

THE INVICTUS GUIDE TO GOVERNANCE

2022-23





















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Welcome from the Board

I have been involved in governance at Invictus Education Trust for a number of years. I was appointed as the chair of the Trust Board in September 2021 and I am proud to be the chair of this very successful organisation. There is nothing more important in a young person's life than to receive the best education possible and experience the greatest enrichment in their time at school. Invictus Education Trust is there to do just that and much more.

The Trust has grown from strength to strength from its inception and is now recognised as a leading multi academy trust of choice by many students and their parents and carers. We have done this by a successful collaboration between the operational and governance side of the Trust to ensure all our energy is put into educational outcomes. This is evident in many ways. We have a dedicated workforce of teachers and staff who are motivated to provide the very best. Our finances give us the flexibility to provide the very best staff and we continually look for improvements in educational outcomes. We invest heavily in enrichment activities for our students something we feel is necessary alongside the academic curriculum.

A unique feature of the Trust is being able to choose its own destiny, with quick and decisive decision-making being so important to ensure key projects are delivered on time. Our successful building programme has meant we have been able to welcome more students to our schools. We have a skilled and dedicated central team that alleviates some of the business process away from schools, enabling a better learning environment.

Invictus Education Trust offers a lot for governors, teachers, support staff and students. I am proud to be the chair of the Trust Board and feel that governance makes a real difference.



Mr Bob Dimmock
Chair of the Trust Board

THE INVICTUS CULTURE

Invictus Education Trust was created in March 2015 by a group of like-minded schools: Crestwood, Ellowes Hall Sports College, Kinver High and Wombourne High School. Three schools have since joined us, Leasowes High School in Autumn 2016, Pedmore High School in September 2018 and Rufford Primary School in September 2021 further strengthening an already thriving trust.

Where we differ from other multi academy trusts is our intention to collaborate, across our schools in every aspect. This means that our students, staff, parents and community all benefit from the culture we have created with our vision, mission and values, collectively known as our culture, the Invictus Culture.

Vision Statement

We provide our communities with an excellent education, unique opportunities, and elite experiences. Our Students love attending school and our team are proud to represent their school and trust.

Mission Statement

Whatever their starting point, our students make positive progress, with a perfect mix of academic challenge, pastoral care, and enriching experiences.

Invictus Values

Value One Every day, in every way, our students come first

Our first and most important value

Value Two Anything is possible

We focus on the challenge to identify it. Our energy is spent finding a

solution

Value Three Accountability

If it is to be, it is to be me

Value Four Seek and Seize Opportunities

We aim to deliver 'WOW' through opportunities and experiences

Value Five Focus on relationships and all else will follow

Open, honest and empathic relationships with clear and simple

communication are the foundations of our Trust

Value Six Start with the end in mind

We identify our aspiration and put processes in place to exceed expectations. We celebrate our progress throughout the journey.

Value Seven Think collaboratively

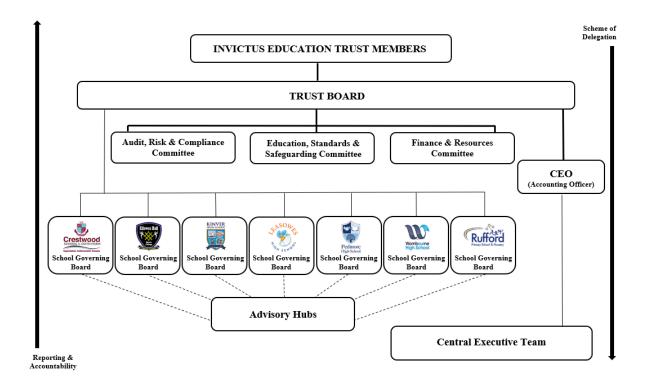
We always ask ourselves, can we include more students, more of our

team or more of our schools in everything we do

STRUCTURE OF GOVERNANCE

The Trust has established a clear organisational structure with identified lines of accountability and reporting for all of its operations. This includes defining the responsibilities of the Trust Board and those responsibilities delegated to its committees and officers within the Trust.

The diagram below sets out the governance structure of Invictus Education Trust and its committees:



Scheme of Delegation

The responsibilities of the Trust Board and its committees are set out in the Trust's Scheme of Delegation and Financial Scheme of Delegation. The schemes make clear which functions are retained at Trust Board level and which are delegated, providing full clarity on the role and remit of each part of the structure, as well as the relationship and reporting arrangements between them. Through these schemes the Trust Board have clearly defined where all key governance functions are exercised in respect of the Trust and each of its schools.

Invictus Education Trust Members

The members of Invictus Education Trust are the guardians of the governance of the Trust. They have a limited but distinct role and are essential to the integrity of the governance structure. They are the last line of defence from failures of governance and failure to uphold the Trust's charitable purpose. Whilst it is the Trust Board who are responsible for the core governance functions and conducting the business of the Trust, members have certain key powers afforded to them:

- Ensuring the Trust's charitable objectives are being met
- Approving and signing the memorandum and articles of association

- Determining the name of the Trust
- Appointing and removing members and trustees
- Appointing and removing the external auditors
- Dissolving the Trust

Trust Board

Subject to the provisions of the Companies Act 2006, the Trust's articles of association and to any directions given by the members by special resolution, the business of the Trust is managed by the Trust Board who exercise all the powers of the academy trust. The Trust Board is responsible for the overall strategic direction of the Trust, as well as holding executive leaders to account for delivering agreed priorities and ensuring the financial probity of the Trust. There are key matters that are reserved for the Trust Board:

- Responsibility for organisational strategy, objectives and values
- Approval of new schools joining the Trust
- Approval of Trust plans, targets, budgets and capital expenditure
- Oversight of long-term financial planning, maintenance, risk mitigation, internal controls and compliance with regulations
- Approval of material acquisitions or disposal of land or buildings
- Approval of significant changes in accounting policies or practices
- Approval of annual accounts
- Approval of the Scheme of Delegation and Financial Scheme of Delegation
- Approval of changes to the Trust Board and committee structure and composition, including the appointment of the Trust Board chair and Trust Board committee chairs
- Appointment of CEO, Deputy CEO and CFO
- Ensuring effective safeguarding policies and procedures are in place

Trust Board Committees

In order to allow the Trust Board to focus on their core functions, some other powers and functions are delegated to committees, the Chief Executive Officer and school Headteachers. To ensure oversight, all delegated actions taken and decisions made are reported back to the Trust Board. The committees to which the Trust Board will delegate powers and functions to, as defined in the Scheme of Delegation, are:

- Audit, Risk and Compliance Committee
- Finance and Resources Committee
- Education, Standards and Safeguarding Committee
- School Governing Boards

The constitution, membership and proceedings of these committees are determined by the Trust Board and clarified through terms of reference for each committee (see pages 27 to 34). The establishment, terms of reference, constitution and membership of all committees will be reviewed at least once every twelve months.

School Governing Boards

Each school has a School Governing Board to support its effective operation. The remit and terms of reference are established by the Trust Board. The membership of all School Governing Boards will include two parent governors.

Advisory Hubs

Advisory Hubs provide opportunities for School Governing Boards to work collaboratively. Link governors from each of the School Governing Boards will meet regularly and focus on specific areas, challenging in an interactive setting to generate ideas, share best practice and monitor performance and compliance. Advisory Hubs receive input from the Trust Board, the Chief Executive Officer, Headteachers, school leaders and the central executive team as appropriate.

Advisory Hubs align to the School Governing Boards areas of delegated responsibility:

- Educational standards and School Improvement
- Safeguarding
- Vision, Values and Community Engagement
- Sixth Form and Alternative Provision

Executive Functions

Whilst the Trust Board is ultimately accountable for the outcome of all decisions, management and implementation of decisions is largely an executive function. In accordance with the Governance Handbook, the expectation is that executive leaders are responsible for the internal organisation, management and control of the schools. Since, however, the Trust Board is responsible in law for all of the schools in the Trust, it may intervene in operational matters if a circumstance arises where, because of the actions or inactions of executive leaders, a school or the Trust may be in breach of a duty.

To allow sufficient bandwidth for trustees to perform their strategic leadership role in the Trust, decision-making functions are delegated to the Chief Executive Officer or school Headteachers wherever possible. It is for the Chief Executive Officer to determine how functions are delegated to the central executive team or school senior leadership team.

Chair's Action

In academy trusts there is no automatic delegation of power to act in cases of urgency. The Trust Board have however, in accordance with the articles of association, granted power to the Trust Board chair to act in specific circumstances of urgency where it is believed that a delay would be likely to be seriously detrimental to the interests of the Trust or one of its schools; any student of the Trust or their parent; or a member of staff. There is no delegation of power to School Governing Board chairs and therefore, any urgent matter should be referred to the Trust Board chair.

Clear separation

Clear separation between the layers of governance means that the individuals making up one tier of the governance structure of the organisation are not the same as another tier. The requirement for significant separation, particularly within MATs, is made explicit in both the Academy Trust Handbook and the Governance Handbook. Good governance requires a separation of roles to ensure objectivity and avoid conflicts and individuals having undue power and influence.

SCHEME OF DELEGATION

				TRUST BOARD COMMITTEES				EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers	
				1. GOV	ERNANCE					
1.01	ARTICLES OF ASSOCIATION	Approve by special resolution	Adhere to; Propose amendments to Members	Adhere to	Adhere to	Adhere to	Adhere to	Adhere to; Suggest amendments to Trust Board	Adhere to	
1.02	APPOINTMENT AND REMOVAL OF MEMBERS	Approve by special resolution								
1.03	APPOINTMENT AND REMOVAL OF TRUSTEES	Approve appointment of up to nine trustees by ordinary resolution; Remove any trustee by ordinary resolution; Specify maximum size of Trust Board by ordinary resolution	Co-opt trustees up to the maximum size as specified by Members; Remove co-opted trustees;							
1.04	ELECTION AND REMOVAL OF TRUST BOARD CHAIR, VICE CHAIR AND CHAIR OF TRUST BOARD COMMITTEES		Elect each school year from among their number; Remove by resolution							
1.05	APPOINTMENT AND REMOVAL OF COMMITTEE MEMBERS (INCL INDEPENDENT MEMBERS)		Approve							

					TRUST BOARD	COMMITTEES		EXECUTIVE	FUNCTIONS
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
1.06	APPOINTMENT AND REMOVAL OF GOVERNORS		Approve appointment and re-appointment of up to six co-opted governors				Recommend to the Trust Board the appointment and re-appointment of co-opted governors		Facilitate election processes for parent and staff governors; Serve as Headteacher governor
1.07	ELECTION AND REMOVAL OF SCHOOL GOVERNING BOARD CHAIR AND VICE CHAIR		Remove by resolution				Elect each school year from among their number		
1.08	TERMS OF REFERENCE FOR COMMITTEES		Approve; Ensure committees are adhering to Terms of Reference	Adhere to	Adhere to	Adhere to	Adhere to	Propose amendments to Trust Board	
1.09	GOVERNANCE MEETINGS	Requisition Trust Board to call a General Meeting; Attend and vote at General Meetings	Call General Meetings; Attend General Meetings; Call Trust Board meetings; Approve meeting schedule for Trust Board and committees				Call SGB meetings; Agree meeting schedule within parameters provided	Agree data points to inform SGB meeting calendar	Liaise with CEO and central executive team to propose meeting dates to SGB
				2. STRATEGY	& LEADERSHIP				
2.01	POLICY		Approval of policies as specified in the policy schedule; Receive all policies approved by committees for information	Approval of policies relevant to the remit of the committee as per TOR and as specified in policy schedule	Approval of policies relevant to the remit of the committee as per TOR and as specified in policy schedule	Approval of policies relevant to the remit of the committee as per TOR and as specified in policy schedule	Ensure implementation and monitor effectiveness of policies	Development of policies; Monitoring compliance; Approval of whole-school educational policies as specified in policy schedule	Monitoring implementation and effectiveness of policies; Development of whole-school educational policies; Approval of departmental educational policies as specified in the policy schedule

				TRUST BOARD COMMITTEES				EXECUTIVE I	FUNCTIONS
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
2.02	TRUST VISION AND STRATEGIC PLANS		Develop vision alongside CEO; Approve Trust strategic plans				Support the development and implementation of school vision, values and culture aligned to Trust vision	Develop vision alongside Trust Board; Develop and recommend strategic plans to Trust Board	Monitoring implementation and effectiveness of school vision, values and culture
2.03	TRUST SELF EVALUATION		Approve					Develop and recommend to Trust Board	
2.04	GROWTH / REDUCTION		Approve bid to open a new Free School; Approve existing school to join the Trust; Approval of a school to leave the Trust					Recommend to Trust Board; Coordinate due diligence	
2.05	CHANGE ACADEMY TRUST NAME	Approve							
2.06	INCORPORATION/DISSOLUTION OR DISPOSAL OF SUBSIDARY COMPANIES	Approve							
2.07	ADMISSION ARRANGEMENTS		Approve		Ensure compliance with statutory requirements			Coordinate consultation	Recommend amendments; Ensure compliance with determined arrangements

				TRUST BOARD COMMITTEES				EXECUTIVE I	FUNCTIONS
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
2.08	SET TERM DATES AND SCHOOL DAY				Approve			Recommend to ESS	Recommend to CEO
2.09	PUPIL ADMISSION NUMBERS		Approve increases or decreases to PAN of any school in the Trust					Recommend changes to PAN; coordinate consultation where necessary	Recommend changes to CEO
2.10	BRANDING		Approve Trust logo and branding; Approve school logos and branding; Change school name; Approval uniform policy					Develop and recommend logos and branding; Prepare and approve Trust marketing materials	Recommend changes to school uniform; Ensure implementation of policies and appropriate use of branding; prepare school prospectus
2.11	LEGAL ADVICE		Approval of outside legal or independent advice considered necessary over £10,000					Authority to seek legal advice from the Trust's procured solicitors; Approval of outside legal or independent advice considered necessary up to £10,000	
				3. A	UDIT				
3.01	APPOINTMENT, RE- APPOINTMENT OR REMOVAL OF EXTERNAL AUDITORS	Approve	Recommend action to Members	Scrutinise performance of auditors					

