



THE ROBERT CARRE TRUST

GOVERNANCE

2023-24

Adopted by the Board on 26 September 2023

Contents

Governance Policy and Organisation

Section A: Introduction	3
Section B: Strategic Leadership	3
Section C: Accountability, oversight and assurance.....	3
Section D: People.....	4
Section E: Structures.....	4
Section F: Compliance	5
Section G: Evaluation.....	6

Annexes Part 1 – Governance Organisation and Structure

Annexes	
1-01	Articles of Association
1-02	Funding Agreement
1-03	Vision, Mission and Values – under development
1-04	Strategic priorities – under development
1-05a	Role and Responsibilities of Members
1-05b	Role and Responsibilities of Trustees
1-05c	Role and Responsibilities of Local Governance Tier (LGT)
1-06	Board Committees Terms of Reference
1-07	Role of Trustee/LGT Governor with Link Responsibility
1-08	Link Trustee/Governor Code of Practice
1-09	Schedule of Delegated Authority
1-10	Governance Code of Conduct, based on NGA template
1-11	Meeting Etiquette Standards
1-12	Communication
1-13	Governance Self Evaluation NGA's 21 Questions
1-14	Trustee /Governor Skills Audit – see GVO
1-15	Governance Glossary - NGA

Annexes Part 2 – Information, Processes and Procedures

This Part details the information, processes and procedures necessary to ensure the RCT Governance organisation complies with the legal requirements, gives best value for money and enables students to meet their maximum potential.

Annexes	
2-01a	RCT Trust Development Plan – under development
2-01b	CGS School Development Plan, as agreed by LGT July 2023
2-01c	KSHS School Development Plan, as agreed by LGT June 2023
2-02a	Assurances - Key
2-02b	Board Assurances
2-02c	FR&A Committee Assurances
2-02d	Education Committee Assurances
2-02e	LGT Assurances RAG Report
2-03a	Flow Chart for Assurances
2-03b	FR&A Committee Assurances Schedule
2-03c	Education Committee Assurances Schedule
2-03d	LGT Safeguarding Assurances Schedule
2-03e	LGT Equality and Inclusion (SEND) Assurances Schedule
2-03f	LGT Curriculum Assurances Schedule
2-03g	LGT H&S Assurances Schedule
2-04a	Link Visit Report Template
2-04b	Action Tracker – for use by LGTs, Committees
2-04c	Questions for Escalation
2-05	Policies for Review – as at September 2023

2-06	Meeting Dates – 2023/2024
2-07	Link Trustee/Governor/Lead Professional Contact Details

Section A: Introduction

The Robert Carre Trust (RCT) is a company limited by guarantee and is constituted as a non-profit charitable trust. The sole object of the Trust is to advance education for the public benefit. The purpose of this document is to detail the Governance organisation for the Trust. The Trust acknowledges that the purpose of its governance structures and processes is to provide confident, strategic leadership and to provide robust accountability, oversight and assurance for educational and financial performance.

The RCT still has an ambition to grow and the governance structure and processes detailed in this document will be reviewed to accommodate additional schools into the Trust. The Trust recognises that alternative arrangements, including joining another Trust, could be the way forward, under the current DfE guidelines.

This document will be reviewed annually each summer with the relevant sections which are academic year specific updated.

The annexes of this document are divided into Part 1 which details the responsibilities of the management of RCT and Part 2 which details the information, processes and procedures necessary for governance compliance.

This document is based upon the DfE Academy Trust Handbook which should be consulted as required.

Section B: Strategic Leadership

- The Trust has a clear statement of Vision, Mission and Values which has been developed in collaboration with the executive leaders.
- The Trust has a set of Strategic Priorities linked to the achievement of the Vision and Mission. Annual Key Performance Indicators (KPIs) have been agreed linked to the Strategic Priorities
- The KPIs are used to develop the Trust and School Development Plans for each of the schools in the Trust and to shape the Executive Headteacher's performance objectives.
- Progress in relation to the KPIs is monitored by the Trust Board through the termly EHT Reports.
- The Vision, Mission and Strategic Priorities are reviewed annually at the start of each academic year and at other times as appropriate.
- The Board has established procedures to enable it to listen, understand and respond to stakeholder voices. These include the commissioning of surveys of students, staff and parents together with a clear reporting line from the schools to each Board meeting.
- Risk management is embedded at all levels of governance. The Board has a Risk Management Policy which is aligned to its strategic priorities and facilitates discussion regarding risk appetite and tolerance plus assurance regarding risk management processes.

