



## TERMS OF REFERENCE

### Triumph MAT Members

In compliance with our Articles of Association, the following Terms of Reference outline the roles and responsibilities of both the Members and Directors (Trustees) of Triumph Multi academy Trust.

#### **Membership**

1. Claire Anderson
2. Andy McDowall
3. Pete Richings (Director and Member)
4. Mark Kalinowski
5. Adam Scott Brown

To ensure effective communication between the Members and the Board of Directors, one Director also undertakes the role of Member.

#### **Quorum**

Two members entitled to vote upon the business to be transacted (Member or proxy of a member) constitutes a quorum.

#### **Responsibilities**

They are responsible for the viability and performance of the Triumph Multi Academy Trust through the appointment of Directors and approval of the annual report. They have the power to amend the Articles of Association that govern the way the Trust is constituted and managed. All members are required to adhere to the 7 principles of public life and to:

1. Appoint the Trusts Auditors;
2. Appoint Directors to the Board bearing in mind the Articles of Association and the need for a balanced skill set to manage the Trust effectively;
3. To remove any Director who is not considered to be acting in the best interests of the Trust;
4. Annually review the Articles of Association and to make changes where deemed necessary after taking advice from the Board of Directors;

5. To appoint other Members (to not exceed 5 and no less than 3) as necessary in line with the provisions of the Articles of Association;
6. To appoint and if deemed necessary to remove the CEO

### **Protocols**

Members are required to meet once per year at the AGM where they are required to approve the annual report outlining the effectiveness of the trust. In order to ensure that they are fully informed throughout the year the CEO will convene a termly meeting with members to share the CEO/Accounting Officers termly report to the Board.

If there is a decision that members are required to make in accordance with their role, the members would be required to call a general meeting (via CEO) at their earliest convenience.

These Terms of Reference were discussed and approved by the Board of Triumph Trust May 2021.



## TERMS OF REFERENCE

### Triumph MAT Board of Directors

In compliance with our Articles of Association, the Terms of Reference outline the roles and responsibilities of both the Members and Directors (Trustees) of Triumph Multi academy Trust. The Board has three core functions; to set the strategic direction of the organization, to ensure the strategic leadership of the Trust and and to ensure financial probity. The Directors act in the best interests of the Trust, governing in accordance with its Articles of Association and having governance arrangements that demonstrate visionary leadership, clarity of relationships, effective oversight and sustainability, and achieve the greatest possible economies. Directors are responsible for the strategic direction, broad policy framework and oversight of the Trust and all its academies and to meet the requirements of the 7 principles of public life.

#### Membership

1. Carmen Hibbert (Chair)
2. Pete Richings (Director and Member) (Vice-Chair)
3. William Bracken
4. Paul Weston
5. Nav Kaur Aujla
6. John Wilkinson
7. Sarah Kenrick
8. Pallavi Kumar
9. Sarah Malam (CEO/Accounting Officer)

To ensure effective communication between the Members and the Board of Directors, one Director also undertakes the role of Member.

#### Quorum

~~50% of committee members, rounded up represent a quorum.~~

Shall be any three Trustees, or where greater, any one third (rounded up to a whole number) of the total number of Trustees holding office at the date of the meeting, who are in each case present at

the meeting and entitled to vote on the matters to be resolved.

### **Director qualities and skills set**

1. Commitment to improving education for all pupils
2. Ability to work in a professional manner as part of a team and take collective responsibility for decisions
3. Willingness to learn
4. Commitment to the Trust's vision and ethos
5. Understanding and experience of strategic planning
6. Ability to analyse and review complex issues objectively, identifying issues and able to propose and consider innovative solutions
7. Ability to make difficult decisions in the best interests of pupils
8. Understanding of current education policy
9. Communication skills, including being able to discuss sensitive issues tactfully
10. Ability to analyse and evaluate data, being able to question and challenge
11. Experience of project management
12. Financial planning/management

### **Responsibilities**

To ensure:

1. Compliance with the Trust's duties under company and charity law
2. Compliance with all statutory obligations in line with the Scheme of Delegation
3. Solvency and abide by the agreements made with the DfE and Educational Skills and Funding Agency (ESFA)
4. The strategic plan for the Trust meets the Key performance indicators of the Trust
5. That risks are mitigated where possible and otherwise effectively managed (in line with our Risk Management Plan)
6. The Trust's annual budget and that of each academy is approved and monitored
7. Ensures the vision, ethos and strategic direction of the Trust are clearly defined and shared
8. Adopting policies, agreeing targets and determining priorities to achieve the aims and objectives
9. Challenge and support to the Headteacher and ensuring they perform their responsibilities for the education performance of the school.
10. Evaluating the effectiveness of the work of the Trust in providing a high quality education
11. Ensuring the sound proper and effective use of the Trust's financial resources

