

## Nishkam School Trust

### Overview of Governance of the Nishkam School Trust

#### **A. CONTEXT TO GOVERNANCE OF THE NISHKAM SCHOOL TRUST**

1. The Nishkam School Trust (the “Trust”) is responsible for the operation of the Nishkam Schools (the “Schools”). It is a charitable company limited by guarantee and has entered into a Master Funding Agreement with the Department for Education and a Supplemental Funding Agreement in respect of the Academy (together the “Funding Agreements”) and so it is the Trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreements.
2. The general control and management of the administration of the Trust, in accordance with the provisions set out in the Articles, is the responsibility of the Trust Directors (who are also known as the charity trustees (within the terms of section 177 of the Charities Act 2011)).
3. The Directors have delegated the day-to-day management of the Schools to the Chief Executive Officer (CEO), Local Governing Bodies and the management team, who therefore carry out important governance and leadership roles in relation to each Academy.
4. Each School has its own Local Governing Body (LGB), which is a committee of the Directors is established by the Board in accordance with the Articles. It will be subject to Terms of Reference set out below, will be accountable to the CEO and to the Directors for its decisions.
5. The Board of Directors have the ultimate legal responsibility for the governance of all Nishkam schools. The central purpose of the LGB is to provide support and challenge to the Academy on behalf of the Board, drawing on local knowledge of the Academy and its community.
6. Chairs of the LGBs may be appointed as Directors pursuant to the Articles.

## **B. Summary of the roles and responsibilities**

### **Members**

- Establish the overarching vision.
- Establish the Trust to undertake the vision and set out the constitution of the Multi Academy Trust (MAT), through signing its memorandum and articles of association.
- Receive reports on the finances and the strategy of the school from directors.
- They can appoint and remove directors/governors.

### **Board of Directors**

- Set the strategic direction for the MAT and are accountable to the Secretary of State for the performance of the schools within it. They are also governors and trustees but are referred to here as Directors to distinguish them from the members of the LGBs.
- The Board enter into master funding agreement and supplemental agreements with the DfE. Are accountable for the performance of schools within MAT, may delegate aspects of their governance to LGBs.
- Determine structure of the MAT and its functions. Hold LGBs accountable for their functions

### **Senior Executive Team (Chief Executive Officer/Chief Operating Officer)**

- Provide the professional leadership and support for the trust.
- Are members of the Board of Directors.

### **Local Governing Bodies**

- Oversee different functions of individual schools, within the remit delegated to them by Directors.
- Support the work of the Board of Directors through taking decisions/ making recommendations.
- Can be comprised of governors and other representatives as appropriate, e.g. parents and staff representatives.

### **Senior School Leaders (Principal/School leaders)**

- Responsible for the day-to-day running of each school.
- Implement the strategy as devised by the directors/governors.
- Accountable to the CEO /LGBs/Directors, depending on how responsibility is delegated within the MAT.

### C. Roles and Responsibilities for Governance

The following notes outline the roles and responsibilities in terms of Governance of NST, the senior executives, the LGBs and the senior school leaders. It has been divided into sub areas in which the responsibilities of each group are shown.

<b>Governance</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School Leader
<ul style="list-style-type: none"> <li>☑ Have legal responsibility for the Trust, schools and their governance.</li> <li>☑ Have legal responsibility for Statutory Compliance and requirements as set down in the Articles of Association and, for academies, the Master Funding Agreement</li> <li>☑ Will further determine the vision, corporate planning and strategy for the Trust.</li> <li>☑ Can choose to delegate some responsibilities to the LGBs and to senior executives</li> <li>☑ Responsible for succession planning and the recruitment of the Board Members, and LGB members and Chairs, to ensure an appropriate balance of skills and effectiveness</li> </ul>	<ul style="list-style-type: none"> <li>☑ Act on behalf of the Board to enable them to discharge their duties in relation to statutory compliance, strategic planning and delivery, and the performance of schools.</li> <li>☑ Responsible for supporting the Board and LGBs with their training and new member induction</li> <li>☑ Responsible for providing the Board and LGBs with advice and guidance to help them improve and evaluate their processes and effectiveness.</li> <li>☑ Provide administrative support for the Board and LGBs.</li> <li>☑ Responsible for their own processes in line with the legal requirements as set down in the Articles of Association and, for academies, the Master Funding Agreement</li> </ul>	<ul style="list-style-type: none"> <li>☑ Carry forward the Trust’s vision, in a way appropriate to the specific qualities and community characteristics of each school.</li> <li>☑ Ensure each school is complying with statutory regulations and the Funding Agreements.</li> <li>☑ Implement the policies agreed by the Directors.</li> <li>☑ Act as a critical friend to the Academy and to provide support to the Head of School and the staff.</li> <li>☑ Support the school in its self-evaluation of significant strengths and weaknesses (academic and other achievements, personal development, and governance, leadership and management)</li> </ul>	<ul style="list-style-type: none"> <li>☑ Day to day leadership and management of the Academy on behalf of the Board and LGB.</li> <li>☑ Implement the policies and procedures laid down by the Board and LGB</li> <li>☑ Advise on strategic direction, forward planning and quality assurance.</li> <li>☑ Provide administrative support and arrangements for the LGB.</li> <li>☑ In conjunction with the LGB, is responsible for the accurate self-evaluation of the school, its strengths and weaknesses and for implementing a plan of action to improve and develop based on the evaluation</li> </ul>