					TRUST BOARD		EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
3.02	STATUTORY RETURNS TO DFE OR ESFA		Approve	Review returns relevant to the remit of the committee as per TOR and recommend to Trust Board for approval; Conduct annual review of compliance	Review returns relevant to the remit of the committee as per TOR and recommend to Trust Board for approval	Review returns relevant to the remit of the committee as per TOR and recommend to Trust Board for approval		Provide assurance to ARC that the Trust is meeting its statutory responsibilities	
3.03	WRITTEN RESPONSES TO THE DEF OR ESFA		Receive					Approve	
3.04	ANTI-BRIBERY, GIFTS AND HOSPITALITY		Approve policy; Receive register annually	Termly review of gifts and hospitality register				Develop policy; Maintain register	Adhere to policy; Report receipt of any gifts or hospitality
				4. RISK AND IN	TERNAL CONTROL				
4.01	RISK MANAGEMENT		Approve policy and strategy; Ensure Trust meets statutory requirements	Development of policy and strategy and recommend to Trust Board; Oversight of risk register and scrutiny of high-level risks			Scrutiny of high- level risks in school	Development of policy and strategy; Implement Trust approach; Provide assurance to ARC that Trust meets statutory requirements	Implement school risk management plans

					TRUST BOARD COMMITTEES				EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers		
4.02	BUSINESS CONTINUITY		Approve policy and strategy; Ensure Trust meets statutory requirements	Oversight and scrutiny of business continuity plans				Develop and recommend policy and strategy to Trust Board; Formulate business continuity and disaster recovery plans; Provide assurance to ARC that Trust meets statutory requirements	Review, update and implement school continuity plan and disaster recovery plan		
4.03	COMMUNICATIONS							Overall responsibility for communications strategy			
4.04	MEDIA AND PUBLIC RELATIONS							Approve			
4.05	STUDENT RECRUITMENT		Scrutiny of projected pupil numbers	Scrutiny of projected pupil numbers		Scrutiny of projected pupil numbers	Scrutiny of plans and strategy		Develop strategy and plans		
				5. CON	IPLIANCE						
5.01	HEALTH AND SAFETY		Approve policy; Ensure Trust meets statutory requirements	Oversight and scrutiny of compliance with statutory requirements across the Trust		Oversight and scrutiny of school health and safety plans		Develop and recommend policy and strategy to FR; Implement Trust approach; Provide assurance to FR that the Trust meets statutory requirements	Adhere to Trust policy and strategy; Ensure policy and strategy is implemented		

				TRUST BOARD COMMITTEES				EXECUTIVE FUNCTIONS	
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
5.02	ESTATES MANAGEMENT			Oversight and scrutiny of compliance with statutory requirements across the Trust		Oversight and scrutiny of estates management across the Trust	Triangulate and provide evidence to FR and ARC	Determine policies and working practices; Monitor school compliance; Provide assurance to FR that schools are compliant	Ensure policy and working practices are fully implemented
5.03	IT SYSTEMS					Oversight and scrutiny of Trust IT strategy		Develop and recommend policy and strategy to FR; Oversight of delivery of strategy	Ensure working practices are fully implemented
5.04	GDPR		Ensure the Trust meets statutory requirements	Oversight and scrutiny of GDPR processes and procedures across the Trust				Provide assurance to ARC that the Trust meets statutory requirements	Ensure compliance with policies and procedures at school level; Ensure any non-compliance is reported and actioned
5.05	LEGISLATION		Ensure the Trust meets statutory requirements	Oversight compliance with statutory requirements; Monitor implementation of changes to legislation or statutory guidance				Provide intelligence to ARC on changes to legislation or statutory guidance; Provide assurance to ARC that the Trust meets statutory requirements	Ensure changes to legislation or statutory guidance are implemented at school level

				TRUST BOARD COMMITTEES				EXECUTIVE I	FUNCTIONS
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
5.06	PUBLICATION OF INFORMATION AND TRANSPARENCY OF GOVERNANCE ARRANGEMENTS		Ensure the Trust meets statutory requirements	Oversight and scrutiny of compliance with statutory requirements across the Trust			Triangulate and provide evidence to ARC	Provide assurance to ARC that the Trust meets statutory requirements	Ensure school websites are compliant with statutory requirements; Support with the collection of information for compliance purposes
5.07	COMPLAINTS		Approval of complaints procedure; Monitor compliance with procedure; oversight of complaints received					Ensure systems and processes in place to ensure compliance; Report all complaints to ARC	Ensure compliance with complaints procedure
6.01	RECRUITMENT (STAFF)		Specific responsibility for CEO recruitment; Ensure Trust acts in accordance with employment law and is compliant with safer recruitment requirements; Support recruitment processes in line with recruitment schedule	6. HUMAN	N RESOURCES	Approve policy; Maintain oversight	Support recruitment processes in line with recruitment schedule (where required)	Specific responsibility for recruitment of Headteachers and central team (including CFO and Governance Professional); Approve all appointments across the Trust; Recommend policy and strategy to FR	Coordinate recruitment of school Senior Leadership team, teaching staff and support staff within agreed budgets

				TRUST BOARD COMMITTEES				EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers	
6.02	APPRAISAL AND PAY		Specific responsibility for CEO appraisal (supported by external advisor); Ensure decisions about levels of executive pay follow robust evidence-based processes and no individual decides remuneration			Approve policy; Maintain oversight; Receive and approve recommendations for pay progression of CEO, Headteachers and central staff employed on teachers terms and conditions; Ensure Trust-wide process consistency	SGB chair support the CEO to conduct performance management of the Headteacher (supported by external advisor); Receive and approve recommendations for pay progression of school senior leadership team and teaching staff	Specific responsibility for Headteachers and central team; Responsibility for ensuring compliance with employment law, STPCD and any other contractual or statutory requirements; Co- ordinate Trust-wide process moderation	Specific responsibility for school senior leadership team, teaching staff and support staff; Ensure consistent application of Trust pay and appraisal process	
6.03	SETTING REMUNERATION		Responsible for source of pay			Approve policy; Maintain oversight; Approve cost of living pay rises and all other national policy pay rises or rises to give effect to contractual and statutory requirements		Develop and recommend pay policy to FR		
6.04	WORKFORCE PLANNING		Ensure that the Trust exercises a duty of care to its employees			Approve policy and strategy; Approve Central Executive Team structure within agreed budgets; Maintain oversight; Scrutinise impact		Determine central executive team structure and recommend to FR; Develop and recommend policy and strategy to FR	Specific responsibility for school staffing structure within agreed budget	
6.05	TRADE UNION RELATIONS		Ensure that the Trust acts in accordance with employment law and exercises a duty of care to its employees			Approve agreements; Maintain oversight; Scrutinise impact		Determine operational requirements and inform FR	Implement actions within the school	

				TRUST BOARD COMMITTEES				EXECUTIVE	FUNCTIONS
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers
6.06	STAFF TRAINING AND DEVELOPMENT					Maintain oversight; Scrutinise impact		Determine strategy; Approve Headteacher CPD training plans	Approve teacher CPD training plans
6.07	STAFF REDUNDANCY		Approval of redundancy process where Section 188 required, i.e. 20 staff or more			Approve policy; Maintain oversight; Support panel processes in accordance with relevant policy and procedure	Support panel processes (where required) in accordance with relevant policy and procedure	Develop and recommend policy to FR; Facilitate relevant processes	Implement actions and processes within school
6.08	STAFFING PROCESSES AND PROCEDURES – PROBATION, CAPABILITY, ABSENCE, DISCIPLINE, GRIEVANCE		Specific responsibility for the CEO in line with relevant policy and procedure; Support panel processes in accordance with relevant policy and procedure; Ensure that the Trust acts in accordance with employment law and exercises a duty of care to its employees			Approve policies; Maintain oversight; Support panel processes in accordance with relevant policy and procedure	Support panel processes (where required) in accordance with relevant policy and procedure	Specific responsibility for Headteachers and central team; Develop and recommend policy to FR	Specific responsibility for school senior leadership team, teaching staff and support staff in accordance with relevant policy and procedure
6.09	PAYROLL PROCESSING AND PENSIONS		Ensure the Trust acts in accordance with employment law			Maintain oversight		Appoint payroll services provider	Implement actions within school in accordance with Trust directives
6.10	WORKFORCE RELATED STATUTORY RETURNS		Ensure the Trust acts in accordance with employment law and statutory requirements			Maintain oversight		Implement actions for the Trust; Report returns to FR	

					TRUST BOARD	COMMITTEES		EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers	
6.11	EMPLOYMENT TRIBUNAL CLAIMS		Ensure that the Trust acts in accordance with employment law and exercises a duty of care to its employees			Maintain oversight		Formulate response in conjunction with legal advisors and relevant colleagues		
6.12	SETTLEMENT AGREEMENTS		Specific responsibility for CEO					Approve all settlement agreements (except for CEO) in consultation with CFO & Director of HR		
6.13	HEALTH AND WELLBEING OF THE WORKFORCE		Ensure the Trust pays due consideration to health and wellbeing of the workforce			Maintain oversight	Monitor at school level	Develop and lead health and wellbeing strategies across the Trust	Implement any actions to improve health and wellbeing of the school workforce in accordance with Trust directives	
				7. EDUCATION	AND STANDARDS					
7.01	EDUCATIONAL PERFORMANCE, ACADEMIC STANDARDS AND STUDENT ATTENDANCE		Accountable for educational standards across the Trust		Hold the executive accountable for educational performance across the Trust		Scrutinise school performance; Triangulate and provide evidence to ESS	Hold Headteachers accountable for educational standards in school; Maintain oversight	Responsible for educational performance in school	
7.02	SCHOOL IMPROVEMENT				Approve School Improvement strategy; Hold the executive to account for School Improvement Plans		Support and challenge Headteachers to deliver School Improvement Plan; Triangulate and provide evidence to ESS	Develop and recommend School Improvement strategy to ESS; Approve School Improvement Plans; Implement strategy; Hold Headteachers accountable for impact of strategy; Maintain oversight	Develop School Improvement Plan in line with Trust's strategic objectives	

				TRUST BOARD COMMITTEES				EXECUTIVE FUNCTIONS		
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers	
7.03	OFSTED		Accountable for educational standards across the Trust; Represent the Trust during inspections				Represent the Trust during inspections (where required)	Lead on Ofsted preparation across the Trust and support in all Ofsted inspections	Responsible for Ofsted preparation within the school	
7.04	SPECIAL EDUCATIONAL NEEDS AND DISABILITIES (SEND)		Ensure the Trust meets statutory requirements		Oversight and scrutiny of the Trust's SEND arrangements		Triangulate and provide evidence to ESS; Support and challenge Headteacher to deliver school SEND policy	Maintain oversight; Provide assurance to ESS that schools are meeting statutory requirements	Responsible for SEND within the school and ensuring that policy is fully implemented	
7.05	CAREERS PROVISION				Ensure Trust meets statutory requirements		Triangulate and provide evidence to ESS	Approve policy and Strategy; Provide assurance To ESS that schools are meeting statutory requirements	Responsible for Careers provision within the school and ensuring policy is fully implemented	
7.06	QUALITY OF TEACHING				Hold the executive to account for the quality of teaching in the Trust		Support and challenge Headteacher to deliver high quality teaching within the school	Hold Headteachers to account for quality of teaching in schools; Monitor and report to ESS	Responsible for quality of teaching in school	
7.07	PUPIL PREMIUM; CATCH-UP PREMIUM; SPORTS PREMIUM				Ensure Trust meets statutory requirements; Oversee strategies and monitor effectiveness		Triangulate and provide evidence to ESS	Approve school plans; Hold Headteachers to account for impact of strategy	Responsible for strategy and implementation in school	
7.08	CURRICULUM				Approve policy & strategy. Hold the executive to account on implementation of Trust policy & strategy		Scrutiny of the local application and impact of the curriculum strategy and policy	Develop and recommend strategy; Hold Headteachers to account for impact of strategy; Monitor and report to ESS	Responsible for curriculum within the school and ensuring policy is fully implemented	

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		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Education, Standards & Safeguarding (ESS)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	School Head Teachers	
				8. SAFE	GUARDING					
8.01	SAFEGUARDING		Approve policy and strategy; Ensure Trust meets statutory requirements		Oversight and scrutiny of Trust safeguarding arrangements		Oversight and scrutiny of school safeguarding arrangements; Triangulate and provide evidence to ESS that school is meeting statutory requirements	Define and implement safeguarding strategy for Trust; Provide assurance to ESS that Trust schools are meeting statutory requirements	Responsible for safeguarding within the school and ensuring Trust policies and arrangements are fully implemented; Ultimate responsibility for the safeguarding of students in school	
8.02	SINGLE CENTRAL RECORD		Ensure Trust meets statutory requirements		Oversight and scrutiny of Trust SCR		Oversight and scrutiny of school SCR; Triangulate and provide evidence to ESS that school is meeting statutory requirements	Maintain SCR for central team, Members and Trust Board to statutory and Trust requirements; Responsible for ensuring all school based SCR's are accurate and up to date	Maintain SCR for school to statutory and Trust requirements	

FINANCIAL SCHEME OF DELEGATION

				TRUST BOARD COMMITTEES			EXECUTIVE FUNCTIONS			
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	Chief Finance Officer	School Head Teachers	
F.01	FINANCIAL MANAGEMENT POLICY AND PROCEDURES		Approve		Review and recommend to Trust Board for approval			Develop and recommend to FR	Adhere to	
F.02	TRUST THREE YEAR BUDGET PLAN		Approve		Review and recommend to Trust Board for approval	Monitor by receipt of termly report	Recommend to FR	Develop and recommend to CEO		
F.03	SCHOOL THREE YEAR BUDGET PLANS		Approve		Review and recommend to Trust Board for approval	Monitor by receipt of termly report	Recommend to FR; Moderation; Challenge Headteachers to balance budget	Develop and recommend to CEO	Ensure school operates within budget and achieves a balanced budget	
F.04	BUDGET FORECAST RETURN THREE YEAR		Approve				ÿ	Develop and recommend to Board	Ğ	
F.05	MANGEMENT ACCOUNTS (TRUST AND SCHOOL)		Monitor by receipt of monthly management accounts at meeting		Monitor by receipt of monthly management accounts			Develop and issue monthly		
F.06	ANNUAL REPORT AND FINANCIAL STATEMENTS	Receive	Approve	Review and recommend to Trust Board for approval	Receive		Present annual report for recommendation to Trust Board	Prepare annual report for CEO and Trust Board chair		
F.07	OPENING AND CLOSING BANK ACCOUNTS		Approve					Recommend		
F.08	AMENDMENTS OF BANK MANDATES AND/OR AUTHORISED SIGNATORIES ON EXISTING TRUST BANK ACCOUNTS						Approve as trustee signatory	Recommend in accordance with signatories		
F.09	AMENDMENTS OF BANK MANDATES AND/OR AUTHORISED SIGNATORIES ON EXISTING SCHOOL BANK ACCOUNTS						Approve as trustee signatory	Recommend in accordance with signatories		

