



# Governance Charter

May 2022

0. Document Control .....	2
1. Key Terms .....	3
2. Introduction .....	4
3. Context .....	5
4. UST Governance Structure & Roles .....	7
5. Appendix 1 - Constitution of Governance Layers .....	13
6. Appendix 2 - Appointment Process .....	14
7. Appendix 3 - Resignations.....	18
8. Appendix 4 - Partner Appointments .....	20
9. Appendix 5 - Links .....	21

## 0. Document Control

The table below contains the changes made between the different final editions of this document set for approval. This is to help provide information to those reviewing and approving the document of the changes being made.

Document Edition	Section	Details of change
May 2023	ALL	Gramatical corrections
	4.1	Updated meeting frequency of Trust Board, clarified when Chair's actions were appropriate to include to avoid negative impact on the Trust.
	4.2	Clarified Parent and Staff Governor positions in relation to phases
	App 4	Added new section regarding the appointment and removal of Partners
	App 5	Added link section
December 2022	5	Updated list due to appointment and resignations
November 2022	5	Updated list due to appointment and resignations
August 2022	ALL	Rebranding Update
January 2022	7	New addition detailing the resignation mechanisms of the different layers of governance.
September 2021	ALL	First implementation of document

# 1. Key Terms

## Partners

This is a collective term for all the organisations or individuals identified below (Trust Board Partner / Member Partners / Sponsor Partner).

## Trust Board Partners

These are the organisations that can nominate an individual to act as a Trustee on the Trust Board.

## Member Partners

These are the organisations that can appoint a Member Representative and appoint one Trustee directly. The Member Partner can change if required but they must be a university organisation that directly supports the communities that the UST serves.

## Sponsor Partner

This is the founding University (QMUL) which can appoint a Member Representative and appoint two Trustees directly.

## UST Strategy Document

An internal document created to effectively communicate the Vision, Values, Mission and Strategic Priorities of the Trust

## UST Governance Handbook

An internally created document providing details relating to the roles and responsibilities of governance layers and positions and advice on how to carry out those responsibilities effectively.

## Articles of Association

A key regulatory document that sets out the charitable purpose of the Trust and its governance structure.

## School Committee

School Committee is the UST name given to the local governance layer within the UST. This layer is referred to as the Governing Body or GB in the maintained school sector, although they have different remits.

## Scheme of Delegation

The scheme of delegation sets out the various responsibilities and accountabilities across the layers of governance within the Trust. There are two sub-set Schemes of Delegations that accompany the overall scheme and they are focussed on HR and Finance.

## Terms of Reference

A set of agreed internal documents that detail the purpose, scope and authority of each committee within the governance structure.

## 2. Introduction

This UST Governance Charter (the Charter) has been drafted by the executive team and agreed by the Board of Trustees of the University Schools Trust (UST). It provides important information about the UST for all of the governance stakeholders - including the Members, Trustees, members of the School Committees as well as Trust staff who will participate in, contribute to, or need to know about governance. It is intended to give information beyond that found in the Articles of Association to the approach, operation and governance structure, to enable those involved to fulfil their role and best support the Trust.

Alongside this Charter there are also other supporting documents;

- The UST Governance Handbook
- The UST Strategy

The UST Governance Handbook is intended to provide a useful context and starting point as part of an induction. It provides a more detailed explanation of the role of the various governance layers and the responsibilities of the individuals within those layers. It also provides guidance regarding how to fulfil those responsibilities and ensure that the governance of the Trust is suitably robust.

The UST Strategy provides an oversight into the purpose and intent of the Trust and how it will act in order to achieve this. It provides the vision and values alongside the strategic priorities link to the four determined areas of; Our Pupils, Our People, Our Partnerships and Our Processes.

However, it is recognised that governance stakeholders will bring varying levels of insight and expertise on which to build. Depending on the role with the Trust, as well as any previous experience, individuals may wish for further information and may also want to develop additional skills in order to support their role. Individuals should get in touch with the Trust executive to discuss any additional support or information that would be found useful, both as part of the induction and to inform future training.

The Trust is keen to continue developing the information provided and welcomes feedback on all of the internal governance documents.

## 3. Context

This section provides an introduction to the context in which we operate, the expectations of good governance and the structure of governance within the Trust.

We think it is important that each person involved in our governance is aware of the wider structure, so we have included summary information on the various roles and responsibilities. However, there is further detail provided on the remit of the Members, the Trust Board and School Committees in the UST Governance Handbook.

