ZENITH
MULTI ACADEMY
TRUST

GOVERNANCE ARRANGEMENTS

2025/26

Contents

	Page No.
Introduction	1
Terminology	1
Section 1	2
Our vision	2
Our guiding principles	3
Challenge, support, and Intervention	4
Section 2: How Governance Works	5
Our Objects	5
Executive and non-executive lines	5
Delivering effective and ethical governance	6
Executive and non-executive lines of accountability	7
Purpose of the non-executive line	7
Independent scrutiny and analysis	8
The key questions to ask	9
Section 3: Governance in practice	12
Our governance bodies:	12
Members	12
Trust Board	12
Trust Board Sub-Committees	12
Preparing for and administering meetings	13
Clerking	13
Planning	13
Follow up	14
Governor Hub	14
Executive data and reporting	14
Useful lines of enquiry	14
People development and skills	15
Appendix A: Role Descriptor and Person Specification – Trustees	16
Appendix B: Role Descriptor and Person Specification – LGB Members	18
Appendix C: Terms of Reference:	20
Members	21
Trust Board	22
Trust Board Finance, Audit & Risk Committee	25
Trust Board Pay Committee	28
Trust Board Standards Committee	31
Local Governing Bodies	33
Local Advisory Group	37
Appendix D: Staff Discipline Committee	38
Appendix E: Staff Discipline Appeals Committee	39
Appendix F: Student Discipline Committee	40
Appendix G: Election of Chair/Vice Chair Procedure	41
Appendix H: Nomination Form – Chair and Vice Chair	43
Appendix I: Role of The Chair/Vice Chair of Governors	45
Appendix J: Ballot Form	47
Appendix K: Scheme of delegation	48
Glossary of Acronyms	54

Introduction

Our approach to governance was approved by the Trust Board in July 2025.

This is a working document and we will be working with all our people and stakeholders during 2025-26 to refine our governance operations and drive our practice forward in pursuit of our ambition to be recognised for both excellence and innovation in this field.

This document sets out in a 'user friendly', formal way in which we will implement our approach during 25-26.

This document should be read in conjunction with the Code of Conduct Policy for Trustees, Governors, and Members.

Terminology

We hope that this document is written clearly enough to be easily understood by everyone. A glossary of Zenith Multi Academy Trust's specific terms is included at the end of this document and the Chief Executive Officer (CEO) will be happy to clarify any points that are unclear.

Clarification on two terms used throughout this document is needed as they are important.

Throughout this document the word "accountability" is used to refer, in a legal way, to a situation where the consequences for an individual or group of individuals, if things go wrong, are serious. If you are "accountable" for hitting a budget targets, for example, and the target is missed, your position may be subject to some kind of formal review.

The word "responsibility" is used differently, and it refers to areas of activity which an individual or a group of individuals are obliged to oversee or undertake, but for which they may or may not be accountable. An example might be where a member of staff is responsible for processing invoices, but it is their manager who is accountable for making sure the invoices get paid, chiefly by making sure that the member of staff is doing their job.

SECTION 1

Our Vision

Effective governance is critical to our success and to the success of our schools. It must fulfil the 3 core functions of governance as defined in the Department for Education's (DfE) Academy Trust Governance Guide 2025:

- Ensuring clarity of vision, ethos and strategic direction
- Holding executive leaders to account for the educational performance of the organisation and its students, and the effective and efficient performance management of staff
- Overseeing the financial performance of the organisation and making sure its money is well spent.

A significant part of the responsibility of governance is to ensure legal and financial compliance with a range of statutory and legislative requirements. We believe it can also do much more than this in helping us fulfil our strategic objectives:

- By enhancing the educational experience of our students
- By ensuring that the voice of students, parents/carers and staff is heard across the organisation
- By building effective relationships with key stakeholders
- By embedding our schools within the communities they serve.

We are committed to the seven "Nolan Principles" of public life – selflessness, integrity, objectivity, accountability, openness, honesty and leadership. We believe there is an ethical framework within which our governance arrangements should operate which ensures:

- Respect for the reviews of all those involved in shaping our future
- Clarity of both accountability and responsibility at different levels within the organisation
- The removal of duplication which can cause doubt and uncertainty
- Open and transparent communication across the organisation
- The development of policies and operating frameworks which are understood and owned by everyone
- A commitment to the professional and personal development of those who support our governance activity.

This document outlines our approach to governance and the structures we employ to deliver it.

Our Scheme of Delegation is attached at Appendix K, as well as terms of reference for the various bodies engaged in our governance arrangements.

Our guiding principles

Critical to the success of our governance model are a number of principles and behaviours which we expect all involved in our governance to adopt.

These include:

- a clear and well understood balance between those areas of Trust practice which are 'standardised' (i.e. the same across all schools), 'aligned' (i.e. where individual schools operate within an overarching Trust-wide framework) and 'autonomous' (i.e. where schools are free to determine their own approach)
- an agreed 'code of conduct' for all those involved in governance which espouses the Nolan principles
- the co-creation and co-ownership of processes and procedures between those involved in our governance and Trust staff
- ensuring that we have the 'right people' around every table, by regularly auditing the skills of those involved in our governance and utilising everyone's talents to best effect
- effective two-way communication between all involved in governance and opportunities for regular interaction with others
- Trust support to all those involved in governance in areas where professional expertise is needed
- regular development opportunities.

During 2025-26, we will work with all those involved in our governance to bring this vision and these principles to life. We will hone our approach to high quality professional development for those involved in our governance, and also develop mechanisms for formally assuring the quality of governance across the Trust. We will actively engage with other organisations to ensure that we keep on learning about the best practice.

Although the Trust Board retains overall legal accountability for the performance of Zenith Trust, it delegates a number of formal points of responsibility and decision making to:

- the Chief Executive Officer
- Trust Board sub-committees
- Local Governing Bodies (LGBs).

The arrangements for this are detailed within the Scheme of Delegation and Terms of Reference for each group. Overall accountability for the quality and exercise of our governance arrangements rests with the CEO and Chair of the Trust.

Finally, all our actions, as with any other area, should also be informed by our Trust's four core values: Dignity, Collaboration, Positivity, Aspiration.

Challenge, Support and Intervention

Our model for school improvement revolves around as 'CSI' (challenge, support, and intervention).

In terms of governance, this means that our expectation is that:

- Trustees and LGB members will **challenge** by:
  - asking difficult questions when presented with information
  - seeking information which may not be presented
  - expecting a response when a difficult issue is raised.

- Trustees and LGB members will **support** by:
  - involving themselves in the life of the Trust and/or the school
  - ensuring they are skilled enough to play their role and seeking support for their professional development when they are not
  - securing expert advice for challenging issues which may require it.

The Trust Board remains ultimately accountable for the Trust and for the conduct and success of our schools.

Where **intervention** is required, therefore, (for example, where educational outcomes are not improving despite high quality challenge and support, or where financial difficulties continue despite challenge and support), this may become apparent at different levels of governance. It is important that the Trust Board should be made aware of the need for intervention at the earliest opportunity.

In such circumstances, the Trust Board reserves the right, for example, to review or remove any power or responsibility which it has delegated, in particular, in circumstances where serious concerns in the running of a school (or schools) are identified, including where:

- insufficient progress is being made against educational targets (including where intervention by the Secretary of State is being considered or carried out)
- there has been a breakdown in the way the school is managed or governed
- the safety of students or staff is threatened, including a breakdown of discipline
- there are concerns about financial matters.

SECTION 2

HOW GOVERNANCE WORKS

Why governance is important

Our 'Objects'

The Trust's activities are set out in two important documents, both of which are available on our website. The Articles of Association describe our core purposes and ways of working and the Master Funding Agreement sets out our relationship with the Department for Education.

The Articles begin by setting out the Trust's Objects. This is a legal term which simply describes the purposes for which we exist. They are worth having at the top of all of our minds as we go about the business of governance.

We have one Object, which is:

to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing a school offering a broad and balanced curriculum.

The purpose of our governance structures is to make sure we are doing this well.

Executive and non-executive lines

It is important to understand clearly the difference in role between those who are employed by the Trust and accountable for the delivery of our aims and objectives (the **executive** line of accountability), and those who work as part of our governance structures in a voluntary capacity (the **non-executive** line of accountability).

Within the **executive** line, ultimate accountability for the day-to-day performance of the Trust (which includes, for the avoidance of doubt, the performance of every individual school) rests with the CEO. In practice, the CEO delegates much accountability within the executive structure to others including individual Headteachers. It is the CEO's job to hold these individuals to account for their performance.

Within the **non-executive** line, the Trust Board is ultimately accountable (legally, to the Trust's Members and to the Secretary of State for Education) for the performance of the Trust. In practice, this means that they have two functions. They:

- take decisions (as a full Board) in a small number of areas (known as 'reserved matters'), which direct the activity of the executive line
- hold the CEO to account for all other aspects of the Trust's performance.

The first function is relatively straightforward. Most of this document details the ways in which they carry out the second function – chiefly through well-structured and well-informed monitoring and scrutiny of all Trust activity.

Trustees have set up a number of sub-committees, including Local Governing Bodies and (LGBs) for each school to support their ability to carry out the second function.

Within Zenith Trust, these sub-committees have no formal accountability, other than in the very specific case of decisions made as part of hearings or panels. They do, however, have a vitally important role to play in making sure that the Trust Board is well informed enough to be accountable for performance across all of our academies and in all aspects of our work.

LGB members are the 'eyes and ears' of the Trust Board at a local level – **their responsibility is to the Trust Board** on behalf of their local community.

The non-executive line is deliberately constituted as **independent** of the executive line, which is why anyone employed by the Trust should not also take on a non-executive role within it, other than staff members of LGBs, who should always be mindful of their impartial duties when acting in a governance capacity.

This is also the reason why the non-executive line should not involve themselves in operational activities which may affect the performance of the Trust – operational performance must always remain an executive responsibility, so that the accountability for individual decisions is clear.

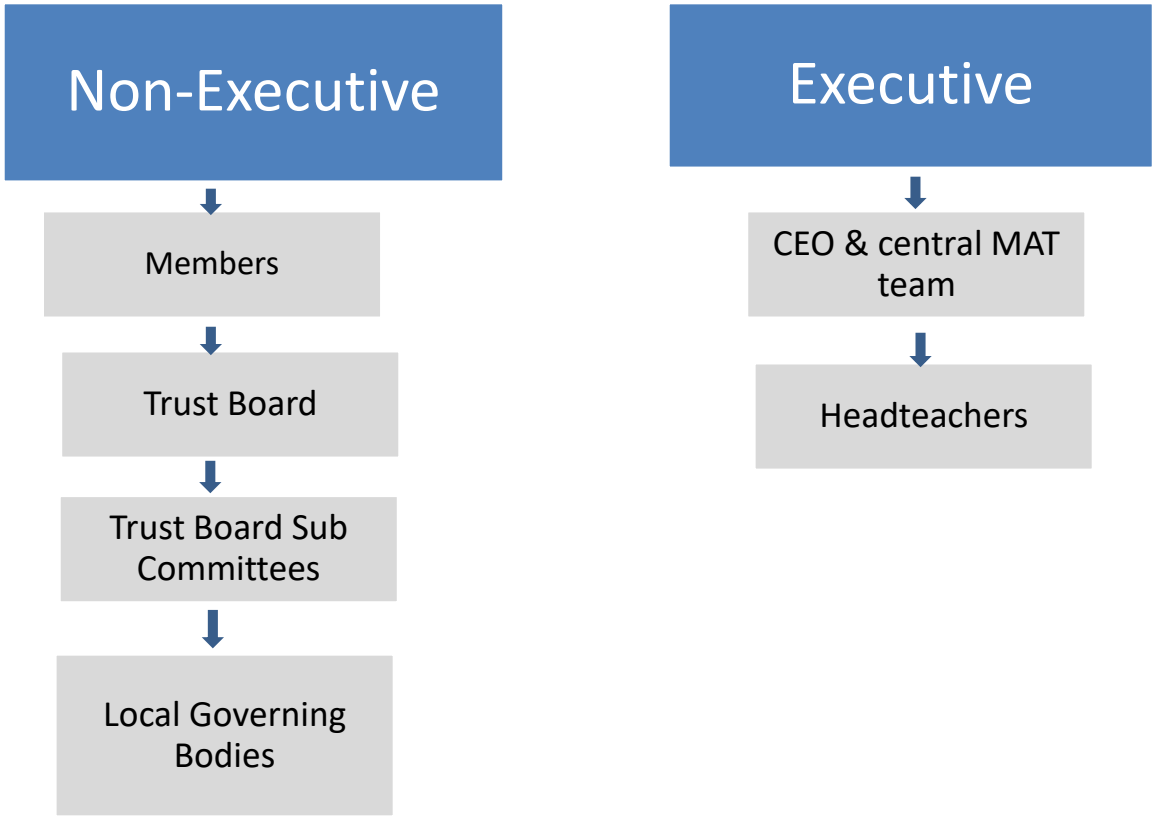
Delivering effective and ethical governance

Governance within our Trust is assured by means of the following bodies and groups of people, who operate as a 'partnership of equals' in pursuit of our common goals.