<b>Governance Communication</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School Leader
<ul style="list-style-type: none"> <li>☐ Ensure a clear strategic vision for the Trust and the schools is communicated.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure good communication between the Board, School leader and school, and LGB Chair.</li> </ul>	<ul style="list-style-type: none"> <li>☐ LGB Chair and School leader to ensure Governors have all the information they require to be well informed about both the school and NST</li> <li>☐ LGB Chair and School leader to ensure the views of the LGB are well communicated to the Board.</li> <li>☐ Ensure the activities of the LGB are communicated clearly to the school Community.</li> </ul>	<ul style="list-style-type: none"> <li>☐ School leader and LGB Chair to ensure Governors have all the information they require to be well informed about both the school and NST</li> <li>☐ LGB Chair and School leader to ensure the views of the LGB are well communicated to the Board.</li> </ul>

<b>Strategic Planning</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Determine the corporate planning and strategy for the Trust.</li> <li>☐ Develop the overall strategic vision for NST and schools</li> <li>☐ Approve the Strategic Plans and Development Plans from all the schools.</li> <li>☐ Evaluate performance against strategic KPIs set by the Trust.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Lead the development and implement the Boards' strategic vision.</li> <li>☐ Provide professional support and encouragement to the school in developing and implementing its Strategic Plan.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Oversee the implementation of the Boards' strategic vision as it applies to the school.</li> <li>☐ Jointly with School leader develop the school's Strategic Plan</li> <li>☐ Jointly with School leader oversees the development and regular updating of the school's Development/Improvement Plan.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Advise the LGB on strategic direction, forward planning and quality assurance.</li> <li>☐ Jointly with the CEO and LGB develop the school's 5 Year Strategic Plan</li> <li>☐ Jointly with the CEO and LGB develop the school's annual Development Plan</li> <li>☐ Lead on implementing the Strategic Plan and the Development /Improvement Plans.</li> </ul>

<b>Curriculum</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Approve the strategic vision for the Trust curriculum and qualifications framework.</li> <li>☐ Agree policies for achieving the distinctive outcomes for the Sikh ethos multi-faith schools.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Provide curriculum and qualifications strategy, framework and guidance for all schools</li> <li>☐ Monitor the implementation of the curriculum and qualifications strategic vision.</li> <li>☐ Support, challenge and advise each school in the development and implementation of the curriculum and qualifications framework.</li> <li>☐ Monitoring statutory compliance on behalf of the Board.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure that the school's qualifications and curriculum policies meet the guidance of the Trust.</li> <li>☐ Know and understand the school's own evaluation of the quality of its curricular and extra-curricular provision</li> <li>☐ Support, challenge and advise the school in the development and implementation of the Trust curriculum and qualifications framework and extra-curricular provision.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Develop and implement a curriculum and qualifications framework, and extra-curricular provision to meet the Trust vision.</li> <li>☐ Ensure accurate self- evaluation of the curriculum and extra-curricular provision.</li> <li>☐ Implement appropriate action to address curriculum issues.</li> </ul>