### **Key features of Triumph Trust**

1. Children at the heart of all decisions made

2. Strong and capable leadership with a commitment to continuous improvement
3. Aspirant vision and values, striving to provide outstanding education and to improve outcomes for pupils
4. Scheme of Delegation detailing responsibilities and terms of reference
5. Appreciation of financial challenges with planned strategies to ensure efficiencies
6. Principle of collaboration in order to share expertise and good practice

#### **Trust key performance indicators**

The impact of our improvement strategy will be measured by the following KPIs:

1. All academies/schools within the Trust will be judged good or outstanding by OFSTED within two years of joining
2. All teaching within our academies will be good or better
3. Progress (and ultimately attainment) in our academies will exceed floor targets and will aim to be comparable with the top 25% schools nationally within 3 years of joining the Trust
4. Our academies will demonstrate excellent leadership, including governance, and this inspirational leadership will be shared across academies
5. Our academies will be able to accurately self-evaluate and will have a culture of continuous improvement and high aspirations
6. High-quality CPD of staff will mean our academies will attract and retain the very best
7. All academies will be financially solvent, have reserves and submit three-year financial plans that are realistic, robust and do not produce a deficit financial position
8. The Trust will comply with all statutory regulations and have a positive annual audit report

These Terms of Reference were discussed and approved by the Board of Triumph Trust May 2021



## TERMS OF REFERENCE (TOR)

### Standards and Achievement Committee of Triumph MAT

#### **Membership**

The Directors of Triumph Trust have established a Committee to maintain the performance, standards and achievement of the schools in the Trust. The Chair and delegated Directors of the Standards and Achievement Committee shall be non-executive members and shall be appointed by the Board of Triumph Trust. The Board of Triumph Trust may co-opt persons to the Committee who are not Directors. The Committee shall consist of a minimum of 3 and a maximum of 6 members (of whom at least two shall be Directors and at least one of whom shall have the relevant skills and expertise).

The Principal/HT or delegated member of the Strategic Leadership Team or Chief Executive Officer (CEO) will normally attend meetings of the Committee.

#### **Quorum**

50% of committee members, rounded up to a whole number to represent a quorum, provided that there are a majority of Board of Triumph Trust members present.

#### **Chairmanship**

The Chair of the Committee shall be appointed by the Board of Triumph Trust and will normally be a Director to allow effective feedback to the Board of Triumph Trust. If the Chair is absent from a meeting, the Committee shall choose one of their number to act as Chair for that meeting.

#### **Meetings**

1. the Board of Triumph Trust shall determine how often the Committee shall meet but normally this should be at least once per term.
2. the Chair or any two Directors of the Committee may call a meeting.
3. the Clerk to the Committee will keep appropriate records of the proceedings.
4. the minutes of the Standards and Achievement Committee meetings shall be circulated to all Directors of the Board of the Triumph Trust.

## Authority

The Standards and Achievement Committee is authorised by the Board of Triumph Trust to investigate any activity within its Terms of Reference (TOR), and to seek any information it requires from staff, who are requested to co-operate with the Committee in the conduct of its inquiries to ensure outcomes meet expectations. The Standards and Achievement Committee is authorised to obtain independent professional advice if it considers this necessary.

## Duties

The specific duties of the Standards and Achievement Committee shall be to:

### Review-

1. the curriculum offer and ensure it is relevant and appropriate for all students;
2. any proposals from the HT for changes to the curriculum and to consider the implications for staffing;
3. all Improvement Plans;
4. the policy and provision for collective worship and religious education and make recommendations to the board;
5. the policy on charging for curriculum activities and make recommendations to the board;
6. the policy and provision for Sex and Relationship Education and make recommendations to the board;
7. ensure effective admissions and appeal processes are followed and adhered to

### Monitor-

1. students' attainment and quality of learning;
2. the impact of the School Improvement Plans;
3. the lawful use of exclusion and review of the HT's decision to exclude
4. school use of admission and attendance registers
5. the progress and attainment of all pupils including specific vulnerable groups
6. ensure the National Curriculum is delivered to a high standard.

### Advise-

1. the board of Triumph Trust on their curriculum statutory obligations;
2. the board on the discharge of the above duties.

