

Board Committees - Terms of Reference

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These Terms of Reference form part of the **Trust Governance Framework** for oversight and management of LLT.

As such, they must be read in conjunction with the;

• LLT Board Terms of Reference	Appendix A
• Scheme of Delegated Authority (SofD – V5)	Appendix C
• Director & Governor Code of Conduct	Appendix D
• Role Description for Linked Director	Appendix E
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Standards & Outcomes Committee – Terms of Reference

1.Purpose

To provide assurance to the Trust Board on financial stewardship, workforce, estates and resource management. to support the Trust Board in delivering the Trust's charitable objects by providing robust assurance that:

- High-quality education is being delivered across all academies
- Educational standards and outcomes are strong, improving and equitable
- Statutory and regulatory responsibilities relating to education are being met
- Educational risk is identified early, managed effectively and escalated appropriately

2.Role & Authority

The Committee operates under authority delegated by the Trust Board through the Scheme of Delegation. It is a non-executive committee with responsibility for scrutiny, challenge and assurance, not operational delivery.

The Committee may make recommendations to the Trust Board but does not have decision-making authority unless explicitly delegated.

3.Membership

- Minimum of three Directors
- Directors of Education, Director of Partnerships attend by invitation

4.Meetings

- At least three per year, one per term.

5.Quorum

- Quorate when at least two Director committee members are present.
- If a quorum is not present, the meeting may proceed for discussion but no formal decisions should be taken

6.Governance Support

- Provided by Senior Governance Professional. Minute taking and administrative support may be provided by the Governance Professional on occasion.

7. Papers & Minutes

- Provided 7 days in advance on Governor Hub and taken as read in advance.
- Late papers will generally not be accepted and any re-scheduling of an item must then be agreed with the Senior Governance Professional.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the meeting will be postponed.
- Minutes will not reiterate content of papers and focus on recording challenge and actions.

8. Key Responsibilities

a) Achievement

- Scrutinise Trust-wide data on attainment, progress, attendance and exclusions
- Monitor trends, disparities and areas of underperformance across academies
- Receive assurance on the impact of school improvement strategies

b) Curriculum & Teaching

- Review assurance on curriculum intent, implementation and impact
- Monitor teaching and learning, assessment and professional development
- Consider external validations, including Ofsted and peer review outcomes

c) Inclusion and Vulnerable Groups

Oversee educational outcomes for:

- Disadvantaged pupils
- Pupils with SEND
- Pupils known, or previously known to Social care
- Looked-after and previously looked-after children
- Assure the Board that inclusion duties are met and effective

d) Attendance & Behaviour

- Analyse data patterns on attendance and actions to address
- Review behaviour and associated policies
- Consider external validations



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e) Statutory and Regulatory Compliance

- Receive assurance that statutory assessments, reporting and educational duties are met.
- Monitor outcomes of safeguarding assurance as they relate to educational impact.

f) Risk and Continuous Improvement

- Identify and review key educational risks on the Trust risk register
- Monitor mitigations and escalate material or systemic risks to the Trust Board
- Commission or receive findings from external reviews of education or governance where appropriate

9.Reporting & Accountability

Committee Chair reports to the Trust Board after each meeting. Minutes also available. The Committee Chair may be asked to attend Members' meetings to provide assurance on standards and outcomes.

10.Review

The Terms of Reference are reviewed annually for effectiveness, alignment to the Trust's governance framework, and the CST Governance Code



Finance, People & Resources Committee – Terms of Reference

1.Purpose

To provide assurance to the Trust Board on financial stewardship, workforce, estates and resource management.

2.Role & Authority

The Committee operates under authority delegated by the Trust Board through the Scheme of Delegation. It is a non-executive committee with responsibility for scrutiny, challenge and assurance, not operational delivery.

The Committee may make recommendations to the Trust Board but does not have decision-making authority unless explicitly delegated.

3.Membership

- Minimum of three Directors
- Director of People & Culture and Director of Finance & Estates (CFO) attend by invitation.

4.Meetings

- At least three per year, one per term.

5.Quorum

- Quorate when at least two Director committee members are present.
- If a quorum is not present, the meeting may proceed for discussion but no formal decisions should be taken

6.Governance Support

- Provided by Senior Governance Professional. Minute taking and administrative support may be provided by the Governance Professional on occasion.

7.Papers & Minutes

- Provided 7 days in advance on Governor Hub and taken as read in advance.
- Late papers will generally not be accepted and any re-scheduling of an item must then be agreed with the Senior Governance Professional.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the meeting will be postponed.
- Minutes will not reiterate content of papers and focus on recording challenge and actions.



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8. Key Responsibilities

Finance

- Scrutinise and recommend the annual budget
- Monitor financial performance
- Review procurement and contracts
- Recommend financial policies
- Review annual accounts

People & Culture

- Scrutinise workforce planning
- Recommend pay policy
- Monitor wellbeing
- Ensure equality compliance

Premises & Estates

- Scrutinise estates strategy
- Ensure compliance and safety
- Review capital priorities
- Review business continuity

10. Reporting & Accountability

Committee Chair reports to the Trust Board after each meeting. Minutes also available. The Committee Chair may be asked to attend Members' meetings to provide assurance on standards and outcomes.

11. Review

The Terms of Reference are reviewed annually for effectiveness, alignment to the Trust's Governance Framework, and the CST Governance Code.



Audit & Risk Assurance Committee – Terms of Reference

1.Purpose

To provide independent assurance to the Trust Board on the adequacy, effectiveness and operation of the Trust's systems of internal control, risk management, and compliance.

