



Governance Information Booklet

SEPTEMBER 2021
ASPIRE LEARNING TRUST
VERSION 9

Mission statement:

“Aspire Learning Trust strives to provide outstanding all-round education and care for the children in our community, from nursery through to sixth form. Our schools work together to help every child achieve their full potential, to prepare them for their next educational steps, to teach them kindness and respect for all, and to equip them to play a full and satisfying role in society.”

Introduction.

The aim of this document is to bring together all the key documents relating to the Governance of the Aspire Learning Trust. It needs to be read in conjunction with the Articles of Association, the Academy Financial Handbook, the DfE Governance Handbook and the Funding Agreement. Please note that the Aspire Learning Trust will use the term Trustee. This is the eighth version document and it will be reviewed annually by the Board of Trustees, in consultation with the Local Governing Bodies.

For more information, please go to

Aspirelearningtrust-cambs.co.uk

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Trust Members: Tim Beebe , Jonathan Theobalds, Dave Barron, Ruth Dickens, Jonathan Digby.

- Establish the Trust and set out the constitution, through signing its memorandum and articles of association.
- Receive reports on the finances and the strategy of the Trust from Trustees.
- Appoint and remove Trustees.

Board of Trustees

Trustees: John King (Chair), Jo Phillips, Duncan Ramsey (CEO), Stephen Ackerman, Zoe Botterill, Harriet Tierney, Joy Bradley, Tim Beebe, Asif Malik, Jo Meningen.

- Set the strategic direction for the MAT and are accountable to the Secretary of State for the performance of the schools within it.
- Enter into master funding agreement and supplemental agreements with the DfE.
- Determine the structure of the MAT and its functions.
- Are accountable for the performance of schools within MAT, but delegate aspects of their governance to LGBs via the Scheme of Delegation.
- Hold LGBs accountable for their functions.
- The CEO provides the professional leadership of the Trust.

Trust Finance, HR and Infrastructure Committee

Internal Scrutiny and Risk Committee



LGB

12 Governors
Oversees different functions of schools within the Trust, as shown in the Scheme of Delegation. Support the work of the Board of Trustees through taking decisions/making recommendations.



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Aspire Learning Trust:

Scheme of Delegation Overview

This is the second version of the scheme of delegation which sets out the Trust's approach to delegations between the different layers of governance within the Trust. This was written in consultation with Brown Jacobson, the education law specialists. The CEO is the line manager of the Executive Headteacher and Principal. In this document the phrases used have the following meanings:

Consulted: the individual/group that should be consulted as part of the process of completing a particular task.

Deliver: the individual/group that has responsibility for undertaking the particular task delegated to them and reporting on its delivery at suitable intervals. In the case of the CEO this will be at Trust level. In the case of the Principal this will be at Academy level.

Determine: the individual/group that has primary responsibility for ensuring the particular task is completed and determining how the Trust and/or Academies (as appropriate) will undertake the task including determining appropriate milestones and targets to be reported against.

Develop: the individual/group that has responsibility for developing proposals relating to a task for discussion and approval by the appropriate decision-making individual/group.

Recommend: the individual/group that should make recommendations as to how a particular task should be completed. In the case of (i) the CEO they will be making recommendations to the Board and/or LGB (as appropriate), (ii) the LGB they will be making recommendations in relation to their Academy to the Board, CEO and/or Principal (as appropriate) and (iii) the Principal they will be making recommendations in relation to their Academy to the CEO and/or LGB (as appropriate).




Report: the individual/group that has responsibility for reporting on the delivery of tasks. In the case of (i) the CEO they will be making reports to the Board and/or LGB (as appropriate), (ii) the LGB they will be making reports in relation to their Academy to the Board and/or CEO (as appropriate) and (iii) the Principal they will be making reports in relation to their Academy to the CEO and/or LGB (as appropriate).

Review: the individual/group that has responsibility for reviewing whether a particular task is being carried out satisfactorily and where appropriate requiring action to be taken to ensure task is delivered appropriately. In the case of (i) the Board they will be reviewing the CEO and/or LGB (as appropriate), (ii) the CEO they will be reviewing the Principal and (iii) the LGB they will be reviewing the Principal and his/her leadership team.

Comply: the individual/group will follow agreed policies and procedures.

















For the purposes of this document, the terms Headteacher/Principal apply to the Executive Headteacher and Principal, both of whom will be a Governor on their LGB

To assist interpretation of the matters delegated the table below provides additional comment as appropriate.

KEY: Reporting on a half termly basis:  Reporting on an annual basis:  Reporting when required: 

		Members	Trustees	CEO	LGB	Head
STRATEGY AND LEADERSHIP	SL1. Set strategic objectives and development plan of the Trust & Academies	Review	Determine – for the Trust and school/college	Develop – in the case of the school/college in consultation with LGB & Principal	Recommend	Consulted – in the case of their member school/college
	SL2. Deliver strategic objectives of the Trust & Academies	Review	Review	Deliver	Review	Deliver
	SL3. Scrutiny – review & challenge progress of the Trust against its strategic objectives and KPIs	Review	Review – progress of the Trust and school/college	Report Review - reports from the LGBs/Principals	Review – progress of the member school/college Report – progress to the CEO & Board	Report – progress of the school/college to the CEO/LGB
	SL4. Compliance: Funding Agreement – comply with all obligations including the Academies Financial Handbook	Review	Review	Deliver	Comply	Comply
	SL5. Compliance: Regulatory – with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety)	Review	Review	Deliver Report – to Board	Review Report – progress to the CEO	Deliver Report – to LGB & CEO
	SL6. Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds		Determine – policies to ensure compliance Review	Deliver Report – to Board	Review	Deliver Report – to LGB & CEO
	SL7. Compliance – completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions			Determine – policies to ensure compliance Deliver Review	Deliver Report	

		Members	Trustees	CEO	LGB	Head
STRATEGY AND LEADERSHIP	SL8. Appointments of Trustees and Governors – ensuring processes in place for appointment of trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)	<p>Review – the Board’s performance</p> <p>May select up to 4 Trustees</p>	<p>Determine – policies and criteria for the selection of Trustees and Governors</p> <p>Review – the Board’s own performance</p> <p>Review – performance of the LGBs</p>	<p>Report - to the Board on the performance of the LGBs</p> <p>Recommend – if appropriate changes to the size and composition of the LGBs, and report to the Board</p>	<p>Review - procedures for the election of staff and parent governors of the LGB</p> <p>Review – own performance and report to the CEO and Board</p>	
	SL9. Appointment of the Responsible Officer and Audit, Coordination and Evaluation Group		<p>Deliver - appoint Responsible Officer and the SR Committee</p>			
	SL10. Appointment of Clerk – Board and LGBs		<p>Deliver - appoint the clerk to the Board and review performance</p>		<p>Deliver - appoint the clerk to the LGBs and review performance</p>	








		Members	Trustees	CEO	LGB	Head	
STRATEGY AND LEADERSHIP	SL11. Policies – review and approval of Trust Wide Policies (including admissions, DBS, charging and remissions policies, health & safety and safeguarding)		Determine	Consult  Deliver – presenting polices to the Board for approval  Report – material non-compliance by a member school/college to the Board    	Consulted  Review – all policies approved by the Board and Academy specific policies Report – material non-compliance by a member school/college to the CEO 	Consulted Deliver – presenting school/college specific policies for approval by the LGB Report – non-compliance to the LGB and the CEO 	
	SL12. Prepare terms of reference for LGB's and Committees		Deliver Review - annually  	Develop 	Consulted 	Consulted	
	SL13. Training programme for trustees and governors		Deliver	Develop	Deliver		
	SL14. Academy Prospectus				Review 	Deliver	
	SL15. Trust Prospectus and website			Review 	Deliver		
	SL16. Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community			Review 	Deliver – Trust wide activities	Deliver Comply	Deliver Comply





