



Governance Handbook 2017-18

## CONTENTS

	Page
Mission Statement	2
Trust Priorities 2017-18	3
Overview of Governance (roles and responsibilities)	4
Finance Principles	6
Diagram of Governance Structure	7
Attendee List	8
Meeting Schedule	9
Scheme of Delegation	10
Academy Association Terms of Reference	14
Guidance for Associates on Visits to the Academy	27
Academy Associate Year Overview	30
Code of Practice for the Board of Directors	31
Code of Practice for the Academy Associates	34
Board of Directors Meeting Agenda Template	37
Academy Association Meeting Agenda Template	38
Board Paper Proposal	39
CEO Strategic Report	43
Central Office Decision-Making Template	46

## **"DEDICATED TO DEVELOPMENT; TRANSPARENT IN OUR APPROACH"**

### **Mission Statement**

Fairfax Multi-Academy Trust aims to develop articulate, resilient and ambitious students, regardless of background, with the knowledge, skills and attitudes to excel in modern Britain.

Our core values and beliefs:

Excellence:

We strive for the highest quality to ensure excellent outcomes.

Dedication:

We believe there is dignity in hard work and effort.

Ambition:

We want the very best for our students.

Integrity:

We believe in openness and transparency.

Tradition:

We believe in old-fashioned manners, courtesy and respect.

In order to achieve our "mission", the Trust is underpinned by the following principles:

- Our Academies are Trust-minded and are collectively responsible for the results of all children - if one fails, we all fail.
- Every Academy should be a giver and receiver of support and challenge.
- It is right to have the expectation that the strongest schools support the weakest schools to equalise the experience of children.
- The most effective form of intervention is the sustainability of high-quality teaching.

## THE KEY OBJECTIVES

### CORE PURPOSE

At the end of the academic year 2016-17, the Fairfax Multi-Academy Trust incorporated 4 academies educating around 4 300 students and employing over 700 staff with a budget in excess of £23 million. This plan sets out the strategies for 2017-18 to ensure;

- Heads of Academy can focus on teaching and learning and behaviour, as announced at the Annual FMAT Leadership Conference.
- The Central Office function will deliver 'back office' functions to achieve economies of scale and consistency in reporting to the Board.

### FINANCIAL

1. To centralise the finance function and payroll to;
- Ensure consistency and accurate reporting to the CEO and Board of Trustees;
- Remove the burden from academies, allowing them to focus on Teaching, Learning and Behaviour;
- Avoid unnecessary duplication of work.
2. To introduce and embed an on-line ordering platform that provides academies and all staff with preferred providers to achieve more proficient value for money
3. To develop a 3-year deficit recovery plan

### EDUCATIONAL

1. Improve the quality of teaching by introducing and embedding a 'Mastery Approach'.
2. Introduce a trust wide system for monitoring the quality of teaching;
3. Further develop collaboration across the FMAT;
4. Develop the Behaviour Policy so that alternatives to exclusion can be introduced

### GOVERNANCE

1. To embed a regional hub board model incorporating consistent clerking through the Trust Secretary
2. To recruit high quality governors to sit on boards that relentlessly pursue accountability
3. To develop the role of a member

### CENTRAL SERVICES

1. To streamline back office functions and operate them centrally. By the end of the academic year 2017-18, these services will operate from the Central Office;
- **IT** – following the Novatia Strategic Plan and working alongside Joskos
- **Finance** – Led by the COO of the Trust
- **Design** – Led by the FMAT Graphic Designer
- **Communications and Marketing** – Led by the PA to the CEO
- **HR** – Led by the Director of HR
- **Information and Data** – Led by the Information and Systems Manager
- **Governance** – Led by the Trust Secretary
- **Catering** – Led by an outsourced catering organisation

### FMAT GROWTH AND CAPACITY

1. To grow the Trust from a cottage industry to a more sustainable model by;
2. Developing a network of academies around Bournville to create a Regional Hub
3. Sponsoring and/or converting several schools in identified areas, for example Derby City, Derbyshire and Staffordshire.

### LEADERSHIP

1. To implement Performance Appraisal targets for all senior leaders across the Trust (24 in Total – Heads of Academy, Deputy Heads and Assistant Headteachers) that span FMAT wide objectives.
2. To develop a deployment plan of Trust resource that links to analysis of needs at individual academies each term.

### COMMUNICATION

1. To hold calendared meetings with senior staff across the Trust to ensure constant delivery of message.
2. To develop the FMAT brand through a variety of media and marketing at key events across the West Midlands.

### HUMAN RESOURCES

1. To embed the FMAT JCC and open a meaningful communication channel to all trade unions
2. To rationalise policies and procedures across the trust
3. Risk management

## FMAT GOVERNANCE

### FMAT Governance Structure

Our governance structure is made up as illustrated in our FMAT Governance Structure diagram. The **Members** established the Trust. The Accountable Body for the Fairfax Multi-Academy Trust is the **Board of Directors**. Each Academy has its own **Academy Association** that provides local intelligence to the Board.

There are two subcommittees of the Board, the **Finance and Resources Committee** and the **Audit and Risk Committee**. Directors of the Board make up these committees and are advised by the CEO and Finance Director.

From September 2016 each Academy Association will also have an **Academy Finance and Resource Focus Group**.

The Heads of Academy meet at the **Executive Team Meeting** on a regular basis with the CEO and Director of Education. The FD meets monthly at the **Finance Managers Meeting** with the Academy Finance Managers and ensures compliance with the Academy Financial Handbook.

The CEO, along with a Director, will conduct the **Performance Appraisal** of each Head of Academy. The **Director of Education** will hold weekly meetings with Heads of Academy, focusing on their development plan and the Ofsted Framework.

### Our Members

Our Members Martyn Collin, Simon Rowney, Andy Keane and Simon Sheppard were the founding group of the Multi-Academy Trust. The Members can control changes to the constitution (subject to DfE approval) and other fundamental decisions relating to the Academy Trust. Members also have the right to remove a Director by ordinary resolution (a vote passed by a simple majority of Members).

The role of Member is likely to therefore be a largely 'hands-off role'. The distinction between a Member and Director is perhaps best illustrated by an example: - whilst the annual audited accounts will be presented to the Members, it is the Board of Directors and the Chair of the Board who approve, sign and send them to Companies House.

### Our Directors

Our Directors are the Accountable Body for the Trust. They are responsible for:

- Determining the mission, ethos and key strategic priorities for the Trust;
- Setting targets for pupil and student achievement;
- Agreeing budgets;

- Agreeing a curriculum statement for the Trust and supplementary statements for each Academy should they be required;
- Appointing all teaching staff on the leadership scale and support staff on grade 6 or above;
- Reviewing the performance and pay of the CEO, Director of Education, Finance Director and Heads of Academy in conjunction with the Academy Associations.

The Board of Directors consists of the CEO, the current Academy Association Chairs and five Directors. The Board will meet five times in 2017-18. Any additional meetings require seven days' notice. The quorum is half of the Board rounded down, and minutes of the meetings are taken by the clerk. The Directors nominate the Chair on an annual basis and the Board elects a Vice Chair annually. The Chair is responsible for drawing up the agenda and sending it out to Directors with all associated papers at least seven days in advance. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected at the meeting.

### **Our Academy Associations**

Our Academy Associations play an important role in supporting the Board of Directors and the relevant Academy. They are responsible for:

- Ensuring the Academy is operating within the ethos and values as set out by the Board;
- Holding the Head of Academy to account for the educational performance of the Academy and its students;
- Engaging with wider Academy activities as a means of monitoring overall quality.

