEND, Safeguarding and Careers.

The annual Governance Day for Trustees, Governors and Members gives a firsthand opportunity for assurance.

Committees
The Trust Board has established three committees whose membership and Terms of Reference are confirmed annually
  - Audit and Risk
  - Pay and Remuneration
  - Local Committee (LC)

Audit and Risk Committee
The Trust complies with Academy Trust Handbook requirements by forming this committee, which has direct links to both external and Internal audit and scrutiny, all assurance activity including risk registers and details of mitigation. Independent Internal scrutiny provides regular assurance on all aspects of the trusts function to this committee and the board.

Pay and Remuneration Committee
This committee will meet once a year to consider the pay and remuneration of Executive staff and make recommendations regarding pay awards.

The process must be a fully evidence based documented process. It must be , transparent , proportionate , fair and justifiable, conforming to an agreed process. Decisions reached by this committee will be independently scrutinised by the board .

Local Committees (LCs) to secure stakeholder views and provide feedback on board effectiveness, The Trust Board will ensure that the LGC Terms of Reference give a prime responsibility for securing stakeholder voice .This applies especially, but not exclusively, to the views of pupils, parents, and employees.

Working Groups
Trustees may convene an **ad hoc committee or working group** to serve a specific purpose at a given time. These do no have executive powers and must be ratified by the full Trust Board

Delegation
Trustees delegate responsibility in several ways;

1. To the Audit and Risk Committee with delegated responsibilities for aspects of decision making, monitoring and scrutiny.
2. To the Chief Executive Officer CEO, appointed by the board and who has delegated responsibility for the day to day strategic and operational leadership and management of all aspects of the Trust. The CEO in turn delegates responsibility for specific aspects of the Trust's operation to members of the Executive Leadership Team and Headteachers

Reporting procedures
All meetings will be minuted, minutes checked approved and signed

Board minutes and any supplementary notes from the chair are provided to the Trust Board in advance of the meeting (subject to the need to protect matters of individuals' confidentiality) to allow trustees time to read and formulate questions of the Chair at the Trust Board meeting.

All documentation related to Trust Board (and associated committees and working groups) will be saved in TTG

Reviewing the work of the board
The COT will carry out an annual individual meeting with each trustee to review board effectiveness and trustee contribution

Every two years trustees will complete a questionnaire on the same periodic self-evaluation and where/when it is felt to be useful an external review of the work of the board

Periodic 1:1 meeting to discuss the effectiveness of the work of the CEO and COT. (Length of term of office to be considered)

Aide memoire for Trustees

Outcomes

- To receive reports detailing the performance of schools and the Trust against:
    - agreed KPIs and against national comparators
    - against groups of pupils: SEND, LAC, Equalities provision
    - Outcomes, Behaviour, Attendance.
- To review the curriculum offer/Quality of Education for individual schools and the Trust
- To support the Trust in forming panels to consider suspensions and exclusions
- Assurance that development plans are in place to support a school Post Ofsted judgement
- Assurance of the effective use of pupil premium funding by the Trust

- Assurance that any changes to national legislation with regards to curriculum, examinations, SEND, Safeguarding and reporting to parents is being implemented at school and Trust level.
- Safeguarding arrangements of individual schools and the Trust are affective.

Financial

- Approval of a scheme of delegation of powers relating to both finance and governance
- Establishment of a financial strategy and reserves management policy which is regularly monitored
- Review and acceptance of medium-term financial plans
- Annual approval of the Trust's business strategy, annual report and statutory accounts
- Approve the annual budget and review material changes as proposed by the CFO through the year including future spending priorities
- Approval of new School projects and associated budgets
- Recommendation to Members the appointment and re-appointment of the Trust's external auditors
- Approval of the Trust annual report and statutory accounts
- Receive the annual management letter(s) and governance reports of the external auditors and agreement of proposed actions
- Approval of the internal audit arrangements for the trust .
- Approve the Trust Risk management policy, strategy, annual risk management plans, processes and procedures including risk appetite and tolerance
- Ensuring that funds from sponsors are received in accordance with any associated Trust Deed, and are used only for the purposes intended
- Ratification of proposals for the acquisition, disposal, or otherwise legal

Estates

- To advise on the strategic planning of the Estates Strategy, Management Plan and future development of the Estate.
- To receive reports from the Executive Leaders and make recommendations on Capital Planning and Sufficiency
- To receive and comment on reports from the Executive Leaders relating to all aspects of the Estate including by not exhaustive too emergency repairs, conditions survey, asbestos reporting
- To receive reports on Health and Safety compliance and incidents across the Schools and Trust
- To review at least on an annual basis the Estates for each school and the central team (in advance of the approval of the annual budget for the academic year)
- Ratification of proposals for the acquisition disposal or otherwise legal changes of use of land or building
- Ensuring funds from sponsors are received in accordance with any associated Trust deeds and are used for intended purposes.

People, Pay and Renumeration

- To advise on the strategic planning of the Trust's human assets, workforce planning and school staffing structures
- To receive reports from the Executive Leaders relating to all aspects of the workforce including but not exhaustive too; staff absence rates, staff ratios, recruitment and retention, pay analysis.
- Review the staffing establishment of each school and the central team in advance of budget setting
- To maintain oversight of performance development and pay awards across the Trust
- To receive proposals from the Executive Leaders with regard to performance development and pay for the schools and central team
- Appoint, appraise pay review, discipline and dismissal of the CEO
- To review and approve pay and remuneration decisions affecting members of staff paid in excess of £100,000 per annum across the Trust
- Approve the inflationary pay award decisions for implementation across the Trust in line with national recommendations
- To receive proposals from the Executive Leaders with regard to policies for staff discipline and grievances (including complaints) for the schools and the central team,
- To support Executive Leaders in relations and interactions with Trade Unions
- To consider individual cases that may be required as part of the escalation processes under any such policy.
- To manage such processes in relation to the CEO,