<b>Overall academic performance</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Have ultimate responsibility for the overall pupil performance of NST schools.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Provide professional support to schools to support improvement and delivery of high quality academic performance.</li> <li>☐ monitor the overall quality of pupils' progress, achievements and learning of all children.</li> <li>☐ Monitor progress, achievement and learning of different groups of pupils (such as special needs, looked after children, racial groups, students with disabilities, students with English as an Additional Language, highly able students).</li> <li>☐ Monitor the school's response to the recommendations of the last inspection and any significant changes in the quality of education or care.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Know, understand and challenge the overall quality of pupils' achievements and learning (achievement, attainment, progress, attitudes)</li> <li>☐ Know, understand and challenge the achievement and learning of different groups of pupils and the provisions that are in place to support them.</li> <li>☐ Know and understand the school's response to the recommendations of the last inspection and any significant changes in the quality of education or care.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure that standards of pupil attainment and achievement are high and are maintained at the highest possible level.</li> <li>☐ Maintain a detailed understanding of the achievements and progress of different groups of pupils based on accurate evidence of individual pupil achievement and progress.</li> <li>☐ Implement programmes to improve academic performance and take appropriate action in a timely, consistent and strategic way.</li> <li>☐ Develop and implement responses to the recommendations of the last inspection and any significant changes in the quality of education or care.</li> </ul>

<b>Quality of Teaching</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Approve the Trust policies and benchmarks for the quality of teaching.</li> <li>☐ Ensure sufficient resources are allocated to deliver the highest possible quality of teaching</li> </ul>	<ul style="list-style-type: none"> <li>☐ Develop Trust policies and benchmarks for the quality of teaching.</li> <li>☐ Support, challenge and advise the school in its programme of improvement.</li> <li>☐ Monitoring statutory compliance on behalf of the Board.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Know and understand the school the quality of teaching in the school.</li> <li>☐ Support and challenge the school's programme of improvement.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Quality of teaching in the school</li> <li>☐ Ensure accurate self- evaluation of the quality of teaching, its strengths and weaknesses and for implementing action to address teaching which is not good or outstanding.</li> </ul>

<b>Recruitment of staff</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ The Board is the overall employer of all staff.</li> <li>☐ Responsible for determining terms and conditions of service for staff.</li> <li>☐ Responsible for the recruitment and appointment of the Senior Executive Team.</li> <li>☐ Responsible for the recruitment and appointment of School leaders, in consultation the CEO and the LGB.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Provide the Board and schools with professional HR support and advice relating to the recruitment of staff</li> <li>☐ On behalf of the Board lead on the recruitment of all staff.</li> <li>☐ Monitoring the Single Central Record and statutory compliance.</li> <li>☐ Oversee the benchmarking of School leaders</li> <li>☐ Performance management for the Head of School and determine salary increases</li> <li>☐ Determine salary increases for all staff at the Academy.</li> <li>☐ Determine staffing structures.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Support the School leader in the appointment of staff</li> <li>☐ Contribute to the appointment of the School leader.</li> <li>☐ Use key performance data to be fully aware of the school's activity in terms of its staff, staffing structures and more general HR data, and support and challenge appropriately</li> <li>☐ Know and understand the training requirements for safer recruitment including Governors' training.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure schools complies with the Trust's HR policies, including the process for local performance reviews for members of staff.</li> <li>☐ In conjunction with the CEO and LGB, participate in recruitment and appointment of school staff.</li> <li>☐ Report key performance on recruitment and more generally HR to central office and the LGB</li> <li>☐ Ensure the accuracy of the school's Single Central Record and statutory compliance.</li> </ul>

<b>Staff professional development</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Approve the strategy of the staff development.</li> <li>☑ Ensure sufficient resources are allocated to staff development</li> </ul>	<ul style="list-style-type: none"> <li>☑ Lead on the development of the Trust strategy and the implementation of the programme for professional development.</li> <li>☑ Provide support for professional development, training, induction, talent development and succession planning across the whole group</li> <li>☑ Design, develop, commission and deliver professional development programmes.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Monitor the effectiveness of professional development through reports from the School leader and supports and challenges appropriately.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Develop and implement the school strategy for staff development.</li> <li>☑ Deliver professional development programmes at school level</li> <li>☑ Provide professional development update reports to LGB</li> <li>☑ Contributes to trust wide professional development programme.</li> </ul>