### 3.1. Operating Context

#### The Regulators

The UST is funded by public money and so it is only right and proper that we are accountable for this, for the way that we work and for the education that we provide for our students. There are a number of organisations to whom we are accountable.

The Department for Education (DfE) is responsible for children's services, early years and school education, higher and further education policy, apprenticeships and wider skills in England. The DfE funds all state-provided education for children and young people via the Education & Skills Funding Agency (ESFA). Our agreement with the DfE is set out in our Funding Agreements.

The DfE has detailed the purpose of governance including for academies and multi-academy trusts. It is to provide confident and strong strategic leadership which leads to robust accountability, oversight and assurance for educational and financial performance.

The Department has defined the three core functions for school governance. Importantly for UST, this is relevant at both Trust and school level:

- Ensuring clarity of vision, ethos and strategic direction.
- Holding executive leaders to account for the educational performance of the organisation and its pupils, and the effective and efficient performance management of staff.
- Overseeing the financial performance of the organisation and making sure its money is well spent.

We are held accountable by the DfE, with the Secretary of State for Education being our principal regulator. Our Articles of Association and Master Funding Agreement, together with the Supplemental Funding agreements for each of our schools, provides the framework within which we are required to operate. The DfE and ESFA require us to report to them in various ways, with some of the information then shared publicly. This means that individuals can see how the Trust is doing with other comparable or local trusts or schools.

We receive periodic inspections from Ofsted (the Office for Standards in Education, Children's Services and Skills).

UST is a company limited by guarantee and needs to abide by relevant company law. We need to provide information to Companies House, for example an annual return and also provide up to date information on all of our Directors (or Trustees). A range of legislation impacts on our planning and activity, for example with regard to employment or health and safety law or GDPR (the General Data Protection Regulation which relates to data protection and privacy).

The UST is a charity but (under the terms of the Academies Act 2010), as an academy trust we are an 'exempt charity' which means we are exempt from registering with the Charity Commission. However, the Trust is required to seek approval from the Charity Commission should it seek to change any articles within the articles of Association that are within its remit.

### What is an academy?

An academy is a state-funded school, but it receives funding directly from the government (from the ESFA) rather than through a local authority as maintained schools do. Whilst academies are funded by the government, they are run as independent schools which means they have greater freedoms in certain areas compared to maintained schools. For example, they are not required to follow the national curriculum, can control their own finances, and decide how long terms or school days will be. They may have an external sponsor such as a business, university, charity or faith body.

A multi-academy trust is a group of academies working together under a shared funding agreement. Multi-academy trusts range in size from having just two schools through to a number of larger trusts with over 30 schools in their network.

The UST school curriculums are guided by the following overarching principles to ensure that all pupils at every stage are provided with broad and balanced learning opportunities and experiences to empower them as people and as citizens. Every UST school is committed to offering:

- High expectations: commitment to excellence, so that all stakeholders are continually learning and maintaining high standards of themselves and others.
- Academic rigour: induction into the powerful knowledge of a wide range of subject disciplines and professional practice, using this to think critically within the school and beyond.
- Character-building opportunities: growth and development as individuals, in order to contribute to our school community and beyond: locally, professionally, nationally and globally.
- Inclusion: provision that allows all to flourish in a way that is tailored to meet individual needs and circumstances.
- Future-focused thinking: continuous improvement that focuses on future ambitions and key transitions are at the heart of our aims, habits and practices.

The last decade has seen an unprecedented amount of change within the education sector, particularly in respect of the vast expansion in the number of academies and the government's commitment to developing free schools (these are new state-funded schools which have the same legal structure as academies). As at January 2022, over 40% of publicly-funded schools in England are academies (39% of primary and 80% of secondary schools, up from 35.5% and 77.4% in April 2020 respectively).

## 3.2. Our Local Context

The schools in our Trust are in the London Boroughs of Greenwich and Tower Hamlets.

- In Greenwich, 23% (or 15 of 64) state funded primary schools are academies and 67% (12 of 18) secondary schools are academies.
- In Tower Hamlets, 14% (or 10 of 70) state funded primary schools are academies and 40% (eight of 20) secondary schools are academies.