				TRUST BOARD COMMITTEES			EXECUTIVE FUNCTIONS			
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	Chief Finance Officer	School Head Teachers	
F.10	BORROWING (INCLUDING FINANCE LEASES AND OVERDRAFT FACILITIES) FROM ANY SOURCE		Approve (with appropriate ESFA approval if required)		Review proposal and recommend to Trust Board for approval		Recommend to Trust Board	Recommend to CEO		
F.11	TOPSLICE OF GENERAL ANNUAL GRANT AND CENTRAL RECHARGES POLICY		Approve top slice; Approve policy		Scrutinise and monitor top slice calculation methodology; Review and recommend policy to Trust Board for approval		Recommend to Trust Board	Develop policy; Recommend top slice to CEO		
F.12	INVESTMENT OF SURPLUS FUNDS		Approve Investment and Reserves policy		Review and recommend to Trust Board for approval		Recommend to Trust Board	Develop policy for approval		
F.13	PROPOSALS FOR THE ACQUISITION/DISPOSAL OF LAND/BUILDINGS		Approve (with appropriate ESFA approval if required)				Recommend to Trust Board			
F.14	PROPOSALS FOR THE ACQUISITION/DISPOSAL OF FREEHOLD ON LAND OR BUILDINGS		Approve (with appropriate ESFA approval if required)				Recommend to Trust Board			
F.15	SALE, DISPOSAL OR WRITE OFF OF OTHER FIXED ASSETS		Approve >£100k (with appropriate ESFA approval if required)				Approve <£100k	Recommend to CEO	Approve <£5k	
F.16	APPROVAL OF THE SCA SCHEME BUDGET ALLOCATIONS		Approve		Review and recommend to Trust Board for approval		Recommend budget allocations	Develop policy for Board approval and maintain capital asset management programme		
F.17	APPROVAL OF SCA CONTRACTS		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in authorisation thresholds	Recommend to CEO	Approve in line with limits specified in the authorisation thresholds	
F.18	ASSET MANAGEMENT		Approve strategy and policy		Oversight and scrutiny of asset management plan		Recommend to Trust Board	Development of strategy and policy; Populate asset management plan		

				TRUST BOARD COMMITTEES School		EXECUTIVE FUNCTIONS			
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	Chief Finance Officer	School Head Teachers
F.19	WRITE OFF OUTSTANDING DEBTS		Approve >£5k per single transaction (with appropriate ESFA approval if required)				Approve <£5k	Recommend to CEO	
F.20	TAKING UP A LEASEHOLD OR TENANCY AGREEMENT ON LAND OR BUILDINGS FROM ANOTHER PARTY		Approve (with appropriate ESFA approval if required)				Recommend to Trust Board	Undertake due diligence for CEO	
F.21	CHARITABLE DONATIONS / CONTRIBUTIONS TO SOCIAL INNVOATION PROJECTS / GIFTS / SPONSORSHIP / DONATIONS		Approve >£1k				Approve <£1k		
F.22	SETTLEMENT OF LITIGATION CLAIMS/THREATENED OR PENDING LEGAL PROCEEDINGS		Approve				Recommend to Trust Board		
F.23	TRUST RESERVES		Approve expenditure in line with limits specified in the authorisation thresholds		Approve expenditure in line with limits specified in the authorisation thresholds		Approve expenditure in line with limits specified in the authorisation thresholds	Develop plan for CEO approval	Approve expenditure in line with limits specified in the authorisation thresholds
F.24	SCHOOL RESERVES		Approve expenditure in line with limits specified in the authorisation thresholds		Approve expenditure in line with limits specified in the authorisation thresholds		Approve expenditure in line with limits specified in the authorisation thresholds	Develop plans for CEO approval	Approve expenditure in line with limits specified in the authorisation thresholds
F.25	APPROVAL OF USE OF RESERVES CONTRACTS		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds	Recommend to CEO	Approve in line with limits specified in the authorisation thresholds
F.26	SUBMISISON OF GRANT APPLICATIONS						Approve submission	Complete on behalf of CEO	

				TRUST BOARD COMMITTEES			EXECUTIVE FUNCTIONS			
		Invictus Members	Trust Board	Audit, Risk & Compliance (ARC)	Finance & Resources (FR)	School Governing Board (SGB)	Chief Executive Officer	Chief Finance Officer	School Head Teachers	
F.27	LEGAL TERMS AND CONDITIONS FOR COMMERCIAL INCOME GENERATION ARRANGEMENTS		Approve policy				Develop and recommend policy			
F.28	EXPENDITURE WITHIN BUDGET PROFILE		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds	
F.29	SERVICE CONTRACTS/TRADED SERVICES		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds		Approve in line with limits specified in the authorisation thresholds	
F.30	ALL OPERATIONAL LEASES							Approve		
F.31	BUDGET VIREMENTS		Approve >£100k				Approve <£100k	Recommend to CEO		
F.32	OUT OF BUDGET EXPENDITURE		Approve >£100k				Approve <£100k	Recommend to CEO		
F.33	TRUST INTERNAL CASH FLOW LOANS						Approve	Recommend to CEO		

FINANCIAL SCHEME OF DELEGATION AUTHORISATION THRESHOLDS FOR PURCHASE ORDERS

SCHOOL

Delegated Duty	Min Value	Max Value	Evidence Required	Budget Holder	Facilities & Operations Managers	Head teacher	CEO	Trust Board / Finance & Resources Committee*
		£2,499	Consideration to alternative providers with quotes	А				
Ordering of	£2,500	£10,000	3 written quotes to be discussed with Headteacher	R		А		
Goods within budget profile	£10,001	£30,000	3 formal quotations in writing by specified date by time based on a written specification	R		А		
	£30,001	Over	Formal Tender Process to be followed based on a written specification	R		А		
		£2,499	Consideration to alternative providers with quotes	А				
	£2,500	£10,000	3 written quotes	R		Α		
Service Contracts/Traded	£10,001	£30,000	3 formal quotations in writing by specified date by time based on a written specification	R		А		
Services	£30,001	£100,000	Formal Tender Process to be followed based on a written specification	R		А		
	£100,001	Over	Formal Tender Process to be followed based on a written specification	Р		R		А
	£5,000	£10,000	3 written quotes			А		
	£10,001	£30,000	3 formal quotations Programme of reserve projects in writing by specified date by time based on a written specification.			А		
Approval of contracts for the use of School Reserves	£30,001	£250,000	Formal Tender Process to be followed based on a written specification. Programme of reserve projects to be agreed by CEO			А	To approve scheme in principle	
	250,001	Over	Formal Tender Process to be followed based on a written specification. Programme of reserve projects to be agreed by CEO			R	To approve scheme in principle	А

^{*} Approvals made by Finance and Resources Committee will be presented to Trust Board who retain oversight

INVICTUS HEADQUARTERS

Delegated Duty	Min Value	Max Value	Evidence Required	Budget Holder	Head of Estates & Facilities	Line Manager	CEO	Trust Board , Finance & Resources Committee*
		£2,499	Consideration to alternative providers with quotes	А				
Ordering of	£2,500	£10,000	3 written quotes	R		А		
Goods within budget profile	£10,001	£30,000	3 formal quotations in writing by specified date by time based on a written specification	R		А		
	£30,001	Over	Formal Tender Process to be followed based on a written specification.	Р		R	А	
		£2,499	Consideration to alternative providers with quotes	А				
Service Contracts/Traded Services *	£2,500	£10,000	3 written quotes	R		А		
	£10,001	£30,000	3 formal quotations in writing by specified date by time based on a written specification	R		А		
	£30,001	£100,000	Formal Tender Process to be followed based on a written specification	R			А	
	£100,001	Over	Formal Tender Process to be followed based on a written specification	Р			R	А
			3 written quotes. Programme of					
	£5,000	£10,000	reserve projects to be agreed by CEO				Α	
	£10,001	£30,000	3 written quotes based on a written specification. Programme of reserve projects to be agreed by CEO				А	
Approval for the use of HQ Reserves	£30,001	£250,000	Formal Tender Process to be followed based on a written specification. Programme of reserve projects to be agreed by CEO				А	
	£250,001	Over	Formal Tender Process to be followed based on a written specification. Programme of reserve projects to be agreed by CEO				R	А
			Consideration to alternative					
		£2,499	providers with quotes		А			
Capital Grants approval of	£2,500	£10,000	written quotes formal quotations in writing by specified date and by time based		A			
	£10,001	£30,000	on a written specification Formal Tender Process to be		7			
approval of		i	ronnal render Process to be					
•	£30,001	£250,000	followed based on a written specification Formal Tender Process to be		R		A	

Notes:

The HQ Central schedule of Service Contracts is held as an appendix in the Financial Policies & Procedures Manual which is approved by Board annually

A = approval of contract (assuming budget approved by Board)

R = recommend approval of contract (assuming budget approved by Board)

P= Proposed approval of contract (assuming budget approved by Board)

^{*} Approvals made by Finance and Resources Committee will be presented to Trust Board who retain oversight

COMMITTEE TERMS OF REFERENCE

AUDIT, RISK & COMPLIANCE COMMITTEE

KEY RESPONSIBILITIES

External audit

- To review the external auditors plan each year.
- To oversee the Trust's relationship with the external auditor including terms of engagement, agreement of fees, annual assessment of independence and objectivity of the auditor and any ethical guidance relating to non-audit work undertaken and rotation of audit partners.
- To review the auditor's findings and actions taken by the executive in response to those findings.
- To consider and address issues raised in any management letter issued by the external auditors following an audit.
- To consider the review of the audited annual report and financial statements provided by the Trust's external auditors and to make recommendations in relation to their acceptance to the Trust Board.
- To assess the effectiveness and the resources of the external auditor.
- To produce an annual report of the committee's conclusions to advise the Trust Board and members, including recommendations on the reappointment or dismissal or retendering of the external auditor, and their remuneration.

Internal scrutiny

- To oversee and approve the Trust's programme of internal scrutiny and to ensure that risks identified are being addressed appropriately through internal scrutiny.
- To review annually internal audit requirements to determine required scope (informed by an analysis of the Trust's risk register) and most effective means of delivery.
- To ensure that the internal audit function is adequately resourced.
- To ensure that the Trust's internal audit service has appropriate access to information, adequate seniority, is free from management and other restrictions and is independent of activities under audit.
- To consider reports at each meeting from those carrying out the programme of work.
- To review and monitor management's responsiveness to internal audit findings and follow-up on recommendations.
- To monitor the effectiveness of the internal auditors and advise the Trust Board on the appointment, reappointment, dismissal and remuneration of the internal auditors, or any extension to their term of office, if permitted by the terms of any contract of engagement.
- To review, and report to the Trust Board on the adequacy of the Trust's internal control framework, including financial and non-financial controls and management of risks.

Risk management and Internal Control

- To develop and recommend to the Trust Board the Trust's risk management strategy.
- To maintain oversight of the risk register and scrutiny of high-level risks across the Trust and provide assurance to the Trust Board that risks are being adequately identified and managed.
- To maintain oversight and scrutiny of the Trust's business continuity plans.
- To develop and recommend to the Trust Board the Trust's Anti-Bribery, Gifts and Hospitality Policy, maintain oversight of the gifts and hospitality register and ensure that the register is reviewed annually by the Trust Board.

Compliance

- To ensure compliance with statutory returns to the ESFA and DfE.
- To maintain oversight and scrutiny of compliance with statutory health and safety and estates management requirements across the Trust.

- To maintain oversight of compliance with legislation and statutory requirements and to monitor the implementation of any changes.
- To maintain oversight and scrutiny of compliance with requirements in respect of the publication of information and transparency of governance arrangements, providing assurance to the Trust Board that the Trust is meeting its statutory requirements.
- To maintain oversight and scrutiny of GDPR processes and procedures across the Trust.

Policy Review

• To review all policies relevant to the remit of the committee and to approve or recommend approval to the Trust Board in accordance with the policy schedule.

Oversight

- The committee's oversight must extend to the financial and non-financial controls and risks at constituent academies.
- The committee's oversight must extend to scrutiny of projected pupil numbers.
- The committee must ensure that statutory returns relevant to the remit of the committee are accurate and make recommendations to the Trust Board in respect of approval.

MEMBERSHIP

The committee shall be appointed by the Trust Board and shall consist of:

- The chair of the committee as appointed by the Trust Board.
- At least two additional committee members who must be trustees, being persons selected on account of their particular knowledge and expertise.
- The chair of the Trust Board and the CEO must not be members of the committee.

QUORUM

The quorum for meetings shall be three members of the committee.

ATTENDANCE AT MEETINGS

The following members of the central executive team shall normally be required to attend all meetings of the committee:

- The Trust CEO (in the capacity of Accounting Officer)
- The CFO or member of the Central Finance Team
- The Head of Governance and Compliance
- The Head of Estates and Facilities

The following individuals may also attend meetings at the invitation of the committee:

- The chair of the Trust Board or any other trustees who are not members of the committee
- Individual members of the executive leadership team
- The external auditors
- Those responsible for carrying out any internal audit function
- Other persons as appropriate

FINANCE & RESOURCES COMMITTEE

KEY RESPONSIBILITIES

Financial Management

- Support the Trust Board in strategic oversight of the financial sustainability of the Trust and that its medium-term financial plans and annual budgets support the delivery of the Trust's strategic priorities.
- Make regular reports to the Trust Board on the committee's assessment of the Trust's financial health based on monthly board reports.
- Propose budget plans to the Trust Board for approval.
- Review monthly management accounts, ensuring that appropriate action is being taken to maintain financial viability including addressing variances between the budget and actual income and expenditure.
- Approve expenditure on contracts for goods and services in line with the Financial Scheme of Delegation agreed by the Trust Board.

Human Resources

- Maintain oversight of workforce planning and staff recruitment across the Trust.
- Maintain oversight of appraisal, remuneration and pay progression across the Trust.
- Approve Trade Union agreements, maintain oversight and scrutinise impact.
- Maintain oversight of staff training, development and wellbeing across the Trust.

Facilities & Estates

- Monitor capital building works as allocated under annual School Condition Allocation (SCA).
- Monitor longer term capital expenditure planning through reports provided on estates and IT, including periodic assessments of the adequacy of the Trust's land and buildings.
- Propose to the Trust Board any capital building works not covered under annual SCA.
- Review annual SCA budget allocations and recommend to the Trust Board for approval.
- Maintain oversight and scrutiny of health and safety plans and estates management for all schools.
- Maintain oversight and scrutiny of the Trust's IT strategy.

Risk Management

• The committee should regularly monitor risks relevant to its remit and seek assurance from the Audit, Risk and Compliance committee that actions are being taken to mitigate and control these risks. The committee should also determine where it is appropriate to escalate risks to the Trust Board.