		Members	Trustees	CEO	LGB	Head
EDUCATION AND CURRICULUM	EC1. Improvement Planning - for the Trust and each member School in line with strategic aims of the Trust		Determine - the Trust Improvement Plan in consultation with the appropriate LGB and CEO	Deliver – drafting and agreeing the Trust Improvement Plan Report to the Trustees	Recommend - school/college Improvement Plan to the Board Review the school/college Improvement plan and report to the CEO	Work with the CEO in producing the school/college Improvement Plan Review and report to the LGB and CEO
	EC2. Key Performance Indicators – setting and reviewing performance of the Trust & the Academies	Review	Determine – Trust wide and school/college KPIs	Consult – with the LGBs and propose KPIs to the Board Receive reports - from the LGBs and report performance of the LGBs against KPIs to the Board Review – performance against KPIs	Consulted Recommend – targets for performance of the school/college to the CEO Review – performance of the school/college and report to the CEO Deliver: holding leadership to account for delivery against KPIs	Consulted Deliver – performance of the member against school/college KPIs Report – performance of the school/college to LGB and CEO

		Members	Trustees	CEO	LGB	Head
EDUCATION AND CURRICULUM	EC3. Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes		Review - the work of the CEO	Deliver - supporting the school/college and intervening where appropriate Report to the Board	Review and report to the CEO	Review – management of staff to ensure teaching and learning objectives are met Report- strengths and concerns in the quality of teaching to LGB and CEO
	EC4. Curriculum – setting the curriculum for the Schools and reviewing its effectiveness	Determine - the philosophy and vision for the curriculum	Determine – the strategic aims of the overarching curriculum and standards Review – effectiveness of the curriculum across Trust	Deliver Recommend Review and report to the Board	Consult Review and report to the CEO	Deliver: locally Consult and recommend to LGB and the CEO
	EC5. Pupil Premium – reviewing and challenging the value for money/ ROI of the Pupil Premium in terms of educational outcomes and narrowing the achievement gap		Review	Report – to Board effectiveness of use of the Pupil Premium across Trust	Review – how Pupil Premium is spent at the member Academy	Determine Deliver Report – on effectiveness of use of the Pupil Premium to the LGB and CEO









		Members	Trustees	CEO	LGB	Head
EDUCATION AND CURRICULUM	EC6. Set admissions policy		Deliver	Develop	Consulted	Consulted
	EC7. Admission decisions		Review	Review and report	Deliver (deals with disputes)	Deliver and report to the LGB and CEO
	EC8. Collective worship arrangements for school without religious character		Review	Report to the Board	Review	Deliver
	EC9. Student issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)		Review	Review delivery and report to the Board	Receiving reports from the HT/Principal Report any material issues to the CEO. Provides panel for Perm Exclusion	Deliver – ensuring student issues are dealt with in accordance with Trust and school/college Policies Report – to the LGB and CEO on any material issues
	EC10. Academy Hours – setting the opening and closing times for the Academies		Determine – in consultation with LGBs		Consulted – with the Board	Consulted Comply
	EC11. Term Dates and length of school day		Determine – in consultation with LGBs		Consult – with the Board	Consult Comply
	EC12. School lunch – ensure provided to appropriate nutritional standards			Review	Review	Deliver
	EC13. Provision of free school meals to those meeting criteria			Review	Review	Deliver

	Members	Trustees	CEO	LGB	Head
FINANCIAL AND OPERATIONS	Review	Determine – in consultation with the LGBs	Recommend a funding model to the Board for approval	Consulted – with the Board	Comply Consult
			Review	Review - compliance with the overall financial plan for the school/college	
		Determine	Deliver - on preparation of Trust budget and present to the Board for approval Review – submission of Trust budget to the EFA		
		Determine	Deliver - on preparation of school/college budgets in consultation with the LGBs and present to the Board for approval Review – submission of Academy budgets to the EFA	Consulted - with CEO in respect of the school/college requirements Comply	Consulted Deliver Comply Recommend

	Members	Trustees	CEO	LGB	Head	
FINANCIAL AND OPERATIONS	FO4. Expenditure and ensuring delivery of Annual Budgets	Review	Review 	Report – to the board any material issues with delivery against the Annual Budget by the school/college Receive reports – on matters of concern in connection with compliance with the Annual Budgets 	Review  Report - to the CEO any issues with expenditure or compliance with the Annual Budgets by the school/college	Report – to the LGB any need for any matters of concern in respect of the school/college annual budget
	FO5. Reporting: financial reporting and KPIs		Determine	Deliver	Review	Deliver
	FO6. Delegated Budgets and Finances - in the form of a scheme of delegation of financial authority to the Academies		Determine	Deliver – on recommending financial limits to the Board Review – effectiveness of limits	Review Delivery– school/college Comply - adherence to limits	Comply - adherence to limits
	FO7. Setting academy specific procurement policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust’s procurement policy		Determine	Review	Deliver – in accordance with Trust policy	Recommend
	FO8. Determining and allocating central services provided to the Academies by the Trust		Determine (in consultation with the LGBs) 	Deliver– on recommending the allocation of services to the Board 	Consulted	Consulted
	FO9. Overseeing the effectiveness of services provided centrally by the Trust		Review 	Deliver and report to Board 	Report – to the Board	

		Members	Trustees	CEO	LGB	Head
FINANCIAL AND OPERATIONS	FO10. Asset and Premises Maintenance Strategy – determining use of Trust premises and ensuring premises are adequately maintained		Determine – Trust wide policy (strategic plan) 	Recommend 	Determine – school/college plan in accordance with Trust policy and Strategic Plan Review delivery of school/college plan	Deliver – in accordance with school/college policy
	FO11. Acquiring and disposing of Trust land		Deliver 	Recommend		
	FO12. Changing use of Assets		Deliver 		Consulted over any changes to fixed assets used by the school/college	
	FO13. Arranging insurance for the Trust		Review	Deliver		

		Members	Trustees	CEO	LGB	Head
FINANCIAL AND OPERATIONS	FO14. Financial Policies –establishing of policies and procedures to ensure compliance with the Trust’s financial and reporting requirements		Determine	Review – compliance with policies Report – any issues or non-compliance to the Board	Review delivery - compliance with policies Report – any issues or non-compliance to the CEO	Deliver – compliance with finance policies
	FO15. Approving annual accounts	Review	Approve	Deliver – arrange for auditing and filing of annual report and accounts	Comply – by keeping proper records in respect of the school/college and providing such information to assist the Trust in preparation of the Annual Accounts	
	FO15 Risk Register	Review	Manage the Trust risk register	Comply with Trust risk register	Manage school/college risk register	Deliver – management of school/college risk register
	FO16. Investments – agreeing the investment policy in line with the Academies Financial Handbook and any internal polices and controls		Determine and review delivery	Deliver		
	FO17. Setting trust wide procurement policies (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust’s procurement policy		Determine	Deliver	Comply	Comply

	Members	Trustees	CEO	LGB	Head
HR1. Appointing the CEO		Appoint			
HR2. Appointing the Principals at each Academy		Appoint -in consultation with the CEO/ LGBs	Recommend – sit on appointment panel along with [two] representatives of the relevant LGB	Recommend – [two representatives] to sit on the appointment panel with the CEO	
HR2. Appointing of cross-Trust Staff (in line with recruitment policy)		Review 	Appoint and report to the Board		Consulted when necessary
HR4. Appointing Academy Staff				Appoint (in consultation with the HT/Principal) providing that there is no variation to the agreed staffing structure (as per the budget and pay policy).	Recommend
HR5. Establishing Trust wide HR Policies (including recruitment , discipline, capability, grievance and absence policies) in accordance with all appropriate regulations		Determine Review 	Comply	Review	Comply Review 
HR6. Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust’s pay policy and all statutory regulations)		Deliver – in respect of CEO  Receive reports and review– in respect of appraisal arrangements and outcomes  Review – any appeals in respect of the	Deliver – in respect of Principals and cross Trust staff (and any appeals from Academy staff)  Review - and Report – (annually) to the Board on	Consulted – in respect of performance management of HT/Principal  Review – any appeals respect of all other staff 	Deliver and review – in respect of all other staff