*NOTE: The CEO should be consulted on all teaching and support staff appointments made within the Academy.*

The group is made up of twelve Associates appointed by the Board of Directors. This includes the Chair, who is appointed by the Board, the Head of Academy, up to one Staff Associate, up to two Parent Associates and up to seven Directors' appointments. The Director of Education will also be in attendance at all meetings; however he/she does not have voting rights.

The Academy Association meets five times per year. Should the Chair or Vice Chair not be present at the meeting, a temporary Chair should be elected at the meeting.

## FINANCE

The Trust's Articles of Association, Master Funding Agreement, Financial Procedures Policy and the Terms of Reference for Academy Associations offer information and advice on the Trust's financial procedures. A summary is outlined below.

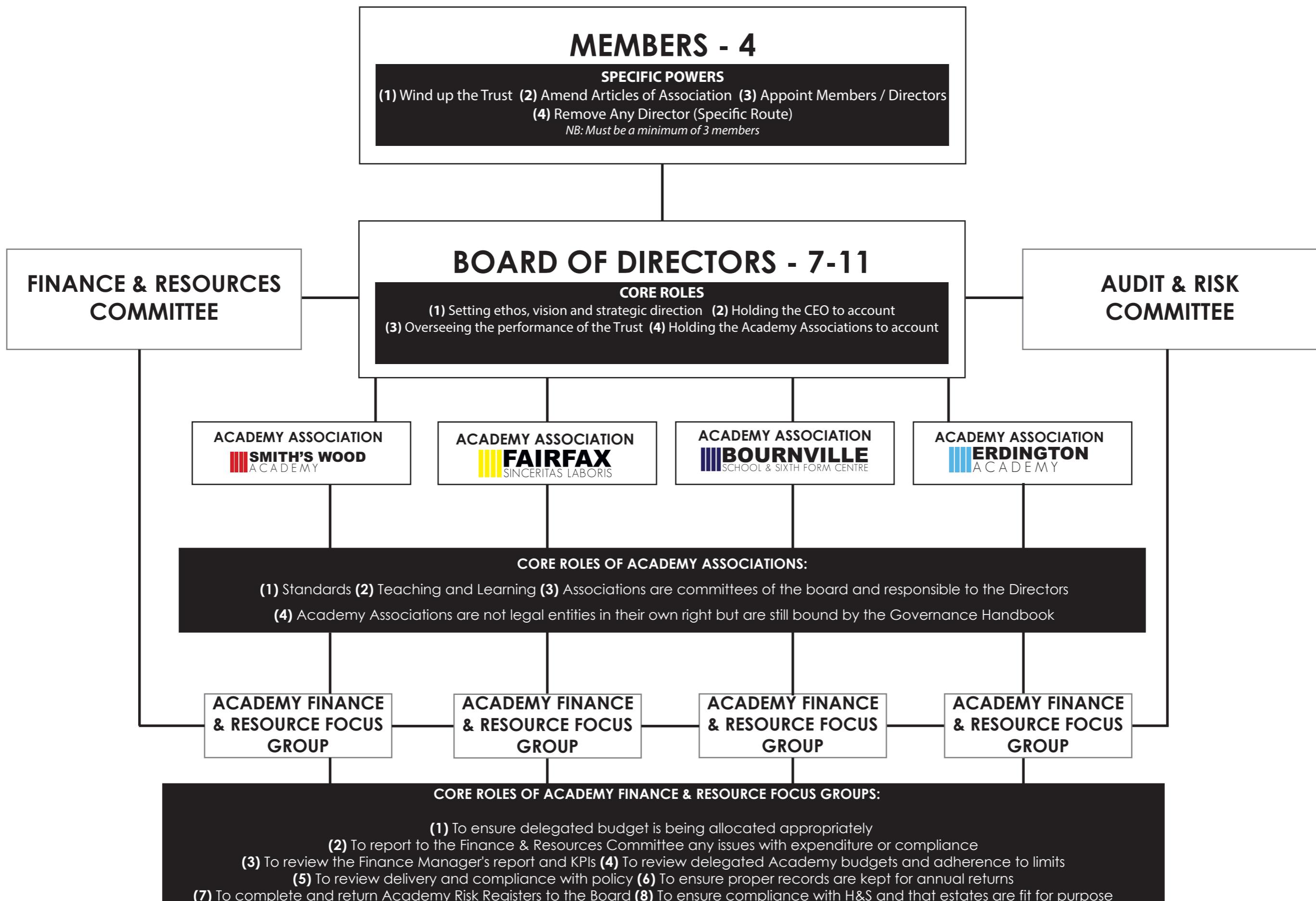
The Fairfax Multi-Academy Trust is a company (**company**) limited by guarantee incorporated in England and Wales. The Academy Trust is a charity and its directors are the Charity Trustees of the Academy Trust.

The Master Funding Agreement (**MFA**) is between the Secretary of State for Education and the company. All funding from the Secretary of State, devolved by the Education Funding Agency through grants (General Annual Grant – **GAG**, Earmarked Annual Grant – **EAG** and Capital Expenditure), will go to the Trust. All funds, including reserves, are held centrally, at Trust level. The Directors, in conjunction with the Accounting Officer (**AO**)/ Chief Executive Officer (**CEO**) and the Finance Director (**FD**), will formulate and determine the proportion of the overall budget delegated to each Academy.

The Academy Trust will withhold a contribution fund. The percentage of this contribution will be recommended by the CEO and determined by the Directors. The contribution will be reviewed annually.

Each Academy is responsible for ensuring GAG funding is allocated as set out in their Supplementary Funding Agreement (**SFA**). Directors, in conjunction with the AO and FD, will monitor the use of devolved funds in each Academy and report at Board of Directors level. They are also responsible for ensuring that the financial and accounting requirements are met as set out in the Academies Financial Handbook (**AFH**). Each Academy will adopt the Trust's Financial Procedures Policy, which is reviewed annually.

Trust Academies will have the opportunity to bid for further funding for specific projects or estates work. Directors will issue this funding dependent on pre-published criteria and the needs of each Academy.



## ATTENDEE LIST

BOARD OF DIRECTORS	FAIRFAX ACADEMY ASSOCIATION	BOURNVILLE ACADEMY ASSOCIATION	ERDINGTON ACADEMY ASSOCIATION	SMITH'S WOOD IEB
<b>Andy Bird</b> CEO	<b>Chris Stevens</b> Dir. of Education	<b>Chris Stevens</b> Dir of Education	<b>Chris Stevens</b> Dir. of Education & Acting Chair	<b>Chris Stevens</b> Dir. of Education/Chair
<b>Andy Keane</b> Director	<b>Neil Philpott</b> Associate & Chair	<b>Lara Kiltie</b> Parent Associate/Chair	<b>Lisa Millward</b> Directors' Appt.	<b>Andrew Best</b> IEB
<b>Simon Sheppard</b> Director	<b>Keith Mundy</b> Directors' Appt.	<b>Andrew Schofield</b> Parent Associate	<b>Phil Bryant</b> Directors Appt.	<b>Karen Bloor</b> IEB
<b>Laura Chandler</b> Director	<b>Simon James</b> Directors' Appt.	<b>Paul Majster</b> Parent Associate	<b>Janet Shaw</b> Associate	<b>Simon Sheppard</b> Director
<b>Neil Philpott</b> Chair of FF AA	<b>Janet Shaw</b> Associate	<b>Phil Bryant</b> Directors' Appt.	<b>Michelle Mayo</b> Parent Associate	<b>Katy Craig</b> HoA- SW
<b>Lara Kiltie</b> Parent Associate - BV	<b>Kath Philpott</b> Associate	<b>Liz Cross</b> Directors' Appt.	<b>Jo Green</b> Directors' Appt.	
<b>Nicholas Robson</b> Directors' Appt.	<b>Lynda Lewis</b> Associate	<b>Amie Richards</b> Associate	<b>Karen Tucker</b> Directors Appt	
<b>Pank Patel</b> Directors' Appt.	<b>Julie Dent</b> Parent Associate	<b>Jo Cottle</b> HoA	<b>Jon Harrison</b> Directors Appt.	
<b>Martyn Collin</b> Director/Chair	<b>Karen Bloor</b> Parent Associate		<b>Mark Rhatigan</b> HoA- EA	
<b>Christopher Stevens</b> Director of Education	<b>Debbie Bunn</b> HoA - FF			
<b>Lauren Harris</b> Clerk	<b>Lauren Harris</b> Clerk	<b>Lauren Harris</b> Clerk	<b>Lauren Harris</b> Clerk	<b>Kim Smith</b> Clerk