Policy Review

• To review all policies relevant to the remit of the committee and to approve or recommend approval to the Trust Board in accordance with the policy schedule.

Oversight

- The committee's oversight must extend to scrutiny of projected pupil numbers.
- The committee must ensure that statutory returns relevant to the remit of the committee are accurate and make recommendations to the Trust Board in respect of approval.

MEMBERSHIP

The committee shall be appointed by the Trust Board and shall consist of:

- The chair of the committee as appointed by the Trust Board.
- At least two additional committee members who must be trustees, being persons selected on account of their particular knowledge and expertise.

OUORUM

The quorum for meetings shall be three members of the committee.

ATTENDANCE AT MEETINGS

The following members of the central executive team shall normally be required to attend all meetings of the committee:

- The Trust CEO (where they are not a member of the committee)
- The CFO or member of the Central Finance Team
- The Director of HR
- The Head of Governance and Compliance
- The Head of Estates and Facilities

The following individuals may also attend meetings at the invitation of the committee:

- The chair of the Trust Board and other trustees who are not members of the committee
- Other persons as appropriate

EDUCATION, STANDARDS & SAFEGUARDING COMMITTEE

KEY RESPONSIBILITIES

Education & Standards

- Advising the Trust Board on educational performance and academic standards by:
 - receiving reports and monitoring evidence of progress and achievement in individual schools, sixth form and alternative provision, including the achievement of different groups of pupils/students;
 - providing the Trust Board with an evaluation, against national benchmarks, of the educational outcomes and achievements of all individuals and groups of pupils/students within each school;
 - considering the outcomes of Ofsted inspection reports in order to inform priorities for development, identify training needs and deploy resources where improvement is needed most;
 - Monitoring attendance across the Trust, and;
 - Monitoring the quality of teaching across the Trust.
- Approval of the Trust's school improvement strategy and monitoring the implementation of school improvement plans.
- Oversight of the Trust's SEND provision.
- Oversight of the Trust's careers provision.
- Ensuring the Trust meets its statutory responsibilities in respect of premium funding and monitor the implementation of strategy and policy.

Safeguarding

- Creating a Trust-wide culture where safeguarding and the welfare of children is treated as paramount.
- Ensuring the Trust's safeguarding arrangements comply with statutory requirements.
- Reviewing and recommending safeguarding policy updates for approval by the Trust Board.
- Nominating a member of the committee to function as the Trust's safeguarding lead.
- Keeping the Trust Board regularly informed of safeguarding matters and concerns within the Trust.
- When appropriate, escalating safeguarding concerns to the Trust Board.
- Ensuring safeguarding training is delivered effectively across the Trust.

Risk Management

• The committee should regularly monitor risks relevant to its remit and seek assurance from the Audit, Risk and Compliance committee that actions are being taken to mitigate and control these risks. The committee should also determine where it is appropriate to escalate risks to the Trust Board.

Policy Review

• To review all policies relevant to the remit of the committee and to approve or recommend approval to the Trust Board in accordance with the policy schedule.

Oversight

- The committee are responsible for the approval of term dates and the school day.
- The committee are responsible for the oversight of admissions and recommending arrangements for approval to the Trust Board.
- The committee must ensure that statutory returns relevant to the remit of the committee are accurate and make recommendations to the Trust Board in respect of approval.

MEMBERSHIP

The committee shall be appointed by the Trust Board and shall consist of:

- The chair of the committee as appointed by the Trust Board
- At least two additional committee members who must be trustees, being persons selected on account of their particular knowledge and expertise

QUORUM

The quorum for meetings shall be three members of the committee.

ATTENDANCE AT MEETINGS

The following members of the central executive team shall normally be required to attend all meetings of the committee:

- The Trust CEO (where they are not a member of the committee)
- The DCEO as lead on School Improvement
- Head of Safeguarding
- Head of Governance and Compliance

The following individuals may also attend meetings at the invitation of the committee:

- The chair of the Trust Board and other trustees who are not members of the committee
- Other persons as appropriate

SCHOOL GOVERNING BOARD

KEY RESPONSIBILITIES

Education & Standards

- Monitor educational performance and academic standards by:
 - receiving reports and monitoring evidence of progress and achievement, including the achievement of different groups of pupils/students;
 - Monitoring progress towards actions arising from Ofsted inspection reports;
 - Monitoring school attendance, and;
 - Monitoring the quality of teaching.
- Monitor progress and impact of the school improvement plan.
- Monitor the implementation and effectiveness of SEND provision.
- Monitor the implementation and effectiveness of careers provision (where applicable).
- Scrutinise application and impact of the school curriculum.

Safeguarding

- Maintain oversight of the school safeguarding arrangements, ensuring implementation of the Safeguarding and Child Protection Policy.
- Oversee and scrutinise the school Single Central Record and provide assurance to the Trust Board that the school is meeting statutory responsibilities.

Finance

• Monitor school budget, expenditure and income.

Risk Oversight

- Monitor high-level risks in schools and seek assurance from the Headteacher that actions are being taken to mitigate and control these risks. The SGB should also determine where it is appropriate to escalate risks to the Trust Board.
- Monitor pupil/student numbers and recruitment.

Staffing

- Provide support to the Trust Board, where required, with recruitment processes and staffing processes.
- Provide support to the CEO to conduct performance management of the Headteacher.
- Receive and approve recommendations for pay progression of school senior leadership team and teaching staff.
- Monitor the health and wellbeing of the school workforce.

Compliance

- Monitor estates management, provide evidence of compliance to the Trust Board and escalate any concerns.
- Ensure that published governance information is accurate.

School Governing Board Membership

- Ensure that terms of office are pro-actively monitored.
- Monitor election processes for parent and staff governors.
- Where vacancies arise, undertake recruitment activities to identify persons on account of their particular knowledge and expertise for recommendation to the Trust Board for appointment as appointed governors.
- Monitor and develop the effectiveness of the School Governing Board, undertaking regular skills audits and engaging in regular training.

Vision, Values and Community Engagement

- Support the development and implementation of the school vision, values and culture aligned to the Trust vision.
- Ensure that the school engages pro-actively with the local community and monitor the perception of the school.

Policy Implementation

• Monitor the implementation and effectiveness of Trust-wide and local policies.

MEMBERSHIP

Each School Governing Board shall consist of:

- The Headteacher of the school by virtue of their position
- Two staff governors (I x teaching I x support) elected by staff
- Two parent governors elected by parents
- Up to five trust appointed governors appointed by the Trust Board

QUORUM

The quorum for meetings shall be three governors, of which at least two must not be staff members.

ATTENDANCE AT MEETINGS

The following individuals may attend meetings of the School Governing Board:

- The chair of the Trust Board and other trustees
- Other persons as appropriate

CONSTITUTIONAL ARRANGEMENTS

Members

The first members of Invictus Education Trust were the original subscribers to the Memorandum of Association drawn up when the Trust first formed. Subsequent members are appointed by the existing members passing a special resolution. Members are not subject to a term of office and so will serve until they cease to be so in accordance with the articles of association (Article 15).

The Trust is required to have at least three members but recognises the benefit – and acknowledge the DfE's strong preference - of having at least five, as having more members provides for a more diverse range of perspectives and ensures decisions can be taken via special resolution without requiring unanimity.

Trust Board

In accordance with the articles of association, the constitution of the Trust Board is:

- Up to nine trustees appointed by members (which can include the CEO should members choose to appoint)
- Up to two co-opted trustees appointed by trustees

All trustees are appointed for a four-year term of office with the exception of the CEO who is appointed by the members on an ex-officio basis. There is no provision for the automatic reappointment of trustees. All re-appointment applications will be considered by the appointing body.

School Governing Boards

The constitution of each School Governing Board is:

- Two parent governors elected by parents
- Two staff governors (I x teaching and I x support) elected by staff
- The school Headteacher
- Up to five appointed governors appointed by the Trust Board on the recommendation of the SGB

All governors will be appointed or elected for a three-year term of office with the exception of the Headteacher who is appointed automatically on an ex-officio basis. There is no provision for the automatic re-appointment of governors. All re-appointment applications will be considered by the appointing body.

ELECTION OF PARENT GOVERNORS TO THE SCHOOL GOVERNING BOARD

Introduction

In accordance with our articles of association and the agreed constitution, each SGB shall include two parent governors. The SGB is responsible for making the arrangements for elections and must take reasonably practicable steps to ensure that every parent/carer of a registered pupil/student at the school is:

- Informed of the vacancy and the fact that it is required to be filled by election
- Informed that they are entitled to stand as a candidate and vote in the election
- Given the opportunity to do so

Eligibility

Any parent of pupil/student registered at the school at the time they are elected or appointed* is eligible to be a parent governor, as long as they satisfy the standard criteria to be a school governor.

*Eligibility is at the point of election or appointment only, i.e. if a parent was elected or appointed when their child was in the last year of school, they would be entitled to continue to serve the remainder of their term of office after their child leaves the school.

Election

In the first instance, parent governors should be sought by election. In the case of election, there is no requirement for the SGB to approve the appointment and cannot refuse a successfully elected parent unless they are found to be subject to the disqualification criteria as detailed in the articles of association.

Appointment

If the number of parents standing for election is less than the number of vacancies then the Trust Board may appoint parent governors to any remaining vacancies. In appointing a parent governor, the following criteria must be applied in the order specified:

- I. A parent of a register pupils/students at the school
- 2. A person who is the parent of a child of compulsory school age

Appointment must be approved by the Trust Board by means of a simple majority vote at a quorate meeting.

A parent governor can only be appointed where an election has been conducted within a reasonable timeframe and did not secure governors by election.

Term of office

The term of office for a parent governor – whether elected or appointed – is three years. It is not possible to re-appoint a parent governor for a further term. As the end of the term of office approaches, an election must be opened. The current office holder may stand for re-election provided they continue to meet the eligibility criteria.

Term of office will commence on one of the following dates:

- In the case of an unopposed election, the closing date for nominations
- In the case of an election won by ballot, the closing date of the ballot
- In the case of an appointment, the date on which a vote was held at a quorate meeting of the Trust Board.

Election process for parent governors

- I. When a vacancy arises because a serving governor is stepping down or an existing parent governor term of office is coming to an end, the clerk to the SGB will inform the SGB chair and the Head of Governance and Compliance. A timetable for an election will then be agreed that minimises delay and avoids school holidays.
- The school will issue a letter to all parents/carers notifying them that of the vacancy on the SGB. The invitation letter and nomination form should be made available on the school website. Based on the skills audit, the SGB should specify a particular preferred skillset for an SGB vacancy.
- 3. The nomination form will indicate the closing date for nominations, which will be no less than 10 school days from the date of issue. Candidates will be invited to submit a statement in support of their nomination, which should be no longer than 250 words. Parents/carers may self-nominate but if a parent/carer wishes to nominate another parent/carer, they should seek their approval before submitting the nomination.
- 4. Where the number of candidates nominated is equal to or fewer than the number of vacancies, then all those nominated will be elected unopposed. If too few parents/carers stand for election to fill all the vacancies, the Trust Board will appoint parent governors to the vacancy in accordance with the articles of association.
- 5. If there are more nominations than vacancies, a ballot will be conducted. Letters, ballot papers and return envelopes will be sent to all parents/carers. The letters will set out that all parents/carers of registered pupils/students at the school are entitled to vote. Depending on the number of vacancies, parent/carers may be asked to vote for more than one candidate. Each parent/carer can submit one ballot form, regardless of the number of children they have attending the school.
- 6. The closing date and time for receipt of ballot papers will be no less than 10 school days from the date of issue. The candidates' personal statements will be enclosed. A ballot box will be provided in the school and parents/carers will also be given the option to vote by post. No arrangements will be made for proxy voting. Returned envelopes must be locked away, unopened, until the closing date.
- 7. At the closing date for return of ballot papers, the returning officer will count the votes in front of at least two witnesses, one of whom is the Headteacher and, if possible, the other being a serving member of the SGB with no affiliation to any of the proposed candidates. The returning officer is responsible for determining whether a "spoiled" ballot should be included. The outcome of the vote will be decided by the simple majority vote system.
- 8. In the event of a tie, there should be a recount. If this does not produce a clear result, the returning officer should, in the presence of the witnesses, draw lots.
- 9. The returning officer will inform all the candidates individually about the result of the ballot and confirm the outcome with the Head of Governance and Compliance. Other parents/carers will be notified of the result via the school newsletter and/or website. The ballot papers will be retained securely for six months in case the election result is challenged.

ELECTION OF STAFF GOVERNORS TO THE SCHOOL GOVERNING BOARD

Introduction

In accordance with the agreed constitution, each SGB shall include two staff governors — one member of teaching staff and one member of support staff. The SGB is responsible for making the arrangements for elections and must take reasonably practicable steps to ensure that every member of staff at the school is:

- Informed of the vacancy and the fact that it is required to be filled by election
- Informed that they are entitled to stand as a candidate and vote in the election
- Given the opportunity to do so

Eligibility

Any member of staff who works at the school at the time of the election can nominate themselves to be either a support or teaching staff governor, as appropriate, as long as they satisfy the standard criteria to be a school governor. Their role will end either at the end of their term of office, or if they leave the school.

Election

Staff governors are to be sought by election only. In the case of election, there is no requirement for the SGB to approve the appointment and cannot refuse a successfully elected staff member unless they are found to be subject to the disqualification criteria as detailed in the articles of association.

Term of office

The term of office for a staff governor is three years. It is not possible to re-appoint a staff governor for a further term. As the end of the term of office approaches, an election must be opened. The current office holder may stand for re-election provided they continue to meet the eligibility criteria.

