

# THE BLACK PEAR TRUST GOVERNANCE

## 2022/23

### 1. INTRODUCTION

The Black Pear Trust was incorporated in March 2014 and continues to grow. The Black Pear Trust's Board of Trustees is accountable in law for all decisions about the Trust. However, this does not mean that the full Board is required to make all the decisions itself. Subject to some restrictions, the Trust can decide to delegate decisions to its Chief Executive Officer (CEO), a member of the Executive team - Governance and Communications Director (GCD), Trust Finance Manager (TFM) or School Improvement Lead (SIL), Headteacher, its committees and Local Governing bodies (LGB). The Trust's decision to delegate a function is made by the full Board of Trustees and must be recorded. Without formal delegation, the individual or committee has no power to act. Once delegation has been determined the Scheme of Delegation (SoD) must be published on the Trust's website.

### 2.1 BLACK PEAR TRUST VISION

The Black Pear Trust vision is 'In unity, we broaden horizons, raise aspirations and impact generations'.

We want the very best of futures for all our children, we want them to find out about, be inspired by and enjoy the world they live in. We want them to have the confidence to recognise and grasp opportunities that they are given and have high expectations of themselves and others.

We want our staff to be outward facing, to feel valued and to have the skills that enable them to contribute to and have an impact on the success of the Trust and its schools.

## 3. GOVERNANCE

### 3.1 OUR GOVERNANCE STRUCTURE

Our governance structure is made up of the Members of our Trust, the Board of Trustees who are the accountable body for the Trust and our LGB's. Further information on their roles is set out in 3.2 and 3.3 below.

The Board of Trustees has three sub committees:

- Finance, Risk and Resources Committee
- Standards Committee
- Remuneration and Appointments Committee

We operate a clearly defined scheme of delegation between the Board of Trustees and LGB's. The scheme of delegation is explained in more detail later in this document.

A schematic for this structure is set out below:



## 3.2 OUR MEMBERS

In our Trust, as in other Multi Academy Trusts, our members have a role similar to that of shareholders in a company limited by shares, though they do not have any rights of ownership in the company, nor do they receive dividends or other remuneration for their role. Most notably they:

- are signatories to the Articles of Association, which includes (where they are founding Members) the definition of the Trust's charitable objects and governance structure;
- may, by special resolution, amend the Articles of Association, subject to any restrictions created by the Trust's funding agreement or charity law;
- may, by special resolution (which requires 75% rather than a simple majority of Members to agree) appoint new Members or remove existing Members;
- have power to appoint up to three Directors as set out in the Trust's Articles of Association, and have power under the Companies Act to remove any or all serving Directors;
- may by special resolution issue direction to the Directors to take a specific action;
- appoint the Trust's auditors and receive the Trust's annual audited accounts; and
- have the power to change the name of the charitable company and, ultimately, wind up the company and Multi Academy Trust.

The obligation on Members to meet (e.g. for an Annual General Meeting) is set out in the Trust's Articles of Association. Under the current model Articles of Association, Members may instruct the Directors to convene a general meeting at any point, at which Directors may speak, but not vote.

### 3.3 OUR TRUSTEES

Our Trust Board is made up of a group of people who are Directors of the Multi Academy Trust. For the remainder of this document, we will refer to them as Trustees, though the term Director and Trustee can be used interchangeably in our context. Our Trustees are the accountable body for the Trust. They are responsible for:

- determining the mission, ethos and key strategic priorities for the Trust;
- agreeing targets for pupil and student achievement prepared, proposed by the Standards committee;
- agreeing the budgets prepared and proposed by each school;
- agreeing a curriculum statement for the trust, and supplementary statements for each school, should they be required;
- appointing the Chief Executive Officer (CEO) and Trust Finance Officer;
- reviewing the performance and pay of the Trust CEO, and of Head Teachers in conjunction with the chair of the relevant LGB.

The Board is made up of the Trustees and includes the Trust CEO. The Board meets six times per academic year and otherwise as required. Any additional meetings require at least 7 days' notice. The quorum is half of the Board rounded down and meetings are minuted by the Governance Professional. The Trustees elect a Chair and Vice Chair annually at their first meeting in the school year. The Chair is responsible for drawing up the agenda with the CEO and instructing the board Governance Professional to send it out to Board members with all associated papers at least 7 days in advance. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected for the meeting.