The non-executive line

- **Trust members** – our Members act as the 'guardians' of our constitution and fulfil certain legal obligations in regard to our status as a Company
- **Trust Board** (also known as 'Trustees' or 'Directors') – the Trust Board is the legally constituted body through which we fulfil our obligations as detailed in the Trust's Articles of Association and Master Funding Agreement - the Trust Board is ultimately accountable for the performance of the Trust
- **Trust Board sub-committees** – the Trust Board delegates authority for the monitoring of performance in certain key areas to two formally constituted sub-committees:
    - Finance, Audit, and Risk, focused on our financial and business performance and on the prevention and management of risk in all areas of our operation
    - Pay Committee, focused on our people, their professional development and their reward
    - Standards Committee, focused on trends in student outcomes across all our Trust schools and overall quality
- **Local Governing Bodies (LGBs)** – there is one of these for each of our schools, with a Chair appointed by the Trust Board and Vice Chair appointed by members of the local governing body; LGBs exercise some formally delegated functions on behalf of the Trust Board (in regard to complaints, admissions, exclusions and staff disciplinary), as well as scrutinising the performance of the individual school on behalf of the Trust Board and supporting and championing its local community.

Zenith Trust's executive and non-executive lines of accountability



LGB and Trust Board sub-committees both report into the Trust Board in respect of different aspects of performance. Sub-committees scrutinise overall Trust performance in key areas while LGBs scrutinise individual school performance. The rest of this document will concern itself exclusively with how the non-executive line should work.

Purpose of the non-executive line

The Members of the Trust and the Trust Board have a few specific areas of accountability which require them to make decisions that direct the activity of the Trust.

For Members, these are:

1. to ensure the Trust Board has the capacity and skills necessary to carry out its duties
2. to make any changes which are fundamental to the nature of the Trust (e.g. its name or its overall purpose).

For the Trust Board, these are:

1. to determine the Trust's strategic direction and educational ethos
2. to ensure the Trust is compliant with a range of legal requirements and to ensure appropriate internal audit arrangements are in place
3. to review and determine the Trust's governance arrangements
4. to approve budgets, sign off the annual accounts and make major financial decisions, including decisions about growth and commercial opportunities

5. to ensure the Trust has sufficient executive capacity and skill to deliver its aims and to determine the appropriate levels of remuneration for senior executives (this includes the accountability for appointing and, where necessary, dismissing, both the CEO and the Chief Finance Officer (CFO))
6. to appoint the Trust's external auditors on an annual basis
7. to approve certain policies required to be approved at Trust Board level by statute.

These are, in summary, the only decisions that are made directly within the non-executive line.

The remaining purpose of the non-executive line (at all levels) is to hold the executive line to account. All those involved in our non-executive line are engaged to carry out this one purpose. They do this in three ways – and this, therefore, forms the content of all governance activity. They:

1. provide scrutiny and analysis of the performance of the Trust (or of an individual school or area of work within the Trust), which is independent of the executive line
2. provide independent support to the executive line for areas of activity, which relate to stakeholder engagement or conflict resolution
3. ensure at all times that their own skillsets, development needs and programmes of activity are reviewed and their effectiveness appraised.

Independent scrutiny and analysis

All Trust Board sub-committees and LGBs should gather evidence from a number of sources in order to answer a number of key questions related to the Terms of Reference, which are different for each committee.

The evidence that should be gathered could be from one or more of the following sources:

1. Data and reports provided by the executive line
2. Stakeholder views (which may be gathered formally through surveys or representative groups, or which may be inferred, for example, from and trends that may be noticeable in areas such as complaints or compliments)
3. Their own investigations and experience (for example, this could include evidence gathered from structured visits to schools, formal or informal conversations and surveys or feedback from other elements of our non-executive line)
4. External independent evidence (for example, Ofsted reports, audit and compliance reports or reviews carried out by local authorities)
5. Professional advice (which may include input from organisations such as the National Governance Association or from educational, legal or financial experts).

The most usual way of gathering, assimilating and analysing these sources of evidence is through a formal meeting of the committee. Our Trust Board and LGBs generally meet 6 times a year. The Trust Board sub-committees generally meet 4 times a year.

The conclusions from this gathering, analysis, and scrutiny of evidence should be widely shared with others in the non-executive line.

There are several mechanisms for doing this, including:

- termly meetings with the Chairs of Governors/Chair of the Trust/CEO
- the sharing of the Trust data dashboard
- the sharing of Trust Board sub-committee minutes with the Trust Board as a part of its common agenda
- the sharing of Trust Board and sub-committee minutes via Governor Hub
- regular meetings of LGB members as part of the annual conference
- Liaison with Juniper Clerking Service.

The key questions to ask

The Terms of Reference for all elements of our governance structure provide a framework for discussions and activity. For ease, we have 'boiled these down' to a number of key questions that each committee should seek to answer.

Trust Board Finance, Audit, and Risk Sub Committee (FAR)

Does the Trust…

- have a clear understanding of the risks it faces and have plans in place to mitigate these?
- have a plan for business contingency and adequate indemnity for appropriate individuals?
- operate in accordance with financial regulations and controls, including the function of the role of Accounting Officer?
- work well with internal and external auditors and respond in a timely way to the recommendations from their reports?
- specifically manage areas of high risk such as safeguarding, health and safety, cybersecurity and data protection, and understand the impact of its work in these areas?
- monitor and learn lessons from external sources of intelligence, such as stakeholder surveys and complaints?
- plan for and manage areas of possible reputational risk?
- have in place a clear financial strategy which will enable it to deliver its strategic aims and deliver long-term sustainability?
- operate its budget management within agreed external parameters?
- manage working capital well?
- plan and manage capital expenditure and estates work in order to maximise its impact?
- deploy and manage staff in the most cost-effective and impactful way?
- have a clear approach to the use of ICT which will deliver benefits to students?
- have a meaningful asset management strategy?
- comply with legal requirements in regard to financial operations and the inspection of assets?
- understand the environmental impact of its work and work to reduce this?

Do Trustees…

- have an adequate understanding of specific areas in relation to risk management, such as trips and visits? (The committee may conduct 'deep dives' into aspects of the Trust's operations to assure themselves of this).

What should the Trust's approach to growth be and do we have appropriate due diligence procedures in place? What is the Trust's current and projected financial performance? Are proposed budgets fit for purpose?

Should proposals to go outside the agreed budgets be approved? How should the Trust's assets be used outside normal opening hours?

Trust Board Pay Sub Committee (PC)

Does the Trust…

- have in place a meaningful pay and reward strategy, how is it applied and what is its impact?
- support the development and wellbeing of its people?
- have policies in place to assess performance and drive forward improvements?
- have mechanisms in place to ensure compliance with statutory guidelines, e.g. safeguarding
- work in line with the requirements of the Equalities Act and seek to understand the impact of its work on different groups?

How should the Trust reward and remunerate the CEO?

Trust Board Standards Sub Committee

Does the Trust….

- have a clear understanding of individual schools' performance in terms of student outcomes in relation to national expectations/benchmarks (academic, well-being, behaviour, attendance, destinations, child on child etc)
- have a clear understanding of tends/patterns in relation to national expectations/benchmarks across the Trust to inform future strategy re outcomes
- have mechanisms for ensuring that polices and interventions are correctly aligned/deployed to ensure the best possible outcomes and to address issues arising
- have systems in place to ensure robust communication with the wider Trust Board and the development of strategy.

Local Governing Bodies (LGBs)

Is the school…

- working successfully to meet its agreed educational targets and to improve on the areas highlighted in its annual self evaluation and school improvement plan?
- working successfully to respond to formal evaluations of its performance, including Ofsted inspection reports and CSI processes?
- clear about how it is working to support the highest possible educational standards for all students (academic, well-being, behaviour, attendance, destinations, child on child, etc.)
- planning and delivering a broad and balanced curriculum ensuring the highest possible behavioural and attendance standards, and overseeing safeguarding effectively?
- paying attention to the personal and professional development of its students and all its staff?
- working within Trust-wide agreed policies and procedures?
- meeting Trust-wide and external statutory requirements (for example, in regard to safeguarding, health and safety, website information and data protection)
- monitoring and managing risk of all types?

- engaging in a meaningful way with the local community and with external stakeholders?
- actively seeking, monitoring and responding to the views of students/, parents/carers and other stakeholders?
- working well alongside local finance and operations staff to ensure successful financial and operational management?

SECTION 3

GOVERNANCE IN PRACTICE

Our governance bodies

Members

Zenith Trust currently has five members, whose names are listed on its website.

Current DfE guidance recommends that the number should be at least five, and that there is a significant degree of separation between the individuals who are Members and those who are Trustees. The DfE's strong preference is that the majority of Members be independent of the Board of Trustees. None of our Members are Trustees. A Member operating as a Trustee shall have no greater power than the other Trustees and not seek to dominate the Board because they are also a Member.

Trust Board

Trustees are appointed by the Members, and Zenith Trust currently has nine Trustees, whose names are listed on its website.

The Chair of Trustees is Stewart Taylor and the Vice Chair is John Marchant.

The Trust Board meets six times a year, and Trustee strategy days also take place, if required.

Trust Board meetings are also attended by the CEO and the CFO.

Trust Board Sub-Committees

The Trust Board has appointed and delegated some authority to 4 sub-committees, each of which has a membership made up of between three and five Trustees.

These sub-committees are:

Finance, Audit and Risk (FAR) (also attended by the CEO, CFO, Chair of the Trust). This committee meets 4 times a year. Chair to be elected at the first meeting of each academic year.

Pay Committee, (also attended by the CEO, CFO and four Trustees). This committee meets as and when required. Chair to be elected at the first meeting of each academic year. Appeals will be heard by the LGB in the first instance.

Standards Committee (also attended by the CEO). This committee meets 4 times a year. Chair to be elected at the first meeting.

