



Governance Charter and the Roles of Members, Trustees and Governors

Introduction

The Stowe Valley Multi Academy Trust (SVMAT) is a charitable organisation set up to provide excellent education for all students and pupils attending its schools. Ensuring that it achieves its vision and charitable purposes is the responsibility of the Members, Trustees and Governors, supported by the Executive Team and all staff. Members, Trustees and Governors are accountable to the community and the Secretary of State for Education.

The purpose and governance arrangements for the SVMAT are set out in its Articles of Association and Scheme of Delegation (SoD).

This document is intended to set out:

- The Principles of Governance
- SVMAT vision, values and aims
- The respective roles of Members, Trustees and Governors
- SVMAT expectations of the conduct of Members, Trustees and Governors
- Terms of reference for each level of governance, and
- Communication arrangements between each level of governance and between the executive teams

Together these documents constitute a **Governance Charter** for the organisation; setting out the fundamental principles of the organisation and the rules for its governance.

Within this document all references to 'schools' should be taken to refer to all schools and academies within the SVMAT. All references to Headteachers should be taken to include Executive Headteachers.

Principles

1. Governance in the SVMAT is underpinned by a **shared vision, values and aims** that give purpose to all our actions. All Members, Trustees, Governors, and schools will promote the vision and subscribe to the values and aims set out below.
2. SVMAT will be a **trustworthy, reliable, ethical and inspirational organisation**, delivering the best possible learning experiences.
3. SVMAT recognises that the partnership, communication and relationship between each part of the organisation is key to delivering our vision. We expect all Members, Trustees, Governors, Senior Leaders and staff in our schools to work collaboratively and, drawing on the best practices of working with others, ensure that the whole is greater than the sum of the parts.
4. SVMAT, in line with its vision of excellence in education, aims to provide excellence in its governance.
5. Governance is underpinned by a common understanding about who is responsible for decision making, and the mechanisms by which others can provide valuable input to decision making; the SoD makes this process transparent. This document outlines the arrangements for communication between each part of the organisation.
6. Financial governance must, as a foundation, be compliant with the principles and regulations set out in the Academy Trust Handbook (ATH).
7. Effective governance in SVMAT is supported by the following:
 - Trust Members – the guardians of the constitution
 - Trust Board – the Trustees
 - Trust Board sub-committees
 - Local Governing Bodies – the Local Governors
 - The Executive Team – the Chief Executive Officer (CEO), the school Headteachers and the Chief Finance Officer (CFO).
8. The Trust Board has overall responsibility and ultimate decision-making authority for all the work of the SVMAT, including the establishment and maintenance of the schools.
9. There should be no duplication of governance, and decisions should be made as close as possible to the impact of that decision.
10. We will continue to develop our governance arrangements to shape and take account of best practice in the sector and will ensure we regularly assess the effectiveness of our governance.

Vision, Values and Aims

The shared vision and values of SVMAT and all the schools underpins our governance arrangements.

SVMAT Vision

Our vision is encapsulated in our motto 'Be the best you can be'. We will

- create a seamless educational experience for our pupils across all age ranges
- develop responsible, capable, and confident young people who are active citizens in the 21st Century
- use our success to drive us to reach even higher standards in all Academy Schools through a rich and motivating curriculum
- be recognised by our staff, parents, and local community as providers of a safe, creative, and ethical environment reinforced by a vibrant Community Dimension

SVMAT Values and Aims

SVMAT are committed to creating a culture that strongly reflects our **values** of:

- partnership
- inclusion
- learning
- leadership
- enjoyment
- responsibility
- inspiration
- integrity.

Children and young people are at the heart of everything that SVMAT aims to achieve. We recognise that **each child is unique**, with their own strengths and talents, and their own challenges. Our schools will focus on developing the best in each pupil, encouraging and challenging them to succeed, and providing a **positive and inspirational learning environment**. Our schools will be **inclusive and respectful** and will encourage our pupils to share these values.

SVMAT recognises that our staff and their leaders are critical to our success. We will support our staff to **'be the best they can be'** by valuing the work they do, by ensuring they have the highest possible standards of leadership, training, wellbeing and support. We expect our staff to provide a **rich and motivating experience for our pupils** through at least good and increasingly outstanding teaching to our pupils and students.

SVMAT aims to have the **highest possible standards of governance**. The role of Members, Trustees and Governors within the SVMAT is to ensure the best possible outcomes for all the children attending all

the schools within the Trust, and to develop the Trust to be a vibrant and viable provider of education for the present and the future.

SVMAT fully supports the **independence and distinguishing characteristics** of each of our schools. We are committed to supporting the schools within the Trust for the benefit of the communities they serve. We believe successful schools are best supported by strong local governance, with governors who know their schools well and who provide support and challenge to the Headteacher. We will devolve governance at a level of autonomy proportionate to the success of the School. Our LGBs **are the champions of our values** in our schools.

SVMAT expects schools to work together in the spirit of **partnership and solidarity**. We believe that sharing our strengths and challenges across our schools will ensure that they can be successful and provide for the best possible outcomes for our pupils.