Term of office will commence on one of the following dates:

- In the case of an unopposed election, the closing date for nominations
- In the case of an election won by ballot, the closing date of the ballot

Election process for staff governors

- When a vacancy arises because a serving governor is stepping down or an existing staff governor term of office is coming to an end, the clerk to the SGB will inform the SGB chair and the Head of Governance and Compliance. A timetable for an election will then be agreed that minimises delay and avoids school holidays.
- 2. The school will inform all staff of the vacancy on the SGB. Details of the election process and nomination form should be made readily available and accessible to all staff.
- 3. The nomination form will indicate the closing date for nominations, which will be no less than 10 school days from the date of issue. Candidates will be invited to submit a statement in support of their nomination, which should be no longer than 250 words. Staff may self-nominate but if a staff member wishes to nominate another staff member, they should seek their approval before submitting the nomination.
- 4. If one nomination for the relevant category (teaching or support) is received, that staff member will be elected unopposed.
- 5. If more than one nomination for the relevant category (teaching or support) is received, a ballot will be conducted. Information, ballot papers and return envelopes will be sent to all staff.
- 6. The closing date and time for receipt of ballot papers will be no less than 10 school days from the date of issue. The candidates' personal statements will be enclosed. A ballot box will be provided in the school and staff will also be given the option to vote by post. No arrangements will be made for proxy voting. Returned envelopes must be locked away, unopened, until the closing date.
- 7. At the closing date for return of ballot papers, the returning officer will count the votes in front of at least two witnesses, one of whom is the Headteacher and, if possible, the other being a serving member of the SGB with no affiliation to any of the proposed candidates. The returning officer is responsible for determining whether a "spoiled" ballot should be included. The outcome of the vote will be decided by the simple majority vote system.
- 8. In the event of a tie, there should be a recount. If this does not produce a clear result, the returning officer should, in the presence of the witnesses, draw lots.
- 9. The returning officer will inform all the candidates individually about the result of the ballot and confirm the outcome with the Head of Governance and Compliance. Other staff will be notified of the result. The ballot papers will be retained securely for six months in case the election result is challenged.

APPOINTMENT OF TRUST APPOINTED GOVERNORS TO THE SCHOOL GOVERNING BOARD

Introduction

In accordance with the agreed constitution, the Trust Board can appoint up to five appointed governors to each SGB. The SGB is responsible for making the arrangements for recruitment and must take reasonably practicable steps to ensure that:

- Vacancies are advertised using a range of communication channels so that everyone with the
 potential to fulfil the role has an equal opportunity to find about it and apply. SGB's must
 not rely solely on personal and/or professional connections and word-of-mouth.
- Advertisements are specific about the skills, knowledge, attributes and characteristics needed.

Eligibility

All applicants must satisfy the standard criteria to be a school governor.

Appointment

The SGB will undertake a recruitment and selection process in order to make a recommendation to the Trust Board who are ultimately responsible for approving the appointment of an appointed governor.

Term of office

The term of office for an appointed governor is three years. There is no provision for the automatic re-appointment of an appointed governor for a further term. The current office holder may apply to the Trust Board for re-appointment provided they continue to meet the eligibility criteria.

Term of office will commence on the date on which a vote was held at a quorate meeting of the Trust Board.

Recruitment and appointment process for appointed governors

- SGB chair and the SGB clerk should liaise with the Head of Governance and Compliance as soon as a vacancy arises or is expected in order to agree the advertisement – which will include a role description, skills specification and introduction to the school - and suitable promotion of the vacancy.
- 2. A timetable for recruitment will be agreed with the Head of Governance and Compliance that minimises delay and avoids school holidays.
- 3. A panel consisting of the SGB chair and at least one other governor will be convened to carry out the shortlisting and interview process. The panel will have delegated responsibility for selecting the preferred candidate to be put forward to the Trust Board for consideration.
- 4. The panel will review applications and shortlist accordingly and will interview the shortlisted candidates, assessing against skills, knowledge and experience outlined in the advertisement. Wherever possible, interviews will take place at the school and will involve a tour.
- 5. Panel members will take their own clear notes at interview these can be used when giving feedback to candidates, but may also be viewed by candidates upon request under data protection legislation (subject to access rights). Panel member notes will be used by the SGB chair to prepare a written recommendation to the Trust Board. Applicants will be advised that their application will be considered by the Trust Board.
- 6. The SGB chair, on behalf of the panel, will prepare a written recommendation and submit this, along with the application form, to the Head of Governance and Compliance for Trust Board consideration. The Head of Governance and Compliance will notify the SGB chair of the Trust Board's decision.
- 7. The SGB chair will notify all candidates individually about the result of their application.

Re-appointment process for appointed governors

- I. Appointed governors will be notified by the SGB clerk when their term of office is due to end and of the option to apply for re-appointment.
- 2. Appointed governors wishing to apply for re-appointment will be asked to submit an application to the SGB Chair. The SGB chair should prepare a written recommendation and submit this, along with the application form, to the Head of Governance and Compliance for Trust Board consideration. The Head of Governance and Compliance will notify the SGB chair of the Trust Board's decision. If the application for re-appointment is from the SGB chair, the application should be made directly to the Head of Governance and Compliance and the Trust Board will seek the views of the Headteacher and CEO to inform their decision.
- 3. The Head of Governance and Compliance will notify the SGB chair of the Trust Board's decision and the SGB chair will notify the governor of the result of their application.

APPOINTMENT OF TRUSTEES

Introduction

In accordance with the articles of association, the constitution of the Trust Board is up to nine trustees appointed by members and up to two trustees co-opted by the trustees. The Head of Governance and Compliance is responsible for making the arrangements for recruitment and must take reasonably practicable steps to ensure that:

- Vacancies are advertised using a range of communication channels so that everyone with the
 potential to fulfil the role has an equal opportunity to find about it and apply. The Trust
 must not rely solely on personal and/or professional connections and word-of-mouth.
- Advertisements are specific about the skills, knowledge, attributes and characteristics needed.

Eligibility

All applicants must satisfy the standard criteria to be a trustee.

Appointment

The Trust Board will undertake a recruitment and selection process in order to make a recommendation to the appointing body who are ultimately responsible for approving the appointment of a trustee.

Term of office

The term of office for a trustee is four years. There is no provision for the automatic reappointment of a trustee for a further term. The current office holder may apply to the appointing body for re-appointment provided they continue to meet the eligibility criteria.

Term of office will commence on the date on which a vote was held at a quorate meeting of the appointing body.

Recruitment and appointment process for trustees

- I. The Head of Governance and Compliance will liaise with the Trust Board as soon as a vacancy arises or is expected in order to agree the advertisement which will include a role description, skills specification and introduction to the Trust and suitable promotion of the vacancy.
- 2. A timetable for recruitment will be agreed with the Trust Board that minimises delay and avoids school holidays.
- 3. A panel consisting of the Trust Board chair and at least one other trustee, supported by the Head of Governance and Compliance will be convened to carry out the shortlisting and interview process. The panel will have delegated responsibility for selecting the preferred candidate to be put forward to the appointing body for consideration.
- 4. The panel will review applications and shortlist accordingly and will interview the shortlisted candidates, assessing against skills, knowledge and experience outlined in the advertisement.
- 5. Panel members will take their own clear notes at interview these can be used when giving feedback to candidates, but may also be viewed by candidates upon request under data protection legislation (subject to access rights). Panel member notes will be used by the Trust Board chair to prepare a written recommendation to the appointing body. Applicants will be advised that their application will be considered by the appointing body.
- 6. The Trust Board chair, on behalf of the panel, will prepare a written recommendation and submit this, along with the application form, to the appointing body for consideration. The Head of Governance and Compliance will notify all candidates individually about the result of their application.

Re-appointment process for trustees

- I. Trustees will be notified by the Head of Governance and Compliance when their term of office is due to end and of the option to apply for re-appointment.
- 2. Trustees wishing to apply for re-appointment will be asked to submit an application to the appointing body. The Trust Board chair should prepare a written recommendation and submit this, along with the application form, to the appointing body for consideration. The Head of Governance and Compliance will notify the trustee of the appointing body's decision. If the application for re-appointment is from the Trust Board chair, the application should be made directly to the Head of Governance and Compliance and the appointing body will seek the views of the CEO to inform their decision.
- 3. The Head of Governance and Compliance will notify the trustee of the appointing body's decision.

PROCEDURE FOR ELECTION OF A CHAIR AND VICE CHAIR

Introduction

At the first meeting of each academic year, the Trust Board and each School Governing Board will elect a chair and vice chair. Chairs of Trust Board committees will be elected by the Trust Board at the first meeting of the academic year when committee memberships are reviewed.

The procedure for the annual election of chair and vice chair of the Trust Board and each School Governing Board is outlined below:

- 1. At least five school days prior to the meeting, the Head of Governance and Compliance will invite nominations including self-nominations and set a deadline for returns.
- 2. The election of the chair and vice chair will be the first item of business on the agenda. The meeting will be opened by the clerk who will facilitate the election process.
- **3.** The clerk will read out the names of nominees. If no nominations were received in advance, the clerk will invite nominations.
- **4.** Each nominee will be invited to put forward their case for being elected.
- 5. All nominees will be asked to leave the meeting.
- **6.** The Board will discuss the nominations and agree the process for voting by open show of hands or by secret ballot.
- 7. Nominees will re-join the meeting and the clerk will announce the result of the election.

All chair and vice chair positions are elected for a maximum period of one academic year and - except in the instance of resignation or end of term – will serve until the first meeting of the following academic year.

TRUST BOARD CODE OF CONDUCT

The Trust Board are expected to work to the highest personal and professional standards and abide by the principles set out in this Code of Conduct. The Code sets out, clearly and openly, the standards expected and forms part of terms and conditions of a trustees' appointment. The Trust Board adopts the Code annually. It is the responsibility of individual trustees to ensure that they are familiar with, and comply with, all the relevant provisions of the Code.

The Trust Board aims to ensure that every day, in every way our students come first and that we provide our communities with an excellent education, unique opportunities, and elite experiences. As a Trust Board we will focus on our core governance functions:

- 1. Ensuring there is clarity of vision, ethos and strategic direction
- 2. Holding executive leaders to account for the educational performance of the Trust and its students and the performance management of staff
- 3. Overseeing the financial performance of the Trust and making sure money is well spent

The Trust Board also recognises the following as a fourth core function of governance:

4. Ensuring the voices of stakeholders are heard

Role & Responsibilities:

- We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management and we will fulfil our role and responsibilities as set out in our Scheme of Delegation.
- We will only speak or act on behalf of the Board if we have the authority to do so.
- We accept collective responsibility for any decisions made by the Board. This means that we will not speak against majority decisions outside meetings.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place students or staff at risk, we will bring this to the attention of the Trust.
- We will consider how our decisions may affect the schools and their local communities.
- We recognise our responsibility to maintain and develop the ethos and reputation of the Trust and Invictus schools. We will develop, share and live the ethos and values of the Trust.
- We will ensure we are aware of, and adhere to, the policies and procedures of the trust and procedures as set out by the relevant governing documents and law.
- When communicating in a private capacity (including on social media), we will be mindful of and strive to uphold the reputation of the relevant authorities.
- We will actively support and challenge executive leaders.
- We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- When making or responding to complaints we will follow the established procedures.
- We will not discriminate against anyone and will work to advance equality of opportunity for all.

Commitment:

- We will involve ourselves actively in the work of the Board, and accept our fair share of responsibilities, serving on committees or working groups where required.
- We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.

- We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution.
- We will get to know the Trust and its schools well and respond to opportunities to involve ourselves in school activities.
- When visiting a school in a personal capacity (for example, as a parent or carer), we will
 continue to honour the commitments made in this Code.
- We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

Building and maintaining relationships:

- We will develop effective working relationships with Trust and school leaders, staff, parents and other relevant stakeholders from our local communities.
- We will express views openly, courteously and respectfully in all our communications both inside and outside of meetings.
- We will work to create an inclusive environment where all trustees' contributions are valued equally.
- We will support the chair in their role of leading the Board and ensuring appropriate conduct.

Respecting confidentiality:

- We will observe complete confidentiality both inside and outside of the Trust when matters are deemed confidential or where they concern individual staff, students or families.
- We will not reveal the details of any Board vote.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will maintain confidentiality even after we leave office.

Declaring conflicts of interest and being transparent:

- We will declare any business, personal or other interest that we have in connection with the Trust's business, and these will be recorded in the register of business interests.
- We will also declare any conflict of loyalty at the start of any meeting should the need arise.
- If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
- We accept that the register of business interests will be published on the Trust website.
- We will act in the best interests of the Trust as a whole and not as a representative of any group.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the Trust Board, attendance records, relevant business and pecuniary interests, category of trustee and the body responsible for appointing us will be published on the Trust website.
- We accept that information relating to trustees will be collected and recorded on the DfE's national database (Get information about schools) and registered with Companies House, some of which will be publicly available.

We understand that potential or perceived breaches of this Code will be taken seriously and that a breach could lead to formal sanctions.

SCHOOL GOVERNING BOARD CODE OF CONDUCT

School Governing Boards (SGB) are accountable to the Trust Board and are expected to work to the highest personal and professional standards and abide by the principles set out in this Code of Conduct. The Code sets out, clearly and openly, the standards expected and forms part of terms and conditions of a governors' appointment, mirroring those which apply to the Trust Board. SGBs are asked to adopt the Code annually. It is the responsibility of individual governors to ensure that they are familiar with, and comply with, all the relevant provisions of the Code.

The SGB is responsible to the Trust Board for the conduct of the school and for promoting high standards. The SGB aims to ensure that every day, in every way our students come first and that we provide our communities with an excellent education, unique opportunities, and elite experiences.

Role & Responsibilities:

- We understand the purpose of the SGB and its position within Invictus Education Trust, recognising that our role is strategic and so will focus on our core functions as determined in the terms of reference, respecting the role of school leaders and their responsibility for the day-to-day management of the school.
- We will fulfil our role and responsibilities as set out in our Scheme of Delegation and recognise that we do not have authority to act independently of the Trust Board.
- We recognise and respect the differences in the roles of trustees, governors and staff and will work collectively for the benefit of the school and the Trust.
- We recognise our responsibility to maintain and develop the ethos and reputation of the school, the Trust and other Invictus schools. We will develop, share and live the ethos and values of the Trust and the school.
- We will ensure we are aware of, and adhere to, the policies and procedures of the Trust.
- When communicating in a private capacity (including on social media), we will be mindful of and strive to uphold the reputation of the school and the Trust.
- We will not discriminate against anyone and will work to advance equality of opportunity for all.
- We will actively support and challenge school leaders.
- We will consider how our decisions may affect the school and local community.
- We accept collective responsibility for any decisions made by the SGB. This means that we
 will not speak against majority decisions outside the SGB meeting.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place students or staff at risk, we will bring this to the attention of the Trust.

Commitment:

- We will involve ourselves actively in the work of the SGB, acknowledging that accepting appointment as a governor involves the commitment of time and energy.
- We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution.
- We will get to know the school well and respond to opportunities to involve ourselves in school activities.
- We will visit the school and, when doing so, will observe Trust protocol.

- When visiting the school in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this Code.
- We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

Building and maintaining relationships:

- We will develop effective working relationships with Trust and school leaders, staff, parents and other relevant stakeholders from our local communities.
- We will express views openly, courteously and respectfully in all our communications both inside and outside of meetings.
- We will work to create an inclusive environment where all governors' contributions are valued equally.
- We will support the chair in their role of leading the SGB and ensuring appropriate conduct.