2.Role & Authority

The Committee operates under authority delegated by the Trust Board through the Scheme of Delegation. It is a non-executive committee with responsibility for scrutiny, challenge and assurance, not operational delivery.

The Committee may make recommendations to the Trust Board but does not have decision-making authority unless explicitly delegated.

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference and to access all information and seek professional advice (including externally) as required.

3.Membership

- Minimum of three Directors
- No employees as members
- CEO and CFO attend by invitation

4.Meetings

- At least three per year, one per term.

5.Quorum

- Quorate when at least two Director committee members are present.
- If a quorum is not present, the meeting may proceed for discussion but no formal decisions should be taken

6.Governance Support

- Provided by Senior Governance Professional. Minute taking and administrative support may be provided by the Governance Professional on occasion.



7. Papers & Minutes

- Provided 7 days in advance on Governor Hub and taken as read in advance.
- Late papers will generally not be accepted and any re-scheduling of an item must then be agreed with the Senior Governance Professional.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the meeting will be postponed.
- Minutes will not reiterate content of papers and focus on recording challenge and actions.

8. Key Responsibilities

- Risk Management – to review the Trust’s risk management framework, risk register and emerging risks.
- Internal Scrutiny and Audit - to oversee internal scrutiny arrangements and external audit processes and ensure recommendations are actioned.
- Monitor internal controls.

9. Reporting & Accountability

Committee Chair reports to the Trust Board after each meeting. Minutes also available.

The Committee Chair may be asked to attend Members’ meetings to provide assurance on standards and outcomes.

10. Review

The Terms of Reference are reviewed annually for effectiveness, alignment to the Trust’s Governance Framework, and the CST Governance Code.



Academy Governance Committee (AGC) - Terms of Reference

1. Purpose

To support the effective management and continuous improvement of the academy by providing scrutiny, support and constructive challenge – acting as ‘critical friend’. AGCs act as the Trust Board’s ‘eyes and ears’, ensuring the Trust Board has a clear understanding of academy performance, culture and context, and contribute to the Trust’s accountability and assurance framework.

2. Role & Authority

The authority of the AGCs derives entirely from the Trust’s Scheme of Delegation (SoD), which defines the powers retained by the Trust Board & board committees and those delegated to the CEO, AGC and Academy Headteachers.

Where a matter is not explicitly delegated, it remains the responsibility of the Trust Board.

AGCs do not operate independently of the Trust and do not hold executive or Trust-wide decision-making authority.

3. Composition & Conduct

Membership is determined by the Trust Board and the Board will actively:

- Minimise dual roles across governance layers
- Time-limit any unavoidable overlaps
- Monitor concentration of influence
- Appoint the AGC Chair annually - the Vice-Chair is elected by the AGC.

AGCs are comprised of up to 15 board appointed/co-opted governors selected on the basis of skills, knowledge and experience.

On each AGC;

1 x position is reserved for the **Headteacher of the academy/Head of School** – ex officio.

2 x positions are reserved for **Parent Governors** – appointed by expression of interest and election. If an inadequate number of expressions or votes are received then the academy will appoint in consultation with the Chair and Academy Governance Professional .

1 x position is reserved for a **Staff Governor** - appointed by expression of interest and election. If an inadequate number of expressions or votes are received then the academy will appoint in consultation with the Chair and Academy Governance Professional .

Advisory Members (non-voting) may also be appointed for specified periods of time, to bring particular skills or knowledge to the AGC. This may include Executive Directors.

All Governors must;

- work collectively in line with the Nolan Principles of Public Life as defined in the Code of Conduct,
- declare any personal, financial or business interests they, or any child, stepchild, parent, grandchild, grandparent, brother, sister, or spouse of theirs or any person living with them has, including employment in the Trust, in receipt of remuneration or being provided with any other benefit directly from the Trust, or one of its academies, or employment in a company tendering for or providing services to the Trust or its academies,
- keep their personal information and personal/business declarations up to date on Governor Hub.
- attend all meetings,
- send timely apologies to the Governance Professional by email, on occasions when this is not possible,
- prepare thoroughly - read papers in good time, and prepare questions for senior leaders in advance,
- establish and maintain professional relationships with senior leaders and AGC colleagues ,
- get to know their academy, including visiting at least 2 x times per year, during academy hours,
- ensure that all discussions and decisions are within AGC powers - set out in the SoD,
- take responsibility for their personal development to ensure they have the skills and knowledge to be effective in their role, undertaking training and development as necessary and populating their development log on Governor Hub,
- raise with the AGC Chair if they feel additional training and development is needed and is not currently available via Governor Hub Knowledge/The Key or the NGA.

The Head teacher must ensure;

Attendance

- Only the Deputy Head attends the meeting for the duration, for leadership continuity purposes.
- Staff who attend for particular items only attend at the allocated time for their item and leave the meeting after this.

Information and Reporting

Information provided is:

- Sent to the Governance Professional by the papers deadline, unless agreed with the Governance Professional in advance.
- Aligns directly to AGC responsibilities – specified under the SofD
- Accurate,
- Proportionate,
- Always has a clear accompanying narrative.