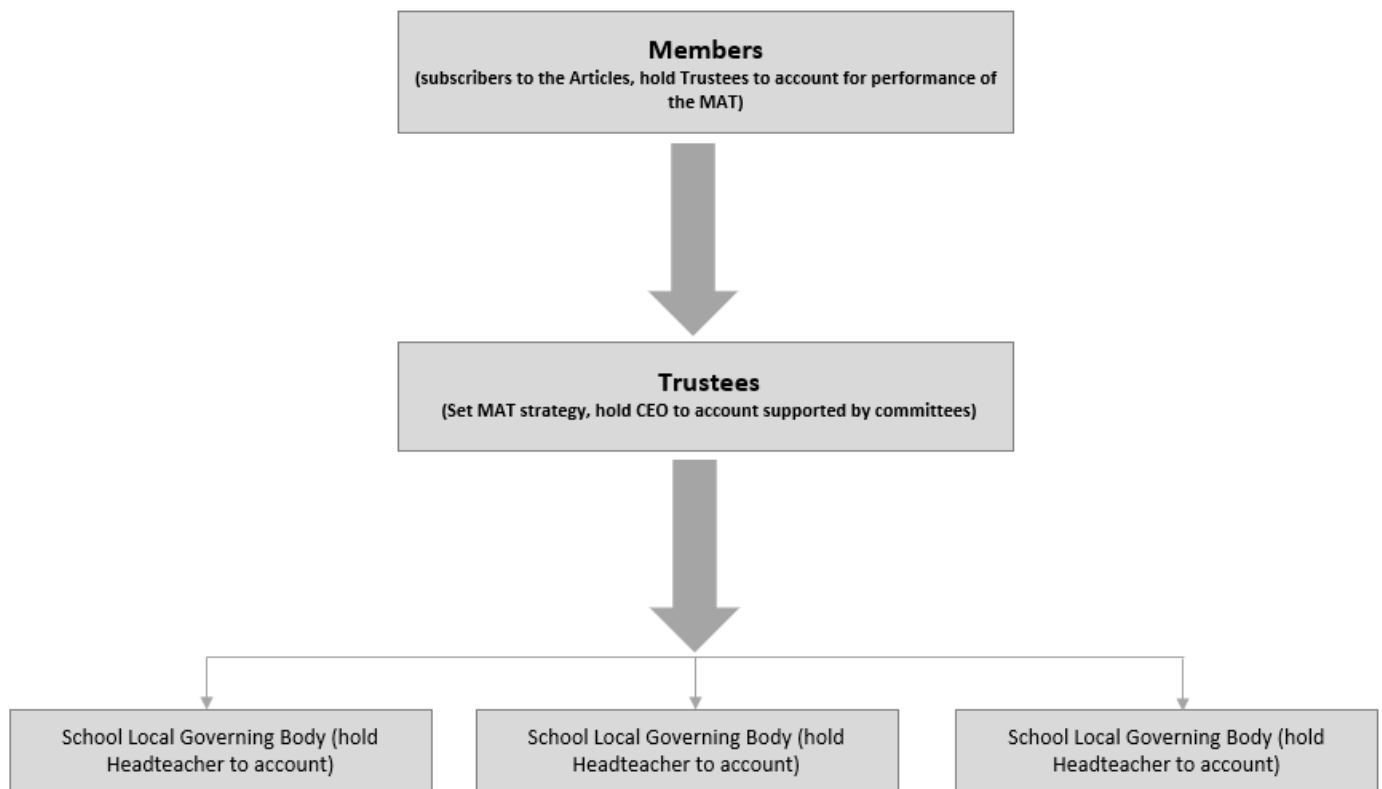
The relationship between the SVMAT and LGBs is one of **partners sharing a common vision and purpose**, drawing on each other's strengths in order to overcome any weaknesses and respond robustly to any challenges.

Recognising the value of collaboration, SVMAT will provide a voice on national issues affecting the Trust and our schools, helping to communicate the SVMAT needs and concerns to those responsible for the funding and regulation of publicly funded schools.

Role of Members, Trustees and Local Governors

The SVMAT governance structure is shown diagrammatically below:

SVMAT Governance Structure



SVMAT are committed to providing excellent education to all children within our community. At all levels of governance SVMAT will achieve this through carrying out the three core functions of governance namely:

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the Trust
- Agreeing improvement strategies with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Holding the CEO and the Headteachers of our individual schools to account for the progress and attainment of our pupils
- Monitoring progress towards targets
- Performance managing the CEO and our Headteachers
- Engaging with stakeholders
- Contributing to Trust self-evaluation

Ensuring financial health, probity and value for money, by:

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

Within Stowe Valley MAT there are two forms of Governance, Executive and Non-Executive which are detailed in Appendix A.