Local Governing Bodies (LGBs). Each school has its own LGB, with membership recruited from among those who wish to serve the community. Its membership is an opportunity to ensure that a broad range of skill, as well as external business and community contacts, are able to support the governance of the school. This committee meets 6 times a year. Best practice in both the corporate and charity sectors is that no Governor should serve more than two terms of office on one governing board.

The Chair is appointed by the Trust Board. The Vice Chair is elected from among its membership annually by way of a secret ballot.

Each LGB includes up to 9 members (if the Trust Board deem it necessary), of whom two are parents/carers of current school pupils and one is a member of the school's staff. Details of all members are submitted to the Trust Board for information. LGB members may serve up to a four-year term of office and can be-re-elected for further terms.

LGB meetings are also attended by the Headteacher and any other member of staff required to give a presentation as and when required. These presentations will appear first on the agendas.

LGB meetings may also be attended by members of the Trust Board or the CEO as required, and to aid Trust-wide communication.

The LGBs are constituted as formal sub-committees of the Trust Board and each LGB meet 6 times a year.

Preparing for and administering meetings

Clerking

All meetings are clerked in accordance with the DfE's Academy Trust Governance Guide 2025.

The Clerk to meetings of Members, the Trust's Finance, Audit, and Risk Committee, Pay Committee, and Standards Committee is the Trust's Governance Professional. The Trust Board's Clerk is an independent external clerk. The Clerk to the LGB is an independent external clerk. In case of concerns re: the CEO, as the Governance Professional is the CEO's PA, the Board should consult the NGA for advice.

Planning

Approximately two weeks before each meeting, the clerk will liaise with both the Chair and the CEO for the meeting (in the case of the LGB, this is always the Chair of the LGB and the school Headteacher) to firm up details of the specific agenda items and to request that papers and reports be provided. The Trust has an agreed core schedule of calendared agenda items which must form the basis of each LGB meeting.

Such reports should be submitted to the Clerk so that they can be circulated at least five working days ahead of the meeting, unless agreed otherwise by the Chair of the LGB.

NB: AOB should not be a regular agenda item in light of NGA recommendations MAY NEED CHANGING DEPENDENT ON CST RECOMMENDATIONS.

Follow up

At the end of each meeting, there should be an opportunity for all those present to clarify the items that will be reported upon to other parts of the non-executive line. For LGBs, for example, this should include the pulling together of three or four key points to be submitted to the next meeting of the Trust Board.

In accordance with the Academy Trust Governance Guide 2025 referred to above, the meeting should be minuted in such a way as to make it clear how the non-executive line is performing its functions. Minutes should be agreed with the Chair of the LGB or Trust Board and circulated to all attendees within **10 working days** of the meeting.

Governor Hub

During 2025-26 we will use Governor Hub. This is an effective way of sharing information and should also be used to store a complete record for all Trustees, Members and LGB members in regard to training undertaken, skills audits and other aspects required by statute.

Executive data and reporting

The non-executive line rightly expects that information provided to them by the executive line will paint a full and accurate picture of performance and be accompanied by some analysis, which will enable them to ask questions and probe its veracity.

For this reason, executive reports to any committee must be presented at least five working days before a meeting or a visit, to give the non-executive time to digest the contents and decide which aspects need probing.

It is important to remember that information provided by executives will always be 'triangulated' with evidence from other sources, as Trustees and LGB members form their views. It is tempting to provide lots of data without analysis in the hope that the non-executive line will be able to draw its own conclusions. However, it must be remembered that Trustees and LGB members are volunteers and will not always have the knowledge or expertise to do this. Nor is it their job to do so – a key part of their role is to determine the extent to which the executive is itself capable of analysing and interpreting data in order to have an accurate picture of performance and to generate a plan to improve. LGB executive reports should follow the agreed HT core areas, and Trust executive report should follow the Trust Improvement Plan priorities. The analysis which accompanies any data should clearly outline key areas only.

Useful lines of enquiry include:

1. What positive conclusions can be drawn about performance?
2. What areas of challenge does the evidence suggest we still need to tackle?
3. What is the plan for tackling these areas?
4. How has the plan been determined (i.e. what evidence has been used to come up with proposed actions)?
5. How will the impact of the plan be measured and when can Trustees or LGB members expect to see an update with an assessment of this impact?

LGB Headteacher reports are aligned and clerked in a consistent manner across all schools. The use of school logs identified in common across all schools and the data dashboard provide a consistent platform for challenge.

People development and skills

Zenith Trust takes the development of its people very seriously and this includes those who support our governance operations.

Everyone involved in our governance will complete a skills audit once a year and the Trust Board, as well as LGBs, are responsible for ensuring that they have a development plan which will enable them to address any gaps (either in skill or knowledge) which are identified. They will be supported to do this by the relevant clerk. For 2025-26 we will use the skills audits provided by Governor Hub.

During 2025-26, we will provide an opportunity for LGB members, Headteachers, Trustees and Members to come together at the annual conference.

APPENDIX A

EXPECTATIONS OF THOSE INVOLVED IN GOVERNANCE

Role descriptor – Trustees

Overall purpose

Trustees are responsible for the strategic direction, broad policy framework and oversight of the Trust and all its schools. They take decisions that are in the best interests of the MAT as a whole and are not representative of any one of the constituent schools. The Trustees are also Directors of the MAT which is a company limited by guarantee and registered as such at Companies House.

Trustees will be aware of our obligations under the Human Rights Act 1998 and the Equality Act 2010, (including the Public Sector Equality Duty)

Trustees will be aware that, in line with the Trust's guidance on procedures for dealing with allegations against adults in the workplace, should personal matters come to the attention of the Trust, we understand the Trust will consider if this has a bearing on a Trustee's suitability to discharge its duties and maintain the integrity of the role.

Main duties and responsibilities:

1. To ensure that the activities of the Trust fulfil the objectives as described in the Articles of Association and the Memorandum of Understanding
2. To ensure compliance with the Trust's duties under company and charity law
3. To ensure the Trust and its schools are compliant with all statutory obligations
4. To safeguard the assets of the Trust
5. To ensure the solvency of the Trust and to abide by the agreements made with the Department for Education and Education and Skills Funding Agency (ESFA)
6. To review the Trust Board's terms of reference on a regular basis and to recommend any changes to the Board of Members
7. To approve the terms of reference of the Board's committees
8. To approve the terms of reference for devolved governance arrangements
9. To approve the Trust's annual budget and monitor progress through the receipt of regular reports and to commission auditors
10. To approve the annual budget for each school and monitor expenditure against the budgets
11. To approve the annual and other statutory reports to Members and the ESFA.
12. To agree and review from time to time the scheme of delegation to the schools.
13. To determine the overall strategic direction and development of the Trust through good governance and clear strategic planning
14. To approve the Trust's strategic plan
15. To challenge and support the Trust's CEO
16. To oversee the performance of the Trust and its schools and direct change where performance falls short of expectation
17. To agree policies across the schools within the Trust
18. To ensure that risks are mitigated where possible and otherwise effectively managed
19. To review the effectiveness and skill set of the Board and recommend appropriate changes to the Board of Members
20. To appoint and, if deemed necessary, to remove the CEO
21. To appoint the Chair of the LGB

22. To oversee the CEO's performance management.

Person specification

Trustees are expected to have experience (and, in some cases, qualifications) which enable them to directly support and scrutinise the three pillars of MAT activity – education, finance and business operations.

It is important that the Trust Board as a whole has an appropriate breadth of skill across these areas. In common with all those involved in our governance, Trustees must espouse the values of the Trust, commit themselves to working in accordance with the Nolan Principles, and agree to abide by the Trust's Code of Conduct for Trustees/Governors/Members, of which they should familarise themselves with. They must also, over time, develop a sufficiently deep understanding of the Trust's Articles of Association and Master Funding Agreement, as well as the DfE's Academy Trust Governance Guide 2024, to enable them to fulfil their legal duties in regard to both company and charity law.

APPENDIX B

EXPECTATIONS OF THOSE INVOLVED IN GOVERNANCE

Role descriptor – LGB members

Our LGB members are a vital part of driving improvement and excellence and they are accountable to the Trustees of Zenith Trust.

Governors will be aware of our obligations under the Human Rights Act 1998 and the Equality Act 2010, (including the Public Sector Equality Duty)

Governors will be aware that, in line with the Trust's guidance on procedures for dealing with allegations against adults in the workplace, should personal matters come to the attention of the Trust, they understand the Trust will consider if this has a bearing on a Governor's suitability to discharge its duties and maintain the integrity of the role.

The role of LGB members is to ensure high standards of achievement for all children and young people in the school by:

- providing scrutiny and analysis of the performance of the school which is independent of the executive line
- providing independent support to the executive line for areas of activity which relate to stakeholder engagement or conflict resolution
- ensuring at all times that their own skillsets, development needs and programmes of activity are reviewed and their effectiveness appraised.

As part of the LGB team, an LGB member is expected to:

1. contribute to the strategic discussions at LGB meetings which assure the delivery of
    a. a clear vision and ethos for the school
    b. clear and ambitious strategic priorities and targets for the school
    c. that all children, including those with special educational needs, have access to a broad and balanced curriculum.
2. hold executive leaders to account by monitoring the school's performance, which includes
    a. monitoring the outcomes from and progress against the school's annual improvement plan (including using the school's data dashboard/IDSR)
    b. considering all relevant data and feedback provided on request by school leaders and external sources on all aspects of school performance
    c. asking challenging questions of school leaders
    d. ensuring senior leaders have arranged for the required audits to be carried out and receiving the results of those audits
    e. monitoring the impact of the deployment of funding and resources within the school, including specific grants
    f. acting as a link Governor on a specific issue, making relevant enquiries of the relevant staff, and reporting to the LGB on the progress on the relevant school priority. This could include scrutinising a school log, e.g anti-bullying.
    g. seeking out, listening to and reporting to the school's stakeholders: students, parents/carers, staff, and the wider community, including local employers
    h. actively seeking out other sources of information and evidence about the school's performance

   i. working to secure the school's place at the heart of its community.
3. conduct investigations and/or serve on panels to
   a. hear the second stage of staff grievances and disciplinary matters
   b. hear appeals about student exclusions
   c. hear stage 2 or 3 complaints
4. contribute actively to, and engage with, self-evaluation and professional development activity to ensure that the LGB has the skillset necessary to perform its role.

The role of a LGB member is largely a thinking and questioning role, not a doing role.

Person specification

In order to perform this role well, a LGB member is expected to:

- get to know the school, including visiting the school during school hours and in agreement with the Headteacher, and gaining a good understanding of the school's strengths and weaknesses
- attend induction training and regular relevant training and development events
- attend meetings and read all the papers before the meeting
- act in the best interests of all the students of the school
- behave in a professional manner, as set out in the code of conduct, including acting in strict confidence.

All LGB members will be subject to the following checks:

Enhanced DBS check
Right to work checks
Checks on individuals who have lived or worked outside the UK (only applicable for those that have lived or worked abroad in the last 5 years)
Section 128 Directions check

LGB members are expected to have experience (and, in some cases, qualifications) which enable them to directly support and scrutinise the work of the school. It is important that the LGB as a whole has an appropriate breadth of skill across these areas. Two members of the LGB must be parents/carers of current students at the school, and there should be one staff LGB member. In common with all those involved in our governance, LGB members must espouse the values of the Trust, commit themselves to working in accordance with the Nolan Principles and agree to abide by the Trust's Code of Conduct for Trustees/Governors/ Members, of which they should familiarise themselves with.

APPENDIX C

TERMS OF REFERENCE

Terms of Reference for governance bodies within Zenith Trust

These Terms of Reference were approved by the Trust Board in July 2025, as a 'working document'.

