



The Legacy Learning Trust

Committee Terms of Reference

Date last approved by the Trust Board	Date for next review
Spring 2019	Spring 2020
Spring 2020	Spring 2021
March 2022	March 2023
March 2023	March 2024
December 2023	March 2024
July 2024	July 2025
July 2025	July 2026
July 2026	July 2027

Introduction

As a charity and company limited by guarantee, the Trust is governed by a Trust Board of trustees (the **Trust Board**) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust (the **Academies** and each an **Academy**).

In order to support the effective operation of the Trust and the Academies, the Trust Board has established a number of committees to which it has delegated certain of its powers and functions. These terms of reference (**Terms of Reference**) set out the constitution, membership and proceedings of the committees the Trust Board has established.

In summary, the Trust Board has established two different types of committee:

- main Trust Board committees which are established to deal with Trust-wide matters such as resources, employment, finances and standards (**Trust Board Committees**); and
- local governing bodies – (**LGBs**) which are established by the Trust Board to support the effective operation of the Academies, together with the **Committees**.

The Trust Board will review these Terms of References together with the membership of the Committees at least once every twelve months.

These Terms of Reference may only be amended by the Trust Board. The functions, duties and proceedings of Committees set out in these Terms of Reference shall also be subject to any regulations made by the Trust Board from time to time.

1 Establishing the Committees

- 1.1 The Trust Board has resolved to establish the following Trust Board Committees as committees of the Trust Board:

1.1.1 **Audit & Risk Committee**

1.1.2 resources, employment and finance including pay and performance management and functions of an audit committee (**Resources, Employment and Finances REF Committee**); and

1.1.3 student outcomes including results, behaviour and attendance (**Standards Committee**)

- 1.2 The Trust Board has resolved to establish Local Governing Bodies (LGBs) for its Academies each as a separate committee of the Trust Board. An LGB may act in respect of two or more Academies. The current list of LGBs and the Academies they operate in respect of is set out in Appendix 1.

2 Membership – Trust Board Committees

- 2.1 Each Trust Board Committee shall have a **minimum of 6 members**. A majority of Trust Board Committee members must be trustees of the Trust (**Trustees**).

- 2.2 The Trust Board will appoint and remove all Committee members.

- 2.3 The Trust Board will ensure that Trust Board Committee members have the necessary skills, background and experience to properly fulfil the relevant Trust Board Committee functions.

- 2.4 The current Trust Board Committee members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2.

- 2.5 The Trustees recognise the overriding principles of the Academy Trust Handbook published by the ESFA (the **ATH**) (and that the Audit & Risk Committee should be established in such a way as to achieve internal scrutiny which delivers objective and independent assurance for the Trust. In establishing the Audit & Risk Committee the Trust Board will adhere to the principles of the ATH) and:

2.5.1 staff employed by the Trust will not be members of the Committee, but may attend meetings to provide information and participate in discussions; and

2.5.2 the Trust's Accounting Officer and other relevant senior staff will routinely attend committee meetings in the capacity set out above.

3 Membership – LGBs

- 3.1 Each LGB operating in respect of one Academy shall, unless the Trust Board resolve otherwise, have a **minimum of five members and a maximum of nine members**. With Trust Board approval an LGB may increase membership to 10, if a specific skill set is identified as required.
- 3.2 Each LGB operating in respect of two or more Academies shall, unless the Trust Board resolve otherwise, have a minimum of seven members and a maximum of thirteen members.
- 3.3 The membership of each LGB (each a **LGB Member**) shall be as follows (unless the Trust Board resolve otherwise):
- at least two parent members;
 - two staff members (from within the academy);
 - the Head Teacher of the academy – ex -officio;
 - up to five persons appointed by the Trust Board;
 - up to three other persons co-opted by members of the LGB, this can include staff members from another academy within the Trust;
- 3.4 The current LGB Members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2.
- 3.5 The Trustees shall:
- 3.5.1 make all necessary arrangements for, and determine all other matters relating to, an election of parent LGB Members, including any question of whether a person is a parent of a registered pupil at an Academy. Any election of a parent member which is contested shall be held by secret ballot;
 - 3.5.2 make all necessary arrangements for, and determine all matters relating to, the election of staff LGB Members.
- 3.6 The LGB Members may only appoint co-opted members with the consent of the Trust Board.
- 3.7 The term of office for any LGB Member shall be four years, save that this time limit shall not apply to the Head Teachers. Subject to remaining eligible, any member may put themselves forward for re-appointment or re-election (as the case may be).