The Trust Board has overall responsibility and ultimate decision making authority for all the work of the Academy Trust. Stowe Valley MAT believes that decisions should be made as close as possible to the impact of that decision and our Trust Governance Structure includes a Local Governing Body for each school in the Trust. Stowe Valley MAT expects Local Governing Bodies to develop detailed local knowledge of their school and for them to engage with stakeholders to ensure that their school is well run and offers pupils and students the best possible educational experience. In law, Local Governing Bodies are committees of the Trust Board, and as such report to and are accountable to the Board of Trustees.

Day to day responsibility for delivering the Vision and Ethos of the Trust has been delegated by the Board of Trustees to the Chief Executive Officer (CEO), and through the CEO to the Chief Finance Officer, School Headteachers and their Senior Leadership Teams. The CEO will be accountable to the Board of Trustees for the performance of the Trust as a whole, including reporting on the performance of the individual schools. Headteachers will be accountable to their Local Governing Bodies for the individual performance of their schools and will be expected to work closely with the CEO to ensure the performance of their school and the Trust overall is consistent with the Vision and Ethos of the Trust.

SVMAT expects all those involved in its governance to carry out their duties in line with the seven principles of public life - **the Nolan principles** (see Appendix B). They should also be mindful of their responsibilities under equality legislation, recognising and encouraging diversity and inclusion. They should understand the impact of effective governance on the quality of education and on outcomes for all children and young people. They should be familiar with the guidance and requirements of the most recent Governance Handbook, the Competency Framework 2022, and the Academy Trust Handbook.

In addition, SVMAT expects Trustees and governors to demonstrate a range of skills, experience and personal characteristics, which collectively will allow the Trust Board and LGBs to carry out their roles effectively and efficiently. In particular they need to demonstrate the following characteristics:

Commitment	Devoting the required time and energy to the role and ambitious to achieve best possible outcomes for young people. Prepared to give time, skills and knowledge to developing themselves and others in order to create highly effective governance.
Confidence	Of an independent mind, able to lead and contribute to courageous conversations, to express their opinion and to play an active role on the board.
Curiosity	Possessing an enquiring mind and an analytical approach and understanding the value of meaningful questioning.

Challenge	Providing appropriate challenge to the status quo, not taking information or data at face value and always driving for improvement.
Collaboration	Prepared to listen to and work in partnership with others and understand the importance of building strong working relationships within the board and with executive leaders, staff, parents and carers, pupils/students, the local community and employers.
Critical Thinking	Understanding the value of critical friendship which enables both challenge and support, self-reflective, pursuing learning and development opportunities to improve their own and whole board effectiveness.
Creativity	Able to challenge conventional wisdom and be open-minded about new approaches to problem-solving; recognising the value of innovation and creative thinking to organisational development and success.

SVMAT Trust Board has adopted a **Code of Conduct** (Appendix C) for Trustees and Governors which sets out the expectations of and commitment required from school governors and trustees in order for the Trust Board and LGB to properly carry out its work within schools and the wider community. All Trustees and Governors are required to sign a copy of the Code on appointment, indicating their understanding and acceptance of its principles in regulating their conduct in the role.

It is recognised by the Board that the role of Trustee and Governor cannot be carried out effectively by attending meetings alone, and without systematic review of governance performance. SVMAT Trust Board and the LGBs will carry out an **annual appraisal of performance** using a Trust approved framework (available via the Governor Library on the Trust website). Appendix D outlines a range of activities through which Trustees and governors can ensure they are able to fulfil their duties.

Role of Members

Members are best viewed as guardians of the constitution, changing the Articles of Association if necessary and ensuring the charitable object is fulfilled. The Members appoint some of the Trustees (up to five) and can exercise reserve powers to appoint and remove Trustees, but it is anticipated that this power will be rarely exercised. The Academy Trust will ordinarily have at least five Members.

Members are expected to meet at least annually to receive the report of the Trustees and CEO. They may attend meetings of the Trust Board as observers and with the consent of the Chair.

Whilst in law Members are permitted to be appointed as Trustees, in order to retain a degree of separation of powers between the Members and the Trust Board, and in line with DfE expectations, SVMAT has determined that normally only one Member will sit as a Trustee and provide a link between the Trust Board and Members. Members are not permitted to be employees of the Academy Trust.

Role of Trustees

SVMAT Trustees are the registered Company Directors and Charity Trustees of the Trust and as such are responsible for the strategic corporate management of the SVMAT and for ensuring it carries out its charitable responsibilities. Trustees will be fully compliant with the relevant company and charity law

requirements. The Trustees are responsible for the actions of the SVMAT and the schools and are accountable to the Members, to the Secretary of State for Education and to the wider community for the quality of the education received by all pupils of the schools and for the expenditure of public money. The Trustees are required, as Trustees and pursuant to the Funding Agreements, to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Academy Trust.