			Principals and cross academy staff	appraisal arrangements and outcomes		Report – annually to the CEO/LGB on appraisal arrangements and outcomes
		Members	Trustees	CEO	LGB	Head
HR	HR7. Setting Terms and Conditions of Employment and Staff Handbook		Determine and consider any proposals by LGBs to make amendments	Recommend	Consulted - report to Board on any suggested changes to the school/college terms and conditions	Comply
	HR8. Dismissing CEO, (in accordance with the Trust disciplinary and capability policies)	Hear any appeal	Deliver – in respect of the CEO			
	HR9. Dismissing Principals, senior/ cross Trust staff (in accordance with the Trust disciplinary and capability policies)		Hear appeal and/or Review in respect of HT/Principal and cross academy staff.	Deliver in respect of HT/Principal, cross academy staff. Report – any dismissals to the Board and LGB	Review – in respect of the Principal of the Academy	Consult (unless HT/Principal to be dismissed)
	HR10. Dismissing all other staff (in accordance with the Trust disciplinary and capability policies)		Review in respect of all other staff in the schools/College.	Deliver in respect of all other staff in the schools/College. Report – any dismissals to the Board and LGB	Review	Deliver Report
	HR11. Reviewing discipline and grievance policy		Review delivery	Recommend	Review - in line with Trust policy	

Scheme of Delegation for the Aspire Learning Trust Members

Strategy and Leadership

1. To determine and review the strategic objectives and development plan of the Trust
2. To review the performance and effectiveness of the Board of Trustees
3. To scrutinise and challenge the progress of the Trust against its strategic objectives and KPIs
4. To appoint and remove Trustees, ensuring that processes are in place for appointment of trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)
5. Manage any appeal process from the CEO

Education and curriculum

1. To review the Educational Key Performance Indicators of the Trust
2. To determine the philosophy and vision for the curriculum

Financial

1. To review the funding model across the Trust and for the College/Schools so as to secure the Trust's financial health in the short term and the long term
2. To review the expenditure and delivery of Annual Budgets
3. To review the Trust Risk Register

Membership: The list of current Members is set out in an insert to this document.

Term of Office: Member: maximum of 4 years. Any member can be re-elected or re-appointed.

Organisation: Chair and Vice-chair appointed annually.

Quorum: 3 Members. Two thirds of members required to appoint or remove Members or, remove the chair. To meet at least 3 times a year and additionally as and when required as determined by the Members. One vote per member. The Chair has a casting vote.

Disqualification: An employee of the Trust cannot be a Member.

Scheme of Delegation for the Aspire Learning Trust Board of Trustees

Strategy and Leadership

1. To set the strategic objectives and development plan of the Trust and College/Schools
2. To deliver the strategic objectives of the Trust and College/Schools
3. To review the performance and effectiveness of the Board through an annual report to Members
4. To review the performance and effectiveness of the LGBs through regular attendance at Trust Board meetings and each LGBs annual report
5. To appoint and remove Governors.
6. To ensure that Governors have the skills and attributes to successfully manage their LGB.
7. To review and challenge the progress of the College/Schools against their strategic objectives and KPIs, written in their College/School Improvement Plan
8. To ensure compliance with all obligations including the Academies Financial Handbook
 - a. with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety)
 - b. that there are appropriate financial controls so that there is regularity, probity and value for money
 - c. complete the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions only in relation to the management of public funds
9. To ensure processes are in place for the appointment of Trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the College/School, with policies and criteria for the selection of Trustees and Governors)
10. To appoint an Internal Scrutiny and Risk Committee
11. To appoint a Company Secretary to act as Clerk to the Board
12. To approve Trust Wide Policies in accordance with the policy review schedule
13. To prepare terms of reference/scheme of delegation for LGBs and Committees
14. To develop a training programme for Trustees and Governors
15. Trustees have the right to attend LGB meetings.
16. To have the authority to dismiss the CEO.
17. To manage the Trust Risk Register

Education and curriculum

1. To approve the Trust Improvement Plan developed by the Trust leadership team
2. To review the individual College/School Improvement Plans
3. To determine and review the Trust wide and College/School performance against targets and KPIs
4. To review the work of the CEO in ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes

5. To determine the aims of the curriculum and review its effectiveness across the Trust
6. To review and challenge the value for money of the Pupil Premium and sports premium in terms of educational outcomes and narrowing the achievement gap across the Trust
7. To set the admissions policy for each school
8. To review student/pupil issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)
9. To setting the opening and closing times for the Academies
10. To set the term dates and length of school day

Financial and Operations

1. To agree to a funding model across the Trust and develop an individual funding model for the College/Schools so as to the secure the Trust's financial health in the short term and the long term
2. To agree the Trust wide budget prepared by the CEO and the Finance Team, determining the proportion of the overall budget to be delegated to each College/school (including uses of contingency funds/ balances)
3. To review the income and expenditure accounts to monitor the delivery against Annual Budgets
4. To agree a process of financial reporting against KPIs presented by the CEO
5. To agree a scheme of delegation of financial authority to the College/Schools
6. To establish policies and procedures to ensure compliance with the Trust's financial and reporting requirements
7. To approve the annual accounts and prepare annual reports for submission to the regulatory authorities and the Members in cooperation with the CEO
8. To agree the investment policy in line with the Academies Financial Handbook and any internal polices and controls
9. To set trust wide procurement policies (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy
10. To set academy specific procurement policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy
11. To determine and allocate central services provided to the College/Schools by the Trust
12. To oversee the effectiveness of services provided centrally by the Trust
13. To develop an Asset and Premises Maintenance Strategy to determine the use of Academies' premises and ensuring premises are adequately maintained
14. To be responsible for the acquiring and disposing of Trust land
15. To be responsible for the changing use of Assets
16. To arrange insurance for the Trust
17. To overseeing public relations activities to project the activities of the Trust and the Academies to the wider community

HR

1. To appoint the CEO
2. To appoint the Principal/Headteacher at each College/School in conjunction with the LGB.
3. To review the appointment of cross-Trust Staff (in line with recruitment policy)
4. To establish Trust wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations
5. To set an Appraisal/ Performance Management Policy together with pay review (in line with the Trust's pay policy and all statutory regulations) in respect of the CEO
6. To receive reports in respect of appraisal arrangements and outcomes across the Trust
7. To review any appeals in respect of the Principals and cross academy staff
8. To set the Terms and Conditions of Employment and establish and maintain the Staff Handbook
9. To review the dismissal of Principals/Headteachers, senior/ cross Trust staff (in accordance with the Trust disciplinary and capability policies)
10. To review the discipline and grievance policy
11. To set up a Salary Review Committee for the CEO and Executive Headteacher/Principal

Membership: The Trustees are appointed by the Members

Term of Office: Trustees: maximum of 4 years. The Chief Executive Officer holds office ex-officio as long as he/she is in post. Any Trustee can be re-elected or re-appointed.

Organisation: Chair and Vice-chair appointed annually.

Quorum: 3 or one third of the total number of Trustees if greater. Two thirds of Trustees are required to appoint or to remove the chair. To meet at least 6 times a year and additionally as and when required as determined by the Board. Three Trustees may requisition a meeting. One vote per Trustee. The Chair has a casting vote.

Disqualification: a Trustee who is employed by the trust may not be the Chair or Vice chair.

Responsibilities Delegated to the Chief Executive Officer Chief Executive Officer has delegated powers and duties in respect of the overall leadership, management, and achievement of the trust and responsibility for ensuring the implementation of agreed policy. The CEO is the line manager of the Executive Headteacher and Principal.



