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Governance Framework



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1.Introduction to Trust Governance

Lydiate Learning Trust is a charitable organisation responsible for the governance and strategic oversight of a family of academies and associated provision.

Funding is provided directly to the Trust, enabling greater autonomy and collective responsibility in shaping educational provision, financial planning and organisational development.

The Trust's governance structure includes Members, the Trust Board, Academy Governance Committees (AGCs) and a School Centered Initial Teacher Training (SCITT) Governance Committee. Each layer has a distinct role, working together to ensure effective governance, strong accountability and improved outcomes for pupils.

The Trust Board delegates responsibilities to its committees and to the local AGCs and SCITT GC. The Scheme of Delegation that governs this delegation is shown at Appendix C and the Terms of Reference of the committees (the documents which explain in detail what each committee is responsible for) are included at Appendices B.

The Department of Education's Academy Trust Governance Guide says that governance within trusts has three purposes:

to provide:

- strategic leadership
- accountability and assurance
- strategic engagement

Because multi-academy trusts are companies, some of the governance arrangements are also determined by the Companies Act 2006. The Trust must comply with its Funding Agreement with the Secretary of State for Education and the Articles of Association, which are both available on the Trust website.

All Directors and Governors have a duty to act independently and must act with integrity, objectivity and honesty in the best interests of the Trust/Academy. The Code of Conduct at Appendix D clearly outlines expectations in relation to conduct and all Directors and Governors are bound by this.

The Trust is committed to being open about decisions and being prepared to justify those decisions, other than in relation to specific issues which the Trust Board or the AGC has decided are confidential, because they relate to a particular individual, are commercially sensitive or for some other valid reason.

2. Principles of Governance at LLT

Trust Governance is strategic, focusing on vision, values and long-term direction rather than operational decision-making.

A clear distinction is maintained between governance and executive leadership, supported by the principle of ‘eyes on, hands off’. Responsibilities are clearly defined within the Scheme of Delegation (Appendix C).

The Trust Board operates an approach of intelligent accountability, using performance data, stakeholder voice and assurance reporting to inform decision-making.

Governance is collective and subject to continuous review and improvement.

3. Professional Governance Support

The Senior Governance Professional leads governance across the Trust, supported by the Governance Professional and locally based Trust staff. This ensures effective governance practice, compliance and coordination across all layers.

An annual governance plan and meeting cycle supports strategic planning and oversight.

External reviews and engagement with national best practice through various professional sources (Confederation of School Trusts, Governor Hub, The Key, The NGA) all support reflective practice and ongoing improvement.

4. The Role of Members

The Members act as guardians of the Trust’s purpose and governance framework. They ensure that the Trust Board is operating effectively and in line with its charitable objectives.

Their responsibilities include appointing and removing Directors (Trustees), approving key constitutional changes and maintaining high-level oversight, without involvement in operational matters. The Members also appoint the Trust's auditors.

They meet twice a year and can make decisions between meetings through a formal written agreement. The details of how Members' meetings and decision-making processes are conducted is determined by the Companies Act 2006 and by the Trust's Articles.

One of the Members' meetings is required to be an 'Annual General Meeting' (AGM). This takes place in December and at that meeting the Members receive the Trust's annual accounts.

5. The Role of Directors (Trustees) – Trust Board

The Trust Board provides strategic leadership and is accountable for the performance of the Trust. It defines the Trust's vision and ensures that educational standards, safeguarding and financial performance are strong across all academies.

The Trust Board holds the Chief Executive Officer (CEO) to account, approves key statutory policies, oversees risk management and monitors performance through structured reporting and key indicators.

The Trust Board has the right to change the role of the AGCs or to approve an individual scheme of delegation relating to a specific academy, which might include the removal of the AGC and the establishment of an academy improvement board (AIB), if one of the following happens:

- The academy gets a judgement of **Needs Attention (Amber)** or **Urgent Improvement (Red)** following an Ofsted Inspection.
- The Trust Board has a reasonable belief that the academy is not acting in accordance with this scheme of delegation or is otherwise not acting in accordance with the ethos of the Trust.
- The academy is identified as being of high priority under the Trust's agreed school improvement arrangements.

In exercising its duties, Trust Board will always consider:

- The need to keep our children and young people safe.
- The need to operate with corporate social responsibility.
- The requirements within the Code of Conduct (Appendix D).
- The advice and guidance of the CEO and the Senior Governance Professional.

More detailed Terms of Reference for the Trust Board are available at Appendix A.

6. Linked Directors

Linked Directors provide focused oversight on priority areas, supporting the work of the Trust Board by gathering additional intelligence and strengthening scrutiny.

