

# Introduction to governance in the Greenshaw Learning Trust

## The Greenshaw Learning Trust

The Greenshaw Learning Trust is an 'Academy Trust' - a charitable company with the sole purpose of maintaining and developing academy schools, to provide comprehensive and inclusive education for the public benefit, funded by the Department for Education.

The Trust is building a family of like-minded schools that share essential values and a common ethos and vision for education and learning, and collaborate to provide mutual support, share their good practice and learn from each other.

### Greenshaw Learning Trust Mission Statement

- We are ambitious for our schools and their students. We believe that there is no ceiling on what can be achieved by anyone, regardless of their circumstances or background.
- We are committed to providing a supportive and inclusive learning environment, giving every young person the opportunity to fulfil their potential now, and in the future.
- We seek to realise the power of individuals and organisations working together in collaboration whilst retaining their individuality, and we recognise that we can always improve.

Each school in the Trust retains and develop its own distinct character, led by its own leadership team and local governing body.

Being part of the Trust provides the schools with the support and infrastructure they need to enable them to develop and improve and for the school leadership and governing body to achieve their objectives for their school.

## The Greenshaw Learning Trust journey

The Academy Trust was initially founded in 2011 as a single academy trust and consisting solely of Greenshaw High School in Sutton. As a single academy trust, the 'governing board' of the school was the school's governing body, which was the Board of Trustees of the academy trust.

In 2014 the governing body decided to establish itself as a multi academy trust – a single legal entity that can take responsibility for a number of academies – with the Board of Trustees separate from, and at a level of governance above, the school's local governing body.

Since then the Trust has grown to encompass a range of 8 secondary and 7 primary schools in south London, Berkshire, Gloucestershire and South Gloucestershire, and has approval to open a new secondary school and secondary ASD school in Sutton.

## **Governance of the Trust – an outline**

The Greenshaw Learning Trust is a company limited by guarantee and an exempt charity; the formal governance arrangements for the Trust are set out in its Articles of Association.

### **The Members of the Trust**

The Members of the Trust are the subscribers to the Memorandum of Association – the people who established the Trust – and other individuals subsequently appointed by the Members.

The Members have an overview of the governance arrangements of the Trust and may amend the Trust's Articles of Association.

The Members appoint Trustees and may remove Trustees, and they appoint the Trust's auditors.

### **The Board of Trustees**

The Members have delegated all their powers and duties, apart from those specified above, to the Board of Trustees.

The Board of Trustees consists of 11 Trustees appointed by the Members including the Trust's Chief Executive Officer (CEO), as long as they remain in office; the Trustees may in addition appoint co-opted Trustees.

The Board of Trustees retains responsibility for:

- Formal accountability for the statutory functions of the Trust and for the operation and performance of all schools in the Trust.
- Ensuring clarity of vision, ethos and strategic direction of the Trust as a whole.
- Approving the Trust Budget and the Annual Report & Financial Statements of the Trust and the annual budget of each school.
- Oversight of the financial and educational performance of the schools in the Trust.
- Holding the Chief Executive Officer (CEO) to account for the financial and educational performance of the Trust as a whole.
- Agreeing Trust policies and procedures and ratifying school policies and procedures as required to ensure that the Trust fulfills its statutory responsibilities; and the oversight, monitoring and review of the implementation of those policies.

The Board of Trustees can delegate powers and functions other than those above to committees including local governing bodies (LGBs), but retains legal accountability for any decisions taken. The Board of Trustees will not get involved in the day-to-day running of the Trust or its schools.

### **Trust Committees**

The Board of Trustees has a number of Committees that carry out specific functions on behalf of the Board, including overseeing the Trust's central services and its audit functions. The Board also establishes ad hoc committees as required to deal with matters relating to a specific incident or individual, such as appointing senior staff, considering a complaint or a personnel matter.

### **Local Governing Bodies**

The Board of Trustees has established a local governing body (LGB) for each school in the Trust, to which it delegates its powers and functions with regard to the governance of the school.

The LGB is legally a committee of the Board of Trustees.

Each LGB is responsible for:

- Ensuring clarity of vision, ethos and strategic direction of the school.
- Overseeing the financial and educational performance of the school and ensuring its money is well spent.
- Holding the Headteacher to account.

The LGB will not get involved in the day-to-day running of the school.

The LGB must at all times act in accordance with the Governance Procedures agreed by the Trust, and ensure that the school's policies and the ways that it is managed and operates are consistent with the Articles of Association and Funding Agreement and the policies and procedures of the Trust, and with all relevant legislation and regulations. The LGB must take account of the advice given to them by the Board of Trustees and CEO.

The Board of Trustees may, in exceptional circumstances, impose conditions and restrictions upon the delegated authority it has given to the LGB that may amend or over-ride the delegated responsibilities described above.

### **Trust Executive**

The Board of Trustees delegates to the Chief Executive Officer (CEO) overall responsibility for delivery of the Trust's strategy and for the implementation of the policies of the Trust, and for the day-to-day running, internal organisation, management and control of Trust as a whole and the central Trust services. The CEO is responsible for the performance management of the Trust Senior Leadership Team and the Headteachers of the Trust's schools.