Scheme of Delegation for the Aspire Learning Trust Local Governing Body

Strategy and Leadership

1. To follow the requirements of the Scheme of Delegation prepared and issued by the Trust Board
2. To comply with all obligations included in the Academies Financial Handbook
3. To complete the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions
4. To ensure processes are in place for appointment of Governors, ensuring that they have the skills to govern the College/School
5. To appoint the clerk to the LGB and review and report on performance.
6. To report any material non-compliance of the Trust policies by a member academy to the CEO and the Trust Board
7. To create and review a Risk Register for the College/School
8. To review the performance and effectiveness of the LGB through an annual report to the Trust Board.
9. To review the support and effectiveness of the services provided by the Trust.

Education and curriculum

1. To recommend to the Trust Board the College/School Improvement Plan prepared by the Headteacher/Principal with the CEO.
2. To review the College/School Improvement plan and report to the Trust Board.
3. To recommend targets/KPIs for performance of the College/School to the Trust Board.
4. To monitor the College/School Self Evaluation process and report to the Trust Board.
5. To review the performance of the College/School and report to the Trust Board.
6. To hold the Senior Leadership Team to account for delivery against targets/KPIs.
7. To ensure appropriate levels of support, challenge and intervention are given to support delivery of education outcomes.
8. To set the curriculum for the College/School and review its effectiveness.
9. To review and challenge the value for money of the Pupil Premium and sports premium in terms of educational outcomes and narrowing the achievement gap.
10. To monitor progress of vulnerable groups including disadvantaged, CiC and SEND
11. To make admissions decisions.
12. To monitor student issues against KPIs. (Including attendance, exclusions, punctuality and disciplinary matters for each Academy).
13. To review the provision of school lunches to ensure they provide to appropriate nutritional standards and to review the provision of free school meals to those meeting the criteria.

Finance and Risk management

1. To review the compliance with the overall financial plan for the College/School.
2. To review the College/School expenditure against the annual budget.
3. To report to the CEO and the Trust Board any issues with expenditure or compliance with the Annual Budgets by the College/School
4. To review the compliance with financial policies and report any issues or non-compliance to the CEO and the Trust Board.
5. To keep proper records in respect of the College/School and provide such information to assist the Trust in preparation of the Annual Accounts
6. To assist in the preparation of College/School Risk Register, reviewing it regularly and monitoring performance against identified risks and reporting findings to the CEO and the Trust Board.
7. To adhere to the scheme of delegation of financial authority.

HR

1. To appoint the Principal/Headteacher at each College/School, in conjunction with the Trust Board and CEO.
2. To appoint the academy staff in consultation with the HT/Principal.
3. To review and monitor the performance management of the College/School staff reporting findings to the CEO and the Trust Board.
4. To set up a Salary Review Committee and Salary Appeal Committee

Membership: Governors are formally appointed by the Trust Board, following recommendations from the LGB. The LGB nominates the Chair of the LGB to the Trust Board for approval, annually after a secret ballot

Term of Office: Governors: for a maximum of 4 years. The Principal/Headteacher holds office, ex-officio, as long as he/she is in post. Governors can be re-elected or re-appointed.

Organisation: Terms of reference, constitution, and membership- to be reviewed annually.

Disqualification: A Trustee cannot be a governor. A Governor who is employed by the trust may not be the Chair or Vice chair.

Quorum: more than 50% of governors eligible to vote. One vote per governor. The Chair has a casting vote. The Chief Executive Officer and any Trustee has the right to attend all meetings of a Local Governing Body.

Responsibilities Delegated to the Headteacher/Principal: The Executive Headteacher/ Principal has delegated powers and duties in respect of the overall leadership, management, and achievement of the school/college and responsibility for ensuring the implementation of agreed policy.

TRUSTEES FINANCE, INFRASTRUCTURE AND HR COMMITTEE

TERMS OF REFERENCE

1 Constitution

1.1 The board of Trustees of the Aspire Learning Trust (the Trust Board) hereby resolves to establish a committee of the Trust Board to be known as the Finance, Infrastructure and Human Resources (F, I & HR) Committee (the Committee).

2 Membership

2.1 The Committee shall have a minimum of three members. All Committee members must be Trustees of the Trust Board.

2.2 The Committee's current members are (to be reviewed and agreed at each Board meeting in September)

2.3 Subject to paragraph 2.4, the Committee shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair). The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.

2.4 No person may act as Chair under paragraph 2.3 unless they are also a member of the Trust Board.

2.5 The Chair of the Committee shall ensure that a clerk is provided to take minutes at meetings of the Committee.

2.6 The Committee may invite attendance at meetings from persons who are not Trustees to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

3 Remit and responsibilities of the Committee

3.1 The Committee shall be responsible for the matters set out in the Schedule.

4 Proceedings of Committee meetings

4.1 The Committee will meet as often as is necessary to fulfil its responsibilities but at least once each term.

4.2 Any two Committee members (Trustees) can request that the Chair convene a meeting by giving no less than 14 days prior notice.

4.3 The quorum for the transaction of the business of the Committee shall be a majority of the Committee members (Trustees) and no vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are Trustees.

4.4 Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.

4.5 Each Committee member (Trustee) present in person shall be entitled to one vote.

4.6 A register of attendance shall be kept for each Committee meeting and published annually.

5 Authority

5.1 The Committee is authorised by the Trust Board to:

5.1.1 carry on any activity authorised by these terms of reference; and

5.1.2 seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.

6 Reporting Procedures

6.1 Within 14 days of each meeting the Committee will:

6.1.1 produce and agree minutes of its meetings;

6.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board.

6.2 The Committee Reports can be agreed by Committee members by email.

6.3 The Committee Reports will be sent to the Trust Board (via Teams) within 21 days following each Committee meeting.

6.4 The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.

6.5 The Committee shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

7. Responsibilities of the Committee: Finance

7.1 To consider each of the school's indicative funding, notified annually by the Department for Education (DfE) and to assess its implications for the relevant school. This will be in consultation with the Principal/Headteacher and Business Manager of the relevant Academy, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.

7.2 To consider and recommend acceptance or non-acceptance of the schools' budgets each financial year.

7.3 To contribute to the formulation of the Trust's strategic plans, through the consideration of financial priorities and proposals, in consultation with the relevant Principal/Headteacher and Trust Operations Director / Finance Manager and with the stated and agreed aims and objectives of the relevant School.

7.4 To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academies' strategic plans.

7.5 To liaise with and receive reports from appropriate committees and make recommendations to those committees about the financial aspects of matters being considered by them.

7.6 To consider the spending plans of other committees and report back and advise the Trust Board.

7.7 To delegate the day to day management of the approved budget to relevant the Principal/Headteacher, within agreed authorisation limits.

7.8 To consider requests for supplementary expenditure and make appropriate recommendations to the Trust Board.

7.9 To consider and act upon matters not covered by other sub-committees.

7.10 To review and approve financial policy including consideration of long term planning and resourcing in accordance with each of the Academies' development plans.

7.11 To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the relevant Academy, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.

7.12 To monitor and review procedures for ensuring the effective implementation and operation of current -financial procedures, on a regular basis, including the implementation of bank account arrangements and where appropriate make recommendations for improvement.

7.13 To prepare the financial statement to form part of the annual report of the Trust Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the Academies Financial Handbook)

7.14 Establish, develop and review Key Metrics for Finance to support where needed items 7.1 through 7.13

8. Responsibilities of the Committee: Infrastructure

Premises, Security and Assets

8.2 To receive reports from the CEO or Operations Director on the management of assets including premises and their security.

8.3 To contribute to the formulation of the Trust's strategic plans, through the consideration of infrastructure priorities and proposals, in consultation with the relevant Principal/Headteacher and Trust Operations Director / Finance Manager and with the stated and agreed aims and objectives of the relevant School.

8.4 To confirm that an asset recording system is in place, including an inventory and fixed asset register for each school.