4. The Role and Duties of the Governors

- AGC Governors form a key part of the Trust's governance assurance model.
- Governors contribute by triangulating evidence from academy visits, performance data, stakeholder voice and leadership reporting; providing clear, evidence-based feedback; and identifying strengths, emerging risks and areas requiring further scrutiny.
- The AGC Chair may allocate Link Governor roles to support focused oversight, while maintaining collective responsibility.
- Governors must escalate safeguarding concerns, significant performance risks, leadership or capacity concerns, compliance issues, and any matter outside delegated authority, as soon as possible.
- Governors may also be asked to sit on review panels as necessary, for example to hear escalated parental complaints or to review suspension/permanent exclusion decisions.
- The Trust Board retains accountability for educational performance, safeguarding, financial oversight and risk management

5. Frequency & Conduct of Meetings

- AGCs will meet 3 x per academic year plus an additional meeting will be held to focus on networking, self-reflection and development.
- Meetings will be structured around the annual agenda cycle – provided on the agenda template.
- Meetings will be in-person. If 50% or more of Governors cannot attend and request to join remotely, the meeting will be moved to Teams.
- Agendas will focus on assurance rather than operational detail.
- Minutes will focus on the recording of challenges, actions and escalation points.
- Papers will be taken as read and the content of papers will not be reiterated in the minutes.



- Extraordinary meetings may be held as required, by agreement with the Chair and Governance Professional.

6. Quorum

- The AGC is quorate when at least 50% of voting governors are present, in person or on Teams
- If a quorum is not present, the meeting may proceed for discussion but no formal decisions should be taken

7. Attendance

- Governors are expected to attend meetings regularly – failure to do so impacts on both the other Governors on the AGC and the Trust.
- Apologies for planned absence must be sent to the Governance Professional, by email, as early as possible, to ensure that the meetings are quorate.
- Governors are also expected to participate in academy visits (typically 2–3 per year) and panels as required.

8. Governance Support

The Trust Board via the Senior Governance Professional, will ensure that a Governance Professional supports AGC meetings, providing procedural advice, ensuring compliance with governance requirements, and maintaining accurate records and minutes.

On rare occasions support from the relevant academy may be requested for administrative support/minute taking for AGC meetings

The Governance Professional shall not be a Director of the Trust or a Trust Governor.

9. Papers & Minutes

- Papers must be submitted to the Governance Professional at least 9 days in advance of the meeting to allow for issue at 7 days prior to the meeting.
- Papers should not be added to Governor Hub by staff.
- Papers will be issued on Governor Hub.
- The Governance Plan clearly states when papers are due in order to meet this commitment.
- Late papers will generally not be accepted and any re-scheduling of an item must then be agreed with the Governance Professional.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the meeting will be postponed.
- Minutes will not reiterate content of papers and focus on recording challenge and actions.

10. Key Responsibilities

AGCs provide evidence-based scrutiny, challenge and assurance, aligned to national governance expectations and the Scheme of Delegation. Their key responsibilities are as follows;

Standards- Evidence-based assurance

- Gain assurance that the Trust vision, values and underpinning policies, both Trust & local, are implemented effectively
- Review academy performance against the School Improvement Plan (SIP) and Trust priorities/KPIs,
- Consider curriculum intent, implementation and impact, across all key stages
- Challenge leaders on the effectiveness of improvement strategies
- Monitor pupil outcomes and progress, behaviour, attitudes and personal development,
- Have oversight of the provision of opportunities beyond the curriculum and preparing pupils for “life in modern Britain”
- Escalate concerns regarding underperformance where required.
- Analyse attendance and behaviour data and the impact of related strategies to improve

Stakeholder Engagement

- Monitor and evaluate stakeholder engagement processes
- Seek assurance that pupil voice, parent/carer engagement and staff voice are understood and considered.
- Provide local insight to inform Trust decision-making and
- Act as a point of escalation where required in line with Trust policy.
- Act as a link to the wider community and advocate for the Trust
- Act as a point of escalation for stakeholders in accordance with the Trust Complaints Policy

Safeguarding

- Monitor the effectiveness of safeguarding policy and practice and
- Seek assurance that statutory requirements are being met, including Safer Recruitment, Single Central Record compliance and Exclusion and Suspension decisions.
- Consider whether there is a strong culture of safeguarding across the academy, review safeguarding-related trends, and immediately escalating any safeguarding concerns.



Inclusion - (SEND and Disadvantaged Pupils and those known to, or previously known to Social Care)

- Champion all forms of inclusion
- Review provision for SEND, disadvantaged and vulnerable pupils,
- Monitor the impact of additional funding (including Pupil Premium, Inclusive Mainstream Fund), and
- Challenge gaps in performance and provision across all cohorts.

Self-Evaluation and School Improvement

- Assessing leadership's self-evaluation of the school's performance and progress - helping the Trust Board to 'know our schools'
- Review academy self-evaluation (SEF) and supporting evidence,
- Support leadership's development of the Academy Development Plan (ADP)
- Monitor progress against improvement priorities, and
- Support the Trust Board in 'knowing its schools' escalating any concerns promptly.

In line with the Scheme of Delegation, AGCs **do not** ;

- approve Trust-wide strategy, policies or budgets;
- direct or manage academy operations;
- oversee centrally provided services (HR, Finance, Estates, IT) except on occasions where these services impact educational delivery, safeguarding or academy performance.

****AGCs must operate strictly within delegated authority and escalate matters outside their remit.****

11. Engagement with Trust Board

The relationship between the Trust Board and the AGC is based on two-way engagement.

The AGCs provide academy-level intelligence to ensure the Trust “knows its schools”, and the Trust Board will engage with AGCs where appropriate, when developing its strategy and plans.

