

Responsibilities and Accountabilities

This document sets out responsibilities and accountabilities within Rye Academy Trust.

Memorandum and Articles of Association

The articles of association set out the internal management, decision making and running of the academy trust and its liability. The articles of association form an annex to the funding agreement.

1. Roles and responsibilities

1.1 The role of the members

In accordance with the articles, the trust will maintain a minimum of 3 members (Article 18) whose responsibilities are summarised as follows:

- To ensure that the academy trust's charitable objectives are being met
- To maintain an overview of the effectiveness of the trust's structure
- To appoint the board of trustees (Article 50)
- To remove trustees (Article 66)
- To appoint or remove members (Article 13)

1.2 The role of the trustees

There will be a minimum of 3 trustees (Article 45) whose term of office shall be four years (Article 64).

The trustees are the charity trustees (within the terms of section 177(1) of the Charities Act 2011) and are responsible for the general control and management of the administration of the trust in accordance with the provisions set out in the memorandum and articles of association. The board of trustees is the accountable body for the performance of academies within the trust and as such must:

- Ensure clarity of vision, ethos and strategic direction
- Hold the executive to account for the educational performance of the academies and their learners, and the performance management of staff
- Oversee the financial performance of the trust and make sure its money is well spent

Collectively, trustees are responsible for governing and exercising all the powers of the trust.

- To elect annually the chair and vice chair of the board of trustees (Article 82)
- To appoint and delegate powers to the CEO and trust committees
- To appoint (and remove) the clerk to the trust
- To appoint (and remove) committee chairs (where in place)

- To manage the business of the company in accordance with the memorandum & articles of association, and companies act 2006
- To expend the funds of the company in order to achieve the object of the company
- To enter into contracts on behalf of the company (Article 94b)
- To assess going concern in regards to preparation and approval of the annual accounts
- To operate trust bank accounts and authorise bank account signatories
- To monitor compliance of member academies with the law and statutory guidance

1.3 The role of the chair of trustees

The chair of trustees will hold the following responsibilities:

- To ensure that the trust board is effective in setting and implementing the trust's direction and strategy
- To take the chair of all general meetings and board meetings
- To take a lead role in determining the composition and structure of the board
- To provide leadership to the board
- To ensure proper information for the board, including approving trust board agendas & draft minutes for circulation
- To plan and conduct board meetings effectively, including final decision on interpretation of any aspects of the operation of the board or its committees
- To provide support to the chief executive
- To lead the process of recruiting the chief executive & making recommendations to the trust board re an appointment
- To recommend a policy & procedure for the chief executive's performance management; either directly or through nominating a relevant trustee(s), setting and reviewing the chief executive's objectives, carrying out a performance review on behalf of the trust board and reporting on this to the trust board

Disqualification: Any executive team member (i.e. chief executive and director of finance, or any other trustee employed by the trust)

1.4. The role of the chief executive officer (CEO)

The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies. The CEO leads the executive management team of the trust and performance manages the academy principals (with the local governing board chair).

The CEO is the accounting officer so has overall responsibility for the operation of the academy trust's financial responsibilities and must ensure that the organisation is run with financial effectiveness and stability, avoiding waste and securing value for money.

The CEO holds the following responsibilities:

- Supporting the trust board in developing/setting the trust's overall strategy, including, the development of strategic & operational plans and budgets for review/approval by the trust board
- Delivery of the strategy and operational management of the trust & reporting on progress
- Development of the trust's financial reporting framework, including: management of the trust's finances in accordance with financial regulations and reporting on business performance against plans & budget
- Ensuring the academies' development plans align to trust strategy
- Supporting the development and implementation of the trust's communication processes, including systems for ensuring effective stakeholder engagement
- Ensuring the effective management of the academies and other initiatives in line with policy/quality standards
- Supporting the development and implementation of a quality assurance framework for trust board approval
- Development and operation of the academies' performance management & reporting frameworks
- Ensuring effective implementation of the scheme of delegation
- Ensuring the effective servicing and support of committees
- Development of systems of internal control & risk management, relating to pupil provision, safeguarding, curriculum, health & safety, ensuring their effective operation and reporting to the trust board as appropriate
- Appointing senior staff in the academies and putting in place procedures for the proper performance management, professional and personal development of staff
- Reporting to the trust board any issues or concerns which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk

1.5 The role of the academy principal/headteacher

The academy principal/headteacher is responsible for the day to day management of the academy. The academy principal/headteacher is managed by the CEO and reports to the local governing board (LGB) on matters which have been delegated to the LGB.