8.5 To determine the use of the Trust's premises and grounds outside with regard to the lettings and charging policy.

.6 To ensure that the Academies premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed.

8.7 To ensure the responsibilities of the Trust Board under the Environmental Protection Act are met.

8.8 To advise the Trust Board on environmental issues to ensure the Trust schools are acting as a responsible institution in its duty to conserve energy, materials and with regard to the local community.

8.9 To review and approve policies linked to the Trust Infrastructure

Information and Digital Technology

8.10 To oversee the Information and Digital Technology strategy for the Trust.

8.11 To receive reports as appropriate from the Trust Operations Director and subject matter experts on Information and Digital Technology matters

8.12 To review the deployment and effectiveness of Information and Digital Technology plans and activities across the Trust

8.13 To review and approve policies linked to the Information and Digital Technology of the Trust

8.14 Establish, develop and review Key Metrics for Infrastructure to support where needed on items 8.1 through 8.13

9. Responsibilities of the Committee: Human Resources

9.1 To oversee the HR strategy developed by the Trust.

9.2 To receive reports from the CEO about the staffing positions in their schools

9.3 To review the deployment of HR plans and policies

9.4 To review and approve policies linked to the employment of staff and the manual of personnel management

9.5 Establish, develop and review Key Metrics for HR to support where needed items 9.1 through 9.4

10. General

10.1 Reviewing or investigating any other matters referred to the Committee by the Trust Board.

10.2 Drawing any significant recommendations and matters of concern to the attention of the Trust Board.

Signed
Chair of the Aspire Learning Trust

TRUSTEES TERMS OF REFERENCE

INTERNAL SCRUTINY & RISK COMMITTEE

Introduction

The Academies Financial Handbook requires that every Academy Trust must establish a committee, appointed by the Trust Board, to provide assurance over the suitability of, and compliance with, its financial systems and operational controls and for multi academy trusts this must extend to the financial controls and risks of each Academy. Trust must establish either:

- A dedicated Internal Scrutiny and Risk Committee; or
- An existing committee whose combined remit includes the functions of an Internal Scrutiny and Risk Committee. This could be an addition to the terms of reference to an existing committee, such as a finance committee.

All trusts with an annual income of over £50 million must have a dedicated Internal Scrutiny and Risk Committee.

The main advantage of establishing a stand-alone Internal Scrutiny and Risk Committee is gaining independence, giving greater prominence to internal control, risk management and value-for-money systems – all vital concepts to the success of a Trust, ensuring that the Trust is a viable commercial business – one with the prime objective to educate its pupils well.

The Trust Board has therefore resolved to establish an Internal Scrutiny and Risk Committee, to provide independent oversight and scrutiny.

Composition

The Internal Scrutiny and Risk Committee (the “Committee”) is appointed by the Trust Board.

There shall be a minimum of four members of the Committee with any three constituting a quorum. In the event of difficulty in achieving a quorum, Trustees who are not members of the Committee may be co-opted as members for individual meetings, provided the majority of the quorum are full members of the Committee.

As noted in the Academies Financial Handbook staff employed by the Trust should not be members of an Internal Scrutiny and Risk Committee, however the Chief Executive Officer, in their role as Accounting Officer, and/or the Finance Director, in their role as the Chief Financial Officer, will normally attend meetings of the Committee. The latter will be expected to ‘coach’ new members of the committee so that they can understand and discharge their responsibilities.

The Chair of the Committee shall be appointed by the Trust Board.

In order to perform his or her role effectively, each Committee member should obtain an understanding of the detailed responsibilities of Committee membership as well as the Trust’s operations and risks.

Frequency of Meetings and Proceedings

Meetings shall be held three times a year and at such other time as the Chair of the Committee shall deem to be appropriate to coincide with key dates in the company’s financial reporting cycle.

The external auditor may request a meeting if they consider that one is necessary.

Role

The role of the Internal Scrutiny and Risk Committee is to maintain an oversight of the Academy Trust’s governance, risk management, and internal control framework. The Committee reports its findings/recommendations to the Trust Board and the Accounting Officer as a critical element of the Trust’s annual reporting requirements.

The Internal Scrutiny and Risk Committee will review these terms of reference and self- assess its performance against these terms of reference on an annual basis. Reporting
Unless otherwise agreed by all members of the Committee, notice of meetings, confirmation of the venue, time and date together with an agenda and all relevant papers, should normally be circulated to each member at least five working days prior to the date of the meeting.
The Company Secretary appointed at the meeting shall minute the proceedings and resolutions of the Committee. Minutes of Committee meetings shall be circulated to the Trust Board.
The Committee shall, at least once a year, review its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the Trust Board for approval.

Duties

The specific duties of the Committee shall be to:
I suggest theme the below into the following.

1. Risks Management

Risks assessment for trips and visits
Trips update (once a year)

2. Audits

-Trips and Visits
-Baldwins update twice a year
-Follow up from audit report in spring
-Latest audit report and follow up
Audit reports Price bailey and supplementary audit checks (summer term only)
-Reviewing audit from Price Bailey (spring term only)

3. Health and Safety

4. Committee Policies

-Arrangements for Contractors working in Schools
-Asbestos Management Plan: Trust Level
-Educational Trips and Visits (inc. Transport): Trust Level
-Emergency Planning: Crisis Management and Business Continuity: Trust Level
-Fire Safety Policy: Trust Level
-First Aid: Trust Level
-Health and Safety: Trust level
-Legionella Management Plan: Trust Level
-Risk Assessment
-Security and Intruders
-Supporting Pupils with Medical Needs: Trust Level

5. Business continuity

To develop and continually monitor the effectiveness of a business continuity plan and to periodically test the underlying assumptions of the plan.

6. Other

- consider any other matters where requested to do so by the Trust Board; and
- report at least once a year to the Trust Board on the discharge of the above duties.

Authority

The Internal Scrutiny and Risk Committee is an advisory body with no executive powers. However, it is authorised by the Trust Board to investigate any activity within its terms of reference or specifically delegated to it by the Trust Board, and to seek any information it requires from staff, who are requested to cooperate

with the Committee in the conduct of its enquiries. The Committee has the authority to obtain outside legal or independent professional advice. The advisers may attend meetings as necessary and the cost of the advisers shall be borne by the company.

Aspire Learning Trust: Responsibilities of Trustees

Surname	Fname	Role	Start Date	End of Term / Review Date	Committee and Responsibility	Details of transactions between any parties and the reporting entity during the period 1/9/20-31/8/21	Declaration of Pecuniary Interests, Related Parties & Related Party Transactions for the period 1/9/21-31/8/22
King	John	Chair & Trustee	01/07/2020	30/06/2024	FI&HR / website	None declared	None declared
Ramsey	Duncan	CEO & Trustee	01/09/2020	31/8/2020	FI&HR	None declared	None declared
Phillips	Joanna	Vice Chair & Trustee	01/07/2020	30/06/2024	Safeguarding, SEND, CiC, Risk & Scrutiny Chair	None declared	None declared
Beebe	Tim	Trustee & Member	01/07/2020	30/06/2024	FI&HR & R&S Health, Safety & Estates	None declared	None declared
Botterill	Zoe	Trustee	01/05/2019	30/04/2023	FI&HR, CEO Appraisal	None	Employed by Pearson PLC – to which Trust schools are likely to purchase educational materials from.
Meningen	Jo	Trustee	10/2/2020	09/02/2024	R&S, CEO Appraisal	None declared	None declared
Malik	Asif	Trustee	29/6/2020	31/05/2024	R&S, Salary review Cyber security / website	None declared	-Director at Indefinite Ceiling Ltd -Close family member director at Inoconnect Ltd
Bradley	Joy	Trustee	29/6/2020	08/08/2024	FI&HR Salary review	None declared	None declared
Tierney	Harriet	Trustee	29/6/2020	14/6/2024	R&S, CEO Appraisal	None declared	-Employed by the CAM Academy Trust -Examination marking for GCSE Literature components
Theobalds	Jonathan	Member	01/07/2016	N/A	N/A	None declared	Director at Rivercircle
Dickens	Ruth	Member	01/07/2016	N/A	N/A	None declared	Employee at The Elliot Foundation Academies Trust
Barron	Dave	Member	01/07/2016	N/A	N/A	None declared	None declared
Digby	Jonathan	Member	30/09/2020	N/A	N/A	None declared	-Employed part time by EMAT Education Trust -Owner of Digby Education Consultancy
<i>Resigned</i>							
Ackerman	Stephen	Trustee	14/03/2018	28/2/2022	FI&HR Chair, Salary review	None declared	Trustee at Queen Street Church, Whittlesey

ALT Meeting schedule 2021-22

Monday: Trust Board, Finance, Infrastructure and HR, Internal Scrutiny and Risk, SHSCC LGB NR LGB
 Tuesday: PL LGB
 Wednesday: Members
 Thursday:
 Time: All meetings commence at 18:30 unless otherwise stipulated.