The role of the Trust Board is described below:

- Setting the vision, ethos and strategy for the SVMAT and its schools over the next three to five years;
- Establishing the governance structures for the SVMAT, from Members to school level, in keeping with the Articles of Association;
- Providing clarity, through the published Terms of Reference, SoD, Risk Management Framework and other such documents as it shall produce from time to time, of the level at which the following governance functions are exercised:
 - determining each individual school's vision, ethos and strategic direction
 - recruiting each school's Headteacher
 - performance management of each school's Headteacher
 - determining Human Resources policy and practice
 - oversight of each school's budget
 - identification, assessment and mitigation of the risks for each school.
- Setting the level at which the LGBs will have authority and accountability through the SoD;
- Engaging with the SVMAT communities, parents, pupils and staff;
- Contributing to developing collaborative relationships beyond the Trust;
- Ensuring that there is strong and effective executive leadership across the Trust;
- Overview and scrutiny of schools' education performance data;
- Overview and scrutiny of the SVMAT financial capability and management systems to ensure compliance with the Academy Trust Handbook, and delivery of best value for money;
- Ensuring senior leaders within schools are challenged to improve the education of pupils;
- Developing the Trust Board to ensure that it has the capacity, skills and succession plans to have a positive impact on outcomes for pupil.

The Trust Board may carry out these functions through its sub committees, Terms of Reference for which will be published on the Trust's Website in the Governor Library.

The Board will ensure that new Trustees undertake a formal **Induction process**. The Board will also carry out a regular skills audit of its Trustees, using the DfE Skills and Competency Framework and appropriate audit tools. Where key skills are missing on the Board, expertise will be procured to support the challenge and scrutiny of specialist areas such as human resources or educational performance.

Role of Local Governing Bodies (LGBs)

SVMAT fully supports the independence and unique distinguishing characteristics of each of our Trust schools. Local Governing Bodies are established across all Trust schools with delegated responsibilities. As a minimum the Board expects Local Governing Bodies to:

- Ensure the Values, Ethos and Strategy of the Trust are pursued (Trust Strategy)
- Hold school Leadership to account (School Standards and development)
- Engage with stakeholders (Civic duty)

Whilst the Trust Board can remove delegation at any time from LGBs (as they are legally committees of the full board) it is expected that this would only become necessary in exceptional circumstances, as described under 'Intervention' below.

The Trust recognises that as it has grown a number of functions previously overseen by LGBs have become centralised and are overseen by the Trust Board. Functions overseen centrally include finance, estates, health and safety, ICT, and human resources.

Full details of the membership and responsibilities of the Local Governing Body can be found in the Scheme of Delegation.

Intervention

The Trust Board remains ultimately responsible for the SVMAT and the conduct of its schools. Whilst it is expected that some governance of the individual schools will be delegated to LGBs in accordance with the Scheme of Delegation there may be, exceptionally, circumstances in which it is necessary for the Trust Board to intervene and withdraw delegated authority, either from a specific area of governance or completely. In such circumstances the Trust Board will work closely with that school and its governors to create the circumstances in which full delegation can be restored.

Exceptional circumstances would include the following:

- Insufficient progress against educational targets such that there is a risk of intervention by Ofsted/Secretary of State without rapid improvement
- Significant concerns about financial probity or effectiveness
- There has been a breakdown in the way the school is managed or governed
- The safety of pupils or staff is threatened, including a breakdown of discipline

Role of the CEO

The CEO has delegated responsibility for the operation of the SVMAT and the schools within it. The CEO has a role in the performance management of the Executive Team, including school Headteachers, and is expected to have an overview of the performance of each school. The CEO will be a Trustee and ex- officio member of the Trust Board.

As the designated Accounting Officer, the CEO has overall responsibility for the operation of SVMAT's financial responsibilities. On a day -to-day basis this responsibility is delegated to the CFO and the individual schools. The CEO must ensure that the organisation is run with financial effectiveness and stability; avoiding waste and securing value for money.

The CEO leads the executive management team of the Academy Trust. The CEO will delegate executive management functions to the executive management team and is accountable to the Trust board for the performance of the executive management team.

Role of the school Headteacher

School Headteachers are responsible for the day-to-day management of their school and for driving its overall performance. Whilst line managed by the CEO, they are expected to be autonomous professionals and, in most circumstances, to operate independently within the overall vision, values and ethos framework of the SVMAT. School Headteachers will be ex-officio members of their LGB and will report to them for all delegated responsibilities.

Pupil, parent and staff voice

Accessing and responding to the ideas and concerns of our key stakeholders is an important part of the operations and governance of the SVMAT.

School Headteachers will be members of the SVMAT Headteacher's Group and will meet at least once each half term with the CEO and, as appropriate, the CFO. They will be responsible for providing advice and guidance to Trustees as well as for the operational delivery of the SVMAT vision and objectives.

We expect all our schools to have active School Councils with representatives from each year group. Each LGB is expected to give due regard to issues that are raised through the School Council and the management actions taken in response to the issues. Where appropriate these should be brought to the attention of Trustees. The Trustee Board will consult with Headteachers and LGBs to consider other ways in which the pupil voice is taken into account.

Parental voice is formally built into the governance structure with the election by parents of two parent Governors to each LGB. LGBs will need to give consideration to other mechanisms of communication and consultation appropriate to their school.

