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# **Trust Governance Guide**

**January 2025**



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## Introduction to Trust Governance

Our Trust is a charitable body responsible for overseeing and governing a group of schools. Funding is delivered to the Trust directly from the Government rather than through the Local Authority. This means we can operate more independently and have more control – as a collective – over finances, curriculum, and other aspects of school management. Resources can be pooled, and better targeted, best practice can be more easily shared, and more support can be directly provided through collaboration to drive improvements in educational outcomes.

Our Trust Governance Structure is formed of Members, a Trust Board and Governance Committees, responsible for the governance of -

A School Centered Teacher Training Facility -

- **Associated Merseyside Partnership - AMP SCITT**

Two Secondary Schools -

- **Deyes High School**
- **Childwall Sports & Science Academy**

Two Primary Schools -

- **Knotty Ash Primary**
- **The Grange Primary**



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The Trust also has a subsidiary company with separate Board of Directors -

- **Lydiate Services Company (LSC)**

### **Professional Governance Support**

The Senior Governance Professional leads on governance management across the Trust with the support of the Academy Governance Professional.

A Governance Plan and Meeting Schedule is produced for the coming academic year, in the summer term and allows proactive, strategic agenda planning - ensuring that both local and national priorities can be met.

The Trust secures access to further governance support and training through the National Governance Association (NGA), Governor Hub and the Confederation of School Trusts.

Enhanced DBS checks are undertaken, and references sought by Trust HR, for all Director and Governor candidates and our Linked Director for Safeguarding undertakes checks of the Single Central Register.

External Reviews of Governance are carried out every two years by a trained National Leader of Governance (NLG), feeding into a cycle of continuous improvement.



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### **The Role of Members**

Our Members play a limited but crucial role in our Trust governance.

Members are the guardians and custodians of governance in the trust along with its Vision, Values and Ethos. The original Members are also the first signatories to the Articles of Association, signaling the foundational nature of their role.

As guardians of the Trust, Members must assure themselves that the governance of the Trust is effective, and that Directors (Trustees) are acting in accordance with the Trust's charitable objects.

While Directors are responsible for setting the Trust's strategic direction, Members can appoint and remove the Board.

Members are also responsible for other key activities such as amending the Trust's Articles of Association, changing the name of the Trust or winding it up.

There should be clear separation of the activities of the Board Directors and those of Members.

Members are not involved in the day-to-day business of the Trust and are encouraged to be 'eyes on, hands off.' It is therefore important for Directors to engage effectively with Members and have due regard for their view.

Beyond presenting the audited annual report and accounts, the Board must also keep Members sufficiently informed about the Trust's business, including any key developments and risks, so that Members can maintain oversight of the Board's performance and step in if governance is failing.



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Members ensure the Trust is exercising effective governance through a range of powers, including:

- Appointing and removing Directors (Trustees ).
- Appointing and removing Members
- In extreme circumstances, directing the Board through special resolution to take a specific action when they are unable or unwilling to act in the best interests of the Trust
- Appointing and removing Auditors In Trusts with church academies, members must ensure that the relevant religious character is preserved. The Trust's Articles of Association set out how Members are appointed and removed. They do not usually have fixed term lengths.

## **The Role of Directors (Trust Board)**

Directors work together to fulfil the purpose of the Trust Board:

- Strategic Leadership – defining the Vision, fostering the Trust's culture and setting the strategy.
- Accountability and Assurance – robust and effective oversight of Trust operations and performance.
- Strategic Engagement – oversight of relationships with stakeholders, ensuring decision-making is supported by meaningful engagement

Our Directors are responsible for governing a charitable company and directing how it is managed and run. They must also ensure that the Trust complies with all legal and statutory requirements, seeking advice as appropriate.



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The Trust Board's strategic responsibilities are;

- Working closely with the Senior Executive Leader (CEO).

Our CEO is responsible for day-to-day operational management of the Trust and its schools, whereas the role of the Board is strategic. As such, Directors are responsible for:

- Determining the mission, values and long-term ambitious vision for the Trust.
- Deciding the principles that guide Trust policies and approving key policies.
- Appointing and appraising the CEO and making pay recommendations.
- Working with senior leaders to develop a strategy for achieving the Vision
- ensuring that stakeholders are involved, consulted and informed as appropriate.
- Ensuring that all schools in the Trust deliver a broad and balanced curriculum such that pupils are well prepared for the next stage of their education and adult life.
- Taking ownership of the Trust's financial sustainability and ensuring effective resource management across the Trust.
- Agreeing the Trust's staffing structure and keeping it under review to ensure it supports delivery of the strategy.
- Ensuring robust risk management policy and procedures are in place and that risk control measures are appropriate and effective.
- Monitoring and evaluating Trust performance.
- Monitoring the priorities that have been set to ensure progress is being made towards its strategic objectives.
- Ensuring the required policies and procedures are in place and the Trust is operating effectively in line with these policies.
- Holding the CEO to account for standards, financial probity and compliance with agreed policies.



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- Evaluating relevant data and feedback provided by senior executive leaders and external reporting on all aspects of Trust performance.
- Asking challenging questions of the CEO in order to hold them to account
- Ensuring that there are policies and procedures in place to deal with complaints effectively.

Directors are required to make a positive and meaningful contribution to the work of the Board by:

- Attending meetings (typically 6 full board meetings each year), reading papers and preparing questions for the CEO, in advance.
- Establishing and maintaining professional relationships with CEO and colleagues on the Board.
- Getting to know schools within the Trust, including visiting occasionally during school hours.
- Undertaking Induction training and developing their knowledge and skills on an ongoing basis.
- Ensuring that the Trust's governance structure meets the needs of the Trust
- Agreeing a clear Schemes of Delegation, outlining the responsibilities delegated to the CEO and other executive leader and the responsibilities of the Board and local Academy Governance Committees.
- Ensuring effective communication channels are in place between governance layers.