The Trust Board has 4 sub-committees to oversee specific areas of its work. The members of these sub-committees are confirmed annually, are all Trustees and are listed on the Zenith Trust website.

The committees are:

Finance, Audit and Risk Committee
Pay Committee
Standards Committee
Local Governing Bodies

The Chair of the Finance, Audit, and Risk, Pay Committee, and Standards Committee are elected by the members of each committee on an annual basis. The Chair must be suitably experienced and/or qualified to undertake the task required – in the case of Finance, Audit, and Risk, ideally they must be financially qualified and experienced in the area of risk management.

In the absence of the Chair for any meeting, the members present elect a temporary replacement Chair from among those present.

Sub-committee meetings are attended by members of Zenith Trust's central team. Sub-committee meetings are clerked by the Trust's Governance Professional.

The Chair of each committee may direct or invite attendance at meetings by any individuals who may be deemed to provide helpful input to the content of the meeting.

Committee minutes are provided to the Trust Board within 10 working days of any meeting, and the Chair may also be required to provide a verbal or written report to the Trust Board.

Committees are authorised by the Trust Board to investigate any activity within their terms of reference. They are authorised to seek any information they require from any employee and all employees are directed to cooperate with any request made by committees. Committees are authorised by the Trust Board to obtain outside legal or other independent professional advice.

Terms of Reference

Members

Constitution

Member meetings are held generally four times a year. One of the meetings constitutes the formal Annual General Meeting (AGM) of the Trust.

Member meetings are chaired by a Member elected from within the group at each meeting. Member meetings are also attended by the CEO and Chair of the Trust.

Member meetings are quorate if the majority of Members are present. Any Member shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees, and by which all of those participating in the meeting are able to communicate with other participants. A Member participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

Minutes are provided to the Members within 10 working day of the meeting.

Powers and responsibilities

Our Members are the 'guardians' of the Trust and, in some ways, can also be viewed as the 'owners' of the Trust, although, unlike the owners of commercial companies, they do not, of course, take dividends from the Trust.

The rights of Members are set out in the Trust's Articles of Association. Their obligations are described in the DfE's Academy Trust Governance Guide 2025. They:

- are the subscribers to the Trust's memorandum of association (where they are founding members)
- may amend the articles of association subject to any restrictions in the articles, the funding agreement or charity law
- may, in certain circumstances, appoint new members or remove existing members
- have powers to appoint and remove Trustees in certain circumstances
- may, by special resolution, issue direction to the Trustees to take a specific action
- have power to change the name of the company and, ultimately, wind up the Trust.

Accordingly, the powers specifically retained by Members within Zenith Trust (and, therefore, not delegated at all) are:

- to change the name of the Academy Trust
- to change the Objects within the Articles of Association (which would require Charity Commission and Secretary of State consent)
- to change the structure of the Trust Board
- to amend the Articles of Association
- to pass a resolution to wind up the Academy Trust
- to appoint the auditors (save to the extent that the Trustees may make a casual appointment).

Terms of Reference

Trust Board

Accountability, expectations, and remit of the Trust Board

The Trust Board is accountable for the conduct and performance of the Trust (and, for the avoidance of doubt, for the conduct and performance of all the Trust's schools) to

- the students, parents/carers and communities served by our schools
- people employed by, or working in a voluntary capacity as part of, the Trust
- the Members of the Trust, as set out in the Articles of Association
- the Secretary of State for Education and the Education and Skills Funding Agency, as set out in the Trust's Master Funding Agreement
- various statutory and regulatory bodies, including compliance with the regulations of both company and charity law as set out in the Articles of Association.

The Trust Board must also comply with the requirements of the Trust's Articles of Association and Master Funding Agreement, both of which are available to view on Zenith Trust's website.

The Trust Board is responsible for the governance and oversight of the Trust as a whole and, specifically, for its established sub-committees (including LGBs) as well as for challenging and supporting the performance of the Central Team, led by the CEO.

The remit of the Trust Board is to:

- establish the vision, mission and values of the Trust
- ensure the business of the Trust is conducted solely in pursuit of the Objects set out in the Articles of Association
- safeguard the assets of the Trust
- ensure that financial controls and appropriate financial management is in place in accordance with the provision of the Academy Trust Handbook
- set and monitor overall performance objectives for the Trust, especially in regard to educational outcomes, safeguarding (including child on child), compliance, including H&S, and business operations
- establish and monitor the risks to the Trust and ensure that mitigating measures are put in place
- ensure that the CEO and Central Team has the capacity and skill to lead and manage the day-to-day operations of the Trust and is appropriately supported and challenged
- delegate authority for the day-to-day operation of the Trust to the CEO and, by extension, to the Central Team
- ensure that the Trust is led and managed in accordance with all applicable law
- Evaluate the Trust's overall performance via the DfE MAT Assurance Framework.

The Trust Board is expected to follow the seven Principles of Public Life (widely known as the 'Nolan Principles') in everything they do – these principles are selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

They must:

- act together and in person, and not delegate responsibility of the Trust to others
- act strictly in accordance with the Articles of Association
- act in the Trust's interests only and without regard to their own private interests
- manage the Trust's affairs prudently
- not take personal benefit from the Trust unless expressly authorised
- take proper professional advice on matters on which they are not themselves competent.

Composition and conduct of the Trust Board

The Trust Board must appoint an individual from among their number to act as Chair. The Chair provides leadership to the Trust Board and chairs Trust Board meetings. The Chair is also the primary point of contact between the Trust Board and the Central Team.

All Trustees have an equal voice in meetings and in any necessary voting procedures, although, as provided for in the Articles of Association, there may be times when the Chair is required to make a casting vote on some matters.

The Trust Board must assure itself that it has the right balance of skills to be able to carry out its duties, and regularly review those skills in order to establish where any gaps may lie. The Trust Board should also be mindful of succession planning and ensure that Trustees are able to gain a variety of experience by serving on the Board.

Trust Board has a link academy trustee for safeguarding/PREVENT: Nicky Everett.

Trustees are also Directors of the Trust as a company, and this is a personal office of responsibility and accountability, which cannot be transferred to another individual. However, Trustees may delegate the power to carry out certain elements of the Trust's governance and operations to others, while retaining personal accountability for these elements. The Trust Board must not delegate responsibility for any of the 'reserved matters' detailed below.

As well as being mindful of its legal accountabilities, the Trust Board must ensure that it has mechanisms in place to take account of the views of the Trust's key stakeholder within its decision making. This applies especially, but not exclusively, to the views of students, parents/carers and academy staff members.

The Trust Board, along with all those involved in the Trust's governance, must ensure that individuals avoid any situations in which they have (or could have) a conflict of interest. If such a circumstance arises, the individual must

- declare the nature and extent of any interest in any matter relating to the Trust
- avoid any conflict of interest between that interest and the interests of the Trust.

Trust Board meetings are attended by members of the Central Team as described at the start of this document. The Central Team lead for Trust Board meetings is the CEO.

Reserved matters

The powers specifically retained by the Trust Board within Zenith Trust are:

- to determine the overall educational character, mission or ethos of the Trust and its schools
- to adopt or alter the Terms of Reference of any sub-committee of the Trust Board
- to determine the Trust's plans for growth and investment, including the establishment of any trading companies deemed necessary
- to sell, purchase, mortgage or charge any land in which the Trust has an interest
- to approve the annual estimates of income and expenditure (budgets) and major projects
- to sign off the annual accounts
- to appoint or dismiss the CEO and the Company Secretary
- to do any other act which the Master Funding Agreement expressly reserves to the Trust Board
- to do any other act which the Articles of Association expressly reserve to the Trust Board
- to do any other act which the Trust Board determines to be a 'reserved matter'.
- to appoint the Chair of the LGB
- to identify a priority on which the Standards Committee needs to focus.

All Trustees will be subject to the following checks:

Enhanced DBS check
Right to work checks
Checks on individuals who have lived or worked outside the UK (only applicable for those that have lived or worked abroad in the last 5 years)
Section 128 Directions check

Trust Board meetings

The Trust Board meets six times a year. Trust Board meetings are quorate if a third of Trustees (rounded up to a whole number) are present. With our current membership of nine Trustees, this means the quorum is three. Trustees will normally serve a term of office of four years and can be-re-elected for further terms. Best practice in both the corporate and charity sectors is that no Trustee or Governor should serve more than two terms of office on one governing board.

Board minutes are provided to the Trust Board within 10 working days of any meeting.

Any Trustee shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees and by which all of those participating in the meeting are able to communicate with other participants. A Trustee participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

Terms of Reference

Finance, Audit and Risk Committee

Constitution

The Trust Board has established a committee to be known as the Finance, Audit and Risk Committee (FAR) (previously known as the Finance & Audit Committee).

The FAR committee meets 4 times a year.

The purpose of the FAR Committee is to assist the Board to ensure Trustees maintain robust oversight of the academy Trust and take full responsibility for its financial affairs, stewardship of assets and use of resources efficiently to maximise outcomes for students. The committee will oversee and approve the Trust's programme of internal scrutiny, ensure that risks are being addressed appropriate through internal scrutiny, and report to the Board on the adequacy of the Trust's internal control framework, including financial and non-financial controls and management of risks. However, overall responsibility for risk management, including ultimate oversight of the risk register, is retained by the Board of Trustees.

The Chair of the FAR committee is elected by the members of the FAR committee on an annual basis. In the absence of the Chair for any meeting, the members present elect a temporary replacement Chair from among those present. FAR meetings are attended by members of Central Team as detailed in the Trust's Approach to Governance. FAR meetings are clerked by the Trust's Governance Professional. The Central Team lead for FAR is the CEO.

The Chair of FAR committee may direct or invite attendance at meetings by any individuals who may be deemed to provide helpful input to the content of the meeting.

There are 4 Trustees on the FAR Committee. Meetings of the FAR committee are quorate if 3 Trustees are present. Where a vote is necessary, each member of the FAR committee has one vote and the Chair may use a casting vote where a vote is split evenly.

FAR minutes are provided to the Trust Board within 10 days of any meeting, and the Chair of FAR may also be required to provide a verbal or written report to the Trust Board.

FAR committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the FAR committee. FAR committee is authorised by the Trust Board to obtain outside legal or other independent professional advice.

Any FAR member shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees and by which all of those participating in the meeting are able to communicate with other participants. A FAR member participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

Powers and responsibilities delegated to FAR Committee

FAR will take action as follows:

1. FAR will determine:
    a. the key areas of risk to the Trust, in consultation with the CEO/CFO– these may be strategic, compliance-related, financial, operational or reputational
    b. a recommendation annually to Members for the appointment of external auditors
    c. the appointment, focus and scope of internal audit activity
    d. the impact of any external or internal audit findings on the rights of the Trust
    e. any non-executive actions required as a result of the findings of external and internal audit processes (this may involve consultations with auditors without CFO /CEO presence)
    f. the Trust's strategic approach to growth and income generation
    g. the appointment of the Trust's Chief Financial Officer.

2. FAR will present to the Trust Board for approval:
    a. policies which it has reviewed in relation health and safety, risk management and conflicts of interest
    b. the annual budget which it has reviewed and regular reports on financial performance and the impact of resource deployment
    c. policies which it has reviewed in relation to procurement and growth and investment.

3. FAR will approve:
    a. the annual financial statements on behalf of the Trust Board
    b. policies on behalf of the Trust Board in relation to Freedom of Information and complaints
    c. other finance and resource related policies on behalf of the Trust Board
    d. policies in relation to data protection.