Respecting confidentiality:

- We will observe complete confidentiality both inside and outside of school when matters are deemed confidential or where they concern individual staff, students or families.
- We will not reveal the details of any SGB vote.
- We will ensure all confidential papers are held and disposed of appropriately.
- We will maintain confidentiality even after we leave office.

Declaring conflicts of interest and being transparent:

- We will declare any business, personal or other interest that we have in connection with the Trust's business, and these will be recorded in the register of business interests.
- We will also declare any conflict of loyalty at the start of any meeting should the need arise.
- If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
- We accept that the register of business interests will be published on the school and Trust website.
- We will act in the best interests of the school and trust as a whole and not as a representative of any group.
- We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the School Governing Board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school website.
- We accept that information relating to governors will be collected and recorded on the DfE's national database (Get information about schools), some of which will be publicly available.

We understand that potential or perceived breaches of this Code will be taken seriously and that a breach could lead to formal sanctions.

THE SEVEN PRINCIPLES OF PUBLIC LIFE

The Seven Principles of Public Life (also known as the Nolan Principles) apply to anyone who works as a public office-holder. This includes all those who are elected or appointed to public office, nationally and locally, and all people appointed to work in the Civil Service, local government, the police, courts and probation services, non-departmental public bodies (NDPBs), and in the health, education, social and care services. All public office-holders are both servants of the public and stewards of public resources. The principles also apply to all those in other sectors delivering public services.

Selflessness

We will act solely in terms of the public interest.

Integrity

We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

Objectivity

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

Openness

We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty

We will be truthful.

Leadership

We will exhibit these principles in our own behaviour. We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

TRUSTEE PERSON SPECIFICATION

The trustees are accountable for the effective operation of the Trust and must fulfil the following three core strategic functions of governance:

- 1. Ensuring there is clarity of mission, vision, values and strategic direction.
- 2. Holding executive leaders to account for the educational performance of the Trust and its students and the performance management of staff
- 3. Overseeing the financial performance of the Trust and making sure money is well spent

The Trust considers the following as essential skills and attributes for membership of the Board; training will be provided where necessary.

Personal Qualities:

- Commitment to the mission, vision and values of the Trust.
- Commitment to the education and welfare of all our students.
- Commitment to equal opportunities, inclusion and the promotion of diversity.
- Independence of thought and sound judgment.
- Ability to work as part of a team.
- Commitment to seeking and taking account of the views of stakeholders (e.g. parents and students).
- Respect for the work and views of other trustees and staff.
- Willingness to devote time, enthusiasm and effort to the duties and responsibilities of a trustee.
- Willingness to make and stand by collective decisions.

Aptitude and Skills:

- Understanding and acceptance of the legal duties, responsibilities and liabilities of the trustee role.
- Knowledge of education legislation, guidance and legal requirements.
- Willingness to challenge current thinking, the method of governance and management in a constructive manner and in the best interests of all our students.
- Ability to evaluate and interpret management information and other data/evidence.
- Ability to play a strategic role successfully to affect change and meet the objectives of the Trust.
- Ability to remain impartial and to maintain confidentiality.
- A positive and proactive approach to problem solving.
- Eagerness to reflect and learn.

Knowledge and Experience:

Specific professional knowledge and experience in at least one of the following:

- Charity law and governance.
- Trusteeship or management of a complex organisation with multiple sites/subsidiaries
- Financial expertise.
- Extensive expertise of school education in England.
- Health & safety expertise/experience.
- Safeguarding expertise/experience.
- Data analysis and/or research expertise.

- The management of change experience/expertise.
- Monitoring and evaluating performance in the commercial and/or not for profit sectors.
- Recruitment and Human Resources expertise, including employment legislation.
- Business development experience/expertise.
- Risk management experience/expertise
- Property and estate management expertise.
- Marketing, media and PR.

Other Requirements:

- Willingness to attend meetings of the Board and meetings of any committee to which trustees are appointed – there will be at least four full Trust Board meetings per year and at least three meetings of each committee per year.
- Trustees may be asked to undertake additional meetings and panel hearings where required.
- Trustees may be asked to use their expertise to support the work of local Advisory Hubs.
- Trustees are actively encouraged to attend events that take place in schools across the Trust.
- Trustees must be willing to undertake training and participate in the evaluation of the Board's work.

GOVERNOR PERSON SPECIFICATION

School Governing Boards are committees of the Trust Board. The main role of the School Governing Board is to ensure that the school is led in accordance with the purpose, ethos and values of the Trust. The Trust Board considers the following as essential skills and attributes for membership of a School Governing Board. Training will be provided where necessary:

Personal Qualities:

- Commitment to the mission, vision and values of the Trust.
- Commitment to the education and welfare of all our children, pupils and students.
- Commitment to equal opportunities, inclusion and the promotion of diversity.
- Independence of thought and sound judgment.
- Ability to work as part of a team.
- Commitment to seeking and taking account of the views of stakeholders.
- Respect for the work and views of other governors, trustees and staff of the Trust.
- Willingness to devote time, enthusiasm and effort to governor responsibilities.
- Willingness to make and stand by collective decisions as a Board.

Aptitude and Skills:

- Ability to evaluate and interpret management information and other data/evidence.
- Eagerness to reflect and learn.
- Ability to remain impartial and to maintain confidentiality.
- A positive and proactive approach to problem solving.

Knowledge/experience:

The School Governing Board should consider whether it has suitable access to knowledge and expertise to fulfil any functions delegated by the Trust Board, which will include:

- An understanding of school education in England.
- Health & safety.
- Safeguarding.
- Risk management.
- Financial management
- Performance management.

Marketing, media and PR:

- Supporting community and parental engagement.
- Supporting the resolution of complaints in line with the Trust's procedures.

Other requirements:

- Willingness to attend meetings of the School Governing Board meetings— there will be a minimum of four meetings of the School Governing Board per year.
- Governors may be asked to undertake additional meetings and panel hearings where required.
- Governors will be asked to undertake regular school visits to support the work of the Board.
- Governors are actively encouraged to attend events that take place in schools across the Trust
- Governors must be willing to undertake training and participate in the evaluation of the Board's work.

TRUST BOARD CHAIR ROLE DESCRIPTION

The chair of the Trust Board is a leadership role that provides clear direction to the Trust Board who work as a team to challenge, support and contribute to the strategic leadership of the Trust.

Strategic and leadership responsibilities

The chair provides strategic leadership that allows trustees to fulfil their functions by:

- Ensuring appropriate trustee involvement in the recruitment of senior leaders.
- Ensuring the Board has good knowledge of the schools and has mechanisms in place to obtain and listen to the views of parents, pupils and staff.
- Ensuring that the Trust Board sets a clear vision and strategy for the Trust.
- Ensuring that the Trust Board and Chief Executive Officer have a shared vision and sense of purpose.
- Leading the Board in monitoring the Chief Executive Officer's implementation of the strategy.
- Setting the culture of the Trust Board, balancing and valuing both the support and challenge responsibilities.
- Ensuring the Board acts as a team.
- Ensuring that there are transparent and effective processes for recruiting and inducting a new Chief Executive Officer.
- Ensuring that there is a succession plan for the chair, vice chair and any committee chairs.

Wider leadership responsibilities

The chair has wider leadership responsibilities associated with the role and status of lead trustee on the Board, such as:

- Being a first point of contact and playing a leading role in employment matters as required by the adopted procedures of the Trust.
- Where required, acting as a first point of contact and respondent in matters raised with the school or trust by external bodies (such as the local authority or Department for Education).
- Where required, representing the Trust Board in its dealings with external partners and be an advocate for the Trust.
- Attending Trust events as appropriate and encourage other trustees to do so.

Developing the team

The Trust Board needs a range of skills and knowledge to carry out their functions effectively. It is the responsibility of the chair to:

- Ensure the Board has the required skills and commitment to govern well, and that appointments made fill any identified skills gaps and ensure a diverse team.
- Ensure all members of the Board have a thorough understanding of their role and receive appropriate induction and ongoing development as required.
- Ensure that trustees are involved, feel valued and encourage their development.
- Ensure trustees act reasonably and in line with the Board's agreed code of conduct
- Develop a good working relationship with the vice chair, keeping them fully informed and delegating tasks as appropriate.

Working with the Chief Executive Officer

The chair and the Chief Executive Officer must develop effective working practices which are mutually supportive. It is the responsibility of chair to:

- Ensure that the Trust Board fulfils its duty of care to the Chief Executive Officer, including
 ensuring a safe and secure working environment, a reasonable work-life balance, and support
 for their wellbeing.
- Ensure all trustees concentrate on their strategic role and hold the Chief Executive Officer to account.
- Build and encourage a professional relationship with the Chief Executive Officer which allows for honest conversations, acting as a sounding board and ensuring there are no surprises at meetings.
- Meet regularly with the Chief Executive Officer.
- Oversee and participate in the Chief Executive Officer performance review, ensuring that appropriate continuing professional development (CPD) is provided.
- Ensure that the Chief Executive Officer provides staff with an understanding of the role of the Trust Board and acts as link between the two.

Influencing improvement and achieving outcomes

The Board's activities should be focused on Trust improvement and achieving the best outcomes for students. The chair of the Board is expected to:

- Ensure the Board is involved at a strategic level in the Trust's self-evaluation processes and that this feeds into its key priorities.
- Ensure the Board's business is focused on the strategic priorities.
- Collaborate with the central executive team to ensure the Board has the information it
 needs to monitor the implementation of policies; student attainment and progress and the
 financial health and sustainability of the Trust.
- Evaluate and question information in order to identify appropriate actions, modelling this approach for other trustees.
- Take the lead in representing the Trust Board at relevant external meetings with agencies such as Ofsted, the DfE and the local authority.

Leading Trust Board business

Chairs are responsible for the smooth and effective running of Board meetings and so are required to:

- Ensure that the Trust Board appoints a governance professional capable of advising the Board on its functions and relevant procedure.
- Work with the Head of Governance and Compliance and the Chief Executive Officer to plan for Board meetings, ensuring that agendas focus on the Board's key responsibilities and strategic priorities and reduce unnecessary paperwork.
- Chair meetings effectively, promoting an open culture on the that allows ideas and discussion to thrive while ensuring clear decisions are reached as quickly as possible.
- Collaborate with the Head of Governance and Compliance to establish effective working procedures and sound committee structures.
- Ensure that decisions taken at the meetings of the Trust Board are implemented.
- Ensure that complaints made to the Trust Board are dealt with in a timely and effective manner through the Trust's complaints procedure.
- Attend all meetings of the Trust members to report on the effectiveness of the Trust Board.

SCHOOL GOVERNING BOARD CHAIR ROLE DESCRIPTION

The chair of the School Governing Board (SGB) is a leadership role that provides clear direction to the SGB who support the effective operation of the school and contribute to the strategic leadership of the Trust.

Leadership responsibilities

The chair provides leadership that allows governors to fulfil their functions by:

- Ensuring the SGB has good knowledge of the school and has mechanisms in place to obtain and listen to the views of parents, pupils and staff.
- Ensuring that the SGB sets a clear vision and strategy for the school that aligns to the Trust's vision, mission and values.
- Ensuring that the SGB and Headteacher have a shared vision and sense of purpose.
- Leading the SGB in monitoring the Headteacher's leadership of the school.
- Setting the culture of the SGB, balancing and valuing both the support and challenge responsibilities.
- Ensuring the SGB acts as a team.
- Ensuring that there is a succession plan for the chair and vice chair.

Developing the team

The SGB needs a range of skills and knowledge to carry out their functions effectively. It is the responsibility of the chair to:

- Ensure the SGB has the required skills and commitment to govern well, and that appointments recommended to the Trust Board are done so to fill any identified skills gaps and ensure a diverse team.
- Ensure all governors have a thorough understanding of their role and receive appropriate induction and ongoing development as required.
- Ensure that governors are involved, feel valued and encourage their development.
- Ensure governors act reasonably and in line with the SGB's agreed code of conduct.
- Develop a good working relationship with the vice chair, keeping them fully informed and delegating tasks as appropriate.

Working with the Headteacher

The chair and the Headteacher must develop effective working practices which are mutually supportive. It is the responsibility of chair to:

- Ensure that the Trust Board fulfils its duty of care to the Headteacher including ensuring a safe and secure working environment, a reasonable work-life balance, and support for their wellbeing.
- Build and encourage a professional relationship with the Headteacher which allows for honest conversations, acting as a sounding board and ensuring there are no surprises at meetings.
- Meet regularly with the Headteacher.
- Support the Headteacher performance review, ensuring that appropriate continuing professional development (CPD) is provided.
- Ensure that the Headteacher provides staff with an understanding of the role of the SGB and acts as link between the two.

Influencing improvement and achieving outcomes

The SGB's activities should be focused on school improvement and achieving the best outcomes for students. The chair of the SGB is expected to:

- Ensure the SGB's business is focused on the strategic priorities.
- Collaborate with the school leadership team to ensure the SGB has the information it needs to monitor the implementation of policies and student attainment and progress.
- Evaluate and question information in order to identify appropriate actions, modelling this approach for other governors.

Leading Trust Board business

Chairs are responsible for the smooth and effective running of SGB meetings and so are required to:

- Work with the Head of Governance and Compliance and the Headteacher to plan for SGB meetings.
- Chair meetings effectively, promoting an open culture on the that allows ideas and discussion to thrive while ensuring clear decisions are reached as quickly as possible.

LINK GOVERNOR ROLE DESCRIPTIONS

SAFEGUARDING GOVERNOR

The link governor for safeguarding will:

- Ensure the school has suitable and up-to-date policies for safeguarding and child protection.
- Monitor the schools safeguarding systems and procedures.

They will make sure:

- The school has appointed a designated safeguarding lead (DSL) from the senior leadership team (SLT), with the appropriate status and authority to carry out their duties.
- The DSL has the additional time, funding, training, resources and support needed to carry out the role effectively.
- The curriculum covers safeguarding, including online safety, understanding how this is a running and interrelated theme in the whole school approach to safeguarding and related policies/procedures.
- The school has an appropriate safeguarding response to children who go missing from education.
- The school has appropriate online filtering and monitoring systems in place.

They will do this by:

- Meeting regularly with the DSL to monitor the effectiveness of the school's policies and procedures.
- Ensuring that all staff and governors have received the appropriate level of safeguarding training.
- Ensuring that checks to the single central record (SCR) are happening (they will not be checking the SCR themselves).
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Are kept up to date with statutory guidance relating to safeguarding and child protection, and any advice issued by the Trust or local partners.
- Receive a termly report from the Headteacher or DSL in line with the Trust's reporting requirements.