It is recommended that staff voice is similarly built into the governance structure with the election to each LGB of at least one employee, and ideally representatives from both teaching and support staff of the school by employees of that school. Where no staff representative has been identified it is recommended that a vacant governor role is held. It is expected that Headteachers will bring issues of staff concern or ideas for development to the SVMAT Headteacher's Group and will also facilitate professional contacts between staff as appropriate.

SVMAT will consider what further mechanisms for pupil, parent and staff representation at other governance levels may be appropriate.

Community Engagement (Civic duty) the Trust at all levels will fulfil its civic duty by helping to shape society in a positive way, this will extend to enabling the use of the school facilities as appropriate to the wider community and where appropriate supporting and co-operating with other bodies public or otherwise in the realisation of an improvement environment. This may be by letting facilities or using Trust knowledge in the support of others.

Communication

SVMAT is committed to ensuring that communication between all key stakeholders is regular, transparent, and effective. We expect communication to be an evolutionary process, with Trustees, governors and staff contributing to the development of effective mechanisms as the Trust grows.

Appendix D sets out the Trust structure showing the communication flow between the levels of governance within SVMAT.

Terms of Reference for the Trust standing committees (Educational Standards and Governance, Audit & Risk and Remuneration) can be found in the Governors Library on the Trust website.

Minutes of Trustee meetings will be made available to Chairs of LGBs and Headteachers, save for any section deemed confidential. The Trustees will publish an annual schedule of meetings with agenda items where known. Similarly, minutes of LGB meetings should be made available to Trustees. LGBs should contact the Head of Governance and Compliance with any issues they wish the Trust Board to consider.

The MAT will facilitate meetings of link governors, for a number of key areas, for example Safeguarding, SEND, Wellbeing and Estates to share information and best practice or provide training. The MAT will hold a Governors, Trustees and Members Conference at least bi-annually on a theme to be agreed.

As the SVMAT develops we expect staff in our schools will meet on a regular basis, either through individual opportunities to learn from each other's practice, through shared opportunities for CPD, or through themed staff meetings such as subject leads, phase groups, etc. feedback on MAT wide issues can be given through the SVMAT Headteacher's Group.

SVMAT is committed to regular review of its relationships and communications with all key stakeholders.

Alterations and review

This constitution and these terms of reference will be reviewed annually by the Trust Board and may only be altered by a majority resolution of the SVMAT Trust Board.

Document		Date
Stowe Valley MAT Governance Charter	Version 4	July 2023
Approved by Trust Board.		
Signed		Chair of Trust Board

Executive Structure

- Executive governance is delivered through line management of the Headteacher, via the CEO, and the Primary lead.
- Executive governance focuses on setting and delivering challenging but deliverable targets at each school, and ensures that the Headteacher is held to account for the achievement of these.
- The CEO leads executive governance, is the Accounting Officer for all schools within the Trust, and is ultimately accountable for standards in all schools.
- Executive governance is delivered through –
 - Weekly performance tracking by Headteachers in schools, observations, book scrutiny, pupil progress reviews and 'Raising Achievement and Progress' (RAP) meetings in secondary schools
 - Regular line management meetings between Headteachers and the CEO
 - Reporting through the CEO and Directors to Trust Board

Non-Executive

- Non-executive governance is delivered through –
 - Half-termly Local Governing Body meetings, which focus on education standards, behaviour, quality of teaching etc
 - Reviews of performance at Education Standards Committee, focused on school improvement performance and projects, Red Flag Schools, and 'deep dives' into specific topics e.g. Looked after children, greater depth, and 'Good' to 'Outstanding
 - Half-termly reviews of performance at Trust Board, focused on Trust-wide KPIs, Ofsted ratings, strategic projects and enrichment
- Local Governing Bodies do not:
 - Appoint or line manage the Headteacher (although they are often part of both)
 - Set or manage budgets or strategy

These are matters reserved to the executive in line with the Scheme of Delegation

- Given the focus on educational standards, and because of the Trust's size, Local Governing Bodies often include people with professional education experience including other members of the Trust, in much the same way as local authority Headteachers may have been members of the LGBs of neighbouring schools, and shared good practice and lessons learned.
- Former members of staff who 'buy in' to the Trust's vision
- Because of the role of executive governance and access to extensive central HR, Finance and other business skills, it is less important for schools to have local governors with these backgrounds than in smaller Trusts

Appendix B: Code of Conduct

NB On appointment, all Trustees and governors are required to sign this Code of Conduct as individuals and must return a copy to the clerk.

The (**insert name for example SVMAT Board of Trustees, Local Governing Body**) has adopted the following Code of Conduct based on the code developed by the National Governors Association

As individual members of the (insert name) we agree to the following:

Role & Responsibilities

We understand the purpose of the Trust Board/Governing Body and the role of the Headteacher. In particular that the Trust Board/Governing Body has an executive function, operating in all matters at a strategic level and leaving the Executive Principal, Headteacher and senior school leaders responsible and accountable for the operational day to day management of the school.