FAR will hold the executive to account as follows:

1. FAR will ensure:
    a. the Trust has a robust approach to risk management which informs strategic planning and operational decision making
    b. the Trust has an internal and external audit and scrutiny regime which is compliant with statutory requirements and which drives performance improvements
    c. the Trust has a thorough approach to due diligence in regard to growth or to any other activity it proposes to undertake
    d. the Trust is legally compliant in regard to key areas of risk, including (but not limited to) safeguarding, health and safety, data protection, and information sharing
    e. the Trust has a robust approach to business contingency planning and crisis management
    f. the Trust has an open, transparent and ethical culture which enables it to learn from mistakes
    g. the Trust maintains adequate insurance and indemnity for appropriate individuals

h. there is a financial and resource management strategy which will enable the Trust to deliver its strategic objectives
i. the Trust's financial and resource operations are compliant with statutory requirements (such as those in the Academy Trust Handbook) and appropriate financial controls and procedures are put in place
j. there are plans for financial sustainability, growth and ongoing improvement which have been prepared on a financially reasonable basis (using appropriate and realistic assumptions), reviewed for appropriateness and stress/scenario tested
k. the deployment of both funding and resources delivers an appropriate return on investment (financially and educationally) for the taxpayer.

2. FAR will scrutinise:
    a. the Trust's risk register along with procedures and controls for managing risk
    b. activity and impact reports in regard to key areas of risk, including (but not limited to) safeguarding, health and safety, data protection, cybersecurity, educational trips and visits and formal complaints
    c. the extent to which risk management is embedded across all parts of the Trust (including within governance and individual schools)
    d. the planning for, and execution of, internal and external audits
    e. the response to internal and external audit findings, including the external auditors' management letter
    f. the approach to due diligence in regard to new business
    g. the Trust's internal control systems to ensure that the are fit for purpose and operating in accordance with the internal financial regulations and procedures
    h. the Trust's processes in regard to business contingency planning and crisis management
    i. the operational and educational budget and funding models to ensure they support the strategic plan of the Trust, deliver a balanced budget and are in line with agreed key performance targets
    j. in-year financial performance at Trust and school level
    k. the budget, planning, delivery and impact of all capital (estates and IT) expenditure
    l. the management of working capital and cash flow; including the repayment of any required ESFA GAG advances
    m. the annual three-year plan to restore revenue reserves to an agreed level.
    n. plans and projects which deviate from agreed budgets in advance of their commissioning
    o. procurement activity (including strategy) and the efficiency and financial impact of external contracts
    p. the income generation activity (including strategy) and the efficiency and effectiveness of the activities to generate additional income (income achieved vs cost of chasing addition income)
    q. the efficient and impactful deployment and management of the Trust's human resources
    r. the Trust's asset and estates management strategy (including the asset inspection regime)
    s. the Trust's approach to its environmental responsibilities
    t. The new schools' improvement fund.

Terms of Reference

Trust Board – Pay Committee (PC)

Constitution

The Trust Board has established a committee to be known as the Pay Committee (PC).

PC meets as and when required.

The purpose of PC is to scrutinise the Trust's approach to managing the performance of its people on behalf of the Trust Board and to hold the Central Team to account for ensuring that appropriate procedures are in place for remuneration, performance management, wellbeing and professional development. It does this by rigorously interrogating people-related policies and plans and by monitoring performance against those plans. The work of PC will be visible and transparent to the Trust Board as a whole.

The Chair of PC is elected by the members of PC on an annual basis. In the absence of the Chair for any meeting, the members present elect a temporary replacement Chair from among those present. PC meetings are attended by members of Central Team as detailed in the Trust's Approach to Governance. PC meetings are clerked by the Trust's Governance Professional. The Central Team lead for PC is the CEO.

Any PC member shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees and by which all of those participating in the meeting are able to communicate with other participants. A PC member participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

The Chair of PC may direct or invite attendance at meetings by any individuals who may be deemed to provide helpful input to the content of the meeting.

There are 4 Trustees on the PC. Meetings of the PC are quorate if 3 Trustees are present. Where a vote is necessary, each member of PC has one vote and the Chair may use a casting vote where a vote is split evenly.

PC minutes are provided to the Trust Board within 10 days of any meeting, and the Chair of PC may also be required to provide a verbal or written report to the Trust Board.

PC is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by PC. PC is authorised by the Trust Board to obtain outside legal or other independent professional advice.

Powers and responsibilities delegated to PC

The following remit for PC is agreed:

- In regard to Trust-wide human resources
  - To establish a vision for the Trust's approach to the recruitment, reward and retention of all its people, including staff and those who work in a voluntary capacity
  - To receive and approve the Trust-wide pay policy and strategy
  - To receive and scrutinise reports from the Central Team in regard to pay awards across the Trust
  - To monitor the impact of pay on the Trust's financial and educational performance and to make recommendations for any urgent or long-term changes
  - To receive and consider for recommendation to the Trust Board any proposals for pay awards which fall outside the scope of the pay policy.
  - To approve the following policies:
    - Capability
    - Early Careers Teachers
    - Staff conduct/discipline/dismissal/grievance
    - Equality, diversity and inclusion
    - Flexible working
    - Leave of absence
    - Probation
    - Recruitment
    - Restructure and redundancy
    - Sickness absence
    - Menopause
    - Performance Management (support and teaching staff)
- In regard to Trust-wide performance management:
  - To approve the Trust-wide performance management strategy
  - To delegate to LGBs to check processes are robust and followed in relation to Headteacher approval of support and teaching staff pay
  - To delegate to LGBs to check processes are robust and followed, as well as approving SLT pay as recommended by the Headteacher
  - To receive and scrutinise reports from the Central Team regarding the impact of senior performance management processes
  - To receive and scrutinise reports from the Central Team regarding the impact of other performance management procedures.
- In regard to executive pay:
  - To establish a framework for executive pay, performance management and reward which is in line with the Trust's values and Objects
  - To make a recommendation to the Trust Board, in accordance with the Academy Trust Handbook guidance, in regard to the pay of the CEO and other members of the Central Team that PC deems appropriate
  - To receive, assess and recommend to the Trust Board (or not) any decisions in regard to pay bonuses within the scope of the pay policy.
- In regard to policies which impact upon pay and performance:
  - To approve such policies as may be deemed necessary by the CEO.
- In regard to specific areas of activity
  - To constitute an appropriate panel when required within the framework of the Trust's approach to dispute resolution or complaints

- To monitor the work and impact of the Trust in the area of organisational and professional development
- To monitor the work and impact of the Trust in regard to industrial relations.

Terms of Reference

Trust Board –Standards Committee

Constitution

The Trust Board has established a committee to be known as the Standards Committee.

Standards Committee meets 4 times a year.

The purpose of Standards Committee is to monitor and review the progress and attainment of specific groups of pupils including those in receipt of pupil premium funding, students with SEND, and disadvantaged students.

The Chair of the Standards Committee is elected by the members of the committee on an annual basis. In the absence of the Chair for any meeting, the members present elect a temporary replacement Chair from among those present. Standards Committee meetings are attended by members of Central Team as detailed in the Trust's Approach to Governance. Standards Committee meetings are clerked by the Trust's Governance Professional. The Central Team lead for the Standards Committee is the CEO.

The Chair of the Standards Committee may direct or invite attendance at meetings by any individuals, who may be deemed to provide helpful input to the content of the meeting.

There are 4 Trustees on the Standards Committee, ideally one of which should be a Trustee with school leadership expertise and one with safeguarding expertise. The Trust's Deputy Headteacher in charge of data, or equivalent, will also attend these meetings. Meetings of the Standards Committee are quorate if 3 Trustees are present. Where a vote is necessary, each member of the Standards Committee has one vote and the Chair may use a casting vote where a vote is split evenly.

Any member of the Standards Committee shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees, and by which all of those participating in the meeting are able to communicate with other participants. A member of the Standards Committee participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

Standards Committee minutes are provided to the Trust Board within 10 days of any meeting, and the Chair of the Standards Committee may also be required to provide a verbal or written report to the Trust Board.

Standards Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Standards Committee. The Standards Committee is authorised by the Trust Board to obtain outside legal or other independent professional advice.

Powers and responsibilities delegated to the Standards Committee

The following remit for the Standards Committee is agreed:

1. To monitor and evaluate:
   i. The educational performance of our schools, by regularly reviewing the data dashboard, school logs as required, and the IDSR
   ii. The quality of teaching and learning in our schools
   iii. The performance of our schools against targets

2. To review and challenge rates of progress and standards of achievement by pupils/students, including any underachieving groups

3. To review safeguarding and pastoral care provision, including:
   i. child on child, sexual violence and harassment, bullying and equalities (racist, homophobic) metrics
   ii. suspensions/exclusions (including repeat offenders)
   iii. attendance/persistent absence

4. To ensure the Trust schools meet statutory requirements in relation to the curriculum offer and other curriculum issues such as SMSC, British Values, and RSE. Overall curriculum intent and implementation will also be considered.

5. To have specific oversight of the arrangements for SEND and inclusion in our schools

6. To review and take appropriate action on key performance indicators and areas of risk that are the responsibility of this committee

7. To receive progress reports on the implementation of post-Ofsted action plans and any other formal evaluation reports related to the quality of teaching and learning or overall provision across the Trust, to further inform and develop the Trust's Improvement Plan

8. To monitor the provision and effectiveness of the CPD opportunities provided by the Trust

9. The Trust Board is able to identify a priority on which the Standards Committee needs to focus

Terms of Reference

Local Governing Bodies (LGBs)

Constitution

The Trust Board has established committees to be known as Local Governing Body (LGB). Unlike many Trusts, Zenith believes in local accountability and being responsive to the local communities. There is a LGB for each school within the Trust, although the Trust is also ultimately responsible for governance.

Each school has its own LGB, with membership recruited from among those who wish to serve the community. Its membership is an opportunity to ensure that a broad range of skills, as well as external business and community contacts, are able to support the governance of the school. The annual skills audit is a vital part of this process.

The Chair is appointed by the Trust Board. The Vice Chair is elected from among its membership annually by way of a secret ballot. See Appendices G-J.

In June each year the Clerk to the Trust Board will email all Governors asking them to submit written or self-nominations if they would like to be considered for the position of Chair of the Local Governing Body for term of one year for the following academic year. This ensures that every member of the Local Governing Body is fully aware of the impending election and has an equal chance to stand.

All nominations will be forwarded to the Chair of the Trust to consider who to appoint, and who will liaise with Trustees as appropriate. The Trust is committed to safeguarding and promoting the welfare of children and young people. Governors are expected to behave in such a way that supports this commitment. To this end, all Governors will be subject to relevant employment checks, in-line with safer recruitment.

Each LGB includes up to 9 members, of whom two are parents/carers of current school students and one is a member of the school's staff.

Details of all members are submitted to the Trust Board for information. LGB members may serve up to a four-year term of office and can be-re-elected for further terms. LGB meetings are attended by the Headteacher and any other member of staff required to give a presentation as and when required. These presentations will appear first on the agendas. LGB meetings may, on occasion, also be attended by members of the Trust Board to aid Trust-wide communication. The LGB are constituted as formal sub-committees of the Trust Board and each LGB meet 6 times a year.

LGBs will follow the Trust's new annual LGB meeting planner.