4 Chairs of Committees

- 4.1 The term **Chair** refers to the person appointed under this paragraph as chair of the relevant Trust Board Committee or LGB (as appropriate).
- 4.2 Subject to paragraph 4.3, each Trust Board Committee shall at the first meeting of each academic year elect a member to act as chair of the committee. The committee will elect a temporary replacement from among the members present at any meeting where the Chair is absent.
- 4.3 No person may act as Chair of a Trust Board Committee under paragraph 4.1 unless they are also a Trustee.

4.4 Subject to paragraph 4.5:

4.4.1 the LGB Members shall at the first meeting of each academic year appoint a LGB Member to act as Chair of the LGB;

4.4.2 the LGB Members will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.

4.5 No person may act as Chair under paragraph 4.4 if they are an employee of the Trust.

5 Authority, remit and responsibilities of the Committees

5.1 Each Committee shall be responsible for the matters as set out in Appendix 3.

5.2 Each Committee is authorised by the Trust Board to:

5.2.1 carry on any activity authorised by these Terms of Reference; and

5.2.2 seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.

5.3 Save with the consent of the Trust Board, the Committees may not establish sub-committees.

6 Proceedings of Committee meetings

6.1 The Committees will meet as often as is necessary to fulfil their responsibilities but at least three times a year.

6.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.

6.3 The quorum for the transaction of the business of a Trust Board Committee shall be a third of Committee members and no vote on any matter shall be taken at a meeting of the Committee unless a third of the Committee present are Trustees.

6.4 The quorum for the transaction of the business of LGB shall be three LGB Members provided that at least one of them is a LGB Member appointed by the Trust Board (not including staff members or parent members).

6.5 The Chief Executive Officer shall ensure that a clerk is provided to take minutes at meetings of the Trust Board Committees.

6.6 The relevant Head Teacher shall ensure that a clerk is provided to take minutes at meetings of the LGBs.

6.7 Every matter to be decided at a meeting of a Committee must be determined by a majority of the votes of the members present and voting on the matter.

6.8 Each Committee member present in person shall be entitled to one vote.

6.9 Where there is an equal division of votes the Chair shall have a casting vote.

- 6.10 A register of attendance shall be kept for each Committee meeting and published annually.
- 6.11 Committees may invite attendance at meetings from persons who are not Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 6.12 References in paragraph 6 to the “Chair” shall in the absence of the Chair be deemed to be references to the chair of the relevant Committee meeting.

7 Conduct of Committee members

- 7.1 All Committee members shall observe at all times the provisions of the Trust’s code of conduct.

8 Members’ Interests

- 8.1 Committee members are required to declare any business or other interests in any item being discussed at a meeting.
- 8.2 Each Committee member, if present at a Committee meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:
- 8.2.1 there may be a conflict between their interests and the interests of any of the Academies or the Trust;
 - 8.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 8.2.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

9 Disqualification & Removal of Committee Members

- 9.1 A person shall be ineligible for appointment to a Committee and, if already appointed, shall immediately cease to be a member if the relevant individual:
- 9.1.1 is or becomes disqualified from holding office under the Trust’s Articles of Association;
 - 9.1.2 is or becomes disqualified from holding office as a governor of a school or academy;
 - 9.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
 - 9.1.4 is barred from any regulated activity relating to children;

- 9.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - 9.1.6 is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
 - 9.1.7 has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as a Committee member;
 - 9.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
 - 9.1.9 commits a serious breach of the Trust's code of conduct or any standing order or protocol implemented by the Trust Board;
 - 9.1.10 in the case of a LGB Member, is absent without the permission of the LGB Members from all their meetings held within a period of six months and the LGB Members resolve that his office be vacated;
 - 9.1.11 resigns his/her office by notice in writing to the relevant Chair;
 - 9.1.12 in the case of a Head Teacher, they cease to be the Head Teacher;
 - 9.1.13 in the case of a LGB Member, their term of office expires and they are not re-appointed.
- 9.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Member by written notice to the relevant Chair.

10 Reporting Procedures

- 10.1 Within 7 days of each meeting each Committee will:
- 10.1.1 produce and agree minutes of its meetings;
 - 10.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board, together the **Committee Reports**.
- 10.2 The Committee Reports can be agreed by committee members by email.
- 10.3 The Committee Reports will be sent to the Trust Board within 7 days of each Committee meeting.
- 10.4 Committees shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.
- 10.5 Each Committee shall conduct an annual review of its work and the powers and functions delegated to it under these Terms of Reference and shall report the outcome and make recommendations to the Trust Board.