Autumn Term 2021

WEEK	1	2	3	4	5	6	7	8	H/T	9	10	11	12	13	14
W/C	30-Aug	06-Sep	13-Sep	20-Sep	27-Sep	04-Oct	11-Oct	18-Oct	25-Oct	01-Nov	08-Nov	15-Nov	22-Nov	29-Nov	06-Dec
MEMBERS															
TRUST BOARD															
F, I & HR															
I, S & R															
SHSCC LGB															
PL LGB															
NR LGB															

Spring Term 2022

WEEK	16	17	18	19	20	21	H/T	22	23	24	25	26	27
W/C	03-Jan	10-Jan	17-Jan	24-Jan	31-Jan	07-Feb	14-Feb	21-Feb	28-Feb	07-Mar	14-Mar	21-Mar	28-Mar
MEMBERS													
TRUST BOARD													
F, I & HR													
I, S & R													
SHSCC LGB													
PL LGB													
NR LGB													

**Summer
Term 2022**

WEEK	28	29	30	31	32	33	H/T	34	35	36	37	38	39	40
W/C	18-Apr	25-Apr	02-May	09-May	16-May	23-May	30-May	06-Jun	13-Jun	20-Jun	27-Jun	04-Jul	11-Jul	18-Jul
MEMBERS														
TRUST BOARD														
F, I & HR														
I, S & R														
SHSCC LGB														
PL LGB														
NR LGB														

The Code of Conduct for all Trustees and Governors

The Trust shall use **The Good Governance Standard for Public Services** as a guide to help the Board achieve good governance but also as a tool to regularly assess the strengths and weaknesses of the academy's governance practice and improve it.

Each Trustee shall uphold the seven principles of public life identified by the **Nolan Committee on Standards in public life (May 1996)**.

Each Trustee shall obey the articles and decisions taken by the board in accordance with the articles.

Good governance means focusing on the organisation's purpose and on outcomes for citizens and service users. We will:

1. be clear about the Trust's purpose and its intended outcomes for citizens and pupils
2. make sure that pupils receive a high quality education
3. make sure that taxpayers receive value for money

Good governance means performing effectively in clearly defined functions and roles. We will:

1. be clear about the functions of the board
2. be clear about the responsibilities of nonexecutives and the executive, and making sure that those responsibilities are carried out
3. be clear about relationships between Trustees and the public

Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour. We will:

1. put organisational values into practice
2. behave in ways that uphold and exemplify effective governance

Good governance means taking informed, transparent decisions and managing risk. We will:

1. be rigorous and transparent about how decisions are taken
2. have and use good quality information, advice and support
3. make sure that an effective risk management system is in operation

Good governance means developing the capacity and capability of the trust board to be effective. We will:

1. make sure that appointed and elected Trustees have the skills, knowledge and experience they need to perform well
2. develop the capability of people with governance responsibilities and evaluate their performance, as individuals and as a group
3. strike a balance, in the membership of the board, between continuity and renewal

Good governance means engaging stakeholders and making accountability real. We will:

1. understand formal and informal accountability relationships
2. take an active and planned approach to dialogue with and accountability to the public
3. take an active and planned approach to stakeholders responsibility to staff
4. engage effectively with institutional

Nolan principles

- The board expects each Trustee to uphold the following principles based on the Nolan Committee's work:
- **selflessness** - take decisions solely based on the vision and values of the Trust
- **integrity** – not be compromised in carrying duties by outside organisations or personal interest
- **objectivity** – remain impartial and ensure choices are made on merit alone
- **accountability** – be responsible for decisions and actions
- **openness** – give reasons for actions wherever possible and restrict information only when the wider public interest clearly demands
- **honesty** – declare any private interests and take steps to resolve any conflicts arising in a way that protects the public interest
- **leadership** – promote these principles by example

Additionally, the board expects trustees to promote equality and diversity in all aspects of the board's governance and when carrying out any of their functions.

Duties & responsibilities of Trustees

Trustee shall:

1. fulfil their responsibilities and duties as a trustee of the Trust in good faith and in accordance with the general law including (but not limited) to:
 - act in the best interests of the Trust and the schools within it
 - secure the proper and effective use of the Trust's property
 - act personally in all respects
 - act within the scope of any authority given to them and the board by law, by regulations or by the articles
 - use the proper degree of skill and care when making decisions, particularly when investing the Trust's funds
2. act in accordance with the articles
3. be committed to the Trust's values and objectives (including equal opportunities), to contribute to and share responsibility for the board's decisions, to read board papers and to attend meetings, training sessions and other relevant events
4. declare all interests they have as required by the articles and the general law and to comply with any rules requiring withdrawal from a meeting where this is required because of an interest
5. respect the confidentiality of information that they may have access to as a trustee of the Trust and keep confidential the affairs of the board
6. inform the clerk to the board as soon as possible should any changes to their circumstances occur during their term as a trustee, including if:
 - there are any changes to the interests which have been declared
 - they become, or cease to be, a company Trustee, board member or trustee of another company or charity
 - their occupation changes
 - they move house

- they become employed by the Trust

Breaches of the code

Every Trustee is under a duty to report any breach of this code or any grounds for believing that a breach of the code has occurred to the chair (and if the allegation is about the chair, to the vice-chair). Failing to report a breach of the code is itself a breach of this code. Any breach of this code will be treated extremely seriously by both the board and the Trust and may result in suspension or removal from the board. In the event of a breach of this code each Trustee agrees to participate fully in any investigations procedure instigated by the board and to abide by any sanction that may be imposed on them by the board for such breach.

Review

The Chair of the Board will be responsible for ensuring that this code of conduct is kept under review



[Individual's name and address]

Dear [Name]

Letter of appointment as Trustee

This letter sets out the main terms of appointment as a Trustee of Aspire Learning Trust (Whittlesey) (the "Trust"). It is agreed between us that this is a contract for services and is not a contract of employment.

By accepting this appointment, you confirm that you are not subject to any restrictions which prevent you from holding office as a trustee.

1. Appointment

- 1.1. Your appointment commenced on **[date]** and continues for a maximum term of 4 years unless terminated earlier by either party giving notice under clause 8 of this letter.
- 1.2. Your appointment is subject to the articles of association of the Trust, as amended from time to time (the "Articles"). Nothing in this letter shall be taken to exclude or vary the terms of the Articles as they apply to you as a trustee of the Trust. If there is a conflict between this letter and the Articles, then the Articles shall prevail.
- 1.3. By accepting this appointment, you are confirming that you are able to allocate sufficient time to meet the expectations of your role.