AGC Reporting to Board

As the Trust Board's 'eyes & ears', it is essential that helpful evidence accrued is shared with the Trust Board. Reporting from the AGC to the Board will be in the following ways;

- AGC Minutes – these will be shared with the Trust Board
- AGC Chair's Report– to be completed & submitted to the Board after each AGC meeting.
- The Chairs Forum

Escalations

The AGC Chair or Vice Chair can raise any important, urgent concerns directly with the CEO or Board Chair, via the Senior Governance Professional

Urgent concerns may be raised by any Governor, directly with the CEO or Chair of the Trust Board.

Board engagement with the AGCs

The Trust Board will support the work of the AGCs by:

- setting a clear strategic vision to enable the AGC to monitor the setting and achievement of academy aims and objectives
- ensuring that systems are put in place to allow the Governors to be presented with timely and accurate data with supporting narrative, enabling them to analyse academy performance and constructively challenge.
- ensuring that Governors have access to high quality training or professional development informed by a skills audit
- Feeding back any key points on matters affecting the AGC, after each Board meeting.

12. Review

The Terms of Reference are reviewed annually for effectiveness, alignment to the Trust's governance framework, and the CST Governance Code.



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13. AGC Annual Agenda Cycle Overview

(Detailed agenda items on the Governance Plan)

Autumn Term

- Review exam and assessment outcomes e.g. SATs, GCSEs, Post 16
- Analyse performance data and trends
- Safeguarding compliance assurance and Single Central Record (SCR) review
- Confirm SIP priorities and monitoring focus

Spring Term

- Review progress against SIP and Trust KPIs
- Deep dive: curriculum / safeguarding culture / inclusion priorities
- Stakeholder engagement review

Summer Term

- Evaluate overall academy performance and outcomes
- Review impact of improvement strategies
- Governance self-evaluation
- Identify priorities for the next academic year



Associated Merseyside Partnership School Centred Initial Teacher Training (AMP SCITT) Governance Committee Terms of Reference

1. Purpose

The AMP SCITT Governance Committee exists to provide strategic scrutiny, assurance and challenge in relation to the operation, quality, sustainability and compliance of AMP SCITT. It supports the Trust Board in discharging its responsibilities for the SCITT as the accredited ITT provider, with particular focus on quality of training, trainee outcomes, safeguarding, financial stewardship, risk management and partnership effectiveness.

2. Role & authority - relationship to the Trust Board

The committee operates under authority delegated by the Trust Board through the Scheme of Delegation. It is a non-executive committee with responsibility for scrutiny, challenge and assurance, not operational delivery.

The Trust Board retains ultimate accountability for the SCITT and for all strategic, statutory and financial matters that are reserved to it, including those matters which may arise from accreditation, quality concerns, safeguarding issues, financial risk or reputational matters.

The committee may exercise delegated authority only within the scope set by the Trust Board. Where a matter falls outside delegated authority, or where the committee identifies significant or escalating risk, the matter must be escalated to the Trust Board without delay.

3. Core responsibilities

The committee will:

- oversee the strategic direction of AMP SCITT and recommend the annual plan and priorities to the Trust Board for approval;
- scrutinise quality, effectiveness and consistency of the SCITT curriculum, training, mentoring, assessment and trainee support;
- review self-evaluation, improvement planning and performance against key indicators including recruitment, retention, completion, achievement and employment outcomes;
- monitor compliance with ITT criteria, safeguarding duties, equality duties and other statutory or regulatory requirements;



- oversee financial sustainability, value for money and budget performance, and recommend significant financial decisions to the Trust Board where required;
- monitor risk management and assure the Trust Board that the SCITT risk register is current, reviewed and aligned to Trust-wide risk management arrangements;
- oversee the effectiveness of the partnership model, including the quality of placement schools, mentors, lead mentors and other delivery partners;
- support and challenge the Head of SCITT/ lead, ensuring that leadership capacity, succession planning and operational effectiveness remain strong;
- maintain readiness for Ofsted inspection and review the evidence base against current ITE evaluation areas and the “expected standard” used by inspectors.

4. Ofsted-aligned oversight

The Committee will use the current Ofsted ITE inspection toolkit as the benchmark for quality assurance and improvement. Assurance reporting will be mapped against the current evaluation areas and expected standards set by Ofsted and reviewed whenever inspection criteria are revised.

5. Membership

Membership will be determined by the Trust Board and will be sufficiently skilled to provide effective challenge and assurance. The committee will normally include:

- a Chair appointed by, or on behalf of, the Trust Board;
- a Trust Board representative;
- the Head of SCITT / lead;
- representatives from partner schools or delivery partners;
- a finance / operations representative where appropriate;
- at least one member with relevant education / ITT expertise;
- a governance professional

The committee will maintain an appropriate balance of Trust oversight, partnership representation and independent expertise, while also managing conflicts of interest effectively.



6. Chair

The Chair will be appointed annually by the Trust Board and may be a Director, Independent Member or other person deemed suitable by the Trust Board.

The Chair is responsible for leading the committee effectively, ensuring constructive challenge and support, maintaining focus on strategic matters, and acting as the principal link between the committee and the Trust Board.

7. Meetings and quorum

The committee will meet once a term and more often if required. An annual cycle of business will be agreed to align with Trust reporting cycles, quality assurance milestones, budget monitoring and Ofsted preparedness.

The quorum will be 50% of the membership, including the Chair or Vice Chair and at least one Trust or independent representative. If a quorum is not present, the meeting may proceed for discussion but no formal decisions should be taken.

8. Governance Support

- Provided by the Governance Professional.