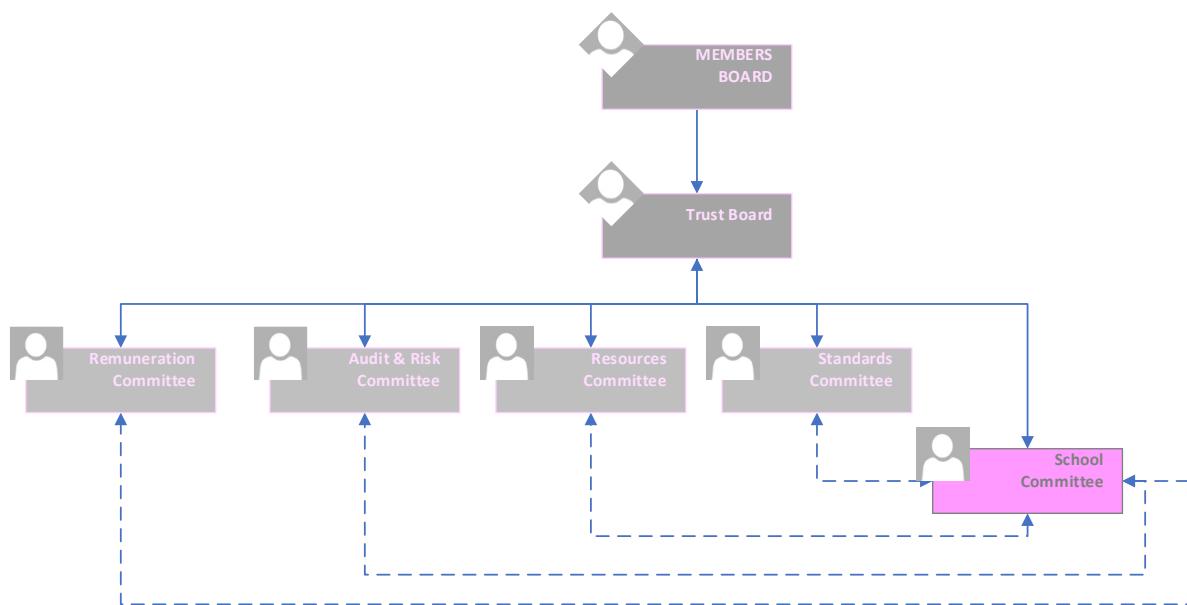
## 4. UST Governance Structure & Roles

### 4.1. Summary of Governance within the UST

The Articles of Association sets out the rules that govern the running of the Trust and they include key information on our governance.

All governance stakeholders adhere to our Governance Code of Conduct, found within the UST Governance Handbook, demonstrating commitment to the high standards which we seek to maintain.

Our governance includes our Members, the Trust Board and the Trust Board committees, which provide oversight across the Trust and include a School Committee for each of our schools. The diagram below sets out our governance structure and is followed by a summary of each element.



The roles and responsibilities of each governance layer and those within those layers can be found in more detail in the UST Governance Handbook.

The appointment processes for the positions listed below are outlined in appendix 2.

#### The Trust Board

The Trust Board is the accountable body for UST.

The Trust Board is required to meet a minimum of three times each year - in practice it usually has six formal meetings with acknowledgement that extraordinary meetings may also be called. Meetings are usually held at the Trust office, although 'virtual' attendance is possible. There are also opportunities for discussion in addition to formal meetings of the Trust Board or one of its Committees, for example the Governance Conference or project based working groups.

The Trust Board appoints both a Chair and Vice-Chair on an annual basis. Whilst the Board confirms the appointments on an annual basis, it is expected that Chair and Vice-Chair will usually serve a four-year term and may serve more than one term. The Chair or Vice-Chair must not be UST employees and we do not expect them to be members of School Committees.



The Chair has authority to take Chair's action in an emergency, where urgent decisions are required or lack of action may negatively affect the Trust, but any such action must be reported to the Trust Board at the earliest opportunity.

## Committees of the Trust Board

To help fulfil their role effectively, the Trust Board has established a number of committees. Their roles are set out in detail in their terms of reference which are reviewed annually and approved by the Board. In summary, their roles are:

- Audit & Risk Committee: to scrutinise and provide assurance on financial systems and operational controls, compliance, risk management and the Trust's governance. The Committee plays a 'critical friend' role to review areas of the Trust's operation and will oversee due diligence for any proposed new schools that are being considered to join the Trust.
- Resources Committee: to scrutinise and provide assurance on finances and resources including on budget setting and monitoring, financial accounting and reporting systems, long term financial sustainability, and relevant policies and procedures.
- Remuneration Committee: to scrutinise and provide assurance there are robust systems and processes in relation to the remuneration and succession planning of the Trust Leader and senior managers.
- Standards Committee: to oversee and scrutinise the standards of performance, quality of provision including safeguarding and admissions in the Trust and its schools.

Greater detail regarding these roles can be found in both the Scheme of Delegation and the Terms of Reference (further details can be found in appendix 5).