2. Role and duties

- 2.1. As a Trustee, you will have the same general legal responsibilities to the Trust as any other Trustee. The board as a whole is collectively responsible for the success of the Trust. The board's role is to:
 - promote the success of the Trust
 - to promote the transparent and accountable operation of the Trust
 - to ensure that the Trust and its academies take an active role in the communities they serve
 - provide entrepreneurial leadership of the Trust within a framework of prudent and effective controls which enables risks to be assessed and managed;

- set the Trust's strategic aims, ensure that the necessary financial and human resources are in place for the Trust to meet its objectives and review performance; and
- develop and promote its collective vision of the Trust's purpose, culture, values and the behaviours it wishes to promote in conducting its operations and ensure that its obligations to its members and other stakeholders are understood and met.

2.2. All Trustee must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing so, as a Trustee, you must have regard (among other matters) to:

- the likely consequences of any decision in the long term;
- the interests of the Trust's employees;
- the need to foster the Trust's business relationships with suppliers, customers and others;
- the impact of the Trust's operations on the community and the environment;
- the desirability of the Trust maintaining a reputation for high standards of business conduct;
- the need to act fairly as between the members of the Trust.

2.3. In addition to these requirements of all trustees, your role as a Trustee will require you to:

- make sufficient time available to discharge your responsibilities effectively;
- uphold high standards of integrity and probity and support the chair and any trustees in instilling the appropriate culture, values and behaviours in the boardroom and beyond;
- scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance;
- satisfy yourself that financial information is accurate and that any financial controls and systems of risk management are robust and defensible;
- at all times comply with the Articles of Association of the Trust;
- comply with your duties as trustee of the Trust pursuant to the Companies Act 2006;
- diligently perform your duties and use your reasonable endeavours to promote, protect, develop and extend the business and operations of the Trust;
- become acquainted with terms of, and ensure that the Trust discharges its responsibilities under the terms of the Trust's funding agreement and the Academies Financial Handbook (as amended from time to time);
- immediately report your own wrongdoing or the wrongdoing or proposed wrongdoing of any other employee or trustee of the Trust of which you become aware to the Board
- comply with Bribery Act 2010; and
- not do anything that would cause you to be disqualified from acting as a trustee.

3. Outside Interests

3.1. It is accepted and acknowledged that you may have business interests other than those of the Trust and have declared any conflicts that are apparent at present. If you become aware of any potential conflicts of interest, these should be disclosed to the board as soon as you become aware of them.

3.2. You are required not to put yourself in a position where you have a conflict of interest and must not be interested in any competitive business during your engagement, without the approval of the board.

- 3.3. It is recognised that from time to time it may be beneficial to the Trust that either you or organisations in which you are employed or have an interest provide goods and/or services to the Trust. Prior to any such arrangement the conditions in the Trust's Articles of Association must be satisfied.

4. Fees & Expenses

You acknowledge that this is an unpaid role and that you agree to undertake it in consideration of the Trust reimbursing you for all reasonable and properly documented expenses which you incur in performing the duties of your office, in accordance with the Trust's expenses policy from time to time.

5. Confidentiality

- 5.1. During the course of your appointment, you are likely to obtain knowledge of trade secrets and other confidential information with regard to the business and financial affairs of the Trust and their respective customers and suppliers details of which are not in the public domain ("Confidential Information").

- 5.2. You undertake to and covenant with the Trust that:

- you shall not at any time after termination of your appointment (by whatever means) use or procure the use of the name of the Trust or of any of its subsidiary undertakings whether or not in connection with your own or any other name in any way calculated to suggest that you continue to be connected with the business of the Trust or of any of its subsidiary undertakings or in any way hold yourself out as having such connection; and
- you shall not at any time after the date of this agreement (save by compulsion of law) use any Confidential Information (other than in the interests of the Trust or of any of its subsidiary undertakings) or disclose or divulge any Confidential Information to any person (other than to officers or employees of the Trust or of any of its subsidiary undertakings whose province it is to know the same) and that you shall use your best endeavours to prevent such use or publication or disclosure of any Confidential Information by any other person.

6. Review process

The performance of individual trustees and the whole board and its committees is evaluated annually. If, in the interim, there are any matters which cause you concern about your role, you should discuss them with the chair as soon as is appropriate.

7. Insurance

The Trust has Trustee' and officers' liability insurance and it is intended to maintain such cover for the full term of your appointment.

8. Retirement and Termination

8.1. You may resign from the Trust at any time by giving written notice to the Chair.

8.2. Notwithstanding anything else in this letter, the Trust may terminate your appointment with immediate effect if you have:

- committed any serious or repeated breach or non-observance of your obligations to the Trust (which include an obligation not to breach your fiduciary duties);
- been guilty of any fraud or dishonesty or acted in any manner which, in the opinion of the Trust, brings or is likely to bring you or the Trust into disrepute or is materially adverse to the interests of the Trust; or
- been declared bankrupt or have made an arrangement with your creditors or if you have a county court administration order made against you under the County Court Act 1984; or
- been disqualified from acting as a trustee; or
- become, in the opinion of the board, unfit to carry out your duties as a trustee; or
- been unable to provide services required under this letter of appointment for a total of 6 months in any 12 month period.

8.3. The Trust reserves the right to terminate your appointment with immediate effect and without payment of compensation by written notice if you accept a position with or acquire interests in another company, without prior board approval, which, in the board's reasonable opinion, is likely to give rise to a material conflict of interest with your position as a trustee of the Trust. If any conflict with your duties as a trustee does arise, you should consult the board immediately.

8.4. On termination of appointment you shall:

- only be entitled to reimbursement of any expenses properly incurred prior to that date;
- be deemed to have formally resigned your trusteeship of the Trust without compensation with effect from the date of termination;
- promptly deliver to the Trust all papers, documents and correspondence (in whatever format) which may have been prepared by you or may have come into your possession as a trustee of the Trust, and you shall not be entitled to copies thereof.

9. Data Protection

- 9.1. By signing this letter, you give consent to the Trust holding and processing information about you for legal, personnel, administrative and management purposes and in particular to the processing of any sensitive personal data (as defined in the Data Protection Act 1998).
- 9.2. You consent to the Trust making such information available to any those who provide products or services to the Trust (such as advisors or payroll administrators) regulatory authorities, potential or future employers, governmental or quasi-governmental organisations and potential purchasers of the Trust or the business in which you work.

10. Third party rights

The Contracts (Rights of Third Parties) Act 1999 shall not apply to this letter. No person other than you or the Trust or any member of the Trust's group shall have any rights under this letter and the terms of this letter shall not be enforceable by any person other than you and the Trust or any member of the Trust's group.

Please indicate your acceptance of these terms by signing and returning the attached copy of this letter.

Yours sincerely

For and on behalf of the Trust

I agree to the above terms of appointment as a Trustee.

Signed on [DATE] by [TRUSTEE]

Individual's name and address]

Dear [Name]

Letter of appointment as Governor

This letter sets out the main terms of appointment as a Governor of a Local Governing Body (LGB) within the Aspire Learning Trust (Whittlesey) (the "Trust"). It is agreed between us that this is a contract for services and is not a contract of employment.

By accepting this appointment, you confirm that you are not subject to any restrictions which prevent you from holding office as a Governor.

11. Appointment

- 11.1. Your appointment commenced on **[date]** and continues for a maximum term of 4 years unless terminated earlier by either party giving notice under clause 8 of this letter.
- 11.2. Your appointment is subject to the articles of association of the Trust, as amended from time to time (the "Articles"). Nothing in this letter shall be taken to exclude or vary the terms of the Articles as they apply to you as a trustee of the Trust. If there is a conflict between this letter and the Articles, then the Articles shall prevail.
- 11.3. By accepting this appointment, you are confirming that you are able to allocate sufficient time to meet the expectations of your role.