9. Papers & Minutes

- Provided 7 days in advance on Governor Hub and taken as read in advance.
- Late papers will generally not be accepted and any re-scheduling of an item must then be agreed with the Senior Governance Professional.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the meeting will be postponed.
- Minutes will not reiterate content of papers and focus on recording challenge and actions.

10. Reporting and escalation

The committee Chair will report to the Trust Board termly after each meeting and more frequently where necessary, and in doing so provide assurance on quality, compliance,



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finance, risk, safeguarding and partnership effectiveness, and should clearly identify any significant concerns, exceptions or actions requiring Trust Board attention.

Minutes are also available to the Trust Board.

The Chair and the Head of SCITT will ensure that any serious safeguarding, compliance, financial or reputational matter is escalated promptly to the Trust Board, rather than waiting for the next scheduled meeting.

11. Safeguarding, equality and inclusion

The committee will assure itself that AMP SCITT has robust safeguarding arrangements across the partnership, that safeguarding checks and statutory duties are met, and that concerns are escalated and recorded appropriately.

The committee will also ensure that equality, diversity and inclusion are embedded in recruitment, curriculum, mentoring, support and trainees' experience.

12. Trainee Appeals

The committee will form a subcommittee of at least three SCITT Governors to consider any Trainee appeal.

The appeal panel will consider recommendations made by the Head of SCITT and focus on whether the initial decision was reasonable and in accordance with SCITT procedures.

13. Review

The Terms of Reference are reviewed annually for effectiveness, alignment to the Trust's governance framework, and the CST Governance Code.



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Suspensions & Exclusions Committee – Terms of Reference

1. Purpose

The Suspensions and Exclusions Committee is established to exercise delegated Trust Board responsibilities for:

- pupil suspensions;
- permanent exclusions;
- reconsideration following an Independent Review Panel (IRP).

The Committee operates in accordance with:

- the Trust's Articles of Association;
- the Scheme of Delegation;
- Trust policies (behaviour, safeguarding, SEND, exclusions);
- DfE Statutory Guidance on Suspensions and Permanent Exclusions (July 2026).

The Committee ensures decisions are lawful, fair, proportionate, and consistent, balancing individual pupil needs with the safety and welfare of the wider school community.

2. Status and Authority

The committee is a committee of the Trust Board and acts under delegated authority.

The Trust Board retains overall accountability.

The committee is authorised to:

- hear and determine permanent exclusion cases;
- review suspensions where required;
- direct reinstatement where appropriate;
- reconsider cases following IRP;
- obtain advice and information as required.



The Committee will operate in accordance with:

- fairness and natural justice;
- independence and impartiality;
- safeguarding;
- accountability;
- proportionality;

3. Scope of Responsibilities

- Case determination:
 - consider cases within statutory timescales;
 - decide whether to uphold exclusion, reinstate, or reconsider.
- Legal and procedural assurance:
 - ensure decisions were lawful, reasonable, and procedurally fair.
- Nature of the measure (2026 update):
 - determine whether the case is:
 - disciplinary exclusion; or
 - safeguarding separation (non-disciplinary).
- Consideration of alternatives:
 - ensure alternatives were considered, including:
 - behaviour interventions;
 - SEND support;
 - off-site direction;
 - managed moves.
 - verify compliance with statutory processes.
- SEND, equality and vulnerability:
 - consider SEND, disability, and vulnerability;
 - consider whether unmet needs contributed to behaviour;
 - ensure equality duties are met;
 - consider looked-after and previously looked-after children.
- Education and safeguarding duties:
 - ensure duties relating to safeguarding, welfare, and alternative provision have been met.



4. Delegated Functions

- The committee is delegated to:
 - hear and determine permanent exclusions;
 - review suspensions where required;
 - direct reinstatement;
 - reconsider following IRP;
 - issue formal decisions and reasons;
 - request additional evidence.
- The committee will not:
 - change Trust policy;
 - act outside statutory powers;
 - substitute judgement without proper evidence.

5. Membership

Suspensions and Exclusions

- Minimum of three AGC Governors appointed by the academy.
- Chair appointed by the committee with advice from the Governance Professional.
- Chair must not be an employee within the Trust.

Members must:

- be independent;
- have no prior involvement in the case.

Independent Review Panel (IRP)

An IRP must have **3 or 5 members**, including:

- **A lay member (Chair)**
 - no experience working in a school in a paid capacity
- **A school governor**
 - serving or recently served
- **A headteacher**
 - serving or recently served

Other potential attendees



- SEN expert (if requested by parents)
- Parent/carer and representatives
- School/trust representatives

6. Quorum

- The quorum shall be three members, as specified.
- The committee cannot proceed or take decisions unless quorate.

7. Training and Competency

Before any committee meeting, members must review;

- statutory exclusions guidance (2026);
- related Trust policies

They should also have attended the following;

- Safeguarding for Governors/Annual safeguarding refresher
- Online learning related to Suspensions & Exclusions (NGA or The Key)

8. Meetings and Panel Arrangements

- The Committee will meet as required to consider cases.
- Meetings will be convened within statutory timescales.
- Meetings may take place remotely where lawful and appropriate.
- Meetings will be organised for a Wednesday, wherever possible.

9. Papers

- Provided to all parties 7 days in advance via link and taken as read in advance.
- Late papers must be shared with all parties in advance of the hearing.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the committee will be postponed.



For Suspensions & Exclusions -

Administrative support from the Academy or Trust will:

- secure panel members;
- arrange the meeting;
- circulate documentation;
- attend the meeting in person or virtually to record notes and decisions.