<b>Performance Management</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Approve the Trust policies for performance management</li> <li>☑ Performance management of the Chief Executive.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Develop policies and processes for performance management across the Trust.</li> <li>☑ Performance management of the School leader.</li> <li>☑ Provide professional support for performance management across all schools</li> <li>☑ Monitor performance management across all schools.</li> <li>☑ Ensure staff capability, disciplinary and grievance processes is effective and adequately supported.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Support the School leader in monitoring the performance management of staff</li> <li>☑ Contributes to pay and bonus review processes</li> <li>☑ Contributes to performance management of the School leader</li> </ul>	<ul style="list-style-type: none"> <li>☑ Implements performance management for staff in school</li> <li>☑ Provide reports on performance management to the LGB.</li> <li>☑☑ Lead staff capability, disciplinary and grievance processes.</li> </ul>

<b>Welfare and Child Protection</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Agree overall policies for safeguarding and child protection.</li> <li>☐ Approve the strategic vision for the spiritual, moral, social and cultural development of pupils.</li> <li>☐ Review on an annual basis each school's safeguarding policy and practices and how their duties have been discharged.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Provide safeguarding and child protection guidance for all schools</li> <li>☐ Monitor the implementation of the safeguarding and child protection guidance</li> <li>☐ Monitor that each LGB is effectively scrutinising statutory compliance with respect to safeguarding and child protection.</li> <li>☐ Monitor statutory compliance with respect to the quality of spiritual, moral, social and cultural development of pupils.</li> <li>☐ Ensure all Board members have the appropriate child protection checks and are recorded on the central Single Central Record.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Monitor, support and challenge the welfare and child protection in the school including:               <ul style="list-style-type: none"> <li>(i) child protection (ii) exclusions</li> <li>(iii) serious disciplinary incidents</li> <li>(iv) attendance and (v) behaviour</li> </ul> </li> <li>☐ Know and understand the school's own evaluation of the quality of spiritual, moral, social and cultural development of pupils</li> <li>☐ Ensure that the policy to safe guard and promote welfare of students is effectively implemented and that action is taken to reduce any risks identified.</li> <li>☐ Appoint a Governor with specific responsibility for welfare and child protection in the school, reporting to full LGB as appropriate</li> <li>☐ Nominate a Governor (usually the Chair) to liaise with the LA or partner agencies</li> </ul>	<ul style="list-style-type: none"> <li>☐ Safeguarding and child protection within the school</li> <li>☐ The quality of spiritual, moral, social and cultural development of pupils</li> <li>☐ Ensure that arrangements take into account the procedures and practice of the local authority</li> <li>☐ Providing reports on welfare and child protection to the LGB.</li> <li>☐ Identifying risks to effective safeguarding and taking action to reduce potential risks.</li> </ul>

<b>Provision of information</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Ensure the Trust has adequate provision and policies to meet the statutory compliance in relation to the information provided to the regulators, parents and other agencies.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Monitor statutory compliance on behalf of the Board.</li> <li>☑ Responsible for monitoring statutory compliance in relation to the information provided to the regulators, parents and others.</li> <li>☑ Provide guidance and model policies.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Monitor the quality of information provided by the school</li> <li>☑ Support and challenge the school on the quality of information</li> <li>☑ Review school policies and their implementation on an annual programme.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Implementation of school policies in line with statutory requirements</li> <li>☑ Ensure LGB access to all information provided to regulators, parents, prospective parents and the local community</li> <li>☑ Ensure the information provided by the school is of a high quality.</li> </ul>

<b>Links with community, parents, carers, and guardians</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Ensure the Trust policies reflect the ☑☑ guidance provided by the proposer and members in terms of religious ethos, and links with community and parent.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Ensure the guidance and framework for achieving Trust Vision and religious ethos will meet the expectations of the proposer.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Monitor the school's links with community, parents, carers and guardians</li> <li>☑ Support and challenge the school to improve and develop links.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Develop effective links with community, parents, carers and guardians.</li> </ul>

<b>The handling of complaints</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Ensure adequate provision is made and supported by appropriate policies for responding to complaints.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Monitor statutory compliance in relation to complaints</li> <li>☑ Provide guidance and model policies on complaints handling</li> <li>☑ Ensure complaints received at central office are redirected to the appropriate person.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Ensure school is handling and monitoring complaints.</li> <li>☑ Managing and hearing appeals as a part of the complaints process</li> <li>☑ Receive and review regular reports from the School leader on all complaints.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Respond to and deal with all complaints, initially at school level.</li> <li>☑ Provide the LGB and CEO regular reports on all complaints.</li> </ul>