The membership of each committee is determined by the Board and the majority must be Trustees. The quorum for each committee meeting is three of its members and for any vote the majority of those with voting rights present must be Trustees.

## School Committees

Each School Committee is expected to meet at least three times each year. In practice they each tend to meet up to six times each year, including the annual Trust-wide Governance Conference but with the acknowledgement that extraordinary meetings may also be called.

Each School Committee is invited to have a member attached to each of the Trust Committees.

Greater details regarding the School Committees' responsibilities are again set out in the Scheme of Delegation and the Terms of Reference (further details can be found in appendix 5).

## 4.2. Roles within UST Governance

### Members

Members have a similar role to shareholders of a company limited by shares. In summary, they are the custodians of governance, playing an 'eyes on, hands off' role. They have the power to appoint and remove some Members and Trustees and they hold the Trustees to account. They may amend the Articles of Association (with Secretary of State approval), appoint the external auditors and they receive the annual audited accounts. Members have the power to change the Trust's name and, ultimately, to dissolve the Trust.

The DfE recommends trusts ideally have an odd number of Members with at least five, with significant separation between individuals who are Members and Trustees, and none should be employees of the Trust.

The UST intent is that there should always be complete separation between individuals that sit at these two levels of governance (with the exception of a designated Link Member where utilised) and that the majority of Members will be completely independent of the Trust Partners. Appointment of new Members and the continuation of the existing Member constitution at UST shall have regard to ensuring that, at all times, the key areas of education and finance are well represented within the collective skill-set.

The Member Governance layer is comprised of **Seven** Members;

- **One** representative of the identified Sponsor Partner
- **One** representative of the identified Member Partner
- **Five** Independent Members (of whom one can act in the Link Member capacity as outlined below)

The constitution of the above positions can be found in appendix 1.

## Trustees

The Trustees, together the Trust Board, are the accountable body for the UST. They are the Trustees of the UST as a charity and Directors of the UST as a company. They are responsible to the Secretary of State for Education for the effectiveness of our schools and the Trust as an overall. This means that Trustees are responsible for ensuring that we achieve our charitable objectives and that we are compliant with charity and company law and the Trust's Funding Agreement. The Trustees are responsible for the three core strategic governance functions outlined above. They set the Trust's strategic direction and hold the Executive Team to account.

The structure of the Trust Board layer is;

- **Two** Trustees directly appointed by the identified Sponsor Partner
- **One** Trustee directly appointed by the identified Member Partner
- **Nine** Trustees nominated by the identified Trust Board Partners (appointment by the Members)
- **One** Trustee position for the Trust Leader by virtue of their office and by their consent

The constitution of the above positions can be found in appendix 1.

The Trust Board may co-opt additional Trustees to the Trust Board in order to provide further skills and expertise to the Trust Board.

Trustees are, as outlined in the Articles of Association, appointed on a 4-year term of office with the exception of the Trust Leader. The UST intent is that Trustees may serve a maximum of two full terms i.e. 8 years and that re-appointments are examined on a case by case basis and for the benefit of securing robust governance. Under certain circumstances (such as to secure succession planning or for specific and time-limited projects) Trustees may be co-opted to the Trust Board for additional 12-month periods beyond this maximum but these positions must be reviewed annually.

## Governors

Members of the School Committee, Governors, are often linked with the local community or the schools that they serve. They bring high levels of expertise and knowledge in their own right, but also develop a detailed and nuanced understanding of their school, its relationship to the Trust and the wider community. Governors are committed to their schools becoming outstanding not only in relation to academic outcomes for all students, but also in relation to the breadth of the curriculum (including wider enrichment), safeguarding, ethos, social justice and all that goes into making a great school fit to maximise the potential of all students.

The structure of the School Committee layer is;

- **One** Chair of Governors (appointed by the Trust Board)
- A minimum of **two** Parent Governors but, if it would be greater, up to one Parent Governor for each of the three School phases (Primary, Secondary, Sixth Form)\*
- A minimum of **two** Staff Governors but, if greater, up to one Staff Governor for each of the three School phases.\*
- **One** Governor position for the Headteacher by virtue of their office and by their consent.

\*those identified as staff and parent governors do not have to be identified as relating to a specific phase.

The School Committee may also appoint other Governors as co-opted, Foundation or Local Authority as appropriate and defined by the Trust for each individual school.