Please see the '**Terms of Reference**' document for the Trust Board on the Trust website, for more detail.

The '**Terms of Office**' document and profiles on the Trust website provide details of those currently occupying Director positions on the Trust Board.





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### **Linked Directors**

We appoint Link Directors to a specific area, either in line with the Ofsted framework or an area of specific focus for the Trust Board.

The Link Directors may complement the work of the Link Governors or be in a totally different area of focus. They do not duplicate the work of the local Academy Governance Committee.

The Link Directors are a source of additional information, support, challenge and scrutiny for the Trust Board. They also increase the visibility of the Directors across LLT schools. The development of good working relationships and mutual trust across the schools is essential to this role and effective communication is vital to success.

The document **'Role & Remit of Linked Directors'** provides more detail.

### **The Role of Governors (Local Governance Committees )**

Our local tier of governance is essential to the effective governance of our multi-academy trust.

Trusts can have different approaches to the local tier of governance. In some cases, the local tier holds no formal decision-making functions and is advisory only.

Our document **'Trust Scheme of Delegation'** specifies what functions of governance are delegated.

There are a range of names used by different Trusts for their local governance body – to reflect the functions which are delegated, for example:



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**\* Local Advisory Committees or Council**

No delegated governance functions or powers – the advisory committee is tasked with meaningful engagement with parents and local communities

- **Local Academy or School Committees\***

Limited delegated governance functions (but no powers), for example scrutiny of standards, health and safety and safeguarding, and community engagement.

- **Local Governing Boards**

A fuller set of delegated functions and some powers, which may include some decisions over school level finance.

Our local tier of governance are bodies called **\*Academy Governance Committees** and the delegations made to them will be kept under review as the Trust grows.

Our Local Governors fulfil the following roles:

- They are the Trust's ambassadors in the local community, holding or developing a deep knowledge of the community and their specific needs.
- They are best placed to fulfil the Board's responsibility to involve parents, schools and communities to ensure decision-making is supported by meaningful engagement.



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- They play a very important role in relation to safeguarding and safety as they know our schools well and have closer involvement in our schools than the Trust Board.
- Through listening to the voices of our local stakeholders, they can play a key role in assuring the school's overall performance and quality of education.

This is particularly important in the context of Ofsted Inspections. Ofsted's Education Inspection Framework recognizes that Trust governance functions can be quite different from those in a maintained school and Inspectors will look to the Trust's Scheme of Delegation and Annual Financial Statements to understand delegated responsibilities. They will always speak to the Chair of the Trust Board (or a delegate) but may also want to speak to other Directors and those involved in local governance, depending on the delegated responsibilities.

Please see the '**Terms of Reference**' document for each Academy Governance Committee' for more detail.

The '**Terms of Office**' document and profiles on the school's websites provide details of those currently on the Governance Committees.

### **Linked Governors**

We appoint Link Governors as a source of additional support and challenge to our schools and a source of information for the governing committee.

Our Link Governors are currently allocated to the key areas of the Ofsted Framework, but we also like to see Link Governors for other areas of key challenge the school may have in any particular year.

The Committee Chair often takes the role of Leadership & Management Link Governor as they already meet regularly with the Headteacher.

Equally, Safeguarding and SEN may be allocated to the same person.



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The development of a good working relationship with staff, based on mutual trust, is essential if the Link Governor is to be effective in the role. Effective communication is also vital to success.

The document **‘Role & Remit of Linked Governors’** provides more detail.

### **Communication Between Our Layers of Governance**

We want to encourage and support effective two-way communication between the Trust Board and our Academy Governance Committees to ensure the Board is fully informed on key issues impacting on the schools, and the local Governance Committee are informed on relevant Trust matters.

We also want to foster a strong sense of a single governance community with a shared sense of purpose and focus on the execution of the strategy set by the Trust Board.

We will do this by -

- Reporting via the minutes of meetings – using a standard item ‘feedback to Trust Board/AGC’s - shared by the Governance Professional.
- Development Evenings/Trust-wide Governance Conferences.
- Governor Hub for Trust-wide messaging and communication.
- In the future we may also have a Chairs’ Forums attended by Directors and Executive Leadership.

Please see the document **‘Enhancing Communication Between Different Layers of Governance’**.



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Our Trust Board will also regularly assess the relative strengths of each Academy Governance Committee (via Senior Governance Professional review, Skills Audits and External Reviews of Governance), including ensuring there is appropriate recruitment to the local committee as required, in line with the Trust's Articles.

Our Trust Board oversight will also include taking steps to address any ineffectiveness at the local tier, including provision of further training or removing and replacing local governors if necessary. This is a particularly important requirement where any Trust Board delegates governance functions, such as the scrutiny of educational performance or finances.

### **Compliance – Published Governance Information**

To support transparent and objective governance, we -

- Ensure our Directors and Governors declare any personal or professional interests that could be deemed in conflict with their governance roles.
- Share the details of Member and Board Director Declarations across all our websites.
- Share the Names, Terms of Office, Profiles and Meeting Attendance Data for all Directors and Governors on our Trust websites.
- Share the Names, Addresses (not available for public view) and Terms of Office for all Directors and Governors with the national DfE database – Get Information About Schools (GIAS), with the National Governance Association, Governor Hub and with Companies House (Directors only).
- Share the Terms of Reference for each governance body on our websites.
- Share all Agendas for Board and Governance Committee meetings on our websites and make it clear that Minutes are available on request, via the Senior Governance Professional.