We accept that we have no legal authority to act individually, except when the Governing Body has given us delegated authority to do so, and therefore we will only speak on behalf of the Governing Body when we have been specifically authorised to do so.

We accept collective responsibility for all decisions made by the Governing Body or its delegated agents. This means that we will not speak against majority decisions outside the Governing Body meeting.

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 ensure that we and the schools promote tolerance of and respect for people of all faiths (or those of no faith), cultures and lifestyles; and support and help, through our words, actions and influence within the academies and more widely in the community, to prepare children and young people positively for life in modern Britain.

We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our Trust/School. Our actions within the Trust/School and the local community will reflect this.

In making or responding to criticism or complaints affecting the Trust/School we will follow the procedures established by the Trust Board/Governing Body.

We will actively support and challenge the Executive Principal/ Headteacher.

Commitment

We acknowledge that accepting office as a Trustee/governor involves the commitment of significant amounts of time and energy.

We will each involve ourselves actively in the work of the Trust Board/Governing Body, 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.

We will get to know the schools/school well and respond to opportunities to involve ourselves in appropriate activities.

We will visit the school(s), with all visits arranged in advance with the staff and undertaken within the framework established by the Trust Board/Governing Body and agreed with the Headteacher. As local governors, we will undertake as a minimum at least one 'Learning Walk' activity and one other visit to our school each year.

We will consider seriously our individual and collective needs for training and development and will undertake relevant training. As a minimum standard we will complete the "Foundations of Governance" or equivalent course within our first 12 months of office, and thereafter at least one relevant training activity each year based on our skills and competencies audit.

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.

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 governors 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 working relationships with the Headteacher, staff and parents, the local authority and other relevant agencies and the community.

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 business arise outside a Governing Body meeting.

We will not reveal the details of any Governing Body vote.

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 Body'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 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, even if elected to the Governing Body.

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 Body 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 governor, such as the vice chair will investigate.

Adopted by the governing body of (Academy Name) on

Signed:

Date

The Seven Principles of Public Life – the Nolan Principles

Governors will endeavour to follow the seven principles of public life, originally published by the Nolan Committee:

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.

Observers at Governing Board Meetings of SVMAT

SVMAT have ensured that processes are in place to enable meaningful engagement with stakeholders. SVMAT recognise that, on occasion, this may be by way of attendance as an observer at a local Governing Body or full Trust Board meeting. In such cases, the approved SVMAT 'Open Meetings Protocol' will apply, a copy of which is available by writing to the Head of Governance and Compliance via email at : peter.robinson@stowevalley.com

Appendix C: Terms of Reference

The following Terms of Reference for full LGBs must be adopted annually. LGBs should determine whether or not they intend to have standing committees to enable them to fulfil their role and devise Terms of Reference for those committees as appropriate, bearing in mind the matters that cannot be delegated to a committee. Example Terms of Reference for committees can be found in the Governors Library on the Trust website. Please ensure that a copy of all signed Terms of Reference documents are sent to the Head of Governance and Compliance.



Stowe Valley
MULTI ACADEMY TRUST

(Insert name) Local Governing Body

Terms of Reference

Constitutionally, the Local Governing Body of xxxxx School is a committee of the Stowe Valley Multi Academy Trust. Full governance of the school has been delegated to the Local Governing Body as detailed in the SVMAT Scheme of Delegation.

The Local Governing Body has the following core strategic functions in respect of the School

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school, with reference to the SVMAT vision and strategic priorities
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointment of the Headteacher
- Monitoring progress towards targets
- Performance management of the Headteacher
- Engaging with stakeholders
- Contributing to school self-evaluation

Have oversight of financial health, probity, value for money, and risk to the organisation

The actions of the LGB will contribute to the success of the school and are intended to improve the standards of education and learning within the school.

Membership and commitment of the LGB

1. Up to a maximum of 11, the LGB will consist of:
 - a. Governors as detailed in the SVMAT Scheme of Delegation, and including at **least two parent governors elected by parents**
 - b. Headteacher or nominated representative
 - c. Associate governors as nominated and agreed with LGB (with due regard to independence from parental body)
 - d. Staff representation x 1 (minimum) – elected by staff
2. Chair and Vice Chair (if applicable):
 - a. The Chair (and Vice Chair) of the LGB will be identified by the LGB and recommended to the Trust Board for appointment.
 - b. The Vice Chair of the LGB will be identified by the LGB and elected by the LGB.
 - c. The Chair (and Vice Chair) of the LGB will serve a 2-year term.
 - d. After a 2 Year term the Chair (and Vice Chair) of the LGB will be subject to a review by the LGB.
 - e. Should the Chair resign from their position the LGB will identify a replacement for recommendation to the Trust Board.
 - f. Should the Vice Chair resign from their position the LGB will identify and elect their replacement.
3. The length of service of all local governors shall be four years. Subject to remaining eligible to be a Local Governor, any Local Governor may be reappointed or re-elected at the end of his or her term.
4. Governors will abide by the Code of Conduct as ratified by the LGB.
5. Governors should familiarise themselves with the expectations of Ofsted, the Academy Trust Handbook, the Governance Handbook and Skills and Competencies Framework, and the delegated powers within the SVMAT approved SoD.
6. Members of the LGB will undertake training relevant to their designated roles and the business of the LGB.
7. Local governors are asked to prepare for and make an active contribution at meetings of the LGB, and champion the school in the local community.