1.6 The role of the chair of a committee

- To ensure the business of the committee is conducted properly, in accordance with the law, statutory guidance, trust policies and procedures and powers delegated by the trust board
- To ensure meetings are run effectively, focusing on priorities and making the best use of time available, and to ensure that all members have an equal opportunity to participate in discussion and decision-making

- To establish and foster an effective relationship with the CEO, officers and senior staff based on trust and mutual respect for each other's roles. The chair has an important role in ensuring that the committee acts as a sounding board for senior staff and supports the CEO to follow the strategic direction set by the trust board
- To ensure that the trust board are made aware of the business of the committee in accordance with the trust's reporting framework

2. Terms of reference

2.1 Trust board

Strategy & planning

- To ensure that the company operates in accordance with the law (including the companies act 2006), the articles of association and any directions given by special resolution.
- To agree the trust's vision, mission & values
- To set the strategic direction
- To agree strategic and annual operating plans & budgets
- To assess going concern in regards to preparation and approval of the annual accounts
- To approve estates strategy
- To approve the sale, purchase or disposal of any capital asset
- To approve admissions arrangements to the trust's academies
- To be accountable to the DfE for the performance of the academies
- To evaluate outcomes and performance of the academies and provide challenge and support to the CEO and principals
- To approve the academies' development plans/post inspection action plans
- To approve the trust's quality assurance framework
- To approve the trust's performance management & reporting framework including key performance indicators; to monitor performance in implementing the strategy and managing the trust, & decision-making on action required
- To approve the trust's framework for corporate communications & brand management and systems for ensuring effective stakeholder engagement
- To approve the trust's business continuity/emergency response strategy
- To be responsible for the trust's insurance arrangements
- To appoint the trust's legal advisers & approve the terms of their appointment
- To approve the trust's information systems strategy & policy
- To approve the trust's policy on charging & remission of fees
- To ensure the trust maintains a safe, legal, and compliant position in relation to statutory responsibilities -i.e. PSED, safeguarding etc.

Governance

- To hold at least three trust board meetings a year*
- To appoint or remove the chair and vice chair of the trust board*
- To appoint or remove the clerk to the trust*

- To suspend a trustee*
- To approve the trustee code of conduct
- To decide which functions of the trust board will be delegated to committees, groups and individuals* - and to review the delegation arrangements annually
- To appoint committee chairs & members
- To monitor and receive reports on progress of work from any individual or committee to whom a decision has been delegated and to consider whether any further action by the trust board is necessary*
- To agree the programme of work and calendar of meetings for the trust board and its committees, for the academic year based on known cycles of academy, financial, HR management
- To be available and respond to matters of particular difficulty, sensitivity or emergency and offer advice to the CEO
- To approve the trust's complaints policy
- To nominate trustees to serve on hearings and appeals as required

*these matters **cannot** be delegated to either a committee or an individual.

Finance

- To approve the budget for the trust for the financial year
- To approve the annual report & accounts
- To monitor and review the financial performance of the trust, ensuring solvency through effective financial management – e.g. monitoring cash flow
- To ensure that the trust operates within the financial regulations set by the DfE within the academy's funding agreement and the current academies financial handbook.
- To approve the financial regulations
- To approve the trust's bankers
- To approve opening/closing of bank accounts & cheque signatories
- To decide on levels of delegated authority in relation to limits of financial authority
- To approve the trust's policy on charging & remission of fees
- To appoint external auditors & approval of changes to auditors' terms of engagement
- To review external auditors' management letter & decisions re action on issues arising

Human Resources

- To approve the organisational structure (trust-wide) including each academy's SLT and staffing complement
- To approve the HR strategy, including reward & remuneration & pay
- To appoint the CEO
- To support the CEO in the recruitment of executive team members/academies' SLT and to approve these appointments
- To performance manage and approve performance pay awards for the CEO

- To monitor compliance with the Single Central Register and safeguarding requirements pertaining to recruitment of staff
- To be the final internal appeal stage for staff under the disciplinary, grievance, pay, policies

Internal control & risk management

- To appoint the trust's accounting officer and responsible officer
 - To approve the trust's systems of internal control including policies on:
 - health & safety
 - data protection
 - whistle blowing
 - safeguarding
 - To approve the trust's risk management strategy, including the risk register, & decision(s) on action required
 - Decision making on any other matter or prospective transaction which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk
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2.2 Committees established by the trust board

The trustees have established the following committees either with delegated authority to make decisions or for the purpose of providing advice and support, informing the overall work of the trust board. The trust board retains overall accountability and responsibility.