The Board will identify individual Trustees with a specific remit and oversight for safeguarding and for the progress of disadvantaged pupils across the Trust.

The term of office for any Trustee shall be four years, save that this time limit shall not apply to the CEO, or to any post which is held ex officio. Subject to remaining eligible to be a particular type of Trustee, any Trustee may be re-appointed by the other Trustees at an Annual General Meeting.

### 3.4 OUR LEADERSHIP TEAM

Our Trust is led by the CEO, who also fulfils the role of Accounting Officer for the Trust. The role of Chief Financial Officer as set out in the Academies Financial Handbook is fulfilled by the Trust's Finance Manager.

## 3.5 COMMITTEES

### FINANCE, RISK and RESOURCES COMMITTEE

Our Finance, Risk and Resources Committee is drawn from members of the Board of Trustees.

The CEO and Trust Finance Officer are expected to attend, with attendance from Headteachers where appropriate.

The committee are responsible for ensuring the financial viability of the Trust as a whole by assisting the decision-making of the Board of Trustees through detailed consideration of the best means of fulfilling the Board's responsibility to adhere to the ESFA's *Academy Trust Handbook*, and to support sound management of the Trust's finance and resources, including proper planning, monitoring and probity. To monitor and review mitigation of risk in all areas across the Trust.

This includes:

- Consider the Trust's indicative funding, notified annually by the DfE, and assess implications for each of the schools and the Trust;
- draw any matters of significance or concern to the attention of the Board of Trustees;
- consider and recommend acceptance/non-acceptance of the Trust budget, and that of individual schools at the start of each financial year;
- receive and make recommendations on the broad budget headings and areas for expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the development plan;
- monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the schools, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Board of Trustees;
- monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement;
- oversee all matters relating to Health and Safety ensuring that the appropriate policies and practice are in place to meet statutory responsibilities;
- oversee all matters relating to staffing and personnel ensuring that the appropriate policies and practices are in place to meet statutory responsibilities;
- oversee the development and management of the business information systems, the IT infrastructure and the physical assets of the Trust in accordance with the authorities and responsibilities set out in the financial regulations;
- monitor significant value (both internally resourced and/or capital resources) projects with serious financial implications.

The committee appoints a Chair and Vice Chair annually. The Chair of the Finance Committee will not be the same as the Chair of Trustees.

The committee meets five times each academic year and otherwise as required. Any additional meetings require at least 7 days' notice.

The Chair will be responsible for drawing up the agenda and getting it sent out to committee members at least 7 days in advance. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected for the meeting. The quorum is half of the committee rounded down. The minutes will be taken by one of the Governance Professionals within the Trust.

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## STANDARDS COMMITTEE

Our Standards Committee is drawn from members of the Board of Trustees. The CEO and Trust School Improvement Lead are expected to attend, along with Headteachers where appropriate.

It is the responsibility of the committee to provide oversight of the Trust's curriculum, quality and standard and challenge our Trust Leadership Team to develop and sustain the highest standards of teaching and learning across all schools; thereby achieving outcomes which compare favourably with national standards and match the ambitions of learners, members of staff, parents and carers.

This includes:

- Ensure the curriculum is balanced, broadly based, maximises achievement, and meets the needs of all children and complies with statutory requirements.
- To ensure that regard is paid to children's spiritual, moral, social, emotional, and cultural development.
- To monitor, evaluate the quality of provision and teaching.
- To scrutinise targets for children's progress and attainment then monitoring children's performance through a range of measures.
- The committee will take account of the performance of the full range of different groups represented in the Trust's academies, including disadvantaged children, children with SEND, looked after children and children in different ethnic, social and ability groups.
- To review and revise safeguarding policies prior to ratification by the BPT Board.
- To monitor the implementation and impact of the relevant sections of the Trust Development plan.
- To keep under review the academies' self-evaluation process.
- To consider curriculum issues which have implications for finance and personnel decisions and to make recommendations to the relevant committees or the Trust.
- To deal with any other curriculum matters as may be referred by the Trust.

The committee appoints a Chair and Vice Chair annually.

The committee meets four times per academic year. Any additional meetings require at least 7 days' notice.