The Governance Professional will attend the panel in person or virtually and

- advise on procedure;
- Review the outcome letter with the Chair

For an Independent Review Panel (IRP) -

Central support from the Trust will;

- secure panel members;
- arrange meetings;
- circulate documentation
- record notes and decisions
- Issue the outcome letter

The Governance Professional will attend in person or virtually;

- advise on procedure.
- Review the outcome letter with the Chair

10. Decision-Making Principles

- Core test:
 - determine whether decisions were lawful, reasonable, and procedurally fair.
- Evidence:
 - base decisions on clear records and evidence;
 - consider evidence of prior interventions and support.
- Disciplinary basis:
 - ensure exclusion is used only for disciplinary reasons;
 - verify appropriate use of safeguarding separation where relevant.



- Alternatives:
 - confirm that appropriate alternatives were considered and applied.
- Safeguarding and vulnerability:
 - consider safeguarding, SEND, equality, and welfare factors.
- Proportionality:
 - ensure permanent exclusion is a last resort.

11. Conflicts of Interest

- Members must declare any conflicts of interest.
- Conflicted members must withdraw from proceedings.

12. Confidentiality and Data Protection

- All proceedings are confidential.
- Information must be handled in accordance with data protection and safeguarding requirements.

13. Records and Documentation

- The notes of meetings will reflect;
 - decisions and reasons;
 - consideration of alternatives;
 - SEND and equality factors;
 - safeguarding considerations.
- Records must provide a clear audit trail of decision-making.

14. Reporting to the Trust Board

- The Directors of Education (Primary & Secondary) will periodically report:
 - trends and patterns in relation to Suspensions and Exclusions;
 - risks and issues;
 - assurance on statutory compliance.



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15. Review of Terms of Reference

- The Terms of Reference will be reviewed annually.
- Earlier review will take place where required due to:
 - legislative or guidance changes;
 - governance changes within the Trust.



Staff Discipline Committee – Terms of Reference

1. Purpose

The purpose of the Staff Discipline Committee is to discharge, on behalf of the Lydiate Learning Trust Board, the Trust's delegated responsibilities in relation to staff disciplinary matters in accordance with the Trust's Disciplinary Policy and Procedure, the Scheme of Delegation, the Trust's Articles of Association, and relevant employment law and statutory guidance.

The Committee exists to ensure that disciplinary matters are handled fairly, consistently, confidentially, and in a timely manner, with due regard to natural justice, staff welfare, safeguarding obligations, and the Trust's duty as employer.

2. Authority and status

The committee is a committee of the LLT Board and acts only within the powers delegated to it by the Board through the Scheme of Delegation and any associated governance documents.

The committee may determine disciplinary cases only to the extent expressly delegated to it. Where a matter falls outside delegation, involves a reserved matter, or requires escalation due to seriousness, conflict of interest, or legal/operational complexity, the committee shall refer the matter to the Trust Board (or another authorised body) for direction.

The committee must operate in line with the Trust's published disciplinary procedure, which applies to all teaching and support staff within LLT, including the Executive Headteacher/CEO and individual academy Headteachers.

3. Scope of responsibilities

The committee's responsibilities include:

- hearing disciplinary cases referred to it under the Trust's disciplinary procedure;
- considering evidence and representations presented at formal disciplinary hearings;
- determining outcomes within the powers delegated to it, which may include no further action, a written warning, a final written warning, or dismissal if expressly delegated and permitted by the Trust's procedures and employment framework;



- ensuring that disciplinary decisions are made on the balance of probabilities and in accordance with the Trust's procedures, principles of fairness, and applicable law;
- considering whether there are any safeguarding, conduct, performance, or regulatory implications arising from the case, including whether matters should be referred for separate investigation or to external agencies where appropriate;
- ensuring that all proceedings are treated as confidential and that records are handled in line with data protection and record-keeping requirements;
- reporting outcomes, themes, and any governance issues to the Trust Board in an anonymised or confidential format as appropriate.

4. Limits of authority

The committee does not determine grievances, capability matters, or complaints unless the Trust's procedures expressly provide for crossover or referral.

The committee shall not include any individual who has previously been involved in the investigation, case preparation, or management of the disciplinary matter, nor anyone with a conflict of interest, prior knowledge, or actual/apparent bias.

The committee shall not include the Executive Headteacher/CEO or any member of staff whose role would compromise independence in the hearing or appeal process.

The Executive Head should not sit on disciplinary or appeal committees, and no person should sit on both the hearing and appeal committee.

5. Composition

- The committee shall comprise **a minimum of three AGC Governors**, appointed by the academy, when needed.
- The Chair will be appointed by the committee with advice from the Governance Professional.

The Trust People & Culture Team will attend in person or virtually, to provide specialist HR advice and record notes during procedures.



6. Quorum

The quorum for any meeting of the Staff Discipline Committee shall be **three voting Governors**, unless the Trust Board has approved an alternative quorum in the Scheme of Delegation or Committee membership schedule.

7. Frequency of meetings

The committee shall meet **as required** to hear disciplinary cases referred to it under the Trust's procedure. Meetings will not be scheduled routinely but will be convened when a formal disciplinary hearing is necessary.

Where a case is urgent, complex, or time-sensitive, the committee may be convened at short notice, provided the employee has been given appropriate notice and the minimum procedural rights under the Trust's disciplinary procedure and employment law are upheld.

8. Papers

- Provided to all parties 7 days in advance via link and taken as read in advance.
- Late papers must be shared with all parties in advance of the hearing.
- If more than 50% of papers for the meeting are not provided by the deadline, allowing adequate time for Governors to prepare, the committee will be postponed.