Each LGB appoints from among its number a lead member with responsibility for the following areas, who would be expected to develop expertise in the area they are responsible for as well as leading LGB activity. Other areas can be added as required, however numbers 1-3 are obligatory:

1. Safeguarding (statutory)
2. Special Education Needs and Disabilities
3. Careers Education
4. Health and Safety
5. Pupil premium
6. Community Engagement
7. Pupil/learner wellbeing and personal development
8. Finance

The Chair of the LGB may direct or invite attendance at meetings by any individuals, who may be deemed to provide helpful input to the content of the meeting.

Meetings of the LGB are quorate if the majority of the LGB members are present. Where a vote is necessary, each member of the LGB has one vote and the Chair may use a casting vote where a vote is evenly split.

Any Governor shall be able to participate in meetings by telephone or any suitable electronic means agreed by the Trustees and by which all of those participating in the meeting are able to communicate with other participants. A Governor participating by telephone and other communication shall be deemed to be present in person at the meeting and shall be counted as quorum and entitled to vote. Please refer to our Articles of Association for more information.

LGB minutes are provided to members of the LGB 10 working days of the meeting.

Powers and responsibilities delegated to the Local Governing Body

LGBs are important in the Trust's approach to governance in the following ways. They are:

- Responsible for providing assurance to the Board of Trustees (and to external bodies such as Ofsted) that local decisions about the curriculum, finance and business operations have been scrutinised with an eye on the impact they will have on the community served by the school, and assurance that Trust wide and statutory policies are being followed
- Accountable for the decisions made in support of the Headteacher as part of a panel within parameters of our policies on complaints, exclusions, admissions appeals and staff discipline. Terms of reference for staff discipline, staff discipline appeals and student discipline are attached at Appendices D, E, and F. Schools will follow the Trust wide policy on complaints
- Responsible for ensuring admission appeals are heard by an independent panel and arranged by the individual school

- Responsible for supporting the ambitions of the Trust more broadly, for example by engaging with collaborative development or quality assurance activities or supporting the process, whereby decisions effecting the school (such as the appointment of a new Headteacher) are made
- Charged with engaging fully with our communities and championing the Trust and each school as their 'heartbeat', developing work that will support positive attitudes to learning among future students, parents/carers and others, and bringing the outside world into the classroom through the use of their own professional networks.

The function of the LGB is to hold the school to account.

As a consequence the following remit is agreed for LGBs:

- **In regard to strategy and governance:**
  - To oversee the school's understanding and implementation of the Trust's vision, mission and values
  - To contribute to thinking on further developing the Trust's overarching strategy based on the experience of the school
  - To receive and scrutinise assurance from the Headteacher that the day to day operation of the school is compliant with a range of legislative and statutory requirements
  - To play an active part in the Trust-wide governance development activity
  - To undertake an annual review of governance (CoG to feedback on what has gone well/areas to improve of governance) and future training needs.
- **In regard to safeguarding:**
  - To ensure that trust-wide safeguarding policies and procedures are adhered to and that the single central record is completed and checked termly
  - To receive and scrutinise reports from the Headteacher in regard to safeguarding (including child on child), and to contribute to the Trust's understanding of its work in this area.
- **In regard to educational performance:**
  - To understand the school's targets as they apply to educational performance and to monitor these
  - To hold leaders to account in regard to performance (including aspects such as attendance and behaviour, with reference to school logs and the data dashboard). Provision for those with Special Educational Needs and on the performance of different groups of students e.g PPG should be scrutinised
  - To provide an assessment of progress against the school's improvement plan to the Trust Board via the minutes of the meeting
  - To play an active role in external (such as Ofsted) and internal QA process, by maintaining and demonstrating the degree of knowledge and understanding of the school that is required.
- **In regard to finance and resources:**
  - To receive the school's annual education budget and to monitor its impact, for example by receiving and scrutinising reports from the Headteacher
  - To receive and scrutinise reports from the Headteacher in regard to the use and impact of pupil premium funding and to contribute to the Trust-wide view of the effective use of this funding.
- **In regard to risk management:**
  - To ensure that the Trust-wide approach to risk identification and management is adopted within the school
  - To monitor the school's risk register on a termly basis and to report to the Trust Board on areas of concern
  - To receive and scrutinise termly reports on health and safety related matters and ensure that Trust Board are aware of any concerns.

- **In regard to policies:**
  - To receive and adopt Trust wide policies and to support the Headteacher with the determination of localised policies and content sanctioned within the Trust's policy framework under the scheme of delegation
  - To contribute to the development of Trust-wide policies by providing input and scrutiny as required.
- **In regard to personal and community development:**
  - To ensure that the school has adequate mechanisms in place for gathering the views of students, parents/carers and staff (including via any complaints received) and to receive and scrutinise reports about these views, ensuring that Trust Board is made aware of any commonly occurring themes
  - To undertake any 'deep dives' deemed necessary for the LGB to have a better understanding of the work of the school and to ensure that any lessons learned from these are reported to the LGB via the minutes of the meeting
  - To explore ways in which external networks might enrich the experience of students
  - To champion the school within the local community and to seek to establish ways in which the school might enhance its community engagement strategy in liaison with the Headteacher.
- **In regard to specific issues:**
  - To support the Headteacher by leading any necessary local consultations in regard to admission arrangements, hearing admission appeals if required and promoting the recruitment of new students
  - To support the Headteacher by hearing exclusion appeals and investigating complaints as specified in the Trust's exclusions and complaints policies
  - To support the Headteacher in the ways defined within other Trust policies, such as staff disciplinary matters
  - To ensure that the school maintains a register of fixed assets and that the trust board is made aware of any proposed changes to the school's fixed assets
  - To support the Trust CEO in regard to the appointment of the Headteacher, and if required, Deputy Headteachers
  - To undertake the Headteacher's annual performance management review.

Terms of Reference

Local Advisory Groups (LAGs)

If a school within Zenith Trust falls into an Ofsted category, or could be in breach of its funding agreement with the ESFA for any other reason, Trustees will consider whether to convert the Local Governing Body to a Local Advisory Group, as part of the school improvement recovery process.

The LAG will exercise many of the same functions of a LGB, although it is not an Interim Executive Board (IEB) as its members will be determined by the Trust, in order to best facilitate a rapid and effective response.

At the point at which the LAG is created, the LGB will be dissolved and reconstituted. Membership will be intentionally smaller, usually five, to ensure swift decision making and the ability to meet monthly and still be quorate. The LAG should still include one Parent Governor to maintain local community representation. In determining the five members, the Trust Board will look at the needs of the school, the current skills offered and any gaps in experience. The Trust Board will also appoint the Chair. The LAG will meet monthly.

In addition to the monthly meetings, the Chair of the LAG will meet with the Headteacher on a weekly basis in order to ensure swift improvements are made and accountability.

In addition to the usual LGB standard agendas and weekly meetings with the Headteacher, the LAG meetings should always reference the school recovery plan as part of the agenda.

Once it is deemed that the school no longer requires this additional support, for example an Ofsted upgrade or approval from the ESFA, the Trust Board will ratify the decision to reconstitute the LAG as a LGB. Any vacancies then ensuing will be filled in the normal way as per the LGB and noted in this document.

Appendix D

Terms of Reference

Staff Discipline Committee (Statutory Committee)

Membership

Any available Governor excluding Headteacher and staff Governors.

Quorum

The quorum of the committee will be 3 Governors.

Frequency of Meetings

The committee will meet as required.

Clerking Arrangements:

Clerk to the LGB

Functions

Considers any recommendation for sanctions up to and including the termination of employment of any member of staff of the school.

Terms of Reference and Delegated Powers:

1. To act in accordance with the School Government Regulations, the Terms of Reference Regulations and other legislation affecting the conduct and responsibilities of the LGB
2. To appoint a Chair at each meeting
3. To consider the termination of employment of any member of staff of the school, with the exception of the Headteacher
4. To advise the LGB of decisions taken by providing at LGB meetings, for information, a statement of any decisions taken.

Appendix E

Terms of Reference

Staff Discipline Appeals Committee (Statutory Committee)

Membership

Any available Governor but no fewer than the first discipline committee, excluding Headteacher or staff Governors. Not to include any Governors involved in the first committee.

Quorum

The quorum of the committee will be 3 Governors.

Frequency of Meetings

The committee will meet as and when required.

Clerking Arrangements:

Clerk to the LGB.

Functions

Considers any appeals against decisions by the staff discipline committee.

Terms of Reference and Delegated Powers:

1. To act in accordance with the School Government Regulations, the Terms of Reference Regulations and other legislation affecting the conduct and responsibilities of the LGB
2. To appoint a Chair at each meeting
3. To consider appeals against decisions of the staff discipline committee
4. To advise the LGB of decisions taken by providing at LGB meetings, for information, a statement of any decisions taken.

Appendix F

Terms of Reference

Student Discipline Committee (Statutory Committee)

Membership

Any members of the LGB excluding Staff Governors and any parent/carer on the LGB with a child in the same year group as the student concerned.

N.B. Any Governor previously involved in the case being considered must not take part in the meeting.

Quorum

The quorum of the committee will be 3 Governors.

Frequency of Meetings

The committee will meet as required.

Clerking Arrangements:

Clerk to the LGB.

Functions

Consider any decision of the Headteacher to permanently exclude a student from the school. It also considers the temporary exclusion of a student after a prescribed number of days (either consecutive or cumulative) in any one term, and any representations made by the parent/carer of a student excluded temporarily.

Terms of Reference and Delegated Powers

1. To act in accordance with legislation affecting the conduct and responsibilities of the LGB
2. To appoint a Chair at each meeting
3. To consider the exclusion, by the Headteacher of a student from the school
4. To advise the LGB of decisions taken by providing at LGB meetings, for information, a statement of any decisions taken.

Appendix G

Electing Chair of Local Governing Body

As stated in paragraph 101 and 101a of the Trust's Articles of Association, the Trust Board constitution and membership shall be determined by Trustees.

In June each year the Clerk to the Trust Board will email all Governors asking them to submit written or self-nominations (please use Appendix H) if they would like to be considered for the position of Chair of the Local Governing Body for term of one year for the following academic year. This ensures that every member of the Local Governing Body is fully aware of the impending election and has an equal chance to stand.

All Governors should be provided with the job description for a Chair/Vice Chair of Governors to help them make an informed decision as to whether they are suitable for the role. Attached at Appendix I.

All nominations will be forwarded to the Chair of the Trust to consider who to appoint and who will liaise with Trustees as appropriate.

The outcome of this process will be advised via email to the current Chair of Governors, the successful candidate and the Clerk prior to the first meeting in the new academic year. It will be for the current Chair of Governors to share this information with their Governing Body.

Electing Vice Chair of Local Governing Body

Those standing should all be given the opportunity to submit a statement in support of their candidacy, but also to speak about their candidacy at the meeting so that the other Governors can make an informed decision. It may be sensible to place a time limit on such speeches.

The procedure below will apply any time there is a vacancy for Vice Chair, if not at the June meeting of the Local Governing Body.

<u>Procedure for schools for the election of Vice Chair</u>

1. The Local Governing Body will elect a Vice-Chair from its number when either the Vice Chair term of office has ended or they have resigned the position.

2. The Clerk to the Governors shall give Governors at least three weeks' notice prior to the meeting requesting written nominations. All Governors should be provided with the job description for a Vice Chair of Governors to help them make an informed decision as to whether they are suitable for the role. Attached at Appendix I.

3. Written nominations should be submitted to the Clerk to the Local Governing Body two weeks before the election. The Clerk should share these with Governors, who are not nominating to review prior to the meeting where the vice chair will be elected.

4. Candidates may submit up to 250 words in support of their nomination. The nomination form is attached at Appendix H. Nominations on the day will only be accepted where no written nominations have been received prior to the meeting. Governors who are employed at the school as a teacher or as another member of the school's staff **cannot** stand for election. Governors may self-nominate, but if you are nominating another Governor please seek their approval prior to submitting the nomination.