MEMBERS AGM	AUDIT & RISK COMMITTEE	INTERNAL BOARD MEETING
<b>Andy Keane</b> Member & Director	<b>Neil Philpott</b> Chair /Chair of FF AA	<b>Andy Bird</b> CEO
<b>Martyn Collin</b> Member	<b>Andy Bird</b> CEO	<b>Chris Stevens</b> Dir. of Education
<b>Simon Rowney</b> Member	<b>John Fitzgerald</b> Staff - FD	<b>Debbie Bunn</b> HoA - FF
<b>Simon Sheppard</b> Member & Director	<b>Janet Shaw</b> FF Associate	<b>Mark Rhatigan</b> HoA - EA
<b>Simon Small</b> Member		<b>Katy Craig</b> HoA- SW
		<b>Jo Cottle</b> HoA- BV
<b>Lauren Harris</b> Clerk	<b>Lauren Harris</b> Clerk	<b>Lauren Harris</b> Clerk



## **FAIRFAX MULTI-ACADEMY TRUST SCHEME OF DELEGATION**

### **Introduction**

This Scheme of Delegation sets out the delegated powers between the Board of Directors, the Audit and Risk Committee, the Finance and Resources Committee and Academy Associations within the Fairfax Multi-Academy Trust.

The delegated powers are broken down into different levels in line with the Trust's principles of governance, leadership and operation. The delegated autonomy for individual Academies is aligned with the need for the Trust to fulfil its corporate responsibilities and accountabilities to the Department for Education (DfE), Education Funding Agency (EFA), Charities Commission, HMRC and Companies House.

The different levels of delegated power are listed below but it should be noted that not every task requires all levels of delegated power to be defined:

- Approve (A)
- Recommend (R)
- Consult (C)
- Implement (I)

The Scheme of Delegation should be read in conjunction with the Terms of Reference for the relevant body, these are attached as appendices to this document.

	Task  Key: Approve (A), Recommend (R) Consult (C), Implement (I)	Notes	CEO	BoD	Academy Association	Head of Academy
<b>1.</b>	<b>Governance</b>					
1.1	Trust Scheme of Delegation		R/I	A		
1.2	New Academies Joining the Trust		R	A		
1.3	Academy Association (AA) Terms of Reference		R	A	I	
1.4	Appointment of a Chair of the Trust Board	As per Articles		A		
1.5	Appointment (and removal) of a Chair of AA	As per Articles	R	A		
1.6	Appointment (and removal) of a Vice Chair of the AA	As per AA ToR			A	
1.7	Appointment of Board Sub-Committees			A		
1.8	Appointment (and removal) of a Clerk to the Trust Board		R	A		
1.9	Appointment (and removal) of a Clerk to the AA		R	A		
1.10	Calendar of Trust Board and AA Meetings		R	A		I
<b>2.</b>	<b>Academy Performance, Curriculum and Teaching</b>					
2.1	Academy Performance Targets		R	A		
2.2	Academy 1-Year Development Plan		C		A	R
2.3	Curriculum		A		C	I
2.4	Teaching & Learning Policy		C		A	R
2.5	Sex Education Policy		C		A	R
2.6	Religious Education policy		C		A	R
<b>3.</b>	<b>Staff Policies and Pay</b>					
3.1	Pay & Remuneration Policy		R	A		C/I
3.2	Job Role Salary & Grading		R	A		C
3.3	Changes to Employee Terms & Conditions or Collective Agreements		R	A		C
3.4	CEO Annual Pay Award			A		
3.5	Head of Academy Annual Pay Award		R	A		
3.6	Teachers' & Support Staff Pay Progression				A	R
3.7	Statutory Teacher and Support Staff Pay Award			A		
3.8	Central Office Staff Annual Pay Award		R	A		
3.9	Performance Management & Appraisal Review Policy		R	A		C/I
3.8	Disciplinary Policy		R	A		C/I
3.9	Grievance Policy		R	A		C/I
3.10	Capability Policy		R	A		C/I
3.11	Whistleblowing Policy		R	A		C/I
3.12	Restructuring & Redundancy Policy		R	A		C/I
3.13	Employee Health & Safety Policy		R	A		C/I
<b>4.</b>	<b>Staff Management</b>					
4.1	Academy Organisation Structure		A			R
4.2	Central Office Organisation Structure		R	A		
4.3	Staff Recruitment – Posts Included in the Current Structure & Budget	Including Temporary and Agency Cover				A/I
4.4	Staff Recruitment – Posts Not Included in the Current Structure and Budget	Including Temporary and Agency Cover	C	A		R/I
4.5	Head of Academy Appointment		R	A	C	
4.6	Deputy Head Appointment		A		C	R

#	Task  Key: Approve (A), Recommend (R) Consult (C), Implement (I)	Notes	CEO	BoD	Academy Association	Head of Academy
4.7	Senior Leadership Appointment		A		C	R
4.8	Teaching and Support Staff Appointment					A
4.9	Suspension Procedures for the CEO		C	R/A /I		
4.10	Dismissal of the CEO		C	R/A /I		
4.11	Appeal of the CEO Against Dismissal		C	R/A /I		
4.12	Suspension Procedures for the Head of Academy and Central Office Employees		R/I	A		C
4.13	Dismissal of the Head of Academy		A/I			C
4.14	Appeal of the Head of Academy Against Dismissal	External		A/I		C
4.15	Suspension of Any Teaching or Support Staff	Excludes HoA	A			R/I
4.16	Dismissal of Any Teaching or Support Staff	Excludes HoA				A
4.17	Appeal of Any Teaching or Support Staff Against Dismissal	Excludes HoA	A/I			
<b>5.</b>	<b>Financial Governance and Management</b>					
5.1	Trust & Academy Financial Regulations (including key policies)		C/I	A		
5.2	Trust & Academy Financial Procedures		C/I	A		
5.3	Trust Procurement Policy		C/I	A		
5.4	Trust 3-Year Budget Plan		C/I	A		
5.5	Trust 1-Year Budget		C/I	A		
5.6	Trust Consolidated Financial Statements		C/I	A		
5.7	Trustees' Report		R/I	A		
5.8	Response to Auditor's Management Letter		I	A		
5.9	Academy 3-Year Budget Plan		R	A		C
5.10	Academy 1-Year Budget		R	A		C
5.11	Financial Returns to EFA		A			
<b>6.</b>	<b>Financial Authorisation</b>					
6.1	Budgeted Expenditure (Excluding Contracts) up to £10,000	In Conjunction with the Budget Holder & Finance Manager				A
6.2	Budgeted Expenditure (Excluding Contracts) Between £10,000-£30,000	In Conjunction with the Budget Holder, Finance Manager & HOA				A
6.3	Budgeted Expenditure (Excluding Contracts) over £30,000	In Conjunction with the Finance & Resource Committee	R	A		I
6.4	All Contracts		A			R
6.5	Disposals or Write-Off of Stock, Assets or Debts Up to £1,000		A			R
6.6	Disposals or Write-Off of Stock, Assets or Debts Over £1,000		C	A		R
6.7	All Settlements/Compensation Payments Up to £50,000 (AFH Limit)		R	A		C