9. Key duties of the Committee

In relation to each case, the committee shall:

- receive and review the investigation report, timeline, evidence bundle, and any written response submitted by the employee;
- ensure the employee has been notified of the allegations and has had a fair opportunity to prepare a response, accompanied as appropriate by a trade union representative or work colleague in line with statutory rights;
- hear oral evidence from management, the investigating officer, witnesses where required, and the employee or their representative;
- ask questions necessary to test the evidence and establish the facts on the balance of probabilities;
- determine whether the allegations are upheld, partially upheld, or not upheld;
- decide and communicate the appropriate sanction, if any, based on recommendations and within its delegated authority and the Trust's disciplinary framework;



- consider whether any follow-up action is required, such as training, monitoring, a safeguarding referral, a referral to the Teaching Regulation Agency, or a referral to the Disclosure and Barring Service, where relevant and lawful.

10. Procedural principles

The Committee shall conduct all hearings in accordance with the principles of fairness, consistency, proportionality, confidentiality, and natural justice.

The Committee shall ensure that decisions are evidence-based and made on the balance of probabilities, rather than the criminal standard of proof.

The Committee shall be mindful of the Trust's duty to act as a fair employer and of the need to maintain constructive employment relationships while also safeguarding pupils, staff, and the reputation of the Trust.

11. Appeals

The Staff Discipline Committee shall not hear appeals against its own decisions. Any appeal shall be heard by a separate appeal committee constituted in accordance with the Trust's procedures and governance arrangements.

No individual who has sat on the hearing committee may sit on the appeal committee for the same case.

12. Reporting and accountability

The Director of People & Culture will periodically report to the Trust Board an overview of cases, in a confidential format, with any necessary redactions to protect personal data and confidentiality.

The report shall normally include, the nature of the allegation, the process followed, the decision reached, the sanction imposed (if any), and any matters requiring strategic oversight, policy review, or risk management action.

The Committee shall not disclose personal details more widely than is necessary for governance, legal compliance, and operational implementation of the decision.



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13. Confidentiality and data protection

Committee members, attendees, and governance support must maintain strict confidentiality both during and after the proceedings, save where disclosure is required by law, safeguarding duty, or Trust process.

14. Review of Terms of Reference

These Terms of Reference shall be reviewed **annually** by the Trust Board, or sooner if there are changes to the Trust's Articles, Scheme of Delegation, disciplinary procedure, employment law, or statutory guidance.

Any proposed amendments must be approved by the Trust Board



CEO Performance Review Committee – Terms of Reference

1. Purpose

To support the Trust Board in discharging its statutory responsibility for the performance management of the Chief Executive Officer (CEO).

The Committee ensures that CEO appraisal is robust, evidence-based and fair, in line with the School Teachers' Pay and Conditions Document (STPCD), Trust policies and governance best practice.

The committee will make recommendations on CEO pay to the Trust Pay Committee.

2. Role and Authority

The committee is a committee of the Trust Board operating under delegated authority. It is a non-executive committee responsible for review, challenge and assurance – not operational management.

The Trust Board retains overall accountability for CEO performance and remuneration decisions. Where matters fall outside delegation, they must be referred to the Trust Board.

3. Core Responsibilities

- Undertake the annual performance review of the CEO against agreed objectives.
- Assess whether objectives have been met using robust evidence.
- Set clear, measurable and strategic objectives for the following year.
- Consider Trust-wide performance, including education, finance and organisational development.
- Seek assurance on leadership effectiveness and delivery of Trust strategy.
- Make a formal recommendation on CEO pay to the Trust Pay Committee.
- Ensure alignment with STPCD, Trust Pay Policy and appraisal policy.

4. External Adviser

The committee will appoint an independent external adviser.

The adviser will provide objective challenge, benchmarking and support to ensure the process is rigorous and externally informed.

The adviser will support both the committee and the CEO throughout the review cycle.



5. Membership

- Minimum of three Directors, appointed by the Trust Board.
- A Chair will be appointed by the committee.
- External Advisor

The CEO is not a member of the committee.

The CEO will attend relevant discussions but withdraw for decisions relating to performance outcomes and pay.

The Senior Governance Professional will support, advise the committee and maintain records.

The Director of People & Culture will provide any benchmarking or modelling data and contractual/other HR related information and advice, to inform the pay recommendation preparation.

6. Meetings

The Committee will normally meet twice per year:

- Mid-year review (progress against objectives/without external advisor)
- Annual review (final assessment and objective setting)

Additional meetings may be convened where required.

7. Quorum

The quorum is three Director members.

8. Decision-Making Principles

Decisions will be evidence-based and objectively justified.

The Committee will consider Trust context, scale and complexity.

The Committee will ensure fairness, proportionality and transparency.

A clear audit trail of discussions, challenge and decisions will be maintained.



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9. Conflicts of Interest

Members must declare any conflicts of interest at the start of each meeting.
Any member with a conflict must withdraw from the relevant discussion and decision.

10. Reporting

The Committee Chair will report to the Board following each meeting, to provide assurance on CEO performance. The Chair will also confirm recommendations made to the Pay Committee.

11. Review

These Terms of Reference will be reviewed **annually** by the Trust Board.
They will be updated to reflect changes to STPCD, governance expectations and Trust policy.