5. The Clerk will act as Chair during the election of the Vice Chair and **will** ensure the meeting is quorate. Each nominated Governor will be invited to speak to the Local Governing Body setting out their reasons for standing. Candidates will be limited to **three** minutes. All candidates **must** leave the room while a discussion and vote takes place. This will be the case even if there is a single nomination.

6. A vote by secret ballot will be held, even if there is only one nomination. Attached Appendix J.

7. If there is only one nomination and a Governor does not wish to vote for that candidate they should abstain from completing a ballot paper.

8. All candidates will be invited back into the room.

9. The Clerk will count the votes and announce who has been elected as Vice Chair.

10. In the event of a tie, the Local Governing Body will re-run the ballot. If it remains a tie, the tied candidates will draw lots.

11. The Governors may reject all nominees for Vice Chair if they choose. If no candidate has the support of the majority of the Local Governing Body, another candidate will be sought from the floor. If this candidate does not receive majority support election procedure will be repeated at the next meeting.

Appendix H

Nomination Form

Election of Chair/Vice Chair* of Governors

Please enter IN BLOCK LETTERS the name and address of the person being nominated for Chair/Vice Chair*:

Name: _____

Address: _____

_____

_____

Signature: _____

Personal statement (maximum 250 words)

I wish to submit my nomination for the position of Chair/Vice Chair* of Governor.

I confirm that I am not disqualified from holding office for any of the reasons set out above and that I am prepared to undertake an Enhanced DBS and Right to Work in the UK check.

Signature: _____

Date: _____

Please return this form to: the Trust's Governance Professional if this is a nomination for a Chair or the Clerk to the Local Governing Body if this is a nomination for Vice Chair:

Mrs Claire Day
Zenith Multi Academy Trust
c/o The King John School
Shipwrights Drive
Benfleet
Essex
SS7 1RQ
claireday@zmat.co.uk

Sherry Waring
Sherry.waring@junipereducation.org
The James Hornsby School

Carole Mann
Carole.mann@junipereducation.org
The King John School
Castle View School
Laindon Park Primary School & Nursery

Sherry Waring
Sherry.waring@junipereducation.org
Castledon School

* Delete as applicable

Appendix I

The role of the Chair and Vice of Governors

Effective governance is based on six key features:

- **Strategic leadership** that sets and champions vision, ethos and strategy
- **Accountability** that drives up educational standards and financial performance
- **People** with the right skills, experience, qualities and capacity
- **Structures** that enforce clearly defined roles and responsibilities
- **Compliance** with statutory and contractual requirements
- **Evaluation** to monitor and improve the quality and impact of governance.

Being a Chair of Governors is a key role in the leadership and management of schools. To be effective, you need a good understanding of the role and its responsibilities so that your school gains maximum benefit from the work that you do.

The role of the Vice Chair must be someone that can step up to the role of Chair immediately so this job description applies to this role too.

An effective Chair/Vice Chair of Governors:

- works with the Headteacher to promote and maintain high standards of educational achievement
- ensures that the Local Governing Body sets a clear vision, ethos and strategic direction for the school
- with the Local Governing Body holds the Headteacher to account for the educational performance of the school and its students, and for the performance management of staff
- ensures oversight of the financial performance of the school and effective use of the schools' resources, and compliance.

The key roles of the Chair/Vice Chair, outlined below, are explored in the following pages:

- **Leading effective governance**: giving the Local Governing Body a clear lead and direction, ensuring that the Governors work as an effective team and understand their accountability and the part they play in the strategic leadership of the school and in driving school improvement.

- **Building the team**: attracting Governors with the necessary skills and ensuring that tasks are delegated across the Local Governing Body so that all members contribute, and feel that their individual skills, knowledge and experience are well used. Overall workload is shared.

- **Relationship with the Headteacher**: being a critical friend by offering support, challenge and encouragement, holding the Headteacher to account and ensuring the Headteacher's performance management is rigorous and robust; a good comparison is with the role of the Chair of the Trust Board, who works with the Chief Executive Officer, but does not run day-to-day operations.

- **Improving your school**: ensur*i*ng school improvement is the focus of all policy and strategy and that Governor scrutiny, monitoring and challenge reflect school improvement priorities.

- **Leading the business**: ensuring that statutory requirements and regulations are met, that the school provides value for money in its use of resources and that Local Governing Body business is conducted efficiently and effectively.

The Chair/Vice chair plays a crucial role in setting the culture of the Local Governing Body, is first among equals, but has no individual power – authority rests with the local Governing Body as a whole. The Local Governing Body is a sub-committee of the Trust Board who are ultimately responsible for governance. On occasions, the Chair/Vice Chair may need to take Chair/Vice Chair's action in an emergency, but any such action must be reported to the whole Local Governing Body as soon as possible.

Managing your time effectively is important to ensure you have the capacity to do what the Chair/Vice Chair alone, needs to do. Generally being Chair/Vice Chair should take up no more than 20 days a year, equal to about half a day for each week of term-time. Take time, with the Headteacher and Governors, to set priorities and focus your work on these.

APPENDIX J

BALLOT PAPER

INSERT NAME OF SCHOOL

ELECTION OF VICE CHAIR OF GOVERNORS

Candidate	Mark an 'X' to indicate your vote
INSERT NAME OF GOVERNOR	
INSERT NAME OF GOVERNOR	
INSERT NAME OF GOVERNOR	
INSERT NAME OF GOVERNOR	
INSERT NAME OF GOVERNOR	
ADD MORE ROWS IF NECESSARY	

APPENDIX K

ZENITH MULTI ACADEMY TRUST

Scheme of Delegation 25/26

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
1.	STRATEGY AND GOVERNANCE									
1.1	Articles of Association	A	P							
1.2	Appoint Members	A	I						P	
1.3	Remove Members	A	I						P/R	
1.4	Appoint Trustees	A	R						P	
1.5	Remove Trustees	A	P						R	
1.6	Appoint Chair/Vice Chair of Trust Board	I	A				I	I	I	
1.7	Remove Chair/Vice Chair of Trust Board	I	A				I	I	I	
1.8	Appoint/remove LGB chairs		A				P	I	I	
1.9	Appoint/remove Vice chair of LGB						A/P	I	I	
1.10	Appoint/remove LGB members		A				R	I	P	
1.11	Appoint/remove Clerk to Trust Board		A						P/R	
1.12	Appoint/remove Clerk to LGB		A				I	I	P/R	
1.13	Appoint CFO		I		A				P/R	
1.14	CEO appointment	I	A							
1.15	Trust Board Terms of Reference	I	A						P/R	
1.16	Trust Board committees terms of reference		A						P/R	
1.17	LGB terms of reference		A				I	I	P/R	
1.18	Scheme of Delegation	I	A				I	I	P/R	
1.19	Establish Board Committees		A						P/R	
1.20	Establish Local Governing Body working groups						A	P/R	I	
1.21	Admission of new academies/schools	I	A				I	I	P/R	
1.22	Entering/withdrawing from formal partnerships		A						P/R	
1.23	Acquisition of legal entities		A						R	P
1.24	New funding arrangements		A		R				I	P
1.25	New leases and legal agreements		A		R				I	P
1.26	Disaster recovery plan		A		R				I	P
1.27	Establish brand guidelines		A					I	P/R	
1.28	Chair (of the Trust) Action		I							
1.29	School ethos/values		A				R	P	I	
1.30	Trust ethos/values	I	A				I	I	P/R	
1.31	Dissolve the Trust (in consultation with DfE)	A	I							

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
2.	STATUTORY DFE/ESFA POLICIES									
2.1	Accessibility plan policy						A	P/R	I	
2.2	Admission arrangements/policy		A				R	P	I	
2.3	Attendance policy		A						P/R	
2.4	Behaviour in Schools Policy						A	P/R	I	
2.5	Capability of Staff (teachers and associate staff) Policy			A				I	P/R	
2.6	Careers guidance policy						A	P/R	I	
2.7	Charging and remission policy (schools)						A	P/R	I	
2.8	Charging and remission policy (Trust)				A				R	P
2.9	Child protection & safeguarding policy		A				I	I	P/R	
2.10	Children with health needs that cannot attend school policy		A				I	I	P/R	
2.11	Complaints policy				A		I	I	P/R	
2.12	Data protection policy				A		I	I	P/R	
2.13	Designated teacher for looked after and previously looked after children policy						A	P/R	I	
2.14	Early Careers Teachers policy			A				I	P/R	
2.15	Early years foundation policy						A	P/R	I	
2.16	Equality information objectives (schools)						A	P/R	I	
2.17	Equality information objectives (Trust)		A					I	P/R	
2.18	Exclusions						A	P/R	I	
2.19	First Aid in Schools policy						A	P/R	I	I
2.20	Gifts and Hospitality policy				A		I	I	R	P
2.21	Health and safety policy		A		R		I	I	P	P
2.22	Investment Policy				A				R	P
2.23	Premises management documents						A	P/R	I	I
2.24	Procedures for dealing with allegations of abuse against staff policy		A				I	I	P/R	
2.25	Protection of biometric information policy				A		I	I	P/R	
2.26	Register of business interests of headteacher and governors (live document maintained by clerk to governing body)									
2.27	Register of business interests of CEO, Trustees, and Members (live document, maintained by Trust's governance professional)									
2.28	Register of pupils admission to school & attendance						I	A		
2.29	Relationships Education (primary) & Relationships and Sex Education (secondary) policy					I	A	P/R	I	
2.30	School information published on website (live)						I	P/R	I	
2.31	Single Central Record & Recruitment & vetting (live document)		I				I	P/R	I	
2.32	Special educational needs and disability policy					I	A	P/R	I	
2.33	Staff conduct policy (procedures for addressing)			A			I		P/R	
2.34	Staff discipline policy (procedures for addressing)			A			I	I	P/R	
2.35	Staff grievance policy (procedures for addressing)			A			I	I	P/R	
2.36	Supporting children with medical conditions policy		A				I	I	P/R	
2.37	Tendering policy				A		I	I	R	P
2.38	Trustee & Governors Visits & Allowances Policy		A				I	I	R	P

