

# Learning Pathways Academy Trust

## Academy Trust Board Terms of Reference

### Introduction

Learning Pathways Academy Trust (LPAT) was formed in March 2012 and its mission is to support its member academies in enhancing the opportunities and outcomes for their pupils and staff by:

1. Creating a genuinely collaborative partnership of member academies who see themselves as learning institutions and who, within an agreed and exciting vision and supportive structure and set of processes and procedures, seek to deliver an outstanding educational provision for pupils
2. Ensuring that its schools have visionary, strong and capable leadership that inspires and motivates staff
3. Ensuring that the values, ethos and culture of all of its member academies reflects and resonates with those held by the Trust
4. Supporting its local governing bodies so that governance is strong and accountabilities are clear
5. Ensuring that pupils of all abilities are valued and make at least good, and often outstanding, academic progress whilst having great all round opportunities to develop as individuals and to know what it is to belong to a team
6. Building and maintaining high levels of trust and engagement with parents and members of the local community
7. Developing and sharing best practice in educational teaching, learning, curriculum and attainment
8. Recruiting and retaining well qualified and committed staff at all levels to work in and across its schools, and coordinating professional training and career development across its member academies so as to create a skilled, motivated and expert workforce
9. Working collaboratively across its member academies to increase operational efficiency and obtain value for money by sharing back office operations where agreed and undertaking joint procurement as required
10. Forming those partnerships from the worlds of education, industry, commerce and others which will enhance the learning experience of its pupils and enhance their life chances and choices

The Trust intends that all of its academies will be judged as at least good by Ofsted with most as outstanding and that governance is judged also to be at least good by Ofsted with most as outstanding.

### The Role of the Academy Trust

The Learning Pathways Academy Trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement with the Department for Education, and so it is the Academy Trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreements.

The Members of the Company are the charity trustees, and responsible for the general control and management of the administration of the Academy Trust in accordance with the provisions set out in the Memorandum and Articles of Association.

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In accordance with Article 16 the Members may, if they are in unanimous agreement, appoint additional Members to the Board. These additional Members will sign the register of Members on becoming a Member (Article 17).

In accordance with Articles 50-57 the Members may appoint up to 10 Directors and there may be 3 Co-opted Members (Article 58). The first Directors are those named as Members of the Company (Article 48). The term of office for a Director is 4 years (Article 64). However, the Chief Executive Officer shall be a Director for as long as he remains in office as such (Article 57). In accordance with the provisions of Article 64 any Director, provided eligible, may be re-appointed or re-elected.

In accordance with Article 51, the Chairman of each Local Governing Body shall be an Academy Director for as long as he remains in office as such. If the number of Academies in the Trust exceeds 5 then the Chairs of each Local Governing Body shall elect 5 persons from among their number to be Academy Directors (Article 52).

The Directors may delegate its responsibilities as it sees fit and has chosen to do so to its Chief Executive Officer (Articles 105 and 106). The Chief Executive Officer reports to the Board of Directors (Article 106). The Directors have also chosen to delegate a number of responsibilities to its Local Governing Bodies and, in accordance with Article 104, these are set out in the LPAT Guidance for Local Governing Bodies – this guidance may change at any time at the discretion of the Board. All Local Governing Bodies are, in accordance with Articles 100 and 101, committees of the Board of Directors. The Directors may also create other committees as they see fit.

The Board of Directors will appoint a Secretary (Article 81). They will meet at least 3 times a year and will hold an annual general meeting in accordance with Articles 21-44.

## **Responsibilities of the Trust Board**

The role of the Directors primarily involves strategic oversight across the Academy Trust, governance, contractual relationships with third parties and setting the Academy Trust's vision and policies. Directors have certain matters which must fall within their remit as a matter of law and which may not be delegated although others may be delegated at their discretion.

The role of Local Governors is determined by the Directors and is predominantly to carry the Academy Trust vision forwards, based on the specific qualities and community characteristics of each Academy. Local Governors are expected to question and challenge Academy leadership and to hold them to account.

The Directors retain authority and responsibility for the following, although these duties may be discharged by the Directors in a way which reflects the local characteristics and level of autonomy which might be appropriate for each Academy as agreed from time to time:

## ***Compliance and Governance***

- Compliance with all statutory regulations and Acts of Parliament governing the operation of the Academy, including health and safety
- Compliance with the provisions of the Funding Agreements
- Determination of the corporate planning and strategy for the Academy and the Academy Trust in consultation with the Local Governing Body

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## ***Appointments and Training***

- Putting in place processes for: (i) making appointments within the Directors' remit; and (ii) the Local Governing Body making appointments within its own remit;
- Appointment of the Headteacher at an Academy (the determination of subsequent salary increases and performance management are delegated to the Local Governing Body) following LPAT approval
- In relation to each Local Governing Body, to appoint the first Chair
- Appoint the Responsible Officer for the Academy
- Providing Director and Governor training and evaluation