2.2.1 Finance & resources committee

Areas of the trust's work supported and monitored by the whole board or this committee:

- In consultation with the CEO, to draft the formal trust budget plan for the financial year
- Detailed scrutiny & challenge of the business aspects of the trust's strategic and annual plans & budgets on an on-going basis with advice to the trust board
- Detailed scrutiny of the trust's business performance against plans & budgets on an on-going basis and advice to the trust board
- To establish and maintain an up to date medium-term financial plan
- Detailed scrutiny of management accounts
- Approval of insurance providers & level of cover, & oversight and advice to the trust board on insurance issues
- Detailed scrutiny & advice to the trust board re: financial regulations
- To ensure that the member academies operate within the financial regulations set by the
 - DfE within the funding agreement and the academies financial handbook.
 - Review & recommendation to the trust board re HR strategy and policies including reward & remuneration & terms and conditions of employment
 - Review/recommendation to the trust board re staff annual pay award

- Detailed scrutiny of the trust's asset management strategy and performance and advice to the trust board
- Detailed scrutiny of performance of the trust's information systems strategy & policy, & advice to the trust board
- Monitoring & investigation of any matters of concern within its TOR including seeking relevant professional advice with reporting/advice to the trust board
- To escalate to the trust board any issues or concerns which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk.

All financial decisions reserved to the Trust Board

Estates

- In consultation with the CEO & director of estates, to oversee major premises-related funding bids for all academies in the trust
- To make recommendations on premises-related expenditure and bids
- To establish with the trust board and keep under review a building development/maintenance plan; accessibility plan; and asset management plan
- To be responsible for monitoring and developing the learning environment for learners and working environment for staff to provide equal access
- Oversee arrangements, including health & safety, for use of academy premises by outside users, subject to trust policy
- Escalating to the trust board any issues or concerns which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk.

2.2.2 Staffing & pay committee (finance & resources sub-committee)

Areas of the trust's work supported and monitored by the whole board or this committee:

- Ensuring compliance with recruitment procedures for all staff including safeguarding
- Staff recruitment and retention
- Ensuring staff policies are implemented and evaluated – e.g. appraisal, pay
- Monitoring and evaluation of performance management - review/appraisal – teaching and support staff
- Monitoring quality of teaching and learning
- Monitoring CPD
- Consideration of staff performance and pay issues not resolved by the CEO
- Recommending pay policy
- Monitoring absence and effectiveness of related procedures
- Supporting the CEO and academy principals in staff procedures
- Overseeing the principals' performance management ensuring statutory obligations are met
- Challenging and supporting the trust/academy to ensure robust personnel practice and meeting of statutory responsibilities

- Escalating to the trust board any issues or concerns which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk

2.2.3 Business efficiency (encompassing audit, risk & governance)

Areas of the trust's work supported and monitored by the whole board or this committee:

- To monitor the management of risk and corporate governance requirements of the trust
- To recommend to the trust board the appointment of external auditors & setting the scale of fees annually and approval of the scope of work
- Preparation of the draft annual report & accounts of the trust
- To review planned activity and results of both internal and external audit & advice to the trust board
 - Adequacy of management response to issues identified by audit activity, including the external auditor's management letter
 - Consideration of management letter & advice to the trust board re actions arising & adoption of the annual report & accounts
- Benchmarking of the trust's business processes and performance against relevant sector/national/professional standards
- To monitor implementation of whistle-blowing processes and arrangements for special investigations & advice to the trust board
- To review trust board skills requirements and recruitment of new trustees, with recommendations to the trust board
- To appoint governors (beyond the chair & vice chair)
- To establish and oversee the trust's framework for auditing and evaluating the performance of trustees and governors and associated requirements re training & development
- To investigate any issues referred to it by the trust board, committees and/or groups
- To escalate to the trust board any issues or concerns which might reasonably be expected to expose the trust to significant reputational, business, financial, legal or other risk

2.2.4 Local Governing Boards

Local governing boards focus on the priorities of teaching and learning and have the following delegated powers as responsibilities:

General

- Ensure implementation of the trust's ethos, values and mission with the academies
- Promote high standards of educational achievement in line with the overall strategic direction of the trust
- Hold the academy to account and challenge and support the principal