A more detailed role description for Linked Director is available at Annex E.

7. The Delegated Powers of the Chief Executive Officer (CEO)

As well as delegating some responsibilities to the AGCs, the Trust Board delegates powers and responsibilities for the running of the Trust on a day-to-day basis to the Executive Team and academy staff, via the CEO.

It is the Trust Board's role to set the strategy and approve Trust-wide policy, to ensure financial stability and effective school improvement, and to consider and respond to strategic issues.

The CEO is responsible for implementing the strategy and policy and establishing procedures to ensure this happens. The financial delegations to the CEO and beyond are detailed in the Trust's financial regulations which can be found on the Trust's website

Specifically, the following responsibilities are delegated to the CEO:

- Implementing the strategic plan.
- Setting and implementing the Trust's Curriculum Policy, in line with the principles set by the Board.
- Ensuring the highest possible academic standards are achieved by the academies' pupils.



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- Implementing all operational aspects of Keeping Children Safe in Education and promoting a safe working culture across the Trust.
- Building and facilities maintenance and the development and implementation of estate management policy, including monitoring any PFI (private finance initiative) contracts if in place.
- Setting the academies and central team staffing structures and all staffing appointments outside of the Executive Team, if they fall within the agreed budget.
- Ensuring that effective performance management takes place in relation to all centrally employed staff and all headteachers, and for putting in place processes for the professional and personal development of all staff.
- Ensuring that effective and efficient financial and people management processes are in place across the Trust and are consistently implemented, and that the Trust's resources are efficiently and effectively managed.
- Ensuring that appropriate and effective human resources (HR) policies are in place across the Trust and are consistently implemented.
- Ensuring that the Boards internal scrutiny programme is implemented and identified actions are followed up.
- Ensuring that Trust Values are embedded in all the Trust's activities.

Subject to the fact that Headteachers must always follow any reasonable direction of the CEO, which may be made via the Executive Directors or Executive Headteacher, the following are delegated to Headteachers/Heads of School:

- The internal organisation, management and control of the academy (including the implementation of all policies approved by the Trust Board and the direction of the teaching and curriculum at the academy.
- The appointment and management of all academy staff outside the academy's senior leadership team, provided that relevant Trust policies are complied with.
- Ensuring that effective performance management takes place in relation to all academy staff and that processes for the proper professional and personal development of staff are in place.
- The setting and annual review of the academy's Admissions Policy and arrangements, in line with the principles set by the Trust Board, which is the admissions authority for every academy in the Trust.
- Any activities designed to generate business income, in line with Trust policy.



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- Ensuring effective mechanisms are in place to safeguard pupils and to appropriately handle child protection concerns. This will include appointing a properly trained Designated Safeguarding Lead member of staff.

8. The Role of Governors (Academy Governance Committees)

Academy Governance Committees (AGCs) act as committees of the Trust Board and provide local oversight. They serve as the 'eyes and ears' of the Trust, supporting understanding of each academy.

AGCs provide scrutiny, challenge and support to academy leaders.

Their work focuses on standards, safeguarding, stakeholder engagement and inclusion. They operate within the Scheme of Delegation and do not hold independent decision-making powers beyond those delegated.

9. Linked Governors

Linked Governors support the AGC through focused oversight of key areas, contributing evidence and insight to inform governance discussions.

A more detailed role description for Linked Governor is available at Annex F.

10. Accountability, Assurance and Risk

The Trust Board operates a structured approach to accountability and assurance, drawing on performance data, executive reporting, AGC feedback and audit activities.

The Trust Risk Register is maintained at Board level, with detailed oversight and assurance via the Audit & Risk Assurance Committee, and from Headteachers and AGCs contributing through the identification and escalation of academy-level risks.

11. Communication, Reporting and Escalation

Strong communication between governance layers ensures effective oversight. AGCs provide regular reporting through minutes and updates.

Significant concerns are escalated through defined routes, including direct communication with the Chief Executive Officer or Chair where appropriate.

12. Governance Effectiveness

Governance is reviewed through self-evaluation, skills audits and independent external review. These processes support continuous improvement and ensure governance remains effective and responsive.

13. Compliance

The Trust maintains transparency by publishing governance information including this governance structure, scheme of delegation and the attendance and declarations of interest, of Directors and Governors - ensuring compliance with statutory requirements.

Appendix A – Terms of Reference for LLT Board

Appendix B - Terms of Reference for and all Committees

Appendix C – Scheme of Delegation Matrix

Appendix D – Director & Governor Code of Conduct

Appendix E – Role Description for Linked Director

Appendix F – Role Description for Linked Governor