<b>Review of policies, processes and procedures</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☑ Ensure policies, processes and procedures are reviewed and updated on a regular basis.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Development Trust policies and compliance checklists.</li> <li>☑ Make provision for schools to amend Trust policies or develop new policies to meet local needs.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Ensure adherence to regular cycle of school policy review.</li> <li>☑ Ensure that practice within the school reflects most up-to-date policy documents.</li> <li>☑ Implement a regular cycle of process scrutiny.</li> </ul>	<ul style="list-style-type: none"> <li>☑ Provide LGB regular report and feedback about key policies, e.g. Safe guarding, complaints</li> <li>☑ Regular updating of process and procedures.</li> </ul>

<b>Finance</b>			
Board of Directors	Senior Executive Team	Local Governing Body	Head teacher
<ul style="list-style-type: none"> <li>☐ Legally responsible for the charities' assets and accounts and for statutory compliance.</li> <li>☐ Develop the overall strategic vision for the finances of the Trust.</li> <li>☐ Establish the financial parameters for the school budgets</li> <li>☐ Develop the strategic plan for capital expenditure, considering development plans of schools and aspirations of the Proposer.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Act on behalf of the Board to discharge the duties in relation to statutory compliance and financial performance of the schools.</li> <li>☐ Provide accounting, financial planning, treasury and financial systems services for the Trust and schools.</li> <li>☐ Prepares the Budget for approval by the Board.</li> <li>☐ advise School leaders and other budget holders on priorities of strategic plan based on budget assumptions.</li> </ul>	<ul style="list-style-type: none"> <li>☐ receives summary management accounts from central office to ensure the LGB is fully aware of the school's financial performance</li> <li>☐ contributes views in relation to priorities within the final budget</li> <li>☐ In collaboration with the School leader review capital expenditure priorities.</li> <li>☐ In consultation with CEO and School leader develop a charging and fund raising strategy.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Work closely with central office executives in the preparation of the Budget for approval by the Board</li> <li>☐ Monitor expenditure and control costs to meet budget commitments.</li> <li>☐ In collaboration with the CEO and LGB develop capital expenditure priorities for submission in line with the school's 5 year strategic plan.</li> </ul>

<b>Early years foundation stage (EYFS) (as applicable)</b>			
Board of Directors	Senior Executive Team	Local Governing Body (in respective schools)	School leader (in respective schools)
<ul style="list-style-type: none"> <li>☐ Approve the Trust policies and benchmarks for the quality of EYFS provision.</li> <li>☐ Ensure sufficient resources are allocated to deliver the highest possible quality of provision.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Monitor statutory compliance with respect to EYFS in respective schools.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Support and challenge the school to improve EYFS provision.</li> <li>☐ Appoint a Governor to have specific responsibility for EYFS</li> <li>☐ Monitor the school's evaluation of the quality of EYFS provision.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure the quality of provision of EYFS, and for implementing actions to address weaknesses.</li> <li>☐ Provide the LGB and CEO regular reports on EYFS.</li> </ul>

<b>Buildings and maintenance</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Develop the strategic plan for capital expenditure, considering all schools' Five Year plans.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Develop the estates policy in line with the charities' strategy</li> <li>☐ Provide the Board, LGB and schools with professional support and advice relating to the management of buildings and estates</li> <li>☐ Monitor compliance with statutory regulations relating to premises and accommodation.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Monitor planned capital works and the impact of the strategic plan on the quality of school buildings</li> <li>☐ In collaboration with the CEO and School leader develop priorities for capital expenditure and large scale 'minor works' in line with the strategic plan.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Work with the estate support team to ensure the highest quality of school premises and regular maintenance of the school and facilities.</li> <li>☐ Collaborate with the CEO and LGB, to develop priorities for capital expenditure and large scale 'minor works' in line with the strategic plan.</li> </ul>

<b>Health and Safety</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Setting overall policies for health and safety.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Provide health and safety guidance for all schools</li> <li>☐ Monitor the implementation of the health and safety guidance</li> <li>☐ Monitor statutory compliance with respect to health and safety on behalf of the Board.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Monitor, support and challenge the health and safety in the school</li> <li>☐ Appoint a Governor to have specific responsibility for health and safety in the school, reporting to full LGB as appropriate</li> </ul>	<ul style="list-style-type: none"> <li>☐ Overall responsibility for health and safety within the school</li> <li>☐ Implement the health and safety policies and for statutory compliance</li> <li>☐ Provide reports on health and safety to the Health and safety Committee and the LGB as appropriate.</li> </ul>