The Legacy Learning Trust

Members 5		
Trustees 9		
Resources, Employment & Finance Committee (min 6)	Standards Committee (min 6)	Audit and Risk Committee (4)
Local Governing Bodies for each academy (min 5 and max 9)		

The Local Governing Body as a committee of the Trust Board has delegated responsibility for:

Standards

1. Ensure that the trust's vision, ethos and strategy is adopted and applied by school leaders.
2. Work with senior leaders to identify areas for improvement and develop strategies to address them in line with the trust's vision and values.
3. Monitor school performance and improvement through regular reviews of performance data, including exam results, attendance rates, and pupil progress.
4. Ensure that the school's curriculum is being provided to pupils in an appropriate manner for the school's context.
5. Ensure that the required policies and procedures are in place and that the school is operating effectively in line with these policies.
6. Establish a strong relationship with the headteacher in order to provide effective support and challenge, including providing feedback to their performance management process.

Stakeholder engagement

1. Consult stakeholders – parents, staff and pupils – and use insights to inform decision-making.
2. Help stakeholders to understand the trust's and school's values and vision for the future.
3. Provide the trust board with insight into the challenges and opportunities faced by the school's local community.

Safeguarding

1. Foster a culture that prioritises the safety and wellbeing of all pupils and staff in the school.
2. Ensure that the adopted safeguarding policies and procedures reflect the safeguarding challenges and context of the school.
3. Monitor the implementation of safeguarding policies and the effectiveness of procedures.
4. Designate a link governor to take leadership responsibility for safeguarding.
5. Monitor the school's estate, ensuring that appropriate policies are adopted and followed in order to keep pupils and staff safe.

SEND

1. Ensure that the trust policy for pupils with special educational needs and disabilities (SEND) is implemented and adapted to the specific school context where necessary.
2. Seek assurance that staff are trained to implement pupil strategies and support plans.
3. Ensure pupils with SEND have the resources they need to succeed.
4. Designate a link governor to take leadership responsibility for SEND.
5. Work in partnership with the Special Educational Needs Coordinator (SENCO) and other stakeholders across the Trust community to ensure that pupils with SEND are well-supported and included in all aspects of school life.
6. Monitor the overall effectiveness of the school's SEND provision, referring to pupil outcomes and other relevant data.

Staffing

7. Oversee the operation of the appraisal/performance management process for teaching staff, to ensure processes are carried out consistently and appropriately.
8. Ensure the provision of staff training and CPD.

Finance

9. Monitor spending of pupil premium, PE and sport premium to ensure that funding is spent effectively and is having the intended impact on pupil outcomes.

The Standards Committee as a committee of the Trust Board has delegated responsibility for:

Curriculum matters

1. The broad educational needs of the pupils attending the trust's academies.
2. The curriculum principles which apply to all academies in the trust.
3. How curriculum principles are being implemented by academies in the trust and their impact on all pupils.
4. Curriculum and quality of education issues for all academies in the trust.
5. Curriculum enrichment throughout the trust.
6. Other curriculum issues such as spiritual, moral, social and cultural learning.

Pupil achievement

The Trust Board delegate specific responsibilities for monitoring and reporting on achievement and standards at academy level to the Local Governing Body.

7. Trends and trust wide data for pupil achievement and standards throughout the trust, including specific groups: those with special educational needs and disability (SEND), disadvantaged, looked after children and pupils with English as an additional language.
8. The quality of teaching and learning throughout the trust, including performance and future performance trends and risks in relation to each academy.
9. Teaching capacity throughout the trust including the impact of continuing professional development on pupil achievement and standards.
10. How collaboration between academies in the trust and more widely is raising pupil achievement and wider outcomes.

Wider outcomes

11. The trust-wide approach towards ensuring all pupils are given the knowledge, skills and attributes needed to manage their lives now and in the future.
12. The trust-wide approach to improving pupils' health, wellbeing and physical literacy.
13. The trust-wide approach to building the cultural capital of pupils.
14. The trust-wide approach to promoting British values and providing pupils with a global outlook.
15. The trust-wide approach to providing pupils with effective careers education.
16. Issues related to pupil discipline such as levels of exclusions across the trust.
17. Current and emerging patterns, trends and risks relating to attendance and behaviour for all academies in the trust.
18. Current and emerging patterns, trends and risks relating to pupil wellbeing for all academies in the trust.
19. Engaging pupils, parents and the wider community in promoting and improving educational performance and wider outcomes for all pupils throughout the trust.