Governors are appointed on a 4-year term of office with the exception of the Headteacher. The UST intent is that Governors may serve a maximum of two full terms i.e. 8 years and that re-appointments are examined on a case by case basis and for the benefit of securing robust governance. Under certain circumstances (such as to secure succession planning or for specific and time-limited projects) Governors may be co-opted to the School Committee for additional 12-month periods beyond this maximum but these positions must be reviewed annually.

## Other Key Governance Stakeholders

The Members and Trust Board may elect to appoint a Link Member. This Member serves as an independent Member of the Trust as well as a full Trustee of the Trust Board. The purpose of the role is to provide additional communications and understanding at both levels and ensure that the perspective of both layers is better understood by all involved. In order to mitigate against the overlap between governance layers the Link Member position, when utilised, may not hold a position on the Trust Board other than as a Trustee (i.e. they may not be the Chair or Vice-Chair of the Trust Board or any Committee of the Trust).

The Trust Board appoints a Trust Leader (in some trusts, this may be called a CEO) to run the Trust. The Trust Leader also holds the role of Accounting Officer. This means that they have overall responsibility for managing the work of the Trust and our schools in line with the strategic direction and approach agreed by the Trust Board.

Communications with governance individual is also likely to take place with other members of our Executive Team, as well as the Headteacher and wider Senior Leadership Teams within the schools.

The governance work is managed by the Director of Data & Compliance. This role helps ensure that our governance provides confident and strong strategic leadership which leads to robust accountability, oversight and assurance for educational and financial performance.

Meetings of the Members, the Trust Board, committees, School Committees and also any panels that may be required will be supported by a Governance Professional. This role is essential to the effectiveness of how we work. The Governance Professional can offer advice and guidance on relevant legislation and procedures as well as offering advice on best practice. They ensure effective administration with regard to meetings, supporting the preparation of agendas, keeping a record of meetings, and supporting other areas such as agreed actions or any issues of persistent absence. The Governance Professional maintains our governance records, including contact details, pecuniary interests, declarations of interest, terms of office and training undertaken. They will ensure the statutory information we are required to publish on our website regarding governance is accurate and up to date.

## Partners

The Partners are organisations that support the ongoing work of the Trust. The common specific nature of that support is to provide individuals who will, through their skills, experience and knowledge, support the ongoing development and progress of the Trust. The details of the nature of the individuals as detailed above.

The Partners will also support the Trust and/or at least one school in the Trust in bespoke manners as detailed in the specific Partner Memorandum of Understanding.

The duration of the Partner's association is not time limited and will continue for as long as both the Trust and the Partner agree that it is a supportive and beneficial relationship.

## Public Information

The UST adheres to requirements regarding information on governance that must be made publicly available. Individuals can look at the Trust or schools' websites to see the information that is currently published.

In addition, we are required to provide some information on our governance structure and stakeholders externally. For example, some information is published on the government website Get Information About Schools (further details can be found in appendix 5).

## Trust Delegations

The UST Trust Board is accountable in law for all decisions about the Trust and its schools. However, this does not mean the Board is required to undertake all tasks or make all the decisions itself. The Board has approved a Scheme of Delegation which sets out the delegated functions within our governance structure - further details are provided in appendix 5. This is reviewed on, at least, an annual basis.

To help fulfil its role effectively, the Trust Board has established a number of committees: an Audit & Risk Committee, Remuneration Committee, Resources Committee and a Standards Committee. In addition, a School Committee has been established for each of the UST schools. The Board has delegated some specific functions, as set out in the Scheme of Delegation as well as more detailed terms of reference for each committee.

There are also a number of 'lead roles' for particular areas, for example safeguarding and special educational needs and disabilities (SEND). This is detailed within the UST Governance Handbook.

## Communication Mechanisms

We share information with governance stakeholders through GovernorHub, an online resource platform. In addition, we provide Trust email addresses which must be used for Trust business and which we use to send information including regarding meetings. Individuals will be provided with email address and information on GovernorHub, including access/ log in details, as part of the induction.

It is essential that there is efficient and effective communication between the different governance layers and stakeholders. The Trust has systems in place to enable this to happen:

- With regard to ensuring information is shared at meetings, each agenda is discussed in advance by the relevant chair and Trust staff.
- If there is an issue that a governance individual wishes to raise they are, if a Trustee, to inform the Chair of the Trust Board or, if a governor, the Chair of the School Committee. For other governance stakeholders, if there is a matter to be raised this can be done in line with Trust policies where relevant, or via the Governance Professional or the Director of Data & Compliance. The relevant Chair will then consider the matter, usually discussing it with Trust staff if and as necessary to confirm the timeline and best approach to take it forward.
- The Trust Board receive reports on all decisions and key discussions from their committees, including School Committees. In addition, a member of the School Committee attends the other committees to ensure that information is smoothly communicated. After each meeting of the Trust Board, Trust wide newsletters are provided to ensure relevant information is shared with governance stakeholders. The Chair of the Trust Board meets periodically with Chairs of each School Committee and this is underpinned by key documents, such as an annual agenda planner which timelines key governance business for the Trust and schools.
- Members must meet at least annually for an AGM as defined in our Articles of Association. Further opportunities will be provided throughout the year for members to meet and receive updates about the Trust where possible on a termly basis
- As well as written information, there will be Trust and school events that governance individuals are invited to including a Governance Conference, usually on an annual basis, which brings together all individuals from across all of the UST governance layers.
- There are also some wider communication channels that can be accessed. For example, the Trust and schools' websites, or schools' newsletters which are also distributed.

## 5. Appendix 1 – Constitution of Governance Layers

### Sponsor Partner (One Member and Two Trustees)

Queen Mary University of London

### Member Partner (One Member and One Trustee)

King's College London

### Trust Board Partners

London Borough of Tower Hamlets

NHS Tower Hamlets Clinical Commissioning Group

Poplar HARCA

University College London

University of East London

University of Greenwich

University of Warwick

Vacant

Vacant

### Independent Members\*

Lord Andrew Mawson

Christine Whatford CBE

Philip Ogden

Vacant

Vacant

\*this does not include the Members due to the Sponsor Partner and Member partner

## 6. Appendix 2 – Appointment Process

### 6.1. The Appointment of Members

The rules relating to the appointment, removal and resignation of Members are detailed in the Articles of Association and need to be followed as such.

The specific articles relating to these areas can be found in the Trust’s Articles of Association, articles 12 through 18.

For further details relating to enacting any of the below points please contact either the Director of Data & Compliance or the Trust Governance Professional.

### 6.2. Authorised Individuals

For each Partner there will be a named person or persons who can authorise the appointment, withdrawal or nomination from their organisation. The list of authorised individuals can be found below. Note that any individual who is a Partner is automatically the authorised person as appropriate and in line with the Articles of Association.

<b>Partner</b>	Authorised person(s)
Queen Mary University of London	
King’s College London	
London Borough of Tower Hamlets	
NHS Tower Hamlets Clinical Commissioning Group	
Poplar HARCA	
University College London	
University of East London	
University of Greenwich	
University of Warwick	
Vacant	
Vacant	

All confirmations of appointments, withdrawals or nominations must be made by the authorised person via signed letter on headed paper of the Partner or through a known and verified email address of the authorised person(s). Where the Partner is an organisation the email address used must be linked to the organisation.

## 6.3. The Appointment of Trustees

### Sponsor Partner Trustees and Member Partner Trustees

1. Following the resignation of a Sponsor or Member Partner Trustee, the Trust Board will communicate with the organisation to inform them of any desirable experience and/or skills for their replacement.
2. The Sponsor / Member Partner nominates an individual and consults the Trust Board.
3. The Trust Board discusses the nomination and confirms its view to the organisation.
4. The organisation makes the decision about provisionally appointing the candidate and informs the Chair of the Trust Board.

### Trust Board Partners

1. Following the resignation of a Trust Board Partner Trustee, the Trust Board will communicate with the organisation to inform them of any desirable experience and/or skills for their replacement.
2. The Trust Board Partner nominates an individual and consults the Trust Board.
3. The Trust Board discuss the nomination and confirms its position on the nomination to the Members.
4. The Members makes the decision about provisionally appointing the candidate and informs the Chair of the Trust Board and the Trust Board Partner.

### Co-opted Trustees

1. The Trust Board identifies a skills gap through an analysis of a Skills Audit.
2. The Trust Board seeks a potential candidate to co-opt to the Trust Board.
3. The Trust Board discusses the candidate.
4. The Trust Board makes the decision about provisionally appointing the candidate.

### For all appointments

5. The Chair notifies the Director of Data and Compliance (DDC) of the provisional appointment(s).
6. The DDC sends the appropriate registration forms and associated documents to the provisionally appointed individuals.
7. The DDC reviews the returned documentation for any irregularities and informs the Chairs if they are present. The individual cannot be approved until issues are resolved.
8. If there are no issues, or they have been resolved, the DDC informs the Chair of the Trust Board and the appointment is confirmed.
9. The Trust Board members are informed of the appointment confirmation either at or before the next meeting, as appropriate.
10. The provisionally appointed individuals are informed that their appointment is confirmed, and the appointment is communicated across the Trust community.
11. The DDC updates the published Governance lists on the appropriate website and updates GIAS.