<b>Inspection</b>			
Board of Directors	Senior Executive Team	Local Governing Body	School leader
<ul style="list-style-type: none"> <li>☐ Ensure Trust vision and strategy supports the requirements of external inspections</li> <li>☐ Receive final inspection reports.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure school development plans and self evaluation reports are written to meet the requirements of external inspections.</li> <li>☐ Provide regular support to the school prior to and during inspections.</li> <li>☐ Ensure the regular reporting framework for schools provide regular updates about the school's readiness for inspection.</li> <li>☐ Communicate the outcomes of the inspection process with parents, carers and guardians</li> </ul>	<ul style="list-style-type: none"> <li>☐ Understand the requirements of the inspection process and support the School leader as appropriate.</li> <li>☐ Engage fully with the inspection process as required by the CEO and School leader.</li> </ul>	<ul style="list-style-type: none"> <li>☐ Ensure the regular reports to the CEO and LGB highlight the school's readiness for inspection.</li> <li>☐ Ensure all staff and the LGB fully understand requirements of the inspection process</li> <li>☐ Ensure the school is 'inspection ready' at all times.</li> </ul>

## **CONFLICTS OF INTEREST**

1. The income and property of the Academy must be applied solely towards the provision of the Objects as detailed in the Articles. The restrictions and procedures which apply to the Directors in the Articles of Association with regard to having a Personal Financial Interest shall also apply to the Governors.
2. Any Director/Governor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a Director/Governor shall disclose that fact to the Governors as soon as he becomes aware of it. A Director/Governor must absent himself from any discussions of the Directors/Governors in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

## **MEMBERSHIP OF THE BOARD OF DIRECTORS**

1. Membership of the Board of Directors shall comprise not less than 3 and not more than 10 as follows:
  - Up to ten Directors appointed by GNNSJ Members of the Trust
  - The Chair of Directors will be appointed by GNNSJ Members of the Trust
  - Chief Executive or other staff Directors as determined by the Trust Members, provided that the total number of staff Directors (including the CEO) does not exceed one third of the total number of Directors
2. The length of a Director's term of office shall be four years (time limit does not apply to staff Directors). A Director may be re-appointed or elected for consecutive periods provided he or she remains eligible to serve for a further consecutive term.
3. A Director must be aged 18 or over and must not be a current pupil of the Academy.
4. A Director's term of office shall be terminated if:
  - i. She/he resigns by serving written notice to the Clerk;
  - ii. The Directors/ Members terminate his appointment;

- iii. The is removed by the persons appointing him (although this does not apply to elected staff or parent governors);
  - iv. In the case of a Staff Member, his employment is terminated;
  - v. She/he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs;
  - vi. She/he is absent without the permission of the Directors from all their meetings held within a period of six months and the Governors resolve that this office be vacated;
  - vii. She/he would be disqualified from acting as a charity trustee by virtue of section 72 of the Charities Act 1993;
  - viii. Her/his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced or if he is the subject of a bankruptcy restrictions order or an interim order;
  - ix. She/hhe is:-
    - 1. Included in the list of teachers and workers with children or young persons whose employment is prohibited or restricted under section 1 of the Protection of Children Act 1999; or
    - 2. Disqualified from working with children under section 28, 29, 29A and 29B of the Criminal Justice and Court Services Act 2000;
    - 3. Disqualified under the Company Directors Disqualification Act 1986 or the Insolvency Act 1986.
    - 4. Removed from office by an order made by the Charities Commission or the High Court
  - x. She/he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002; or
  - xi. She/he has not complied with the Trust's CRB policies.
5. Where a person becomes disqualified from holding, or continuing to hold office as a Director and he is, or is proposed, to become such a Director or, he shall upon becoming so disqualified give written notice of that fact to the Trust's Secretary.
  6. The Board of Directors may continue to act notwithstanding a temporary vacancy in its composition.