The Chair will be responsible for drawing up the agenda and getting it sent out to committee members at least 7 days in advance. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected for the meeting. The quorum is half of the committee rounded down. The minutes will be taken by the Governance Professional to the Academy Trust.

## APPOINTMENTS AND REMUNERATION COMMITTEE

Our executive Appointments and Remuneration Committee is responsible for:

- overseeing the remuneration of Executive staff including making recommendations to the Board as a result of Performance review and external benchmarking;
- managing and approving the appointment of any vacancies arising within the Executive Management Team

The members of the Committee will be appointed by the Board and will consist of up to five Trustees. These will include the Chair of the Board, the Vice Chair of the Board, the Chair of the Finance, Resources and Risk Committee and two other appointed Trustees. The Chair of the Committee shall be appointed by the Board and will be a Trust Board member. The quorum shall be three members. Members will be appointed on an annual basis. The Trust's CEO will normally be in attendance, except when the discussions relate to their own salary and conditions. The Committee will meet three times a year but additional meetings may be called as required. The Committee retains the right to co-opt additional members to the panel where specialist knowledge is required to make appointments or assess remuneration. This could be an additional Trustee or an external consultant.

Please see Reviewer Structure table below.

4. POST	5. PM REVIEWER	6. SALARY AUTHORISER
Chief Executive Officer	External assessor Chair of Trustees	Remuneration and Appointments committee
Head Teacher	External assessor Chair of LGB CEO	Remuneration and Appointments committee

Trust Finance Manager	CEO	Remuneration and Appointments committee
School Improvement Lead	CEO	Remuneration and Appointments committee
Trust Governance and Communications Director	CEO	Remuneration and Appointments committee
Deputy Head Teacher	Head Teacher	CEO

## 6.1 LOCAL GOVERNING BODY DELEGATED RESPONSIBILITIES AND TERMS OF REFERENCE 2022-23

### OUR LOCAL GOVERNING BODIES 2022-23

Each of our schools has its own Local Governing Body.

#### FOR EACH SCHOOL

Membership: Elected Chair (confirmed by Trust Board), 2 elected parent representatives, 1 staff representative, appointments as agreed by the Board<sup>1</sup>, and the Headteacher. The CEO or nominated Executive leader may attend.

#### PURPOSE

Our LGB's play an important role in supporting the Board of Trustees and providing key elements of local governance for schools.

The attached table identifies clear responsibilities, in general LGB's are responsible for:

- Ensuring clarity of vision, ethos and strategic direction of the school
- Holding leaders to account for academic performance, attendance, behaviour and safeguarding procedures in their school.
- Overseeing stakeholder engagement; pupils, parents, local community, school staff
- Oversee recruitment of all staff except Head Teachers, teaching staff on Leadership Scale and Support Staff on Grade 6 or above.

<sup>1</sup> As set out in the Trust Articles of Association 101B (a), for an academy that was a Voluntary Controlled School immediately prior to conversion to Academy status, up to 25% of the LGB members are appointed by the Trustees with the consent of the Diocesan Corporate Member.

Each LGB will identify lead governors with a specific remit and oversight for Safeguarding, the progress of disadvantaged pupils and the provision of students with SEND.

Governors should check that the school website:

- is compliant with statutory requirements;
- has all relevant information about the school;
- is easily accessible and relevant to parents and the wider community;
- is up to date and celebrates all the positive news and events about the school.

The LGB's meet up to six times each academic year and otherwise as required. Any additional meetings require at least 7 days' notice. Governors should arrange formal visits to the school between meetings to enable them to carry out their responsibilities across the school and may be invited to school events on an informal basis.

The quorum is half of the board rounded down and meetings are minuted by the Governance Professional. The LGB will elect a Vice Chair on an annual basis.

The Chair will be responsible for drawing up the agenda and getting it sent out to governors at least 7 days in advance. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected for the meeting.

The Chair of the LGB provides an important link between the Trust and the LGB and its school. They are responsible for:

- chairing LGB meetings, ensuring all governors have a voice and are able to contribute to the meetings;
- ensuring the LGB is meeting its duties under the Trust Scheme of Delegation, holding senior school leaders to account;
- reporting back the views of the school to the Board of Trustees, including the recommendation of any training needs of the LGB;
- contributing to the performance management of the Head Teacher;
- developing an effective working relationship with the Head Teacher and senior staff through regular communication between meetings;
- liaising with the CEO on matters of importance between meetings e.g. pupil exclusion or staff competency issues;
- being proactive in the self-review of the LGB.