Section C: Accountability, oversight and assurance

- The accountability, oversight and assurance for each level of Governance within RCT is detailed in the Schedule of Delegated Authority
- Each LGT undertakes a rigorous analysis of pupil progress and attainment with comparisons against local and national benchmarks and over time. The Board oversees and monitors the steps that the Executive Headteacher is taking to address any implications from the pupil progress and attainment analysis.
- The Board and Pay Committee provide effective oversight of the performance, in accordance with the RCT Appraisals Policy, and framework for the pay and conditions of all staff. (Terms of Reference of Committee ANNEX 1-06)
- The Board has a clear process for the performance management of the Executive Headteacher which is linked to the Strategic Priorities of the Trust.
- The Finance, Resources and Audit Committee supports the business and financial planning of the Trust together with ensuring effective controls for managing available resources, regularity, propriety and value for money in accordance with the Trust's Finance Policy.

- The Education Committee is responsible for assurances in respect of Curriculum, Safeguarding and Equality and Inclusion (SEND)
- **Assurance.** The Board has a detailed Assurances Schedule (ANNEXES 2-02 – 2-03) which describes the assurances linked to compliance and quality. Assurances are sought at Board level through the Committees' scrutiny of reports from the Executive Headteacher, evidence from Trustee visits to the schools, and a RAG rated assurance report from the LGTs. Levels of assurance and any consequent actions, for the Executive Headteacher, for the LGT and for the Board, are clearly noted in the minutes of the meetings and tracked, using an Action Tracker and Questions for the Board from each LGT are similarly tracked. LGTs are expected to establish assurances via scrutiny and challenge of Headteacher/Head of School reports together with information from their own evidence-gathering through school visits and meetings with staff and students. The LGT will then report the results of assurance checks to the relevant Committee (FR&A or Education) through an assurance dashboard. The Committees will present results, by exception, to the Board.

Section D: People

- The Board uses the NGA Skills Audit to ensure that it has the necessary skills amongst its Trustees to deliver the governance function effectively and efficiently. This is completed online using the GVO functionality.
- The role of Members is set out in ANNEX 1-05a, Trustees in ANNEX 1-05b and the Local Governance Tier in ANNEX 1-05c
- **Conduct.** Members, Trustees and Local Governors are expected to act in accordance with the Nolan Principles for Conduct in Public Office. Trustees and LGT Governors are required to read, understand and comply with the RCT Code of Conduct, based on the NGA template, which includes reference to the Nolan Principles (ANNEX 1-10) on initial issue and if changes are made. Completion will be recorded using GVO and records retained by the Governance Professional. The Board may, in accordance with the Articles, suspend or dismiss a Trustee or Local Governor who acts in a way inconsistent with the professional ethos of the Board to bring the RCT into disrepute. All meetings within the RCT Trust will be conducted in accordance with Annex 1-11.
- **Recruitment.** The Board ensures that those involved in governance at all levels are recruited through transparent and robust processes. The Board reviews regularly the qualifications and experience of all involved in governance to ensure diversity during recruitment and succession planning.
- **Administration.** The Board employs a Governance Professional who also acts as the Trust's Company Secretary and that of the Trust's Trading Company

Section E: Structures

- **Members:** The Trust will have at least 3 and up to 5 Members as required by the Articles of Association and in accordance with the latest DfE Academy Trust Handbook. The Members meet three times a year and provide objective oversight of the Board's performance and decision-making. They ensure the Trust meets the Objects as detailed in the Articles and protect the values and ethos of the RCT. They are also able to meet on an ad hoc basis to deal with Trustee appointments/terminations where required. The role and responsibilities of Members are detailed in Annex 1-05a.

The details of the Members are listed on the Robert Carre Trust website: www.robertcarretrust.uk/Governance

- **Trustees:** The Board comprises up to 9 Trustees, also known as Directors, appointed by the Members in accordance with the Articles. Additional Trustees may be co-opted by the Trustees under Article 58. No employee of the Trust can be a Trustee, except for the Executive Headteacher. Trustees are subject to the duties and responsibilities of charitable trustees and company directors in addition to the accountability and responsibility to the Members for all aspects of the Trust operation with a view to promoting high standards of educational achievement equally throughout all schools within the Trust. The Board will meet a minimum of 4 times a year with a quorum of 3 Trustees except in special circumstances (Article 119). Trustees' Terms of Office are 4 years but they can be re-appointed by the Members. The chair and vice chair are elected annually but the chair cannot hold the position for more than a 6-year stretch. The role and responsibilities of Trustees are detailed in Annex 1-05b. Individual Trustees

will be nominated as Link Trustees to oversee specific topics as detailed in Annex 1-07. Contact details are listed at Annex 2-07.