#	Task  Key: Approve (A), Recommend (R), Consult (C), Implement (I)	Notes	CEO	BoD	Academy Association	Head of Academy
6.8	Settlements/Compensation Payments Over £50,000	Secretary of State	R	A		C
6.9	Capital Projects		A			C
<b>7.</b>	<b>Academy Policies and Procedures</b>					
7.1	Academy Day				A	R/I
7.2	Term Time and Holidays		A			C/I
7.3	Inset Days		A			C
7.4	Academy (PAN)		C	A		R
7.5	Change of Age Range		R	A		C/I
7.6	Child Protection & Safeguarding Policy		C		A	R/I
7.7	Attendance Policy		C		A	R/I
7.8	Student Behaviour & Exclusions Policy		C		A	R/I
7.9	Fixed-Term Exclusion				A	
7.10	Permanent Exclusion		C		A	R
7.11	Complaints Procedure		C		A	R
7.12	Admissions Policy		A			R/I
7.13	Academy Prospectus		A			R/I
7.14	Academy Website		A			R/I
7.15	Academy Logo & Branding		A			C/I
7.16	Academy Uniform		A			C/I
7.17	Academy Trips Policy		C		A	R/I
7.18	Pupil Premium Report		C		A	R/I
7.19	Year 7 Catch Up Report		C		A	R/I
7.20	Accessibility Plan		C		A	R/I
7.21	Travel Plan		C		A	R/I
<b>8.</b>	<b>Premises and Assets</b>					
8.1	Asset Management Policy and Plan		R			I
8.2	Health & Safety Policy		R	A		I
8.3	Estates Management Strategy		R	A		I

**Note:**

Central policies will be brought to meetings for reference only.

AFH = Academies Financial Handbook

OJEU = Official Journal of the European Union (previously called OJEC – the Official Journal of the European Community).

## **ACADEMY ASSOCIATION TERMS OF REFERENCE**

**Adopted by resolution of the Board on 13<sup>th</sup> July 2016**

### **1. INTRODUCTION**

- 1.1 Fairfax Multi-Academy Trust (the “**Trust**”) is governed by a Board of Directors (the “**Directors**”) who are accountable to the Department for Education and have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the Academies operated by the Trust.
- 1.2 The following Academies are currently operated by the Trust:
  - Fairfax
  - Bournville School
  - Erdington Academy
  - Smith's Wood Academy(each one the “**Academy**” or collectively the “**Academies**”).
- 1.3 In order to assist with the discharge of their responsibilities, the Directors have established an Academy Association (“**AA**”) for each of the Academies. The AA shall be a committee established pursuant to Articles 100 to 104 (inclusive) of the Articles of Association of the Trust (the “**Articles**”).
- 1.4 The Directors may review these terms of reference at any time but shall review them at least annually.
- 1.5 These terms of reference may only be amended by the Board of Directors.

## **2. CONSTITUTION OF THE AA**

- 2.1 Members of the AA shall be known as "associates".
- 2.2 The Directors have the right to appoint such persons to the AA as they shall determine from time to time.
- 2.3 Subject to clause 2.2, the composition of the Academy Associations shall be as follows:
  - 2.3.1 the Head of the Academy (or the CEO if no such person is appointed);
  - 2.3.2 up to 1 staff associate;
  - 2.3.3 up to 2 parent associates; and
  - 2.3.4 up to 7 associates, appointed by the Directors.
- 2.4 The procedure for the appointment and removal of associates shall be as set out in Annex 1.

## **3. PROCEEDINGS OF THE AA**

The proceedings for meetings of the AA shall be as set out in Annex 2.

## **4. RELATIONSHIP BETWEEN THE BOARD AND AA**

- 4.1 The AA shall in carrying out its role:
  - 4.1.1 promote high standards and aim to ensure that students are attending a successful Academy which provides them with a good education and supports their well-being;
  - 4.1.2 be responsible to the Directors for its actions and follow the expectations of associates as laid down by the Directors;

- 4.1.3 aim to establish that it is competent, accountable, independent and diverse and that it promotes best practice in governance; and
  - 4.1.4 aim to ensure that its associates promote and uphold high standards of conduct, probity and ethics.
- 4.2 The Directors shall support the work of the AA by:
  - 4.2.1 setting a clear strategic vision to allow the AA to set and achieve its own aims and objectives within such vision;
  - 4.2.2 ensuring that systems are put in place to allow the associates to be presented with timely and good data to allow the AA to analyse Academy performance in order to support and challenge the Head of Academy and the senior leadership team of the Academy; and
  - 4.2.3 ensuring that the associates have access to high-quality training.
- 4.3 Without prejudice to the Directors' other rights, Directors have the right to remove any associate and to amend these terms of reference at any time. Where the Directors have concerns about the performance of an AA they may, amongst other actions:
  - 4.3.1 require the relevant AA to adopt and comply with a governance action plan in such form as determined by the Directors;
  - 4.3.2 suspend or remove any or all of the matters delegated to the AA;
  - 4.3.3 suspend or remove any or all of the associates of the relevant AA.

- 4.4 The Directors may require an action where:
- 4.4.1 the Academy has a deficit budget (both revenue and capital) in excess of £50,000;
  - 4.4.2 the Academy has achieved levels of progress deemed below the national standards;
  - 4.4.3 the Academy has been deemed by Ofsted/HMI, through recent inspection, that they are classified as "Requires Improvement" or "Inadequate";
  - 4.4.4 the Academy has received information relating to the safeguarding and/or safety of its students.
- 4.5 The Directors may vary the matters delegated where:
- 4.5.1 the AA acts outside its delegated powers and limitations;
  - 4.5.2 the AA is in breach of these terms of reference.
- 4.6 The Directors may remove Associates where:
- 4.6.1 the Academy is in material breach of its funding arrangements;
  - 4.6.2 the AA is in material breach of these terms of reference or has persistently breached these terms of reference.
- 4.7 The circumstances listed in paragraphs 4.4, 4.5 and 4.6 are illustrative only.

## **5 DELEGATED POWERS**

### **General principles**

- 5.1 In the exercise of its delegated powers and functions, the associates of the AA shall:

- 5.1.1 ensure that the Academy is conducted in accordance with the objectives of the Trust, the terms of any trust governing the use of the land which is used for the purposes of the Academy, any agreement entered into with the Secretary of State for the funding of the Academy and these terms of reference;
  - 5.1.2 promptly implement and comply with any policies or procedures communicated to the AA by the Directors from time to time;
  - 5.1.3 review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Directors;
  - 5.1.4 work closely with the Directors and act with integrity, objectivity and honesty in the best interests of the Trust and the Academy;
  - 5.1.5 be open about decisions and be prepared to justify those decisions;
  - 5.1.6 keep confidential all information of a confidential nature obtained by them relating to the Academy and the Trust; and
  - 5.1.7 adopt financial prudence in managing the financial affairs of the Trust insofar as these relate to the Academy and are delegated to them.
- 5.2 Each associate shall be required to take part in regular self-review and is accountable for meeting his/her own training and development needs. It is an associate's responsibility to consider if, and raise any concerns where, he/she feels that appropriate training and development is not being provided.
- 5.3 Associates shall be expected to report to the Trust against Key Performance Indicators (KPIs) which have been set for the Academy and provide such data and information regarding the business of the Academy and the students attending the Academy as the Directors may require from time to time.