## 6.4. The Appointment of Governors (School Committee Members)

### Co-opted members

1. The School Committee identifies skills gaps through an analysis of the Skills Audit or through vacancies with Partner organisations.
2. The School Committee seeks potential candidates to co-opt to the School Committee.
3. The School Committee discuss the candidate(s) and confirms its recommendation.
4. The School Committee consults with the Trust Board on the recommendation.
5. The School Committee makes a decision whether to provisionally appoint or not.

### Parent Members

1. The School Committee identifies vacancies of parent / carer School Committee members based on the phases at the school (or the minimum requirement of two).
2. The School Committee formally requests the school begin recruitment.
3. The School communicates the vacancies to all parents / carers.
4. An election takes place if there are more candidates than vacancies.
5. The candidate(s) with the most votes are provisionally appointed, and the Chair of the School Committee is informed of the outcome by the school Headteacher.

### Staff Members

1. The School Committee identifies vacancies of Staff School Committee members based on the number of phases at the school (or the minimum requirement of two).
2. The School Committee formally requests the school to begin recruitment.
3. The School communicates vacancies to all eligible staff.
4. An election takes place if there are more candidates than vacancies.
5. The candidate(s) with the most votes are provisionally appointed, and the Chair of the School Committee is informed of the outcome by the school Headteacher.

### For all appointments

6. The Chair of the School Committee notifies the Chair of the Trust Board and the Director of Data and Compliance (DDC) of the provisional appointment(s).
7. The DDC sends the appropriate registration forms and associated documents to the provisionally appointed individuals.
8. The DDC reviews the returned documentation for any irregularities and informs the Chairs if they are present. The individual cannot be approved until issues are resolved.
9. If there are no issues, or they have been resolved, the DDC informs the Chairs and the appointment is confirmed.
10. The School Committee members are informed of the appointment confirmation either at or before the next meeting, as appropriate.
11. The provisionally appointed individuals are informed that their appointment is confirmed, and the appointment is communicated across the Trust community.
12. The DDC updates the published Governance lists on the appropriate website and updates GIAS.

## 6.5. The Appointment of a New School Committee

Once an academisation takes place, the existing Governing Body (GB) are disbanded. This applies to all of the Governors including those elected (parent and staff).

The inherent structure of a maintained school's GB has a different set of requirements compared to those found within a multi-academy trust (MATs). There is no requirement for there to be a local governance representation within MATs although many do have some form of local representation.

The UST considers the local governance layer to be a vital layer in the running of the Trust and as such each school has a School Committees (SC). The SCs are a committee of the Trust Board.

The work of the SCs are very different to that of the GBs as they have different delegated powers and foci. As such the expertise and skills that are required by a high performing SC are different to those necessary at a similarly high performing GB.

Therefore, to ensure that the transition from one to the other is as smooth as possible and to provide a sensible envelope into which these changes can be made the UST will establish a Transitional Governance Group (TGG) to oversee the change.

The TGG will be comprised of;

- the incoming Chair of the SC who will be appointed by the Trust Board;
- the existing Headteacher (or similar post) of the School; and
- a member of the Trust Executive as appointed by the Trust Leader.

The role of the TGG will be to;

- Review and outline the skills and expertise required in a UST SC given the associated delegated powers;
- Review and outline the local skills and expertise required in the context of the school;
- Oversee the recruitment of and appoint the SC members (non-elected) ensuring that their appointments effectively meet the needs of the SC;
- Oversee the recruitment of elected SC members (staff and parents); and
- Take decisions in lieu of a SC to ensure that the school continues to operate during the transitional period.

The expectation is that the members of the SC will be appointed by the end of the 1<sup>st</sup> full term following the school's admission into the UST and that the SC will be fully operation following this period.

Positions for staff and parents governors will be conducted via election.

Co-opted members of the SC will be determined by the TGG.

Applications for consideration for the SC from governors of the outgoing LGB will be welcomed alongside new applications.

## 7. Appendix 3 – Resignations

### 7.1. Resignation of Members

The resignation of an individual who represents the Sponsor or Member Partner should notify the Members and Trust Board of their intention to resign from acting as the representative at the earliest possible convenience.

The formal process for the resignation of a representative can only be completed upon receipt of an official communication from an authorised person(s) within the organisation.

Similarly, the Sponsor / Member Partner can make direct contact with the Trust to inform them of the resignation of their representative.