The Board of Trustees delegates to the Headteacher of each school in the Trust the responsibility for the day-to-day running of the school, including the internal organisation, management and control of the school and the direction of teaching and the curriculum, and for the implementation of the policies of the Trust and LGB.

The Headteacher of the school is dually accountable, both to the LGB and, through the appropriate Director of Education, to the CEO and the Board of Trustees.

The Trust's governance arrangements and the roles of the Board, its committees and LGBs are formally set out in the Trust's 'Scheme of Delegation for Governance Functions'.

## Guide to being a school governor

The Greenshaw Learning Trust is governed by its Board of Trustees, which is responsible for the operation and performance of all schools in the Trust.

Each school in the Trust has its own governing body – formally called a ‘local governing body’, and legally a committee of the Board of Trustees.

The Trustees delegate the governance of each school to its local governing body. The local governing body is responsible for the strategic leadership of the school, for the school’s financial and academic performance, and for holding the headteacher to account. The local governing body reports to the Board of Trustees. (Responsibility for the day-to-day running of the school, its internal organisation, management and control, is delegated by the Board of Trustees to the school’s Headteacher.)

Governors act collectively with other governors in the local governing body and take equal responsibility for the decisions it takes. They exercise their powers in a primarily strategic leadership role, and should not get involved in the day-to-day running of the school. They must put the interests of the whole school first, regardless of the route by which they became a governor.

The Department for Education (DfE) identifies three core functions for the governing body:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding the headteacher to account for the educational performance of the school and its pupils, and the performance management of staff; and
- Overseeing the financial performance of the school and making sure its money is well spent.

The local governing body is responsible for ensuring that high standards of corporate governance are maintained. Governors should act at all times with honesty and integrity, in accordance with the Nolan principles of public life and the Trust Code of Conduct. They must respect confidentiality and recognise potential conflicts of interest and be ready to explain their actions and decisions to staff, pupils, parents and anyone with a legitimate interest in the school.

Governors must act in accordance with, and ensure that the school is managed in accordance with, the Articles of Association and the Funding Agreement of the Greenshaw Learning Trust, the Trust and local governing body Procedures and any other rules and policies determined by the Board of Trustees, and with all relevant legislation and regulations.

The terms of the delegation to the local governing body are set out in the published Scheme of Delegation. The Board of Trustees may alter or restrict the powers and responsibilities of a local governing body for a particular school where required to address issues of educational or financial performance and/or to fulfill the legal responsibilities of the Trustees.

All governors are under a duty to act in the interests of the school, to protect the assets, property and good name of the school and the Trust, and to ensure that their resources are used solely for the achievement or promotion of the Object of the Greenshaw Learning Trust; that is ‘to advance education for the public benefit, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum’.

All governors except the headteacher serve for a term of office of four years, but can be reappointed. A governor may resign before their term of office ends.

## Requirements for being a school governor

To be a school governor a person must be over 18 and cannot be a current student of any school in the Greenshaw Learning Trust.

Any candidate to become a school governor must state if they are an employee of the Trust or a parent of a pupil at any school in the Trust, or about to join or considering joining the Trust, or a 'local authority influenced person' (see below); this would not automatically prevent the person becoming a governor. Before their appointment can be confirmed a governor must provide certain information we are required by the DfE to hold, undergo a criminal records check through the Disclosure and Barring Service, register any relevant business and personal interests as required by the DfE and the Trust's Funding Agreement (certain relevant interests will be made available to the public), and agree to abide by the Trust's Code of Conduct.

Further details may be obtained from the Clerk to the Governing Body.

You are a 'local authority influenced person' if any of the following apply:

- You are, or have been in the last 4 years, an elected member of any local authority;
- You are an officer or employee of any local authority; or
- You are both an employee and either a director, manager, secretary or other similar officer of a company which is under the control of any local authority.

### Disqualifications to serve as a school governor

A governor may be removed from office if he/she is absent without the permission of the governing body from all the meetings of the governing body held within a period of six months and the governing body resolves that his/her office be vacated.

A person is disqualified from holding or continuing to hold office as a governor if he or she:

- becomes incapable by reason of illness or injury of managing or administering his/her own affairs.
- has been declared bankrupt and/or his estate has been seized from his possession for the benefit of his creditors and the declaration or seizure has not been discharged, annulled or reduced.
- is the subject of a bankruptcy restrictions order or an interim order.
- is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- is disqualified from acting as a trustee by virtue of any provision in the Companies Act 2006 or of section 178 of the Charities Act 2011 or is otherwise found to be unsuitable by the Secretary of State under the provisions of the Relevant Funding Agreements.
- has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he/she by his/her conduct contributed to or facilitated.
- has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- has not provided to the chairman of the Trustees a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997, or if the certificate discloses any information which would in the opinion of either the chairman or the Chief Executive Officer of the Trust confirm their unsuitability to work with children.