- 5.4 The Scheme of Delegation sets out the powers retained by the Trust and delegated from the Directors to the AAs, CEO and the Head of Academy.
- 5.5 For the avoidance of doubt, where a power is not expressly delegated to the CEO, any AA or Head of Academy, it will be deemed to have been retained by the Trust regardless of whether it is specified in the Scheme of Delegation.
- 5.6 The Scheme of Delegation may be reviewed by the Directors at any time but shall be reviewed at least annually. Directors reserve the right to remove or alter any delegation at any time, whilst having due regard to, but not being bound by, the views of the AA.
- 5.7 Notwithstanding the application of any provision of these Terms of Reference, if the Chair of the AA or the Vice Chair is of the opinion that a matter of urgency exists and a delay in exercising the function would likely be seriously detrimental to the interests of the Academy, any student or their parent or a person who works at the Academy, then they may exercise any function of the AA which can be delegated to an individual or any function relating to the exclusion of students after consultation with the CEO and Head of Academy.

## Annex 1 – Appointment and Removal of Associates

### **1 Staff Associates**

- 1.1 The Directors shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the Academy and, where there are any contested posts, shall hold an election by a secret ballot.
- 1.2 All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Directors. The Directors may delegate the running of the election to the AA.

### **2 Parent Associates**

- 2.1 Parent associates of the AA shall be elected by parents of registered students at the Academy. He or she must be a parent of, or have parental responsibility for, a student at the Academy at the time when he or she is elected.
- 2.2 The Directors shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent associates. The Directors may delegate the running of the election to the AA.
- 2.3 Where a vacancy for a parent associate is required to be filled by election, the Directors shall take such steps as are reasonably practical to ensure that every person who is known to them to be a parent of a registered student at the Academy is informed of the vacancy and that it is required to be filled by election, informed that he/she is entitled to stand as a candidate and vote at the election, and is given an opportunity to do so.

- 2.4 Any election of persons who are to be the parent associates which is contested shall be held by secret ballot. The arrangements made for the election of the parent associates shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he/she prefers, by having his/her ballot paper returned to the Academy by a registered student at the Academy.
- 2.5 Where the number of parents standing for election is less than the number of vacancies, the Directors may appoint a person who is the parent of a registered student at the Academy or, where it is not reasonably practical to do so, a person who is the parent of a registered student of another Academy run by the Trust.

### **3      Academy Associates**

- 3.1 Academy associates of the AA shall be appointed by the Directors. He or she must be:
  - a) a person who lives or works in the community served by the Academy; or
  - b) a person who, in the opinion of the Directors, is committed to the government and success of the Academy.
- 3.2 The Directors can appoint an employee of the Trust as an associate but only to an Academy that they do not work in. These employees must either be a senior member of staff, on an Academy leadership team or have attended the Leadership Academy.
- 3.3 The Directors will appoint Academy associates based on a majority vote of the Directors present at the Board of Directors meeting. Every Director will have one vote. Where there is an equal division of votes, the Chair of the meeting shall have the casting vote.

#### **4      Term of Office**

- 4.1 The term of office for any associate shall be four years, save the Head of the Academy who shall remain an associate until he or she ceases to work at the Academy.
- 4.2 Subject to remaining eligible to be a particular type of associate, any person may be re-appointed or re-elected to the AA.

#### **5      Resignation and Removal**

- 5.1 A person serving on the AA shall cease to hold office if:
  - a) He/she resigns his/her office by giving notice in writing to the clerk of the AA;
  - b) the Principal/Head of Academy or a staff associate ceases to work at the Academy;
  - c) the Directors terminate the appointment of an associate whose presence or conduct is deemed by the Directors, at their sole discretion, not to be in the best interests of the Trust or the Academy.
- 5.2 For the avoidance of doubt, a parent associate shall not automatically cease to hold office solely by reason of their child ceasing to be a student at the Academy.

#### **6      Disqualification of Associates of the AA**

- 6.1 A person shall be disqualified from serving on the AA if he/she would not be able to serve as a Director in accordance with Articles 68-80 of the Articles.

## **7      Appointment and Removal of Chair and Vice Chair**

- 7.1 The Chair and Vice Chair of the AA shall be appointed by the Directors and may be removed from office by the Directors at any time.
- 7.2 The term of office of the Chair and Vice Chair shall be two years. Subject to remaining eligible to be an associate, any associate may be re-appointed as Chair or Vice Chair of the AA.
- 7.3 The Chair or Vice Chair may at any time resign his/her office by giving notice in writing to the Directors. The Chair or Vice Chair shall cease to hold office if:
- a) He/she ceases to serve on the AA;
  - b) in the case of the Vice Chair, he/she is appointed to fill a vacancy in the office of Chair.
- 7.4 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of Chair, the Vice Chair shall act as the chair for the purposes of the meeting. Where the Vice Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice Chair, the associates of the AA shall elect one of their number to act as Chair for the purposes of that meeting.

## **8      Working Parties**

- 8.1 Subject to the prior agreement of the Directors, in order to fulfil the needs of the Academy, each individual establishment may form temporary working parties in order to support specific operational requirements, as and when necessary.

## **Annex 2 – Proceedings of the AA**

### **1. Meetings**

- 1.1 The AA shall meet four times per academic year and shall hold such other meetings as may be necessary.
- 1.2 Meetings of the AA shall be convened by the clerk to the AA, who shall send the associates written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. Where there are matters demanding urgent consideration, the Chair or, in his/her absence, the Vice Chair, may waive the need for seven days' notice in advance of the meeting and substitute such notice as he/she thinks fit.
- 1.3 Any associate shall be able to participate in meetings of the associates by telephone or video conference provided that he/she has given reasonable notice to the clerk of the AA and that the associates have access to the appropriate equipment.
- 1.4 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof or any defect in the election, appointment or nomination of any person serving on the AA.

### **2. Quorum**

The quorum for a meeting of the AA, and any vote on any matter at such a meeting, shall be any three of the associates of the AA, or, where greater, any one-third (rounded up to a whole number) of the total number of associates of the AA at the date of the meeting, which must include at least one associate appointed by the Trust.

### **3. Voting**

- 3.1 Every matter to be decided at a meeting of the AA shall be determined by a majority of the votes of the associates present and entitled to vote on the matter. Every associate shall have one vote. Where there is an equal division of votes, the Chair of the meeting shall have the casting vote. An associate may not vote by proxy.
- 3.2 Any associate who is also an employee of the Trust shall withdraw from that part of any meeting of the AA at which his/her remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 3.3 A resolution in writing, signed by all the associates, shall be valid and effective as if it had been passed at a meeting of the associates duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the associates.

### **4 Conflicts of Interest**

- 4.1 Any associate who has or may have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest as defined below) which conflicts or may conflict with his/her duties as an associate of the AA shall disclose that fact to the AA as soon as he/she becomes aware of it. A person must absent him/herself from any discussions of the AA in which it is possible that a conflict will arise between his/her duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

4.2 An associate of the AA has a Personal Financial Interest if he/she, or any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the associate or any person living with the associate as his/her partner, is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the Academy.

## **5 Minutes of Meetings**

- 5.1 At every meeting of the AA the minutes of the last meeting shall be taken as the first agenda item after any apologies and, if agreed to be accurate, shall be signed as a true record.
- 5.2 The clerk to the AA shall ensure that a copy of the agenda for every meeting of the associates, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Company Secretary of the Trust.

## **Guidance for Associates – Visits to the Academy**

### **Context**

One of the key roles and responsibilities for Academy Associations is to monitor the progress and performance of the academy. Undertaking visits demonstrates the Academy Associate's role in the strategic management of the academy by helping to hold the academy to account and evaluate its progress.