## ***Finances***

- Establishing a funding model for use across the Academy Trust and the Academies, including determining how much funding needs to be retained at Academy Trust level and also developing individual funding models for Academies in consultation with them
- Agreeing and confirming the annual budgets for each member academy in consultation with the Local Governing Body including - without limitation - any changes to staff salaries (including the Headteacher) and any changes to the overall part of the budget allocated to staffing costs
- Compliance with the Academies Financial Handbook including, but without limitation, determination of procurement policies for the Academy Trust
- Oversight with regard to the finances of the Academy Trust and individual Member Academies, including, but without limitation, responsibility for compliance with the financial and accounting requirements detailed within the Funding Agreement;
- The determination, after consultation with the Local Governing Body, of the extent of any services provided to the Academy by the Academy Trust and how the costs should be allocated
- Putting in place guidelines for the local maintenance of assets and appropriate registers

## ***Policies and Targets***

- Considering and evaluating performance against Key Performance Indicators for each Member Academy set by the Academy Trust in agreement with Local Governing Bodies relating to the academic progress and attainment of pupils, finances and other matters
- Determining the educational targets of each Member Academy in consultation with the Local Governing Body
- Determining any additional financial and reporting targets for the Academy
- Determining an Academy Trust-wide child protection policy
- Determining an Academy Trust-wide health and safety policy
- As the legal employer of all staff, responsibility for human resource policies and procedures and appropriate terms and conditions of service as developed with each Academy (including best practice for HR and recruitment)
- Determining the admissions policy and arrangements for the Academy in accordance with admissions law and DfE codes of practice (which is communicated to the Governors and implemented locally).

## ***Local Governing Bodies***

Subject to the limitations set out immediately above, the Directors delegate the day-to-day running of the Academy to the Local Governing Body in accordance with the rules and regulations set out in

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the LPAT Guidance for Local Governing Bodies – this guidance may change at any time at the discretion of the Board.

## Activities of the Board of the Learning Pathways Academy Trust

The Board will:

1. Annually appoint a chair and vice chair of the Board at its first meeting of the academic year
2. Meet at least 3 times a year and hold an AGM
3. Annually appoint an Accountant and Auditor
4. Fulfil all of the obligations of the Directors as set out in the Memorandum and Articles of association.
5. Consider annually the skills and experience of members of the Board to ensure that the Board is able to meet its obligations, fulfil its vision and achieve its short and medium term goals.
6. Appoint a Chief Executive Officer, Company Director and Responsible Officer
7. Annually consider the creation and monitoring of any over-arching Trust Development Plan and the establishment of any financial plan based on monies derived from top slicing that it may deem necessary to achieve the aims and objectives of the Trust.
8. Receive regular updates on the strengths and areas of development for each member academy and to establish the strengths and areas of development for the Trust as a whole.
9. Ensure that it has in place the capacity and resources to implement its plans, achieve its key annual targets and to support its individual member academies into success
10. Put in place annually the support and challenge required to enable any of its academies not yet judged as good or outstanding by Ofsted to be so judged speedily within an agreed timeframe
11. Create and review annually communications strategy for the Trust.
12. Seek continually to develop the corporate identity of the Trust within which each member academy can feel at home and a valued partner.
13. Fulfil its obligations set out in the 'Compliance & Governance', 'Appointments & Training', 'Finances' and 'Policies & Targets' list above. Specifically, The Board will:
  - a. Appoint the local headteacher of any new member academy or ensure the appointment of a new one to any academy where a resignation has been received
  - b. Appoint the first chair of any local governing body for a new academy joining the Trust or confirm the appointment annually of the chair of an existing local governing body upon recommendation by that governing body
  - c. Agree the budget for each member academy in consultation with the local governing body
  - d. Receive a monitoring (exceptions) report on the budget of each member academy on termly basis
  - e. Check the financial integrity and probity of member academies through monitoring the implementation of the agreed Financial Regulations and carrying out agreed checks on accounting practice
  - f. Agree the School Improvement Plan of each member academy in consultation with the local governing body and receive a termly monitoring (exceptions) report on progress towards meeting its objectives
  - g. Set the educational targets of each member academy in consultation with the local governing body and receive a termly monitoring (exceptions) report on progress towards meeting these targets
  - h. Annually review the performance of its member academies and hold local governing bodies to account
  - i. Annually review, on a rolling basis, all of the Trust wide policies that have been adopted by member academies

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- j. Ensure that all necessary Trust wide training and support is in place to help member academies succeed at the highest level
- 14. Meet the annual reporting deadline to the Education Funding Agency (and Companies House)
- 15. Ensure that it has in place strategies and processes for coordinating staff recruitment, professional training and career development so as to create a skilled, motivated and expert workforce.
- 16. Support Governors of the Local School Governing Bodies by ensuring that they have access to the training and information which will allow them to fulfil their duties and make clear judgements about progress.
- 17. Where considered necessary, initiate a programme of phased intervention designed to support a member Academy which is not meeting agreed targets or milestones or which has failed to take effective remedial steps following feedback from the Trust Board or another valid source (e.g. commissioned external evaluation, the LA or Ofsted).
- 18. Look for opportunities to achieve value for money or savings through joint procurement across all member academies.
- 19. Agree any Trust wide celebrations, rewards ceremonies or training events as shall be judged to be appropriate.
- 20. Put in place arrangements to monitor annually the effectiveness and impact of the Trust Board itself.