Meetings

1. The LGB will meet at least half termly and follow the schedule of business set out by the Trust.
2. The meetings will be minuted by the Governance Professional. A copy should be sent to the Head of Governance and Compliance and made publicly available as required.
3. The LGB will keep a record of all meetings.

Quorum

1. One half of the total number of local governors in office at that time (rounded up to the nearest whole number) shall represent a Quorum, provided the total number of staff governors is in the minority.
2. The LGB may invite Trustees or governors from other Trust schools with expertise to attend as it finds necessary.
3. The LGB will not meet without the Headteacher (or a nominated representative) being present.

Roles and Responsibilities

The Role and Responsibilities of the LGB (LGB) are as follows. **Items marked * may not be delegated to a committee or individual governor.**

1. Establish and develop the strategic direction of the Trust in collaboration with, the Headteacher, staff, parents, the CEO of the SVMAT and other stakeholders.
2. Act as a critical friend to the school and be accountable for its decisions for which you have responsibility in line with the Scheme of Delegation
3. Recommend appointment or removal of governors to the Trust Board as required. *
4. Recommend appointment or removal of the LGB's Governance Professional to the Trust Board as required. *
5. Appoint or remove the Headteacher or Deputy Headteacher in consultation with the CEO*
6. Adopt the Governor's Code of Conduct annually.
7. Review and monitor key statutory requirements and school policies.
8. Agree and review the mission and aims of the school (ensuring they are in line with the SVMAT overall vision and strategic aims) as required and/or deemed appropriate.
9. Monitor and review the school's progress in relation to:
 - a. The appropriateness of the curriculum, including statutory requirements
 - b. Pupil achievement, progress, attainment and standards and how they are assessed and reported
 - c. The quality of leadership and management at all levels
 - d. The quality of teaching provided by teaching staff and other staff supporting pupil learning
 - e. Inclusion
 - f. Pupil safety
 - g. Standard of pupil behaviour
 - h. The effective deployment of resources
 - i. Relevant policies, targets and priorities as appropriate

10. Ensure that the LGB complies with the requirements of the Freedom of Information Act to publish a publication scheme and put in place procedures for dealing with requests for information.
11. Agree the overall progress made by the school (on an annual basis) with the Headteacher as identified in the school self-assessment document and agree key priorities through the School Improvement Plan for the following academic year with reference to the overall vision and strategic aims of the SVMAT.
12. Together with the Trust CEO, conduct the Headteacher's Performance Management annually, ensuring that at least two governors have appropriate training/experience.
13. Ensure all new local governors undertake the Trust formal **Induction process**.
14. Identify and review priorities for governing body improvement and delegate to relevant committees including:
 - a. the completion of a regular **audit of skills** (normally every 2 years) needed to develop the LGB - identifying 'gaps' in required skills and addressing this through governor development and/or enhancing the membership of the LGB/committees, and;
 - b. **completion of an annual review of effectiveness**.
15. Continue to develop the partnership with parents, carers and the pupils and to seek their views in helping the Governing Body, senior management and all staff in moving the school forward.
16. Enable governors to access training to support their role and future development.
17. To ensure that there are effective confidential reporting arrangements for staff and governors.
18. To ensure that any pecuniary interests are declared at each meeting by everyone present.
19. To review the delegation arrangements annually (both LGB delegations to committees and the Trust SoD) *.
20. To appoint a complaints panel when required to hear formal complaints.
21. To appoint an exclusions panel when required by the needs of the school.
22. Maintain a schedule of statutory policies and ensure committees monitor and review such policies against agreed timescales, and ensure such policies are in place.