They will support:

- The school DSL.
- The Trust Head of Safeguarding.
- The designated safeguarding trustee.
- The Safeguarding Advisory Hub.
- The Sixth Form and Alternative Provision Advisory Hub where required.
- The Trust Board's Education, Standards and Safeguarding Committee where required.

Statutory Information:

• Keeping Children Safe in Education

SPECIAL EDUCATIONAL NEEDS (SEND) AND LOOKED AFTER CHILDREN (LAC) GOVERNOR

The link governor for SEND and LAC will:

- Understand the school's responsibilities under the SEND Code of Practice and the different special educational needs and disabilities represented at the school.
- Ensure the school makes good use of its SEND budget and resources.
- Ensure the schools policies meet the needs of LAC and previously LAC.

They will make sure:

- The school makes the necessary special educational provision for any pupil with SEND.
- The school meets the needs of pupils with SEND and makes reasonable adjustments in line with the Equality Act 2010.
- All pupils with SEND join in with the everyday activities of the school together with the children without SEND.
- The school has appointed a SENCO and they have received appropriate training.
- An up to date SEN Information Report and policy is published on the website.
- The school has appointed a designated teacher to promote the educational achievement of looked-after and previously looked-after children, and that this person has received appropriate training.

They will do this by:

- Meeting regularly with the SENCO to monitor all aspects of SEND provision and the progress of pupils with SEND.
- Asking challenging questions about the school's SEND provision and strategies.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Is up to date about issues related to SEND and LAC.
- Receive termly updates from the Headteacher or SENCO in line with the Trust's reporting requirements.

They will support:

- The school SENCO.
- The designated SEND trustee.
- The Trust Board's Education, Standards and Safeguarding Committee where required.

Statutory Information:

Special Education Needs and Disability Code of Practice

CAREERS GOVERNOR

The link governor for careers will:

- Ensure the school provides high quality careers education and guidance and understand how
 careers guidance links to the curriculum and school improvement plan and contributes to
 students' learning.
- Ensure that careers guidance has a positive outcome for students.

They will make sure:

- The school has developed a careers programme aligned to the Gatsby Benchmarks and that the programme includes information on the range of education or training options, including apprenticeships and technical education routes.
- The school fulfils its legal requirements under the provider access duty, commonly known as the 'Baker Clause'.
- The school has established links with local businesses and understands the local context.
- Careers guidance is accessible to and addresses the needs of all students.
- The school fulfils its statutory obligations to publish information about its careers provision.

They will do this by:

- Meeting regularly with the careers leader to monitor the effectiveness of the school's careers provision.
- Monitoring the numbers of students progressing to positive and sustained destinations such
 as apprenticeships, technical routes, school sixth forms, sixth form colleges, further
 education colleges, universities or employment.
- Observing careers provision in action and by engaging with students and staff.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Are kept up to date with statutory guidance relating to careers provision.
- Receive reports as required from the Headteacher or careers leader in line with the Trust's reporting requirements.

They will support:

- The school careers leader.
- The Educational Standards and School Improvement Advisory Hub.
- The Sixth Form and Alternative Provision Advisory Hub where required.
- The Trust Board's Education, Standards and Safeguarding Committee where required.

Statutory Information:

• Careers Guidance and Access for Education and Training Providers

PUPIL PREMIUM GOVERNOR

The link governor for pupil premium will:

- Understand the school's pupil premium strategy how pupil premium is spent and the impact of spending on targeted groups.
- Monitor the attainment and progress of eligible students compared with others.

They will make sure:

- The school understands the barriers to pupil premium students progressing in their education.
- Systems are in place to evaluate the impact of pupil premium.
- The school is developing positive family and community links in order to raise aspirations for pupil premium students.
- The school is tracking attendance, punctuality and behaviour (particularly exclusions) of pupil premium students and taking action to address any differences.
- Disadvantaged students who are 'more able' are being supported to continue to achieve and progress beyond the expected standard.
- The school fulfils its statutory obligations to publish information about pupil premium.

They will do this by:

- Meeting regularly with the Headteacher or pupil premium lead to monitor the effectiveness of the school's strategy.
- Observing pupil premium initiatives in action and by engaging with students and staff.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Are kept up to date with statutory guidance relating to pupil premium.
- The board receive performance data showing progress of different groups over time.
- Receive reports as required from the Headteacher or pupil premium lead in line with the Trust's reporting requirements.

They will support:

- The school Headteacher or pupil premium lead.
- The Educational Standards and School Improvement Advisory Hub.
- The Trust Board's Education, Standards and Safeguarding Committee where required.

Statutory Information:

• Pupil Premium: Overview

QUALITY OF EDUCATION GOVERNOR

The link governor for quality of education will:

- Understand the school's curriculum intent, implementation and impact.
- Monitor teaching and learning.

They will make sure:

- The school maintain oversight of teaching and learning, ensuring that data matches predicted results and lesson observations.
- Quality of teaching is closely monitored and that any areas of concern are being addressed.
- Subject leaders are taking responsibility for improving teaching and education in their areas.
- Actions are in place to address any subjects, years groups or key stages causing concern.
- Teaching CPD links to the school improvement plan and has an impact on improving teaching and learning.
- The curriculum is accessible to all students.

They will do this by:

- Meeting regularly with the school leadership team and subject leads to monitor the quality of education.
- Informal observations and discussions with students.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Receive regular performance data reports.
- Receive termly reports from the Headteacher in line with the Trust's reporting requirements.

They will support:

- The school Headteacher and subject leads.
- The Educational Standards and School Improvement Advisory Hub.
- The Sixth Form and Alternative Provision Advisory Hub where required.
- The Trust Board's Education, Standards and Safeguarding Committee where required.

Statutory Information:

• Education Inspection Framework

TRAINING AND DEVELOPMENT GOVERNOR

The link governor for training and development will:

- Ensure that all governors develop the skills they need to be effective.
- Lead on the evaluation of the School Governing Board's effectiveness.

They will make sure:

- Everyone on the School Governing Board builds their skills, knowledge and experience to create an effective team.
- That all governors participate in meetings and actively contribute their skills.
- That governors have access to training and development opportunities.
- Governor recruitment is informed by the skills needed to ensure effective governance.
- The School Governing Board maintains a record of governor training and development.

They will do this by:

- Supporting the Head of Governance and Compliance to assess the training needs of the School Governing Board as a whole and identify gaps.
- Signposting relevant training and encouraging governors to engage with relevant development opportunities.
- Ensuring all new governors receive an induction.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Receive termly reports on governor training undertaken.
- Understand the outcome of any skills analysis or evaluation of effectiveness.

They will support:

- The School Governing Board Chair.
- The Head of Governance and Compliance.

Statutory Information:

• Governance Handbook and Competency Framework

COMMUNITY ENGAGEMENT GOVERNOR

The link governor for community engagement will:

- Ensure that the school is meaningfully and actively engaged with the local community.
- Monitor the perception of the school in the local community.

They will make sure:

- The school makes the most of all opportunities to boost engagement with parents and other stakeholders.
- The views of parents are considered when setting the school's vision, values and ethos.
- The Trust fulfils its statutory obligations when required to consult with parents.
- The school maximises opportunities to provide services to the local community, such as through lettings or hosting events.

They will do this by:

- Keeping up-to-date with school newsletters and general communications.
- Reviewing the outcome of student or parent surveys.
- Monitoring activity on school social media channels.
- Monitoring school lettings.
- Supporting the resolution of any complaints in line with the Trust's complaints procedure.
- Attending training relevant to their link role.

They will report to the School Governing Board on the monitoring work carried out, ensuring that the Board:

- Receive regular updates on letting agreements in place.
- Receive information on opportunities to attend school events.

They will support:

- The school Headteacher.
- The Trust's central marketing team.
- The Vision, Values and Community Engagement Advisory Hub.

AVAILABLE TRAINING AND DEVELOPMENT

We believe that good quality and relevant training is essential if those governing the Trust are to discharge their responsibilities effectively and efficiently. The Trust provides access to training for all levels and experience and our offer is designed to support you as you develop into your role.

The Competency Framework for Governance

The Department for Education's Competency Framework for Governance sets out the competencies needed for effective governance and is applicable to all Boards in proportion to the scale and complexity of the organisation they are governing.

The framework begins with the principles and personal attributes which, alongside the commitment of time and energy to the role, underpin effective governance. Following on from this, the knowledge and skills required are identified as 16 competencies grouped under the headings of the six features of effective governance as set out in the Governance Handbook.



Learning and development pathways are currently in the process of being created that will ensure relevant training and development opportunities are signposted and communicated and tailored to your level of experience and any link roles or special responsibilities held. Bespoke training sessions will also be available to School Governing Board's tailored to focus areas identified by governors.

The Trust have invested in training and development resources to support all members, trustees and governors in their roles:

National Governance Association (NGA)

All members, trustees and governors have access to our gold subscription to the NGA. Being a member of the NGA will provide you with a wealth of governance resources and benefits to support you in your role.

Learning Link

All members, trustees and governors are provided with access to the National Governance Association's Learning Link, offering flexible e-learning to help governors, trustees, chairs and clerks develop their governance skills and knowledge.

The National College

All members, trustees and governors are provided with access to The National College. Through your membership you will be able to access hundreds of expert-led webinars and courses, available on demand and constantly updated to reflect changes in education.

The Key for School Governors

All members, trustees and governors are provided with access to The Key for School Governors – your membership is linked to your GovernorHub account and can be accessed through GovernorHub. Through your membership you can access more than a thousand practical articles, templates and guidance documents.

Governors for Schools

Governors for Schools offer a variety of eLearning modules and webinars. There is no charge for these services, you just need to register as a user.

Invictus Institute

Our Invictus offer provides staff with a range of bespoke 'in-house' opportunities as well as other training programmes from nationally recognised providers. The offer includes a governance section which will be further developed over the coming months.





Learning Link modules

With over 50 governance modules aligned to NGA's Knowledge Centre, our suite of 10 collections cover:



Core modules

A suite of 8 modules covering key governance areas, perfect for those new to governance or those looking for a refresher. (These modules are included within each of the categories below).

Modules	Duration
Governance: Your role, your responsibilities, your organisation	2 hours
Your organisation: Understanding school structures and what children should learn	2 hours
Strategy: Living your values, reaching your vision, managing the risk	2 hours
Progress and attainment: using data to improve educational outcomes	2 hours
Finance: Making the most of what you've got	2 hours
Working Together: Building the team and improving the organisation	1 hour 30 minutes
Compliance: Assuring your organisation, keeping it safe, secure and solvent	1 hour 30 minutes
Effectiveness: Governance making an impact, changing lives	1 hour 30 minutes

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Structures, roles and responsibilities

These modules will help you to understand school and trust structures, and what is expected of you as a governor or trustee.

Modules	Duration
Governance: Your role, your responsibilities, your organisation	2 hours
Getting it right as a staff governor	50 minutes
Key Functions of the governing board	55 minutes
The constitution of the governing board	55 minutes
Governance of a church school	45 minutes
Different Models of Governance	55 minutes







Good governance

These modules aim to help you improve the effectiveness of your governing board, including visiting your school or schools, Ofsted inspections and succession planning.

Modules	Duration
Effectiveness: Governance making an impact, changing lives	1 hour 30 minutes
Working Together: Building the team and improving the organisation	1 hour 30 minutes
Handling difficult situations	55 minutes
Ofsted and the new inspection framework	45 minutes
Governance visits to schools	10 minutes
Succession Planning	40 minutes
Governance monitoring: A tool to help drive improvement	10 minutes
Holding to account: How to question and challenge	15 minutes
Holding to account: How to conduct a courageous conversation	15 minutes
Ethical Leadership: A planning tool	Up to 45 minutes
Ofsted inspections: Step-by-step	45 minutes



Vision, ethos and strategic direction

Covering risk management, evaluating effectiveness and your role in school improvement, these modules will help you shape your school or trust's strategic direction.

Modules	Duration
Equality, diversity and inclusion: First steps	10 minutes
Strategy: Living your values, reaching your vision, managing the risk	2 hours
Monitoring and evaluation	55 minutes
Creating a new vision for your school or trust	15 minutes







Pupil success and wellbeing

These modules focus on the core purpose of your schools or trust – the quality of education it should be providing to pupils.

Modules	Duration
Your organisation: Understanding school structures and what children should learn	2 hours
Progress and attainment: using data to improve educational outcomes	2 hours
Arts & Cultural Education: Improving your school and its curriculum	45 minutes
Early Years Education	1 hour
Monitoring performance data and targets	50 minutes
The role of the SEND governor	55 minutes
Looked after children	55 minutes
Exclusions	55 minutes
Pupil Premium	55 minutes
Minimising exclusions	15 minutes
Panel work: An introduction	25 minutes
How to run an effective exclusion review panel	45 minutes
How to: run an effective admissions appeal panel	45 minutes
How to: run an effective HR review panel	45 minutes
How to: run an effective complaints review panel	45 minutes



Staffing

These modules cover the key stages in the lead executive recruitment process and the critical role the board has in holding executive leaders to account through effective headteacher appraisal.

Modules	Duration
Headteacher recruitment - succession planning	55 minutes
Headteacher appraisal and capability	55 minutes
Setting performance objectives for executive leaders	15 minutes
Recruiting a senior executive leader	1 hour
Managing staff workload and wellbeing: The governance role	15 minutes







Stakeholder engagement

Find out about key partners and stakeholders, how to develop relationships with them, and how engagement with stakeholders can lead to better outcomes for pupils.

Modules	Duration
Stakeholder engagement: The governance role	15 minutes



Finance

These modules will provide you with the tools and approaches for developing financial efficiency in your school or trust.

Modules	Duration
Finance: Making the most of what you've got	2 hours
Understanding schools finance	1 hour
Managing Academy Finance	1 hour 15 minutes
Using Integrated Curriculum and Financial Planning (ICFP)	15 minutes



Compliance

Covering key areas of compliance such as safeguarding, health and safety and admissions, these modules will make you aware of the most important points from legislation and guidance.

Modules	Duration
Compliance: Assuring your organisation, keeping it safe, secure and solvent	1 hour 30 minutes
Equality and Diversity: A practical guide for governors and trustees	1 hour
Governing board duties on compliance	1 hour
Safeguarding: the governor's role	1 hour 30 minutes
Health and Safety	1 hour







These modules will help new and experienced clerks to get a better understanding of their role and how to carry it out well.