#### **MEMBERSHIP OF THE LOCAL GOVERNING BODY – GOVERNORS**

1. Membership of the Local Governing Body shall comprise not less than 9 and not more than 14 as follows:
  - Head of School as Ex-Officio;

- Chief Executive as Ex-Officio (optional);
  - Up to seven Governors appointed by the Directors of the Trust;
  - Two Parent Governors;
  - Two staff employed at the Academy (one teaching and one support staff) who are elected by other members of staff at the Academy.
- i. With regard to the appointment of the appointees of the Trust Board, the Directors shall seek to ensure that the views of the LGB are taken into account.
  - ii. Specific governance representation (up to 2 Governors) will apply to an Academy with a faith designation, as agreed with the designated faith body and set out in specific terms of reference for the relevant Academy.
  - iii. Where there is a Parent Governor vacancy, the LGB shall make arrangements for parents of registered pupils at the Academy to nominate a candidate from among their number for appointment by the LGB as a Parent Governor. If none of the nominated candidates are deemed by the LGB to be suitable for the role of Parent Governor, the LGB shall appoint an individual as Parent Governor who is either a parent of a registered pupil at the Academy or the parent of a child of compulsory school age.

2. The length of a Governor's term of office shall be three years. A Governor may be re-appointed for consecutive periods not exceeding 2 terms of office in total but thereafter a Governor shall not be eligible for re-appointment until one year after his or her retirement, unless agreed exceptionally by resolution of the Directors that he or she shall be eligible to serve for a further consecutive term.

3. A Governor must be aged 18 or over and must not be a current pupil of the Academy.

4. A Governor's term of office shall be terminated if:

- i. he resigns by serving written notice to the Clerk;
- ii. the Directors/ terminate his appointment;
- iii. he is removed by the persons appointing him (although this does not apply to elected staff or parent governors);
- iv. in the case of a Staff Member, his employment is terminated;
- v. he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs;
- iv. he is absent without the permission of the Governors from all their meetings held within a period of six months and the Governors resolve that this office be vacated;

- v. he would be disqualified from acting as a charity trustee by virtue of section 72 of the Charities Act 1993;
  - vi. his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced or if he is the subject of a bankruptcy restrictions order or an interim order;
  - vii. he is:-
    - 1. included in the list of teachers and workers with children or young persons whose employment is prohibited or restricted under section 1 of the Protection of Children Act 1999; or
    - 2. disqualified from working with children under section 28, 29, 29A and 29B of the Criminal Justice and Court Services Act 2000;
  - viii. he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002; or
  - ix. he has not complied with the Trust's CRB policies.
7. Where a person becomes disqualified from holding, or continuing to hold office as a Governor and he is, or is proposed, to become such a Governor, he shall upon becoming so disqualified give written notice of that fact to the Trust's Secretary.
8. The Local Governing Body may continue to act notwithstanding a temporary vacancy in its composition.

#### **APPOINTMENT OF CHAIR AND VICE-CHAIR OF LGB**

1. The Chair of the Local Governing Body shall be appointed by the Directors, having sought views of the Governors.
2. The term of office of the Chair of a Local Governing Body shall be three years.
3. The Vice-Chair of the Local Governing Body shall be appointed by the Governors from amongst all of the Governors for a term of three years. Subject to remaining eligible to be a Vice Chair, a Governor may be re-appointed for further terms of office as Vice-Chair by the Governors.
4. If both the Chair and the Vice-Chair are absent from any meeting of the Local Governing Body, those Governors present shall appoint one of their number to chair the meeting.

#### **MEETINGS OF LOCAL GOVERNING BODY**

1. The Local Governing Body shall meet at least once in every term, and shall hold such other meetings as may be necessary. A quorum must be present, being three or one third of the Governors (if greater).
2. All meetings shall be convened by the Clerk, who shall send to the Governors and to the Chief Executive written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.
3. A special meeting of the Local Governing Body shall be called by the Clerk whenever requested by the Chair or at the request in writing of any three

Governors or of the Chief Executive. Where there are matters demanding urgent consideration, the Chair or, in his absence, the Vice-Chair may, with the approval of the Chief Executive, waive the need for seven days' notice of the meeting and substitute such notice as he thinks fit.