Highlight indicates standardised Trust wide policy

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
3.	NON-STATUTORY POLICIES (ANY POLICIES NOT LISTED WILL BE FOR LGB TO APPROVE)									
3.1	Acceptable Use Policy				A				P/R	
3.2	Alternative Provision Policy				A			I	P/R	I
3.3	Anti-Bullying Policy					I	A	P/R	I	
3.4	Asbestos		I		A		I	I	P/R	
3.5	Business Continuity Plan (Trust)		A					I	R	P
3.6	Child on Child Abuse Policy (Sexual Violence & Sexual Harassment Policy)	I	A				I	I	P/R	
3.7	Collective Worship Policy						A	P/R	I	
3.8	Curriculum Policy (schools)						A	P/R	I	
3.9	Cyber Incident Response Plan (internal use only)		A					I	P/R	I
3.10	Cyber Security Policy		A					I	P/R	I
3.11	Data Breach Policy (previously called Security Incidents Policy)				A			I	P/R	I
3.12	Data Breach (procedures for handling)				A			I	P/R	I
3.13	Data Handling Policy				A			I	P/R	I
3.14	Display Screen Equipment Policy				A			I	P/R	
3.15	Drugs		A					I	P/R	
3.16	Environmental Sustainability Policy				A			I	R	P
3.17	Equality and Diversity in Employment Policy			A				I	P/R	
3.18	Estates Strategy		I		A		I	I	P/R	
3.19	Financial Regulations				A			I	R	P
3.20	Financial Reserves Policy				A			I	R	P
3.21	Fixed Assets Policy				A			I	R	P
3.22	Flexible Working Policy			A				I	P/R	
3.23	Freedom of Information Policy & Publication Scheme				A				P/R	I
3.24	Generative AI (Data Protection)				A				P/R	
3.25	Handling Subject Access Requests Policy		A					I	P/R	I
3.26	Home School Agreement						A	P/R	I	
3.27	Home Visits Policy		A				I	P/R	I	
3.28	IT Credentials Management Policy				A			I	P/R	I
3.29	Leave of Absence Policy		A	A				I	P/R	
3.30	Lettings Policy						A	P/R	I	I
3.31	Menopause Policy			A					P/R	
3.32	Mental Health & Well-Being Policy (staff)		A					I	P/R	
3.33	Online Safety Policy		A				I	I	P/R	
3.34	Parental Code of Conduct		A				I	I	P/R	
3.35	Performance Management Policy (support staff)			A			I	I	P/R	
3.36	Performance Management Policy (teachers)			A			I	I	P/R	
3.37	Personal Data Minimisation Policy				A			I	P/R	I
3.38	Portable Storage Device Policy				A			I	P/R	I
3.39	Probation Procedure/Policy			A				I	P/R	
3.40	Pupil Premium Plan					I	A	P/R	I	
3.41	Records Management Policy				A			I	P/R	
3.42	Recruitment Policy			A				I	P/R	
3.43	Reduced Provision Policy		A					I	P/R	
3.44	Re-structuring and Redundancy Policy			A				I	P/R	
3.45	Risk Management Policy				A		I	I	R	P
3.46	Sabbatical Policy		A					I	P/R	
3.47	Safe Remote Teaching/Learning /Working Policy					A		I	P/R	
3.48	Security Measures				A			I	P/R	I
3.49	Sickness Absence Management Policy			A				I	P/R	
3.50	Social Media Policy		A					I	P/R	
3.51	Staff Consultancy Policy				A					P/R
3.52	Statutory Requests Policy				A			I	P/R	
3.53	Surveillance Management Policy				A			I	P/R	
3.54	Teachers' Pay policy			A				I	P/R	
3.55	Teaching and Learning Policy						A	P/R	I	
3.56	Trips Policy (school)						A	P/R	I	
3.57	Trips Policy (Zenith Minds)				A				P/R	
3.58	Whistleblowing Policy	I	A				I	I	P/R	

Highlight indicates standardised Trust wide policy

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
4.	ACADEMY PROCEDURES									
4.1	Academy times of the day		A				R	P	I	
4.2	Academy terms and holidays (including INSET days)		A				I	P	P	
4.3	Change/extension of academy age range/provision		A				R	P	I	
4.4	Expansion of academy PAN		A				R	P	I	I
4.5	Extended services on site						A	P/R	I	
4.6	Permanent exclusion						A	P/R	I	
4.7	Appeals against permanent exclusion						X			
4.8	Complaints appeals (schools) – see complaints policy									
4.9	Complaints appeals (Trust) – see complaints policy									
4.10	Admissions allocation of places							X		
4.11	Admissions appeals							X		
4.12	Academy prospectus						I	A	I	
4.13	Emergency closure of school		I				I	P/R	A	

X = independent panel

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
5.	TEACHING, LEARNING AND ACHIEVEMENT									
5.1	Trust strategic plan and performance targets		A			R	I	I	P	
5.2	School strategic plan and performance targets					I	R	P	A	
5.3	Post Ofsted action plan sign off		I			A	I	P	R	
5.4	Trust CPD plan		I			A		I	P/R	
5.5	School CPD plan						I	P/R	A	
6.	STAFFING									
6.1	Employee terms and conditions changes		A	R					P	
6.2	Staff budget		A	R				P	R	
6.3	Trust staff annual pay award (national)		A	R					P	
6.4	Teachers annual pay award (national)		A	R				I	P	
6.5	Support staff annual pay award (not PMR)		A	R				I	P	
6.6	CEO performance review (review panel will recommend to pay committee)			A						
6.7	HT performance review			A					P/R	
6.8	School SLT annual pay progression (PMR)						A	P/R		
6.9	Teachers annual pay progression (PMR) (LGB to receive as info only)						I	A		
6.10	Support staff individual performance pay awards (school based staff) (PMR)						I	A		
6.11	Support staff individual performance pay awards (Zenith staff/central team) (PMR) (TB to receive as info only)		I						A	
6.12	Appointment of school staff outside range in salary structure (TB to receive for info only)		I				R	P	A	
6.13	Allocation of TLR/SEN values		A						P	
6.14	Value of other discretionary allowances (TLR3s and R&Rs)						I	P	A	

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
7.	STAFF MANAGEMENT									
7.1	Trust staff appointment outside of structure		I	A					P/R	
7.2	Academy's structure changes		A				I	P	R	
7.3	HT appointments	I	A						P/R	
7.4	SLT appointments						I	P/R	A	
7.5	Teacher appointments						I	A	I	
7.6	School support staff appointments						I	A	I	
7.7	Contracts of employment							P/R	A	
7.8	Suspension of CEO/allegation against CEO	I	A							
7.9	Return of CEO after suspension	I	A							
7.10	Dismissal of CEO	I	A							
7.11	Suspension of HT/allegation against HT		I				A/I**		A/I*	
7.12	Return of HT after suspension		I				A/I**		A/I*	
7.13	Dismissal of HT		A				I		P/R	
7.14	Suspension of teaching/support staff		I				A/I**	A/I	A/I*	
7.15	Return of teaching/support after suspension		I				A/I**	A/I	A/I*	
7.16	Dismissal of teaching/support after suspension		I				A/I**	A/I	A/I*	
7.17	Central team staff appointments		I						A	
7.18	Return of central team staff after suspension		I						A	
7.19	Dismissal of central team staff after suspension		I						A	
7.20	Redundancy of academy staff		A				I	P	R	
7.21	Restructuring of academy staff		A				I	P	R	
7.22	Authorising settlement agreements up to £50,000***		A				I	I	R	P
7.23	Job description sign-off							P/R	A	

* In the event of a disagreement CEO to contact the Chair of the Trust

** Not full LGB, just the CoG

*** ESFA to approve over £50k special payments

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
8.	FINANCIAL GOVERNANCE, MANAGEMENT & REPORTING									
8.1	Trust/academy financial regulations/procedures	I	I		A		I	I	I	P
8.2	Appoint internal & external auditors	A	I		R				I	P
8.3	Trust 3-year and 1-year budget plans		A		R				I	P
8.4	Academy 3-year and 1-year budget plans		I		A		R	P	I	I
8.5	Central budget and academy contributions		A		R		I	I	I	P
8.6	Authority to make budget virements up to £30k				I		I	A	I	I
8.7	Authority to make budget virements up to £60K				I		I	P/R	A	I
8.8	Authority to make budget virements over £100k				A			P	R	I
8.9	Trust interim year-end accounts		I		A				R	P
8.10	Trust monthly management accounts		I		A				R	P
8.11	Academy monthly management accounts		A**		R		R	P	I	I
8.12	Trust annual accounts and statutory reports	I	A		R				I	P
8.13	Response to auditor's management letter		I		A				I	P/R
8.14	Financial risk reports				A			I	P	R

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
9.	FINANCIAL AUTHORISATION & TRANSACTION PROCESSING									
9.1	Expenditure/contracts up to Level 1 (up to £1500)				I		I	A		I
9.2	Expenditure/contracts up to Level 2 (up to £60k)				I		I	P	A	P
9.3	Expenditure/contracts up to Level 3 (over £60k)		A**		R			P	I	P
9.4	Expenditure/contracts above Level 3 (over £100k)		A		R				R	P
9.5	Ensuring compliance with tendering process				I				A	P/R
9.6	Approval to borrow money		A		R				P	P
9.7	Cashflow management and investment		I		A				R	P
9.8	Open bank account and approve signatories				A				R	P
9.10	Expense claims (cannot authorise own) *		A				A	A	A	P/R
9.11	Control account reconciliation				I				A	P/R
9.12	Write-off bad debts (up to £1k)				I		I	A	I	I
9.13	Write-off bad debts (up to £45k)				A		I	I	I	P/R
9.14	Write-off bad debts (over £45k)		A		R		I	I	I	P

* Chair approves CEO, CEO approves CFO, CoG approves HT

** Chair of Trust approves

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
10.	PREMISES, ASSETS AND INSURANCE									
10.1	Asset management plan		I		A				P	R
10.2	Management of capital projects		I		A				P	R
10.3	Asset Register		I		A				P	R
10.4	Security, disposal & loan of assets		I		A				P	R
10.5	Disposal of assets		I		A				P	R
10.6	Loan of assets		I		A				P	R
10.7	Insurance renewal		I		A				P	R
10.8	Schools' Risk Registers		I		A	I	R	P	I	I
10.9	Trust's Risk Register *	I	I/A		A/R	I			R	P

* Trust Board should review the full risk register annually

A = approve I = informed P = propose R = recommend		Members	Trust Board	TB pay committee	TB FAR committee	TB Standards Committee	LGB	Headteachers	CEO	CFO
11.	HEALTH AND SAFETY IN SCHOOLS									
11.1	Ensuring adequacy of H&S practice						I	A	I	I
11.2	Health and safety RIDDOR reporting		I				I	A	I	I
11.3	Health and safety accident reporting						I	A	I	I
11.4	Statutory training							A	I	I
11.5	Statutory compliance testing							A	I	I
11.6	Academy health and safety arrangements						I	A	I	I
11.7	Fire risk assessment							A	I	I
11.8	Asbestos risk assessment							A	I	I
11.9	General monitoring/action (sites and buildings)							A	I	I

Glossary of acronyms

AGM	Annual General Meeting, convened by the Trust's Members
AOB	Any Other Business
ASP	Analyse school performance (used by Ofsted)
CEO	Chief Executive Officer (of the Trust), also Accounting Officer
CFO	Chief Financial Officer (of the Trust)
CoG	Chair of Governor
CSI	Challenge, Support and Intervention - the Trust's regular programme of performance monitoring meetings in regard to each school
CLT	Central Leadership Team, senior executive team for the Trust
DBS	Disclosure Barring Service
DfE	Department for Education, the Government department with overall responsibility for national educational performance
ESFA	Education and Skills Funding Agency, the arm's length DfE body responsible for the allocation and monitoring of funding to the Trust
FAR	Finance, Audit and Risk Committee, sub-committee of the Trust board responsible for the monitoring and management of risk Zenith Trust ('the Trust') and the monitoring and oversight of financial and operational performance
GAG	General Annual Grant
H&S	Health and safety
HT	Headteacher
IDSR	(School) Inspection data summary report (shorter version of ASP, used by Ofsted)
IEB	Interim Executive Board
LAG	Local Advisory Group
LGB	Local Governing Body - sub-committee of the Trust Board at school level
MAT	Multi Academy Trust
NGA	National Governance Association
Ofsted	Office for Standards in Education, the body responsible for inspecting education provision in England
PC	Pay Committee - sub-committee of the Trust Board responsible for the monitoring and oversight of people-related matters
PPG	Pupil Premium Grant
PREVENT	Government programme aiming to stop individuals becoming terrorists
QA	Quality assurance
RSE	Relationship and Sex Education
SEND	Special Educational Needs and Disability
SMSC	Spiritual, moral, social, and cultural
SLT	Senior leadership team