Annual Pay Committee - Terms of Reference

1. Purpose

The Annual Pay Committee is established by the Trust Board to exercise delegated responsibility for oversight and determination of specified pay matters on behalf of the Trust, ensuring that decisions are fair, transparent, evidence-based, and aligned with:

- nationally negotiated pay and conditions in the education sector (e.g. School Teachers' Pay and Conditions Document (STPCD) and relevant NJC/Green Book provisions);
- the Trust's Pay Policy and Performance Management frameworks;
- statutory obligations and employment law;
- the principles of public sector propriety, value for money, and good governance.

The Committee's particular focus is on **complex, contentious, or exceptional pay decisions**, rather than routine annual pay progression.

2. Authority and status

The Committee is a committee of the Trust Board and operates within the powers delegated to it through the Scheme of Delegation.

The Trust Board retains overall accountability for pay strategy and policy but delegates defined decision-making functions to this Committee.

The Committee must act in accordance with:

- the Trust's Pay Policy;
- the Trust's Articles of Association and governance framework;
- the Academy Trust Handbook expectations on financial propriety and accountability;
- relevant national terms and conditions.

3. Scope of responsibilities

The Committee is responsible for reviewing and determining (within delegated authority) the following matters:



3.1 Contentious or unusual pay decisions

- Cases where pay recommendations are disputed, inconsistent, or outside normal policy parameters.
- Salary determinations involving exceptions, market supplements, retention payments, or non-standard arrangements.
- Cases where there is disagreement between management, HR advice, or performance assessment outcomes.

3.2 Role grade changes and pay structure considerations

- Approval of significant role re-gradings or changes to pay ranges for leadership or senior support roles.
- Consideration of organisational restructuring proposals that materially affect grading frameworks.
- Oversight of alignment between roles, responsibilities, and pay in accordance with national benchmarks.

3.3 Chief Executive Officer (CEO) pay

- Review of CEO salary, benefits, and any performance-related pay.
- Consideration of benchmarking evidence, affordability, performance outcomes, and regulatory expectations.
- Ensuring CEO pay is justified, proportionate, transparent, and represents value for money.

3.4 Assurance and compliance

- Assuring the Board that pay decisions are consistent with the Trust's Pay Policy and national frameworks.
- Ensuring that decisions are evidence-based, equitable, and free from bias or discrimination.
- Identifying themes, risks, or trends in pay decision-making for reporting to the Trust Board.

4. Exclusions from scope

The Committee does **not**:

- determine routine annual pay progression where there is no dispute or exceptional factor;
- act as a staff pay appeals body (appeals should be heard by a separate committee);
- determine operational HR matters outside pay policy, unless directly linked to pay decisions;
- replace the role of executive leaders in performance management or initial pay recommendations.

5. Composition

The Committee shall comprise:

- **At least three Directors**, appointed by the Trust Board;
- Members with appropriate skills in governance, HR, or financial oversight;
- A Chair agreed by the committee members.

The following **must not be members**:

- The CEO or any executive leader whose pay is under consideration;
- Any individual directly involved in preparing or recommending pay decisions for the case(s) under review;
- Any individual with a conflict of interest.

The Senior Governance Professional will attend to support the Committee and make a record of proceedings. The People & Culture team will record actions and pay decisions to be implemented.

*External HR or remuneration advice may be sought where appropriate.

6. Quorum

The quorum shall be **three voting members**.

7. Frequency of meetings

The Committee shall meet:

- **Annually**, to consider CEO pay and year-end exceptional pay matters; and
- **Additionally as required**, where contentious or unusual pay matters arise during the year.

8. Key duties and decision-making

In exercising its responsibilities, the Committee shall:

1. Review relevant documentation, including:
 - benchmarking data (local, regional, and national);
 - financial affordability assessments;
 - HR and legal advice.
2. Ensure that all decisions:
 - are made in line with nationally agreed pay frameworks and the Trust's Pay Policy;
 - reflect the principle of equal pay for equal value and are non-discriminatory;
 - are affordable and represent value for money.
3. Apply appropriate challenge to recommendations from executive leaders.
4. Ensure the recording of clear reasons for decisions, particularly where:
 - outcomes deviate from policy;
 - exceptional payments or adjustments are approved;
 - CEO remuneration is being recommended to the full Board.
5. Ensure decisions are made objectively and on the basis of evidence, in line with principles of accountability and transparency expected of academy trusts.

9. CEO pay – additional principles

When determining CEO pay, the Committee shall specifically consider:



- the scale, complexity, and performance of the Trust;
- external benchmarking data;
- outcomes against agreed objectives;
- affordability and sustainability;
- public accountability and reputational implications.

The Committee shall ensure that CEO pay decisions are robustly justified and appropriately documented in line with governance expectations.

10. Conflicts of interest

All members must declare any actual or potential conflict of interest at the start of each meeting. Where a conflict exists, the member must withdraw from discussion and decision-making for that item.

11. Appeals

The Committee shall not hear appeals against its own decisions.

A separate **Pay Appeals Committee** shall be constituted as required, with no overlapping membership.

12. Reporting and accountability

The Committee shall:

- provide a **confidential report** to the Trust Board following each meeting;
- highlight any significant risks, policy issues, or trends;
- ensure reporting balances transparency with data protection and confidentiality requirements.

13. Confidentiality and data protection

All proceedings are strictly confidential.

Members must handle all personal data and salary information in accordance with data protection legislation and Trust policies.



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14. Review of Terms of Reference

These Terms of Reference shall be:

- reviewed **annually** by the Trust Board;
- updated in line with changes to national pay frameworks, Trust policy, or governance requirements.