Modules	Duration
Panel work: An introduction	25 minutes
How to: run an effective exclusion review panel	45 minutes
NEW How to: run an effective admissions appeal panel	45 minutes
NEW How to: run an effective HR review panel	45 minutes
NEW How to: run an effective complaints review panel	45 minutes
Welcome to the introduction to clerking programme	10 minutes
What does the governance professional do?	40 minutes
How governance works	40 minutes
How to: clerk in different types of school organisation	20 minutes
How to: find and use key sources for governance	30 minutes
How to: arrange meetings	20 minutes
How to minute a meeting effectively	40 minutes
How to: manage information and documents	10 minutes
How to support the recruitment, appointment, election and retirement of governors and trustees	30 minutes
NEW Clerking in new contexts: MAT local governance tier	2 hours
NEW Clerking in new contexts: LA maintained governing board	2 hours
NEW Clerking in new contexts: Academy trust boards	2 hours



MATs

This module explores key challenges for multi academy trusts, common pitfalls, and what effective MAT governance looks like.

Modules	Duration
Effective MAT Governance	1 hour 15 minutes







Bitesize modules

A selection of modules in easily digestible bite-sized chunks that take between 5 and 15 minutes to complete.

- Minimising exclusions
- Governance monitoring: A tool to help drive improvement
- Governance visits to schools
- Setting performance objectives for executive leaders
- Creating a new vision for your school or trust
- Holding to account: How to conduct a courageous conversation
- Holding to account: How to question and challenge
- Using Integrated Curriculum and Financial Planning (ICFP) to resource the best curriculum for your pupils
- Staff workload
- Stakeholder engagement

Introduction to clerking programme

- Welcome to the introduction to clerking programme
- What does the governance professional do?
- How governance works
- How to: clerk in different types of school organisation
- How to: find and use key sources for governance
- How to: arrange meetings
- How to minute a meeting effectively
- How to: manage information and documents
- How to support the recruitment, appointment, election and retirement of governors and trustees



Hot topics

A range of resources covering current governance-related issues for you to download and keep.

- Executive Pay
- GDPR: An overview for governors
- Governor Recruitment
- Improving School Accountability
- Mentally Healthy Schools

EFFECTIVE MEETINGS GUIDANCE

It is imperative that all governance meetings within our Trust are run efficiently and effectively. This guidance sets out the expectations of the Trust to those clerking, chairing and participating in governance meetings.

Stages to Holding an Effective Meeting

The steps set out below should be followed to increase the effectiveness of your meetings.

Prior to the meeting:

- All governance meeting dates are determined and agreed by the Trust Board in the summer term for the following academic year.
- The clerk should ensure the meeting will be quorate.
- The clerk will issue a draft agenda to the Headteacher and chair 10 school days in advance of the meeting. Following feedback, the agenda along with **all** meeting documentation will be published on GovernorHub no less than five school days before the meeting.
- The expectation is that no meeting should last longer than two hours. This must be set out in the agenda and diary invites to allow attendees to plan effectively.

Preparing for the meeting:

- The chair should, in advance, meet with the Headteacher to review the meeting agenda and documentation.
- The chair should check that documentation for all agenda items has been circulated no less than five school days in advance and ensure that papers are concise and comprehensible.
- It is the responsibility of the members of the committee or board to:
 - o ensure they have access to the papers;
 - have read them well in advance;
 - o have prepared their questions for the individuals presenting in advance.
- It is the responsibility of individuals attending the meeting to notify the clerk as soon as possible if they are unable to attend the meeting or will be late attending.
- The Headteacher should ensure that a suitable room for the meeting has been reserved and that, where required, AV equipment is set-up ready for use.

Running the meeting:

- The chair at every meeting should ensure that all conflicts of interest are declared and recorded.
- The chair must decide whether to accept the apologies offered or whether the members attendance is of concern and requires discussions at a later date on their continued membership.
- It is the responsibility of the clerk to ensure the agenda is followed and to provide support to the chair throughout the meeting. The clerk must not leave the meeting, even for sensitive items to ensure that the minutes are a true and accurate record of the meeting at all times.
- The chair should ensure that the meeting flows and that all voices are heard during the meeting.
- The chair should ensure that the meeting does not last longer than two hours. They should ensure that the agenda is well planned and executed to avoid running over time.

• The chair should then ensure that all notified matters of 'any other business' are concluded and bring the meeting to a close. It is for the chair to decide whether matters being raised without prior notification can be discussed or debated.

After the meeting:

- The clerk must aim to produce a draft set of minutes within five working days of the conclusion of the meeting (in order for papers to be ready for circulation).
- The chair and Headteacher must approve the draft minutes within two working days of receipt from the clerk.
- The agreed minutes should then be sent to the Head of Governance and Compliance.
- The chair should complete the post-meeting report and return to the Head of Governance and Compliance within three days of the meeting.

The above steps should be repeated at every subsequent meeting.



POST-MEETING COMMITTEE REPORT TO THE TRUST BOARD

Committee:	
Date of meeting:	

I. SPECIFIC DISCUSSION ITEMS

- a. What are the key strengths relevant to the remit of the committee?
- b. Where is good progress being made?
- c. Which areas for development require further work?

2. DECISION MAKING

- a. List all decisions reached by the committee during the meeting:
- b. Are any requests or approvals being referred to the full Trust Board?
- c. List any policies approved by the committee during the meeting:

3. RISKS

- a. Is the committee satisfied that the risk register pertinent to the committees delegated responsibilities is an accurate reflection of current issues and concerns? If not, please identify any concerns
- b. Is the committee satisfied that the executive team have the correct strategies and actions in place to mitigate risks relevant to this committees delegated responsibilities?

4. TRAINING

a. Have any training or development requirements been identified for the committee or the full Trust Board?

5. FURTHER FEEDBACK

a. Please provide any additional notes and comments that are relevant to support the Trust Board execute its role:

Please complete and email your completed report to emyers@invictus.education within three working days of the meeting.



POST-MEETING SGB REPORT TO THE TRUST BOARD

School:	
Date of meeting:	

I. SPECIFIC DISCUSSION ITEMS

- d. What are the school's key strengths?
- e. Where is good progress being made?
- f. What are the key areas for development?

2. RISKS

- c. Is the SGB satisfied that the schools risk register is an accurate reflection of current issues and concerns? If not, please identify any concerns
- d. Is the committee satisfied that the school leadership team have the correct strategies and actions in place to mitigate risks identified?

3. TRAINING

b. Have any training or development requirements been identified for the SGB?

4. FURTHER FEEDBACK

b. Please provide any additional notes and comments that are relevant to support the Trust Board execute its role:

Please complete and email your completed report to emyers@invictus.education within three working days of the meeting.

GOVERNOR VISITS – GUIDANCE AND REPORTING

Context

One of the key roles and responsibilities for governors is to monitor the progress and performance of the schools in the Trust. Undertaking visits demonstrates the School Governing Board's role in the strategic management of the school by helping to hold leaders to account and evaluate progress.

Governors should arrange to visit the school in between board meetings, focussing on an aspect of the school improvement plan, statutory governance duties or any special responsibility position they hold, for example safeguarding governor.

Visits to the school allows governors to:

- See the school at work and observe the range of attitudes, behaviour and achievements.
- Get to know the staff and demonstrate their commitment to the school and the Trust.
- 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 decision taking.
- Work in partnership with the staff.

Process

Before making a visit governors should:

- Liaise with the chair and Headteacher to 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 Headteacher or the visit co-ordinator.

On the day of the visit, governors should:

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

After the visit the governors should:

- Remember to thank colleagues and students (where appropriate).
- Provide the chair and Headteacher with brief feedback.
- Complete the Governor Visit Pro-forma. The completed form should be given to the chair, Headteacher and clerk in order to be circulated at the next School Governing Board meeting.

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

What to Avoid

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

Governors should avoid visiting classrooms where their own children are present.

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.

The visit is not about:

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

	Always	Never
Before	 Arrange details of the visit Agree purpose of the visit Sign in at reception wearing your ID badge 	Turn up unannounced
During	 Keep to the role agreed Remember confidentiality Stick to the times and purpose agreed Wear your ID 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 feedback to the chair and Headteacher Feedback to the School Governing Board using the 'Governor Visit Report Form' Sign out at reception 	 Leave without acknowledgement Break rules of confidentiality

SCHOOL GOVERNOR VISIT REPORT

Governor Name:	
Date of visit:	
Focus of Visit:	
Summary of activities etc:	e.g. observing classes, talking to staff and students, looking at resources
What I have learned a	s a result of my visit:
Positive comments abo	out the focus:
Aspects I would like cl	larified/questions I have:
Any other comments:	



Members and Trust Board meeting schedule

2022/23

AUTUMN TERM 05/09/2022 - 16/12/2022					
Wednesday 14 September 2022	Wednesday 14 September 2022 16:00 Trust Board Set-up meeting				
Wednesday 21 September 2022	10:00 Education, Standards & Safeguarding Committee meeting				
Wednesday 5 October 2022	16:00	Audit, Risk & Compliance Committee meeting			
	HAL	F TERM 24/10/2022 – 28/10/2022			
Wednesday 2 November 2022	10:00	Members General Meeting			
Wednesday 16 November 2022	16:00	Audit, Risk & Compliance Committee meeting			
Wednesday 30 November 2022	16:00	Finance & Resources Committee meeting			
Wednesday 7 December 2022	16:00	Trust Board Autumn Term meeting			
SP	RING	TERM 03/01/2023 - 31/03/2023			
Wednesday II January 2023	10:00	Education, Standards & Safeguarding Committee meeting			
Wednesday 25 January 2023 10:00 Members Annual General Meeting					
	HAL	F TERM 20/02/2023 – 24/02/2023			
Wednesday 8 March 2023	16:00	Finance & Resources Committee meeting			
Wednesday 15 March 2023	16:00	Audit, Risk & Compliance Committee meeting			
SU	MMER	TERM 17/04/2023 - 25/07/2023			
Wednesday 26 April 2023	16:00	Trust Board Spring Term meeting			
Wednesday 10 May 2023	10:00	Education, Standards & Safeguarding Committee meeting			
Saturday 20 May 2023	09:30	Annual Governance Strategy Day			
	HALF TERM 30/05/2023 – 02/06/2023				
Wednesday 21 June 2023	Wednesday 21 June 2023 16:00 Audit, Risk & Compliance Committee meeting				
Wednesday 28 June 2023	16:00	Finance & Resources Committee meeting			
Wednesday 12 July 2023	16:00	Trust Board Summer Term meeting			
Wednesday 19 July 2023 10:00 Members General Meeting					
SCHOOL YEAR ENDS 21/07/2023					



Local Governance meeting schedule 2022/23

School Governing Board meetings

<u> </u>	Governing Board meetings		
	Wombourne	Monday 19 September 2022	18:00
\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	Crestwood	Tuesday 20 September 2022	14:00
	Pedmore	Wednesday 21 September 2022	14:00
SET-UP MEETINGS	Rufford	Thursday 22 September 2022	18:00
	Leasowes	Monday 26 September 2022	18:00
ļ <u>i</u>	Kinver	Thursday 29 September 2022	18:00
l o	Ellowes Hall	Tuesday 4 October 2022	16:45
_	Wombourne	Monday 5 December 2022	18:00
AUTUMN TERM SGB	Crestwood	Tuesday 6 December 2022	14:00
Σ	Leasowes	Tuesday 6 December 2022	18:00
	Kinver	Thursday 8 December 2022	18:00
Σ	Ellowes Hall	Tuesday 13 December 2022	16:45
5	Pedmore	Wednesday 14 December 2022	14:00
⋖	Rufford	Thursday I5 December 2022	18:00
	Ellowes Hall	Monday 13 March 2023	16:45
SGB	Wombourne	Monday 20 March 2023	18:00
SPRING TERM SGB	Crestwood	Tuesday 21 March 2023	14:00
	Leasowes	Tuesday 21 March 2023	18:00
N N	Pedmore	Wednesday 22 March 2023	14:00
SPR	Kinver	Thursday 23 March 2023	18:00
	Rufford	Thursday 30 March 2023	18:00
	Wombourne	Monday 3 July 2023	18:00
SGE	Crestwood	Tuesday 4 July 2023	14:00
Σ	Leasowes	Tuesday 4 July 2023	18:00
SUMMER TERM SGB	Pedmore	Wednesday 5 July 2023	14:00
MEF	Ellowes Hall	Wednesday 5 July 2023	16:45
Σ	Kinver	Thursday 13 July 2023	18:00
S	Rufford	Thursday 20 July 2023	18:00

Advisory Hub meetings

	-		1	
ndards	Autumn Term	In person at Invictus Headquarters	Wednesday 23 November 2022	14:30
Educational Standards nd School Improvement	Spring Term	To be scheduled by Advisory Hub members – to take place in the period 27/02/2023 – 17/03/2023		ТВС
Educat and Sch	Summer Term	ТВС	To be scheduled by Advisory Hub members – to take place in the period 05/06/2023 – 07/07/2023	ТВС
ıg	Autumn Term	In person at Invictus Headquarters	Tuesday 29 November 2022	14:30
Safeguarding	Spring Term	ТВС	To be scheduled by Advisory Hub members – to take place in the period 27/02/2023 – 17/03/2023	ТВС
Sa	Summer Term	TBC	To be scheduled by Advisory Hub members – to take place in the period 05/06/2023 – 07/07/2023	ТВС
and gement	Autumn Term	In person at Invictus Headquarters	Thursday 10 November 2022	14:30
Vision, Values and Community Engagement Solution Community Engagement Community Engagement Amazina Solution Community Engagement Commun		ТВС	To be scheduled by Advisory Hub members – to take place in the period 27/02/2023 – 17/03/2023	ТВС
Visic Commu	Summer Term	ТВС	To be scheduled by Advisory Hub members – to take place in the period 05/06/2023 – 07/07/2023	ТВС
und vision	Autumn Term	In person at Invictus Headquarters	Thursday 3 November 2022	14:30
Sixth Form and Alternative Provision	Spring Term	ТВС	To be scheduled by Advisory Hub members – to take place in the period 27/02/2023 – 17/03/2023	ТВС
	Summer Term	ТВС	To be scheduled by Advisory Hub members – to take place in the period 05/06/2023 – 07/07/2023	ТВС

SGB Chairs Forum

Autumn Term	Online via Teams	Tuesday 22 November 2022	18:00
Spring Term	Online via Teams	Tuesday 7 March 2023	18:00
Summer Term	Online via Teams	Tuesday 27 June 2023	18:00

Headteacher termly agenda briefing

Autumn Term	Online via Teams	Tuesday 15 November 2022	11:00
Spring Term	Online via Teams	Tuesday 28 February 2023	11:00
Summer Term	Online via Teams	Tuesday 20 June 2023	11:00

Annual Governance Events

Thursday 8 September	Governance Strategy Event	The Crestwood School	16:30 – 19:30
Saturday 20 May 2023	Annual Governance Day	Venue to be confirmed	09:30 – 14:30

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