12. Role and duties

- 12.1. As a Governor, you will have the same general legal responsibilities to the Trust and the LGB as any other Governor. The LGB as a whole is collectively responsible for the success of the school. The LGB's role is to:
 - promote the success of the school and the Trust
 - to promote the transparent and accountable operation of the school and the Trust
 - to ensure that the Trust and its school take an active role in the communities they serve
 - provide entrepreneurial leadership of the school within a framework of prudent and effective controls which enables risks to be assessed and managed;

12.2. All Governors must act in the way they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole. In doing so, as a Governor, you must have regard (among other matters) to:

- the likely consequences of any decision in the long term;
- the interests of the school's employees;
- the need to foster the school's business relationships with suppliers, customers and others;
- the impact of the school's operations on the community and the environment;
- the desirability of the school maintaining a reputation for high standards of business conduct;
- the need to act fairly as between the members of the LGB.

12.3. In addition to these requirements of all trustees, your role as a Governor will require you to:

- make sufficient time available to discharge your responsibilities effectively;
- uphold high standards of integrity and probity and support the chair and any trustees in instilling the appropriate culture, values and behaviours in the boardroom and beyond;
- scrutinise the performance of management in meeting agreed goals and objectives and monitor the reporting of performance;
- satisfy yourself that financial information is accurate and that any financial controls and systems of risk management are robust and defensible;
- at all times comply with the Articles of Association of the Trust;
- diligently perform your duties and use your reasonable endeavours to promote, protect, develop and extend the business and operations of the Trust;
- become acquainted with terms of, and ensure that the Trust discharges its responsibilities under the terms of the Trust's funding agreement and the Academies Financial Handbook (as amended from time to time);
- immediately report your own wrongdoing or the wrongdoing or proposed wrongdoing of any other employee or trustee of the Trust of which you become aware to the Board
- comply with Bribery Act 2010; and
- not do anything that would cause you to be disqualified from acting as a Governor.

13. Outside Interests

13.1. It is accepted and acknowledged that you may have business interests other than those of the Governor and have declared any conflicts that are apparent at present. If you become aware of any potential conflicts of interest, these should be disclosed to the board as soon as you become aware of them.

13.2. You are required not to put yourself in a position where you have a conflict of interest and must not be interested in any competitive business during your engagement, without the approval of the board.

13.3. It is recognised that from time to time it may be beneficial to the school or Trust that either you or organisations in which you are employed or have an interest provide goods and/or services to the school or Trust. Prior to any such arrangement the conditions in the Trust's Articles of Association must be satisfied.

14. Fees & Expenses

You acknowledge that this is an unpaid role and that you agree to undertake it in consideration of the Trust reimbursing you for all reasonable and properly documented expenses which you incur in performing the duties of your office, in accordance with the Trust's expenses policy from time to time.

15. Confidentiality

15.1. During the course of your appointment, you are likely to obtain knowledge of trade secrets and other confidential information with regard to the business and financial affairs of the school and Trust and their respective customers and suppliers details of which are not in the public domain ("Confidential Information").

15.2. You undertake to and covenant with the Trust that:

- you shall not at any time after termination of your appointment (by whatever means) use or procure the use of the name of the school or Trust or of any of its subsidiary undertakings whether or not in connection with your own or any other name in any way calculated to suggest that you continue to be connected with the business of the school or Trust or of any of its subsidiary undertakings or in any way hold yourself out as having such connection; and
- you shall not at any time after the date of this agreement (save by compulsion of law) use any Confidential Information (other than in the interests of the school or Trust or of any of its subsidiary undertakings) or disclose or divulge any Confidential Information to any person (other than to officers or employees of the school or Trust or of any of its subsidiary undertakings whose province it is to know the same) and that you shall use your best endeavours to prevent such use or publication or disclosure of any Confidential Information by any other person.

16. Review process

The performance of individual Governors and the LGB is evaluated annually. If, in the interim, there are any matters which cause you concern about your role you should discuss them with the chair as soon as is appropriate.

17. Insurance

The Trust has Governors' and officers' liability insurance and it is intended to maintain such cover for the full term of your appointment.

18. Retirement and Termination

- 18.1. You may resign from the LGB at any time by giving written notice to the Chair.
- 18.2. Notwithstanding anything else in this letter, the LGB may terminate your appointment with immediate effect if you have:
- committed any serious or repeated breach or non-observance of your obligations to the school or Trust (which include an obligation not to breach your fiduciary duties);
 - been guilty of any fraud or dishonesty or acted in any manner which, in the opinion of the Trust, brings or is likely to bring you or the Trust into disrepute or is materially adverse to the interests of the Trust; or
 - been declared bankrupt or have made an arrangement with your creditors or if you have a county court administration order made against you under the County Court Act 1984; or
 - been disqualified from acting as a Governor; or
 - become, in the opinion of the LGB, unfit to carry out your duties as a Governor; or
 - been unable to provide services required under this letter of appointment for a total of 6 months in any 12 month period.
- 18.3. The LGB reserves the right to terminate your appointment with immediate effect and without payment of compensation by written notice if you accept a position with or acquire interests in another company, without prior LGB approval, which, in the LGB's reasonable opinion, is likely to give rise to a material conflict of interest with your position as a Governor of the school. If any conflict with your duties as a Governor does arise, you should consult the LGB immediately.
- 18.4. On termination of appointment you shall:
- only be entitled to reimbursement of any expenses properly incurred prior to that date;
 - be deemed to have formally resigned your Governorship of the school without compensation with effect from the date of termination;
 - promptly deliver to the LGB all papers, documents and correspondence (in whatever format) which may have been prepared by you or may have come into your possession as a Governor of the school, and you shall not be entitled to copies thereof.

19. Data Protection

- 19.1. By signing this letter, you give consent to the Trust holding and processing information about you for legal, personnel, administrative and management purposes and in particular to the processing of any sensitive personal data (as defined in the Data Protection Act 1998).
- 19.2. You consent to the LGB making such information available to any those who provide products or services to the LGB (such as advisors or payroll administrators).

20. **Third party rights**

The Contracts (Rights of Third Parties) Act 1999 shall not apply to this letter. No person other than you or the LGB or any member of the LGB's group shall have any rights under this letter and the terms of this letter shall not be enforceable by any person other than you and the LGB or any member of the Trust's Board.

Please indicate your acceptance of these terms by signing and returning the attached copy of this letter.

Yours sincerely

For and on behalf of the Board of Trustees

I agree to the above terms of appointment as a Governor.

Signed on [DATE]

To be completed at least one week prior to the January Members meeting each year.

Glossary of terms used in this booklet

“Articles”	means the Articles of Association of the Trust
“Chief Executive Officer”	means the person appointed by the Trustees as an employee to oversee and coordinate all Trust activities
“DFE”	Means the Department for Education and its successor in title
“Trust Finance Manager”	means the person appointed by the Trustees as an employee, under the overall direction of the Chief Executive, to oversee the financial aspects of the Trust.
“Governor”	means a member of the Local Governing Body
“LA”	means Cambridgeshire Local Authority
“Local Governing Body”	means the local governing body for the academy.
“Memorandum”	means the Memorandum of Association of the Trust
“Non-Teaching Staff Governor”	means a member of the non-teaching staff elected to the Local Governing Body by members of non-teaching staff of the academy
“Aspire”	means The Aspire Learning Trust, , a company limited by guarantee having registered number (No 08006711
“Parent Governor”	means a member elected to the Local Governing Body by the parents of students at the academy
“Personal Financial Interest”	means any interest in the employment or remuneration of, or the provision of any other benefit to, a governor, member of Trustee.
“Principal”	means the member of staff at the academy who has been
“Headteacher”	appointed by the Trustees to have overall day to day control of and responsibility of the college/school
“Company Secretary”	means the Company Secretary of the Trust or any other person appointed to perform the duties of Secretary to the Trust
“Staff Governor”	means a member of the teaching staff elected to the Local Governing Body by members of teaching staff of the academy
“Members”	means those persons appointed as members of the Trust
“the Trust”	means Aspire Learning Trust, a company limited by guarantee having registered number (No 08006711)
“Trustees”	means those persons appointed as trustees of the Trust