The Academy Associates visiting programme is an integral part of the yearly monitoring calendar. Associates should make arrangements to visit the academy in between Association meetings focussing on an aspect of the Academy Development Plan or Governors statutory duties. A list of suggested activities can be found on Page 31. Where possible the focus of forthcoming visits should be identified in the Academy Association Meetings. Visits to the academy allow associates to:

- See the academy at work and observe the range of attitudes, behaviour and achievements
- Get to know the staff and demonstrate their commitment to the school
- Give active support to the staff and the activities of the school
- Evaluate resources and discuss with staff further requirements
- Gain first-hand information to assist with policy making and decision taking
- Work in partnership with the staff

Before making a visit associates will:

- Contact the Head of Academy and agree a date, time and focus for the visit
- Clarify the etiquette, courtesies and expectations for the visit
- Draw up a timetable for the visit with the Head of Academy or the visit co-ordinator

On the day of the visit the associate will remember to:-

- Arrive on time
- Respect the professionalism of all colleagues, supporting but not interfering

After the visit the associate will:-

- Remember to thank colleagues and students (where appropriate)
- Meet with the Head of Academy to give brief verbal feedback
- Complete the Academy Visit Pro-forma, reporting on the focus. The completed form must be given to the Head of Academy and then, after any possible alterations, the form will be circulated to the Academy Association via the Head of Academy.

Academy Associates must report without giving opinions and where possible individuals should not be able to be identified. It is important to remember that visits are a snapshot in time, and judgements should not be made arbitrarily.

**The visit is not about:-**

- Inspection
- Making judgements about the professional expertise of teachers or leaders
- Checking on your own children
- Pursuing a personal agenda
- Arriving with inflexible pre-conceived ideas

## **What to Avoid**

It is important for all parties to note that associates' visits are not a form of inspection and do not involve associates making a judgement about teaching in any official capacity. That remains the responsibility of the Head of Academy and other education professionals.

Associates must avoid visiting classrooms where their own children are present. They should also be aware of 'pursuing personal agendas' and make sure they fulfil the code of conduct as it is outlined here.

Please remember that members of staff are very busy people whose first priority must be the students. There may be times when arrangements have to be changed or alterations made.

Please be sensitive to the circumstances and flexible in your expectations.

It is important to remember that any information you gather on the visit must remain confidential.

## **Ground Rules**

	Always	Never
Before	Arrange details of the visit Agree purpose of the visit Sign in at reception wearing your associates badge	Turn up unannounced
During	Keep to the role agreed Remember confidentiality Stick to the times and purpose agreed Wear your associates badge	Assume a different role to the role agreed Walk into a classroom with a clipboard Interrupt the teacher Distract the students from their work
After	Thank colleagues Provide brief verbal feedback to the Head of Academy Feedback to the Academy Association using the 'Visit Report Form' Sign out at reception	Leave without acknowledgement Break rules of confidentiality

### Academy Association Visit Report

Name	
Date of Visit	
Focus of Visit	Academy Improvement Priority/Statutory Responsibility (delete as appropriate)
Summary of activities e.g. observing classes, talking to staff and students, looking at resources etc....	
What I have learned as a result of my visit	
Positive comments about the focus	
Aspects I would like clarified/questions I have	
Any other comments:	

Signed \_\_\_\_\_ Signed \_\_\_\_\_

(Associate)

(Head of Academy/Co-ordinator)

## ACADEMY ASSOCIATION OVERVIEW 2017-2018

<b>September</b>	<b>November</b>	<b>January</b>	<b>April</b>	<b>July</b>
<p>Focus of meeting:</p> <ul style="list-style-type: none"> <li>• Report on outcomes from Summer Examination Series</li> <li>• Elect lead associates</li> <li>• Organise pay committee</li> <li>• Agree academy improvement plan priorities</li> <li>• Safeguarding Report</li> </ul>	<p>Focus of meeting:</p> <ul style="list-style-type: none"> <li>• HOA Report/Self-evaluation</li> <li>• Findings of Safeguarding Review</li> <li>• SEN Report</li> <li>• Analyse School Performance (RAISE) and Inspection Dashboard</li> </ul>	<p>Focus of meeting:</p> <ul style="list-style-type: none"> <li>• Outcomes from Autumn Term Mock Examinations</li> <li>• Findings from reviews</li> <li>• Pupil Premium Report</li> </ul>	<p>Focus of meeting:</p> <ul style="list-style-type: none"> <li>• HOA Report/Self-evaluation</li> <li>• Outcomes from Spring Mock Examinations</li> <li>• Findings from reviews</li> <li>• Year 7 Catch-Up Report</li> </ul>	<p>Focus of meeting:</p> <ul style="list-style-type: none"> <li>• HOA Report/Self-evaluation</li> <li>• Priorities for 2018-2019</li> <li>• Review of governance effectiveness</li> </ul>
<p>In school engagements:</p> <p style="text-align: center;">Assemblies Learning walks Student council Lunchtime provision Departmental visits</p> <p style="text-align: center;">Theme visits i.e. attendance of disadvantaged students Parents' Evenings</p>				
<p>Professional development:</p> <ul style="list-style-type: none"> <li>• FMAT Vision and Ethos</li> </ul>	<p>Professional development:</p> <ul style="list-style-type: none"> <li>• Safeguarding including Prevent Training</li> </ul>	<p>Professional development:</p> <ul style="list-style-type: none"> <li>• Evaluating Outcomes</li> </ul>	<p>Professional development:</p> <ul style="list-style-type: none"> <li>• SEND</li> </ul>	<p>Professional development:</p> <ul style="list-style-type: none"> <li>• TBA</li> </ul>

## **CODE OF PRACTICE FOR THE BOARD OF DIRECTORS OF THE FAIRFAX MULTI ACADEMY TRUST**

### **The Role of Directors**

The Board of Directors is a corporate body which means:

- no director can act on her/his own without proper authority from the board of directors;
- although appointed through different routes the overriding concern of all directors has to be the welfare of the academies and all the students who attend them.

### **Code of Conduct for Directors**

- We understand the purpose of the directors and academy associations
- We are aware of and accept the Nolan seven principles of public life: see appendix 1
- We accept that we have no legal authority to act individually, except when the Board of Directors has given us delegated authority to do so, and therefore we will only speak on behalf of the board of directors when we have been specifically authorised to do so.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open government and will act appropriately.
- We accept collective responsibility for all decisions made. This means that we will not speak against majority decisions outside the directors or academy association meeting.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our Trust. Our actions within the academy/academies and the local community will reflect this.
- In making or responding to criticism or complaints affecting the academy/academies we will follow the procedures established by the Board of Directors.

### **Commitment**

- We acknowledge that accepting office as a director involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Board of Directors and accept our fair share of responsibilities, including service on strategic groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance in full why we are unable to.
- We will get to know the academy/academies well and respond to opportunities to involve ourselves in academy activities.

- Our visits to the academy/academies will be arranged in advance with the Head of Academy and staff and undertaken within the framework established by the academy and agreed with the Head of Academy.
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training
- We are committed to actively supporting and challenging the Head of Academy.

### **Relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other directors and/or academy associations.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other directors and academy associations in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the Head of Academy, staff and parents, and other relevant agencies and the community in all the Trust's academies

### **Confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or students, both inside or outside the trust's academies
- We will exercise the greatest prudence at all times when discussions regarding academy business arise outside a board of directors or academy association meeting.
- We will not reveal the details of any board of director or academy association vote.

### **Conflicts of Interest**

- We will record any pecuniary or other business interest that we have in connection with the Academy Trust's business in the Register of Business Interests.
- We will declare any pecuniary interest - or a personal interest which could be perceived as a conflict of interest - in a matter under discussion at a meeting and offer to leave the meeting for the appropriate length of time.