The term of office for any governor shall be four years, subject to remaining eligible to be a particular type of governor. Any Trustee appointed governor may be re-appointed by Trustees at a Board Meeting. Parent and staff representative vacancies will be filled by a process of election.

In respect of any Academy that had previously been a Voluntary Controlled School immediately prior to conversion to Academy status, all LGB members shall sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the Academy.

Area	Decision	Delegation							
		Members	Trust Board	Finance, Risk and Resources Committee	Standards Committee	CEO	Executive Team	LGB	Head Teacher
	Governance framework								
People	Members: Appoint/Remove	✓							
	Trustees: Appoint/Remove	✓	✓						
	Role descriptions for members	✓							
	Role descriptions for trustees/chair/ specific roles/committee/council members: agree		✓			<A			
	Parent Governor: elected or appointed							✓	
	Board and committees: elect own chair		✓	✓	✓				
	Board committee chairs: ratify or remove		✓						
	LGB Chairs: elect							✓	
	LGB Chairs: ratify or remove		✓			<A			
	Governance Professional to board: appoint and remove		✓				<A		
	Governance Professional to LGB: appoint and remove		✓				<A	<A	

	Articles of association: review and agree	✓	<A			<A	<A		
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Area	Decision	Delegation								
		Members	Trust Board	Finance, Risk and Resources Committee	Standards Committee	CEO	Executive Team	LGB	Head Teacher	
Systems and structures	Governance structure (committees) for the trust: establish and review annually		✓				<A			
	Terms of reference for board committees and scheme of delegation for LGB: agree annually		✓				<A			
	Skills audit: complete and recruit to fill gaps		✓			<A>	<A>	✓	<A	
	Annual self review of trust board and committees: complete annually		✓				<A			
	Annual self review of LGB/councils: complete annually						A>	✓		
	Chair's performance: carry out 360 review periodically		✓					✓		
	Trustee / LGB member contribution: review annually		✓				<A>	✓		
	Succession: plan		✓				<A>	<A>	✓	A
	Annual schedule of business for trust board and committees: agree		✓	✓	✓		<A	<A		
	Annual schedule of business for LGB: agree						A>	A>	✓	A

Area	Decision	Delegation							
		Members	Trust Board	Finance, Risk and Resources Committee	Standards Committee	CEO	Executive Team	LGB	Head Teacher
Reporting	Publication on trust and schools' websites of all required details on governance arrangements: ensure		✓				<A	✓	A
	Annual report on performance of the trust: submit to members and publish		✓			<A			
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A		<A			
	Annual report work of LGB: submit to trust and publish		Accountable					✓	A
		Being Strategic							
	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate): approve		✓	<A	<A	<A	<A		

Area	Decision	Delegation							
		Members	Trust Board	Finance, Risk and Resources Committee	Standards Committee	CEO	Executive Team	LGB	Head Teacher
Being Strategic									
	Determine school level policies which reflect the school's ethos and values: approve		Accountable		<A	A>	A>	✓	A
	Central spend / top slice: agree		✓	<A		<A			A
	Management of risk: establish register, review and monitor		✓	<A	<A	<A>	<A>	✓	A
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓			<A	<A		
	Chief Executive Officer: appoint and dismiss		✓						
	Headteacher: appoint and dismiss		Accountable				✓	<A	
Executive team appointment and dismiss						✓			

	Budget plan to support delivery of trust key priorities: agree		✓	<A			<A		
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Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive Team	LGB	Head Teacher
Being Strategic	Budget plan to support delivery of school key priorities: agree		Accountable			✓		<A	A
	Trust's staffing structure: agree		✓	<A			<A		
	School staffing structure: agree		Accountable			✓	<A		A
	School staff recruitment (as set out in Safer Recruitment Policy)		Accountable				A>	✓	A
Holding to account									
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	<A	<A	<A>	<A>	✓	A
	Reporting arrangements for progress on key priorities: agree		✓	<A	<A	<A>	<A>	✓	A
	Performance management of the Chief Executive Officer: undertake		✓						

Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive team	LGB	Head Teacher
	Performance management of Head teacher: undertake		Accountable			✓		A	
	Performance management of the Executive teams					✓			
	Trustee monitoring: agree arrangements		✓				<A		
	LGB member monitoring: agree arrangements						A>	✓	A
	LGB overall performance monitoring: agree arrangements		✓				<A		
	Ensuring financial probity								
	Appointment Trust Finance Manager for delivery of trust's detailed accounting processes: approve		✓	<A		<A			

Ensuring financial probity	Trust's Finance Policy (including scheme of financial delegation and procurement at Trust and school level): establish and review		✓	<A			<A		
	External auditors' report: receive and respond		✓	<A			<A		

Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive team	LGB	Head Teacher
	CEO pay award: agree		✓						
	Headteacher pay award: agree		Accountable			✓		A	
	Executive team pay award: agree		✓			<A			
	Staff appraisal procedure and pay progression (Pay Policy): review and agree		✓			<A			
	Benchmarking and trust wide and school value formoney: ensure robustness		Accountable	✓		<A	<A		
Curriculum									
	Trust Vision and core values		Accountable			✓	<A		
	Draft delegation		Accountable		✓ Trust level	A>		✓ School level	<A
	Overall strategy of the trust including approval of development plan		Accountable			✓	<A		
	Setting of school targets for pupil attainment		Accountable		✓ Trust level	<A	<A	✓ School level	✓

Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive team	LGB	Head Teacher
	Setting of school targets for pupil progress		Accountable		✓ Trust level	<A	<A	✓ School level	✓
	Setting of school targets for attendance and punctuality		Accountable			✓	<A		✓
	Approval of set school targets for pupil, attainment		Accountable		✓ Trust level			✓ School level	
	Approval of set school targets for pupil progress		Accountable		✓ Trust level			✓ School level	
	Approval of set school targets for attendance and punctuality		Accountable		✓ Trust level			✓ School level	
	Monitoring of school pupil, attainment		Accountable		✓ Trust level	<A	<A	✓ School level	<A
	Monitoring of school pupil, progress		Accountable		✓ Trust level	<A	<A	✓ School level	<A
	Monitoring of school targets for attendance and punctuality		Accountable		✓ Trust level	<A	<A	✓ School level	<A
	Approval and monitor the impact of trust priorities for teaching and learning		Accountable		<A	✓	<A		✓
	Approve school specific priorities and improvement plans		Accountable			A>	A>	✓	<A
	The Black Pear Trust Curriculum provision:		Accountable			✓	<A		✓

Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive team	LGB	Head Teacher
	intent								
	The Black Pear Trust Curriculum provision: implementation		Accountable			✓	<A		✓
	The Black Pear Trust Curriculum provision: impact		Accountable			✓	<A		✓
	School specific curriculum drivers and provision		Accountable					✓	<A
	Approval and monitoring the impact of school priorities around pupil wellbeing (behaviour and safety including safeguarding)		Accountable						
	SEND provision		Accountable			✓	<A		✓
	EYFS provision		Accountable			✓	<A		✓
	Effective use of Pupil premium		Accountable	✓ Trust level		<A	<A	✓ School level	<A
	Effective use of Sports premium		Accountable	✓ Trust level		<A	<A	✓ School level	<A
	Provision of enrichment activities (clubs, visits, extra-curricular activities)		Accountable			A>	<A		✓
	Collective Worship (Statutory) arrangements for the individual school		Accountable			A>	<A	✓	<A
	Ensure suitable Safeguarding Policies are in place		Accountable		✓	<A	<A	✓	<A
	Ensure safeguarding procedures are in place, including monitoring and keeping up to date		Accountable			✓	<A		✓

Area	Decision	Delegation							
		Members	Trust Board	Finance Committee	Standards Committee	CEO	Executive team	LGB	Head Teacher
	Term dates and INSET days		Accountable			✓			<A
	Length/organisation of the school day and wrap around care		Accountable						✓

## 6.2 KEY

Blue box Function **cannot** be legally carried out at this level.

- ✓ Action to be undertaken at this level (responsible)
- ✓ Action to be undertaken at this level (responsible)
- A** Provide advice and support to those accountable for decision making
- <> Direction of advice and support

Accountable – this body is accountable for the area identified.

CEO will direct member of executive team with responsibility in the required area to fulfil delegated responsibilities