The details of the Trustees are listed on GIAS as required by the DfE and on the Robert Carre Trust website: www.robertcarretrust.uk/Governance

- **Committees:** The Board has two main committees: Finance, Resources and Audit, responsible for the Audit function on behalf of the Board, as well as HR, Premises and H&S. The Education Committee is responsible for Curriculum, SEND and Safeguarding. Both Committees have a delegated responsibility to approve policies associated with their areas. The committee terms of reference are at ANNEX 1-06.
- **Local Governance Tier:** Each Trust school has a Local Governance Tier (LGT) of up to 9 members comprising: 5 Community, 2 Staff and 2 Parent Governors. The role and responsibilities within the governance of the Trust are set out in Annex 1-05c. Community Governors of the LGTs are appointed by the Board with Parent and Staff Governors coming forward by election. The LGTs are consulted in key strategic leadership matters as set out in the Schedule of Delegated Authority. The LGTs play a key role in providing assurances to the Board regarding education and other site/school specific matters as set out in the Governance Assurance Schedule. They do this using the LGT Assurances RAG report (ANNEX 2-03b) and through the membership of an LGT representative at FR&A Meetings where the financial assurances are scrutinised by Trustees. Members of the LGT are appointed/elected for a period of 4 years but can be re-appointed by the Trustees or re-elected. The chair and vice-chair are elected annually but the chair cannot hold the position for more than a 6-year stretch. Individual governors will be nominated as Link Governors in accordance with Annex 1-08.

The details of the individual governors on the LGTs are listed on GIAS, www.get-information-schools.service.gov.uk, and on the relevant school websites: www.carres.uk; www.kshs.uk

- **Executive Headteacher:** The Executive Headteacher has full accountability to the Board for both schools within the Trust and has responsibility as Headteacher for CGS. The Schedule of Delegation describes the decision-making powers of the Executive Headteacher.
- **Schedule of Delegated Authority:** ANNEX 1-09 sets out clearly where governance and executive functions are exercised. The Schedule is reviewed annually by the Board and the Members
- **Communication:** Communication within the Trust is essential to ensure smooth running, to meet the strategic aims, vision, values and objectives, and to ensure that the statutory and legal requirements are continuously met within each school forming part of the Trust. The Board has clear processes in place to ensure communication between all levels and structures of governance. The GVO (www.thegvoffice.com) is a secure electronic database, accessible remotely, containing all the information relevant to the Multi Academy Trust. The GVO is used to publish all documents and papers for all meetings and as a vehicle for discussions as necessary. Access to the GVO information is dependent upon an individual's appointment within the Trust. Details of the communication systems within the Trust are provided in ANNEX 2-06. All Members, Trustees and Governors are provided with a school or trust email address which should be used for school and trust business, in order to comply with data security regulations.

• **Section F: Compliance**

- The Chair of the Board and the Governance Professional ensure that the Board is aware of, and adheres to, the legislative requirements linked to education, employment, charity, company law, GDPR and Equalities Act.
- The Governance Professional is responsible for ensuring that the Trust adheres to the requirements of the Academy Trust Handbook, the Trust's Funding Agreement, Articles of Association and Company Law.
- The Board has a mechanism in place to ensure that the key governance duties and responsibilities linked to safeguarding, inclusion, special educational needs and disability (SEND) and monitoring the impact of pupil premium and other targeted funding are undertaken effectively. (See ANNEX 1-07).
- The Board has a set of policy documents designed to ensure compliance and consistency across the Trust on GVO. Current Policies are available on the Trust and Schools' websites and are listed in order of review date in ANNEXE 2-05

Section G: Evaluation

- The Trust Board undertakes regular skills audits of its members and the members of the LGTs. Analysis of the audits and a consideration of the links between the outcomes of the analysis and the Trust's Strategic Plan inform the provision of professional development for all those involved in governance and to the recruitment needs at Board and LGT levels. The Trust uses the NGA skills audit for MATs framework.
- Self-evaluation is undertaken on an on-going basis in accordance with ANNEX 1-13
- The Trust Members undertake an annual review of governance effectiveness. This may include the commissioning of an external independent review.
- The proceedings of the Governance work of the Trust at all levels is thoroughly documented and available to stakeholders on application to the school offices. Such minutes may be redacted to protect confidential or commercially sensitive information. The documentation is retained in line with legal requirements.

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Additional Information

Further information is available from the following sources which are available on GVO or NGA Website:

- DfE Academy Trust Handbook.
- NGA Guidance Centre.
- The Charity Commission for details of duties for Charity Trustees.
- Companies House for duties of Company Directors.

Further Reading:

RCT Articles of Association (Annex 1-01)

RCT Funding Agreement 2015 (Annex1-02)