It should be noted that the resignation of a representative is not the same as the resignation of the Member Partner and the organisation will therefore continue to act as a Member and will provide details of the new representative at the earliest possible occasion.

The Sponsor Member is unable to resign although it may change representatives as outlined previously.

All other Members (organisations / individuals) may resign provided that there are still 3 Members remaining. The resignation must be in writing to the Members.

In addition to resignations, Members may be removed from office if the other Members pass a special resolution to remove them and are required to be removed if the Member is incapable of continuing in the role (e.g. illness) or becomes insolvent. In the case of organisations this would also be the case if the organisation ceases to exist and is not replaced by the successor institution if there is one.

### 7.2. Resignation of Trustees

The resignation of an individual who represents a Partner as a Trustee should notify, in writing, the Members and Trust Board of their intention to resign as the representative at the earliest possible convenience.

The formal process for the resignation of a representative can only be completed upon receipt of an official communication from an authorised person(s) within the organisation.

Similarly, the Partner can make direct contact with the Trust to inform them of the resignation of their representative.

It should be noted that the resignation of a representative is not the same as the resignation of the Partner organisation and therefore the organisation will continue as a Partner.

In the case of the Sponsor and Member Partners the organisation will provide details of their new representative to the Trust Board and Members at the earliest possible occasion (see section 6.3)

In the case of Trust Board Partners, the organisation will provide details of their nomination to the Trust Board and Members at the earliest possible occasion (see section 6.3)

Co-opted Trustees may resign by providing their decision, in writing, to the Trust Board.

In addition to resignations, Trustees may be removed from office by those who appointed them. In the case of co-opted Trustees this would be the Trust Board while in the case of Partner representatives it would be the Members. The Members can also, by ordinary resolution, remove co-opted Trustees.

Trustees may not resign or be removed if doing so results in there being less than 3 Trustees in post.

### 7.3. Resignation of Governors

All governors may resign by providing, in writing, their decision to the School Committee that they serve on. This applies to all types of governors. The Chair of the School Committee should also provide, in writing, their decision to the Trust Board.

In addition to resignations, Governors (with the exception of parent and staff governors) may be removed from office by those who appointed them. However, through delegated powers both the Trustees and Members can also remove governors should it be deemed necessary.

Parent governors may be removed if they are no longer eligible to stand as a parent governor. Details regarding disqualification can be found in the UST governance recruitment documentation. Please note that no longer having a child at the school is not a reason for disqualification provided the child was at the school at the time the parent was elected.

Staff governors may be removed if they are no longer eligible to stand as a staff governor.

## 8. Appendix 4 – Partner Appointments

### 8.1. Member Partner

Section 4.2 defines the maximum number of Member Partners that can be in post at any one time. At current the maximum is one.

The Member Partner is nominated by the Trust Board to the Members who approve the position of Member Partner.

The Member Partner will remain in place until such time that;

- the Member Partner informs the Trust, in writing, that they wish to resign the position; or
- the Members approve a change in Member Partner via simple majority at an appropriately convened meeting following a nomination by the Trust Board for a new Member Partner; or
- the Members elect to remove the Member Partner as a Member as per the Articles of Association.

The removal of the Member Partner and the associated timescale will be dependent on adhering to the Articles of Association with respect to confirmations and minimum Member numbers.

Unless stated otherwise, the former Member Partner will take up a position as Trust Board Partner.

### 8.2. Trust Board Partners

Section 4.2 defines the maximum number of Trust Board Partners that can be in post at any one time. At current the maximum is nine.

A Trust Board Partner is nominated by the Trust Board to the Members who approve the position of Trust Board Partner. This can be done until there are no further Trust Board Partner vacancies available.

The Trust Board Partner will remain in place until such time that;

- the Trust Board Partner informs the Trust, in writing, that they wish to resign the position; or
- the Members approve a change in Trust Board Partner at an appropriately convened meeting following a nomination by the Trust Board of a new Trust Board partner and an existing Trust Board Partner to be removed.
- the Members approve the removal of a Trust Board Partner following nomination to do so by the Trust Board.

### 8.3. The Number of Partners

The number of Partners (Member and Trust Board) can be increased with approval of the Members following a request from the Trust Board.

The number of Partners (Member and Trust Board) can be decreased with approval of the Members following a request from the Trust Board. However, if the positions to be removed are filled then the Members must first approve the removal of the Partner before removing the newly vacated position.

## 9. Appendix 5 – Links

The following documents can all be found on Governor Hub;

- Terms of Reference
- Scheme of Delegation
- Governance Handbook

External websites

- [Get Information About Schools](#)
- [Companies House](#)