- Detailed scrutiny of performance against the academy improvement plan, post-inspection action plan & decision making re action required
 - Adopt and comply with trust and ensure delegated policies are up to date and implemented having regard to recommendations made by the CEO and the trust board from time to time
 - Approval of policies specific to the academy
 - The day to day life of the academy
 - Implementation of the academy's curriculum plans
 - Arrangements for teaching and learning
 - To ensure effective use of pupil premium and other resources to overcome barriers to learning, evaluating impact & decision making on action required
 - To oversee and monitor the academy arrangements for trips and visits in line with trust policy and procedures
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- Work closely and promptly implement any advice or recommendations made by the trust board as a result of intervention or threatened intervention by the secretary of state and Ofsted
 - Provide evaluative feedback and supporting evidence to the trust board on the impact and effectiveness of both the trust and the academy's collective and individual: aims and objectives; policies; targets; and plans
 - To establish members for hearings committees e.g. exclusion and parental complaints and individual governor leads on key areas: SEND, safeguarding and others as agreed
 - Principal/Headteacher appraisal – with the CEO:
 - Review the principal/headteacher's performance and targets as appropriate
 - Decide whether the targets have been met and to set new targets annually
 - Monitor through the year the performance of the principal/headteacher against the targets
 - To escalate to the trust board any issues or concerns which might reasonably be expected to expose the academy/trust to significant reputational, business, financial, legal or other risk

Progress and outcomes

- Implement and review the academy's curriculum plans
- Ensure effective teaching and learning
- Monitor the academy's academic performance with a focus on the data dashboard and RAISE
- Monitor the academy's data and target setting processes
- Monitor the achievement of groups of learners in the academy, including vulnerable learners, in compliance with the trust's equality objectives
- Ensure that the requirements of learners with SEND are met

Behaviour and safety

- Monitor the academy's behaviour, safety and guidance of learners and their statutory obligations regarding these
- Monitor and review pupil attendance and persistent absence
- Monitor and review the academy's processes for ensuring that learners feel safe and listened to
- Review the academy's actions to tackle bullying including cyberbullying
- Monitor and review learners' conduct in lessons and around the academy
- Monitor and review pupil exclusions
- Monitor and review the extent to which learners adopt healthy lifestyles
- Monitor and review the academy's transition arrangements

Stakeholder Engagement

- To ensure effective communication with parents/ carers of learners attending the academy to establish and promote support for learners both within and outside the academy
- To build relationships with other local schools, agencies and businesses, as well as the wider local community in order to enhance the quality of education provided by the academy for its learners
- To consult with stakeholders on the academy's policies, procedures and performance

2.3 Other groups not formally constituted as committees

2.3.1 Safeguarding Group

The safeguarding group operates under delegated authority of the trust board with a remit to assist the trust board to fulfil its oversight responsibilities in relation to safeguarding and to provide additional support for the designated safeguarding leads (DSLs) in each setting.

The group's responsibilities are:

- To ensure that the trust has effective safeguarding policies which are properly implemented
- To support the trust DSL team
- To monitor and review the effectiveness and impact of safeguarding policies and procedures across the trust and make recommendations to the trust board for improvements where needed
- To ensure the trust conducts an annual audit of its safeguarding procedures under the approved safeguarding framework; to receive and monitor implementation of audit recommendations
- To ensure that the training programmes are in place to enable staff, governors and trustees to fulfil their duties and responsibilities in relation to safeguarding
- To ensure the trust follows safe recruitment practices and has a formal induction programme for all new staff members which includes safeguarding as a component

- To ensure that the trust maintains a “single central register” for inspection purposes, that formal DBS checks are carried out for all new members of staff and that review/renewal of DBS checks are carried out in accordance with the approved schedule
- To review and make recommendations on aspects of site security
- To ensure that the trust complies with health & safety regulations relevant to safeguarding and to make recommendations as appropriate to the trust health & safety committee and trust board
- To identify, respond and escalate, as appropriate, organisational risk related to safeguarding, using the trust’s governance structure
- To ensure that appropriate data on safeguarding is collected and collated in a way that supports the trust’s statutory responsibilities, enables patterns/trends to be identified and supports consideration of equalities issues, training and development, resources/value for money, risks, corporate priorities etc.
- To report and review incidents within its remit
- To ensure the trust responds appropriately and in a timely manner to changes in relevant legislation which have a bearing on policies and procedures
- To ensure that conducive links and relationships are maintained with relevant stakeholders and external partner agencies