4. The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.
5. If the number of Governors assembled for a meeting of the Local Governing Body does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the Local Governing Body the number of Governors present ceases to constitute a quorum, the meeting shall be terminated forthwith.
6. If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.
7. Every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the Governors present and voting on the question. Every Governor shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
8. A Governor may not vote by proxy.
  9. No resolution of the Governors may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
  10. Any Governor who is also an employee of the Trust shall withdraw from that part of any meeting of the Local Governing Body at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
  11. A resolution in writing, signed by all the Governors (or all of the members of a committee of the Governors), shall be valid and effective as if it had been passed at a meeting of the Governors or (as the case may be) a committee of Governors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Governors (or the members of a committee, as the case may be).
  12. Any Governor shall be able to participate in meetings of the Governors by telephone or video conference provided that he has given reasonable notice to the Clerk and that the Governors have access to the appropriate equipment.
  13. Minutes must be prepared of all Local Governing Body meetings and meetings of all sub-committees. Drafts of those minutes must be sent to all attendees and to the Chief Executive no later than 14 days after the date of the meeting. Final minutes, as approved by the Governors, must be sent to the Chief Executive within 7 days of approval.

14.

#### **DELEGATION OF FUNCTIONS AND COMMITTEES**

1. The Local Governing Body shall establish:
  - i. a Finance & GP committee;
  - ii. an Education and Standards committee; and
  - iii. such other committees as are necessary to carry out its responsibilities (which would include other Trust wide responsibilities including Health and Safety, Safeguarding, or other specific areas), as determined by the Trust,(together, "Committees") and the powers of any such Committees, their terms of reference and membership shall be in accordance with model constitutions or directions given by the Trust in this document or as otherwise determined by the Trust from time to time.

2. Membership of the Finance and GP committee and the Education and Standards committee shall include the Head of School of the Academy.
3. The Committees may include members who are not Governors.
4. Except where it is otherwise constrained within its terms of reference, a Committee may invite attendance by persons who are neither Governors nor committee members where such attendance is considered by the members of the Committee to benefit its deliberations.
5. Copies of the minutes of Committee meetings are to be circulated to all Governors and those who are entitled to attend Local Governing Body meetings.

#### INTERPRETATION

1. In this document:-

“Academy”	means the Academy which is one of the academies of the Trust;
“Articles”	means the Articles of Association of the Trust;
“Chief Executive” or “CEO”	means the Executive Principal and/or such other person as may be appointed by the Directors (under the title of Chief Executive/CEO or such other title as the Directors may determine) as an employee to oversee and co-ordinate all Trust activities;
“Clerk”	means the person appointed to act as clerk to the Local Governing Body (see paragraph <b>Error! Reference source not found.</b> );
“the Directors”	means those persons appointed as directors (under company law) and trustees of the Trust (under charity law);
“Ex-Officio”	means a role which is connected to a specific post, such that the role will be filled by whoever holds the specified post from time to time;
“Finance Director”	means the person appointed by the Directors as an employee, under the overall direction of the Chief Executive, to oversee the financial aspects of the Trust;

“Funding Agreements”	has the meaning given to it in paragraph A;
“Governor”	means a member of the Local Governing Body;
“Governors’ Handbook”	means the handbook, once in final form and agreed, prepared by the Trust explaining the role of Governors, in force from time to time;
“Head of School”	means the member of staff at the Academy who is appointed by the Trust (in accordance with the terms of this document and his or her contract of employment, as may be amended from time to time) to have overall day to day control of and responsibility for the Academy;
“LA”	means the Council in which the Academy is situated;
“Local Governing Body”	means the local governing body for the Academy, being a committee of the main Trust Board, constituted as provided by paragraph <b>Error! Reference source not found.</b> of this document;
“Parent Governor”	means an individual appointed as a Governor pursuant to paragraph <b>Error! Reference source not found.</b> of this document;
“Personal Financial Interest”	means any interest in the employment or remuneration of, or the provision of any other benefit to, a Governor as further detailed within Article 6 of the Articles;
“Secretary”	means the individual appointed as the Clerk of the Trust pursuant to the Articles or any other person appointed to perform the duties of clerk to the Trust;
“Senior Leadership Team”	means Head of School, Associate/Deputy/Assistant Heads, and Lead for Business services

“Staff Member”	means a member elected to the Local Governing Body by members of staff of the Academy;
“this document”	means these Terms of Reference; and
“the Trust”	means Nishkam School Trust.

2. Unless the context requires otherwise, a reference to:-

- i. a numbered paragraph is a reference to the paragraph so numbered in this document (or the sub-paragraph, as the case may be), and
- ii. words importing one gender shall include any other gender, the singular number shall include the plural and vice versa and the headings are included for convenience only and shall not affect the construction of this document.