Standing LGB Agenda Items

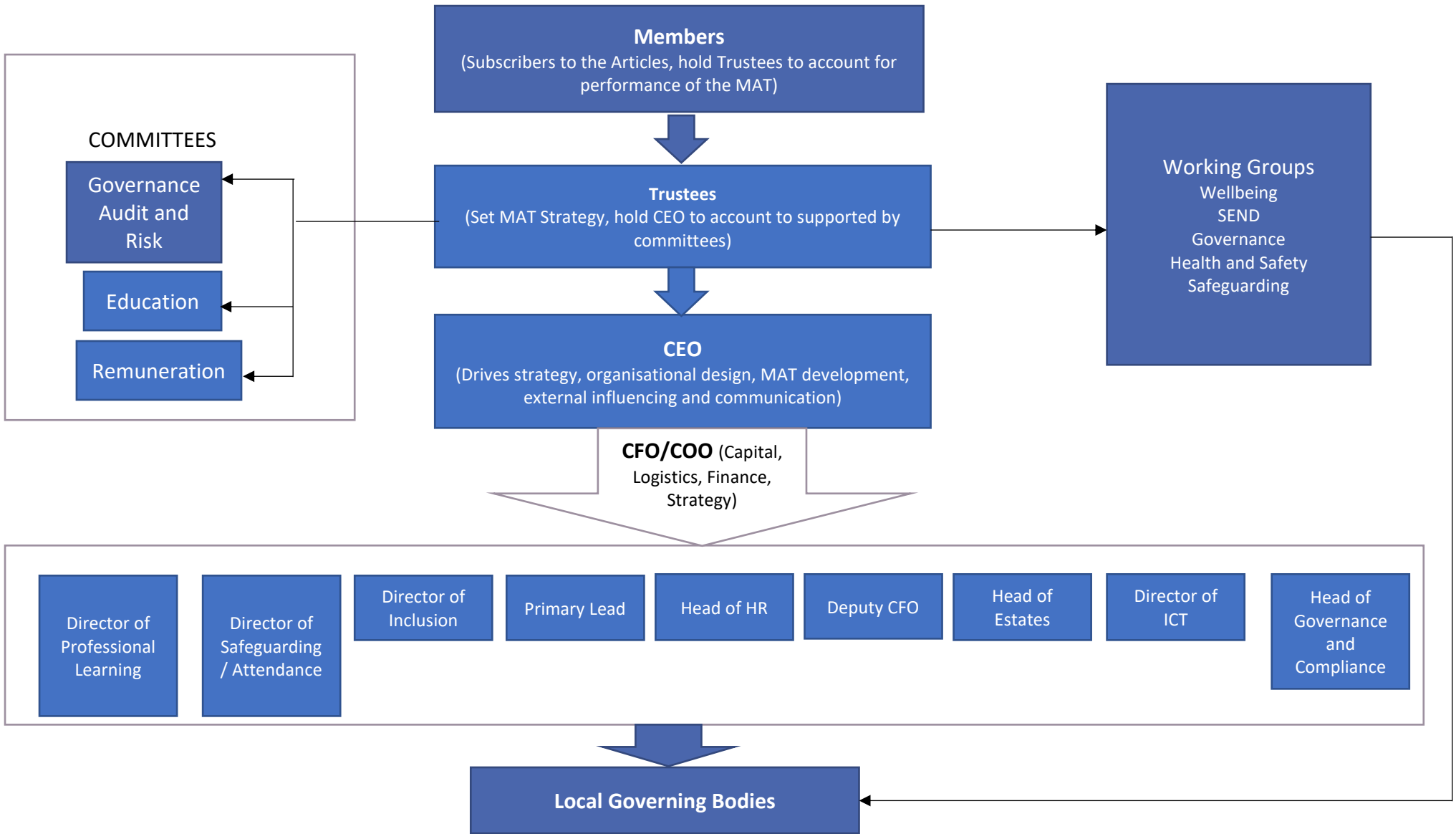
- School Risk Register
- Headteacher's report (including forthcoming activities) that are not reported by Chairs of committees or are interim to committee meetings
- School Improvement Plan
- School information published on school website
- Register of business interests

This constitution and Terms of Reference has been agreed by the LGB on :

	Name	Signature	Date
Chair of Governors			
Vice Chair of Governors			

This document is due to be next reviewed on

Appendix D: TRUST STRUCTURE



Appendix E: Suggested Trustee/ Governor Activities

It is recommended that every Governor/Trustee undertakes at least two activities annually in addition to attendance at meetings, with one of those being attendance at social/extra-curricular event. It is for each Local Governing Body to determine which activities will be most effective in assisting their understanding of their Academy, and likewise for Trustees it will be for the Board to consider how it will work with the Local Governing Bodies to understand the academies within the MAT.

Learning Walks	Focused activity involving governors visiting school during the school working day. Governor's visit classroom, observing conduct of lessons, speaking with pupils, and looking at work (to consider progress over time) with staff. Theme to be agreed before visit and format for feedback. Focus should be linked to an identified priority within the school improvement plan.
Link Governors	Individual governors take responsibility for an area of interest Safeguarding, SEND, Wellbeing, Health and Safety are common areas. Other areas of focus should be determined by the School Improvement Plan. Visits should be notified in advance and an agreed protocol for feedback/recording the activity agreed.
Attend School Events	It is recommended that every governor/Trustee attends at least one event each year, whether that is a school concert/performance, sporting event, special assembly, volunteering at an enrichment activity, and so on. It gives an opportunity to observe the talent and conduct of our pupils outside the classroom setting, and potentially the opportunity to interact with parents and other key stakeholders
Attend School Council Meeting	By invitation or prior agreement either to give them information about the governors' role or receive feedback from pupils.
Attend at least one training event annually	It is important for governors to stay up to date through training. As part of SVMAT ongoing commitment to developing governors, there is a requirement to undertake the Trust Induction process and attend at least one training event annually; it may be worth considering whether there is any value in attending some INSET with staff.