Review, adopt and monitor all policies delegated by the trust board to the Standards Committee.

The Resources, Employment and Finance (REF) Committee as a committee of the Trust Board has delegated responsibility for:

Staffing responsibilities

1. review the staffing structure of the trust, ensuring that it meets the requirements of the trust development plan, the curriculum and is affordable
2. oversee the operation of the appraisal policy for the Trust Executive Team, including making arrangements for the senior executive leader's performance management
3. review an overview of the pay decision data to ensure that pay increments are awarded fairly and consistently across the Trust.
4. ensure that staffing procedures (including recruitment procedures) comply with equality legislation and safer recruitment practice

Premises, health and safety responsibilities

1. ensure that safeguarding policies, procedures and training is effective and complies with the law at all times, having regard to statutory guidance [Keeping Children Safe in Education](#)
2. review the Trust's accessibility plan
3. receive an overview of the academies' annual health and safety audit report and monitor any arising actions
4. receive regular reports on accident statistics and near misses
5. ensure that inspections of the trust premises and equipment take place (annually and at appropriate intervals), and reports are received identifying any issues
6. receive reports to monitor the health and safety training that staff and trustees undertake

Data Protection

1. Receive regular reports on Data Protection statistics, identifying any issues and ensuring procedures and training is effective and complies with the law at all times.

Finance

1. review an annual budget, ensuring resources are allocated in line with the trust's strategic priorities and curriculum plans
2. present the annual balanced budget to the trust board for approval
3. review and approve a realistic three-year financial plan, taking into account the trust's vision, known risks and opportunities
4. receive the trust's management accounts in order to monitor the trust's cash position and income and expenditure against the approved budget
5. review pupil number estimates (that underpin revenue projections) termly
6. report back to each meeting of the trust board, alerting them to potential problems and significant variations to the approved budget at the earliest opportunity
7. ensure that the trust board's approach to pay and benefits is transparent, proportionate and justifiable
8. develop a framework for the pay of the senior executive leader and the leadership team
9. comply with statutory requirements to publish trust staff rates of pay and benefits.

10. ensure that sufficient funds are allocated for staff pay increments
11. review and approve any adjustments to the trust's approved budget (subject to the scheme of delegation)
12. approve expenditure in accordance with the Trust Financial Levels of Authority in the Scheme of Delegation. Receive, review and approve transactions in relation to the delegated authorities identified in the Academy Trust Handbook.
13. undertake detailed scrutiny and recommend approval of the school resource management self-assessment checklist annually
14. ensure that the trust's financial procedures are complied with
15. review and act upon any issues identified by benchmarking against similar trusts, internal or external scrutiny
16. ensure that the trust follows basic procurement rules and achieves best value for money when acquiring goods and services
17. review, adopt and monitor all policies delegated by the board:

The Audit and Risk Committee as a committee of the Trust Board has delegated responsibility for:

1. oversee and approve the trust's programme of internal scrutiny
2. support development and review of the trust's risk management policy, setting out the framework the trust has adopted for risk management.
3. ensure that risks are being addressed appropriately through internal scrutiny
4. evaluate the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks and report this to the trust board
5. assess whether procedures are designed effectively and efficiently, and check whether agreed procedures have been followed
6. review the auditor's findings and actions taken by the trust's managers in response to those findings
7. review findings from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations
8. assess the effectiveness and resources of the external auditor – refer to section 4.17 of ATH
9. produce an annual report of the committee's conclusions on the above assessment to advise the board of trustees and members, including recommendations on the reappointment or dismissal or retendering of the external auditor, and their remuneration
10. to seek assurance that the risks identified are those which may occur, for example, operational risk, financial risk, compliance risk, regulatory and legal risk, major accident
11. review the ratings and responses on the risk register to inform contingency and business continuity planning and the programme of work, ensuring risks and control measures are adequately identified and modified as appropriate
12. provide reports for each full trust board meeting, highlighting emerging risks or significant anomalies at the earliest opportunity

13. agree a programme of work annually to deliver internal scrutiny that provides coverage across the year
14. agree who will perform the work
15. consider reports at each meeting from those carrying out the programme of internal scrutiny
16. consider progress in addressing recommendations
17. to review the trust's insurance cover in compliance with its legal obligations