### **Breach of this Code of Practice**

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate; the directors should only use suspension as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.

## **Appendix 1**

### **Nolan Seven Principles of Public Life**

#### **Selflessness**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

#### **Integrity**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

#### **Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

#### **Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### **Openness**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

#### **Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### **Leadership**

Holders of public office should promote and support these principles by leadership and example.

## **CODE OF PRACTICE FOR ASSOCIATES IN ACADEMIES WITHIN THE FAIRFAX MULTI ACADEMY TRUST**

### **The Role of Associates within Academy Associations**

The Board of Directors is a corporate body and The Academy Association is a sub-committee of the Board of Directors, which means:

- no academy associates can act on her/his own without proper authority from the board of directors;
- although appointed through different routes (i.e. parents, staff, board of directors), the overriding concern of all academy associates has to be the welfare of their academy and all the students who attend them.

### **Code of Conduct for Academy Associates**

- We understand the purpose of the directors and academy associations
- We are aware of and accept the Nolan seven principles of public life: see appendix 1
- We accept that we have no legal authority to act individually, except when the Board of Directors has given us delegated authority to do so, and therefore we will only speak on behalf of the board of directors or academy association when we have been specifically authorised to do so.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good associate.
- We will encourage open government and will act appropriately.
- We accept collective responsibility for all decisions made by the board of directors and academy association. This means that we will not speak against majority decisions outside the academy association meeting.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our academy. Our actions within the academy/academies and the local community will reflect this.
- In making or responding to criticism or complaints affecting the academy we will follow the procedures established by the Board of Directors.

### **Commitment**

- We acknowledge that accepting office as an academy associate involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Academy Association, and accept our fair share of responsibilities, including service on strategic groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance in full why we are unable to.

- We will get to know the academy well and respond to opportunities to involve ourselves in academy activities.
- Our visits to the academy will be arranged in advance with the headteacher and staff and undertaken within the framework established by the academy and agreed with the headteacher
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training
- We are committed to actively supporting and challenging the headteacher.

### **Relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other directors and/or academy associations.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other directors and academy associations in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the headteacher, staff and parents, and other relevant agencies and the community.

### **Confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or students, both inside or outside the academy
- We will exercise the greatest prudence at all times when discussions regarding academy business arise outside an academy association meeting.
- We will not reveal the details of any board of director or academy association vote.

### **Conflicts of Interest**

- We will record any pecuniary or other business interest that we have in connection with the Academy Trust's business in the Register of Business Interests.
- We will declare any pecuniary interest - or a personal interest which could be perceived as a conflict of interest - in a matter under discussion at a meeting and offer to leave the meeting for the appropriate length of time.

### **Breach of this Code of Practice**

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate.

## Appendix 1

### Nolan Seven Principles of Public Life

#### **Selflessness**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

#### **Integrity**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

#### **Objectivity**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

#### **Accountability**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

#### **Openness**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

#### **Honesty**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

#### **Leadership**

Holders of public office should promote and support these principles by leadership and example.

## TEMPLATE BOARD MEETING AGENDA

Board Meeting Date: XXXX  
 Location: XXXX  
 Commencement Time: 18:00

	<b>Estimated Time</b>
<b>1. Profile, Signing of Forms and Photo Update</b>	15 minutes
<b>2. Meeting Opening – 18:15 hours</b> 2.1. Apologies 2.2. Director Conflict of Interest Disclosures 2.3. Previous Minutes 2.3.1. Confirmation 2.3.2. Matters Arising/Action List	20 minutes
<b>3. Matters for Decision</b> 3.1. Major Strategy Decisions (always have board paper and recommendations) 3.2. Routine Decisions Including Capital Equipment Approval and Expenditure (discussed only if requested by a Director)	30 minutes
<b>4. Matters for Discussion</b> 4.1. CEO's Report 4.1.1. Current Significant Issues 4.1.2. Matters for Approval 4.1.3. Update on Trust Priorities 4.1.4. Major Key Performance Indicators 4.1.5. Risk and Compliance Update 4.1.6. Finance Update 4.1.7. Matters for Noting 4.2. Discussions Concerning Forthcoming Strategic Decisions 4.3. Committee Minutes 4.3.1. Audit and Risk Committee 4.3.2. Finance and Resource Committee 4.4. Other Matters for Discussion 4.5. Chairman's Update 4.6. Presentation by Management (if required)	60-120 minutes
<b>5. Matters for Noting [discussed only on exception basis]</b> 5.1. Major Correspondence 5.2. Updated Board Calendar 5.3. Other Matters for Noting	10 minutes
<b>6. Meeting Finalisation</b> 6.1. Review Actions to be Taken 6.2. Meeting Evaluation 6.3. Next Meeting 6.4. Meeting Close	10 minutes

## TEMPLATE ACADEMY ASSOCIATION MEETING AGENDA

Academy Association Meeting Date: XXXX  
 Location: XXXX Academy  
 Commencement Time: 1730hrs

	<b>Estimated Time</b>
<b>1730hrs Training Input</b>	30 mins
<b>1. Meeting Opening at 1800hrs</b> 1.1 Apologies 1.2 Director Conflict of Interest Disclosures 1.3 Previous Minutes 1.3.1 Confirmation 1.3.2 Matters Arising/Action List Recommendations to the Board	20 minutes
<b>2. Academy Associates Actions</b> 2.1 SEN Lead Associate 2.2 Safeguarding Lead Associate	30 minutes
<b>3. Matters for Discussion</b> 3.1 Head of Academy Report 3.2 Finance and Resource Focus Group Update 3.3 Chairperson's Update 3.4 Policy Review and/or Approval 3.5 Presentation by Management (if required) 3.6 Specific Agenda as Highlighted by Central Office	60-120 minutes
<b>4. Meeting Finalisation</b> 4.1 Review Actions to be Taken/Recommendations to the Board 4.2 Items/Decisions for Public Disclosure 4.3 Training Review 4.4 AOB 4.5 Meeting Evaluation 4.6 Next Meeting 4.7 Meeting Close	10 minutes

**Board Paper Proposal**

**Fairfax Multi-Academy Trust**

## BOARD PAPER

**Agenda Item:** #

**Agenda Item:** Title of paper

**Sponsor:** The sponsor(s) name and title(s)

**Presenter:** The presenter(s) name and title(s)

### **Proposed Resolution:**

Insert the exact wording of the proposed resolution the board is being asked to pass. If approved without amendment, this is what will appear in the meeting minutes. The draft resolution must be clear and concise. However, in doing so, the resolution when combined with the paper must contain sufficient detail that will allow the people responsible for any action to know the extent of their authority and responsibilities. Of course, the final resolution acts as a historical and legal record should the matter ever be disputed.

### **Purpose and Context:**

In this section, explain in no more than [5] lines what the paper is about and what it is endeavouring to achieve. The paragraph should be clear and concise and should state why the paper is being submitted to the board.

### **Background:**

Outline in no more than [1] page the background to what is being proposed to the board, providing the information necessary for a proposal to be understood by a non-executive director, who does not have the background knowledge of an executive managing the particular matter on a day-to-day basis. As such, any unfamiliar terminology or acronyms should be explained.

Summarise any previous board consideration of the specific proposal.

If it is not possible to explain the background to a proposal in the space of [1] page, include an attachment(s) and provide further details. The use of graphs and tables can often convey the message more effectively and in less time than narrative.

Identify any external advice/consultants/information involved in the preparation of the proposal.

### **Recommendation:**

Outline the recommendation in no more than [1] page. Do not repeat the statements made in the sections above. Most recommendations should be sufficiently detailed to stand alone, that is, to make sense without accompanying text.

Mention the options that were considered by management and explain why the preferred option was chosen. Identify the key decision-making criteria and note how each option performs against that criteria. Use a table and/or chart, if this helps communicate the point.

Also detail the outcomes that management is seeking to achieve from the proposal. If the implications of the proposal are complex, include an attachment(s) and provide further details.

**Issues:**

*Strategy Implications*

Explain in no more than [10] lines how this proposal is aligned to the agreed strategic and business plans.

*Financial Implications*

Explain in no more than [10] lines the financial implications of the proposal. Once again, this should take the form of an executive summary approach. If the financial implications are complex, such as a detailed capital expenditure proposal for a large project, include an attachment and provide further details.

This section might include comments on whether the expenditure is budgeted or unbudgeted, the proposed timing of the expenditure and cash flow implications. If a detailed business case has been prepared for a proposal, the major financial points of the case should be summarised here.

*Risk Analysis*

Analyse in no more than [10] lines the major risks associated with the proposal and explain how these risks will be managed. This information may be presented using the following table format.

Identified risk	Risk likelihood*	Impact of risk†	Strategy to manage risk

\* For example, likelihood ratings: 1 (Rare); 2 (Unlikely); 3 (Possible); 4 (Likely); 5 (Almost Certain)

† For example, impact ratings: 1 (Insignificant); 2 (Minor); 3 (Moderate); 4 (Major); 5 (Catastrophic)

*Legal and Compliance*

Outline in no more than [10] lines any legal implications of the proposal. The adoption of appropriate internal risk management and compliance processes will be a condition precedent to the Board considering and approving a proposal.

Outline what KPIs and/or reporting to the Board will occur during and after implementation.

---

*Management Responsibility*

Identify the manager who will have responsibility for the proposal as well as the executive who will deal with the matter on a day-to-day basis.

**Signing of Board Paper**

Chief Executive Officer

Sponsor

**Consultation:**

*The following people have been involved in the preparation of this Board paper:*

List the names and titles of the people involved in the preparation of the Board paper.

**Attachments**

Attachments need to be clearly labelled so the reader knows what the document is without having to trace it back through the text. Where there are multiple attachments, an index should be included either at the bottom of the paper or as a cover sheet to the attachments.

# **The CEO's Strategic Report**

# **Fairfax Multi-Academy Trust**

## **1. Current Significant Issues**

An overview of any current significant issues facing the organisation. These may continue on from the previous meeting of the Board or be a new issue. These current issues should not just be for information but are also to allow the CEO to obtain input and feedback from Directors.

## **2. Matters for Approval**

- Any matters for which the CEO is seeking the Board's approval and which are not covered elsewhere in the agenda.
- Using the recommended agenda format, there should not be any decisions required here as they are covered under Matters for Decision.
- However, there may be some specific issues, often related to the CEO personally such as leave, expenses, etc., which may be better included at this point in the agenda.

## **3. Update on Trust Priorities**

- Updates on the strategic plan are covered in this section of the report.
- Major reviews on progress of the corporate plan should be covered every three or so months. The action-oriented business plan should be included, with updates indicating progress since the last meeting.
- In addition, it may be desirable to comment in greater detail on the performance of a particular business or function at this point in the CEO's report.
- Either one or two business units or functions might be covered, with an update on initiatives and progress.
- Over the course of the year, each business or function should be addressed at least once.
- It is likely that for this section the CEO will have been assisted by the manager responsible for this aspect of the organisation's activities.

## **4. Major Key Performance Indicators**

- The strategic plan should have had a number of both financial and non-financial KPIs.  
Examples may be overall budgeted surplus/deficit; funding (by major source); various indicators of services provided; staffing numbers; client staff ratio, etc.
- In this section, which should follow the same format from meeting to meeting, these KPIs will be reported, together with their target, possibly a "traffic light" indicator to indicate whether performance is on or better than target (green); a little less than target, but not of major concern (amber); or below target and of some concern (red).
- A brief description of the reason and actions being taken for amber and red items should also be included. In this way, the Board is constantly having its attention drawn to the outcomes expected under the strategic plan.

## **5. Risk and Compliance Update**

Depending on what actions management have taken between Board meetings, this section may have two components:

### **5.1 Update on risk and compliance management**

A brief update on any significant outcomes from the ongoing work on risk and compliance.

### **5.2 Risk and compliance incidents**

A brief outline of any incident or activity that has resulted in the occurrence of a risk or compliance event that is outside the agreed risk and compliance standards. Examples will include any WHS incidents, any queries or actions by a government department or authority, any significant client or staff complaints, any environmental incidents, any legal action, etc.

## **6. Finance Update**

## **7. Matters for Noting**

Any other issues which the CEO wishes to bring to the Board's attention but which are unlikely to require discussion. This can include visitors to the organisation, significant meetings that have involved the CEO and so on.

## CENTRAL OFFICE DECISION MAKING CHECKLIST

<b>1. Before Decision-Making</b>	
<b><i>Do not start until this is complete</i></b>	
Is the matter for decision clear and well formulated?	<input type="checkbox"/>
Are the options well specified?	<input type="checkbox"/>
Do we need to make this decision now?	<input type="checkbox"/>
Has this decision been considered previously? If so, why are we revisiting it?	<input type="checkbox"/>
Do the board and related papers contain sufficient information?	<input type="checkbox"/>
Has the board encouraged honest disclosure of estimates?	<input type="checkbox"/>
Do we need to obtain additional information?	<input type="checkbox"/>
How reliable is the data?	<input type="checkbox"/>
Do we need an opinion from an independent external advisor?	<input type="checkbox"/>
<b>2. Decision-Making</b>	
<b><i>Evaluate each decision here</i></b>	
Is the decision aligned with the organisation's vision, mission and values?	<input type="checkbox"/>
Will the decision assist us to achieve the organisation's goals?	<input type="checkbox"/>
If the question was framed another way, would we make the same decision?	<input type="checkbox"/>
Are one or more people strong advocates for a particular course of action? Have counterarguments and alternatives been adequately explored?	<input type="checkbox"/>
Has a balanced case been made for the proposed course of action?	<input type="checkbox"/>
Is this a case of potentially continuing to back a failed decision?	<input type="checkbox"/>
Have one or more board members taken a 'black hat' role in the discussion?	<input type="checkbox"/>
Have we been given sufficient time to discuss the decision?	<input type="checkbox"/>
Do we know the maximum, minimum and most likely outcome of this decision?	<input type="checkbox"/>
Is the return on investment realistic?	<input type="checkbox"/>
Has the impact of this decision on all stakeholders and the organisation been considered?	<input type="checkbox"/>
Do we understand the maximum potential loss of this decision?	<input type="checkbox"/>
Have all the risks associated with this decision been considered?	<input type="checkbox"/>
<b>3. After Decision-Making</b>	
<b><i>What happens after the decision is made</i></b>	
Has the best approach for communicating the decision been decided?	<input type="checkbox"/>
Do all parties understand the communication protocol for the decision?	<input type="checkbox"/>
Has someone been assigned responsibility for implementation of the decision?	<input type="checkbox"/>
Have KPIs been established to monitor implementation of the decision?	<input type="checkbox"/>
Do we need to review the implementation of the decision? If so, when?	<input type="checkbox"/>

**MR A J BIRD** | CEO

**A:** FAIRFAX MULTI ACADEMY TRUST, FAIRFAX ROAD, SUTTON COLDFIELD, WEST MIDLANDS, B75 7JT **T:** 0121 378 1288 **F:** 0121 378 3176/311 0106  
**E:** S.GANNON@FMAT.CO.UK **W:** WWW.FMAT.CO.UK