**The purpose of the Strategic Standards and Achievement Committee** is to ensure the highest possible standards and quality of educational provision. To ensure the LGB committee monitor:

- a. The impact of the curriculum on standards
- b. Standards achieved
- c. Resources to ensure the highest quality of provision

These Terms of Reference were discussed and approved by the Board of Triumph Trust on 03.12.18.



## TERMS OF REFERENCE

### Triumph MAT Committee of Finance and Audit

#### Constitution

Triumph Trust (“the Board of Directors”) has resolved to establish a Finance and Audit Committee in accordance with the provisions of Article 6 of the Articles of Association to advise the Board of Directors on matters relating to the Trusts’ audit arrangements and systems of internal control. This Committee shall operate in accordance with any requirements of the Education and Skills Funding Agency and any other national funding bodies. It is responsible to the Board of Triumph Trust.

#### Authority

The Committee is authorised by the Board of Triumph Trust to:-

1. investigate any activity within its terms of reference.
2. seek any information it requires from the internal audit service, the financial statements auditor, Governors, Committees and school employees, plus relevant information from subcontractors and other third parties.
3. obtain external professional advice.

NB. The Board of Triumph Trust must not add to these terms of reference responsibilities that require the Audit Committee to adopt an executive role, or its members to offer professional advice to the Board of Triumph Trust. The Audit Committee should seek formal professional opinions from the internal audit service, financial statements auditor or other professional advisers to the Board of Triumph Trust. Advice should only be given in Committee members' capacity as Directors and co-optees and only within their terms of reference.

#### Membership and quorum

The Board of Triumph Trust may co-opt persons to the Committee who are not Directors. The Committee shall consist of a minimum of 3 and a maximum of 6 members (of whom at least two shall be Directors and at least one of whom shall have the relevant skills and expertise). The Chair of the Board of Triumph Trust, the Principal/HT, Staff Governor shall not be eligible for membership. The Committee may include employees of the Academy (other than senior post holders and those with

executive responsibilities in the Academy at senior level). 50% of members, rounded up represent a quorum, provided that there are a majority of Board of Triumph Trust members present.

### **Chairmanship**

The Chair of the Committee shall be appointed by the Board of Triumph Trust and will normally be a Director to allow effective feedback to the Board of Triumph Trust. If the Chair is absent from a meeting, the committee members shall choose one of their number to act as Chair for that meeting.

### **Meetings**

4. the Committee shall meet as necessary but normally at least once per term.
5. the Chair or any two members may call a meeting.
6. the meetings shall be timely with the work of the Academy's internal audit service and the financial statements auditor.
7. non-members may be invited to attend meetings.
8. other Board of Triumph Trust members shall not have the right to attend meetings
9. the Clerk to the Committee will keep appropriate records of the proceedings.
10. the minutes of Committee meetings shall be circulated to all Board of Triumph Trust members.

### **Duties**

In addition to agreeing the budget for all schools within the Trust, the duties of the Committee shall include:-

#### **1. Monitoring:**

1. Responsibility for monitoring the adequacy and effectiveness of the Academy's systems of internal control (including review of the statement of internal control) and its arrangements for risk management, control and governance processes and for securing economy, efficiency and effectiveness (value for money).
2. Monitoring, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports and the financial statements auditor's management letter.
3. Monitoring the Academy's risk management plan and advising the Board of Triumph Trust on its adequacy and effectiveness

#### **2. Auditing**

1. Advising the Board of Triumph Trust on the appointment, re-appointment, dismissal and remuneration of the financial statements auditor and the internal audit service.
2. Advising the Board of Triumph Trust on the scope and objectives of the work of the internal audit service and the financial statements auditor.
3. Ensuring effective co-ordination between the internal audit service and the financial statements auditor

4. Considering and advising the Board of Triumph Trust on the audit strategy and annual internal audit plans for the internal audit service.
5. Advising the Board of Triumph Trust on internal audit assignment reports and annual reports and on control issues included in the management letters of the financial statements auditor, and management's responses to these.
6. Establishing, in conjunction with Academy management, relevant annual performance measures and indicators and monitoring the effectiveness of the internal audit service and financial statements auditor through these measures and indicators and deciding, based on this review, whether a competition for price and quality of the audit service is appropriate.

### **3. Policy and Strategy**

1. Considering and advising the Board of Triumph Trust on relevant reports by the National Audit Office, the Education and Skills Funding Agency (including those from the local provider financial assurance teams) and other funding bodies and, where appropriate, management's response to these.
2. Determining dismissal payments / early retirement
3. Agree the central spend / top slice
4. Develop trust wide procurement strategies and efficiency savings programme

### **4. Reporting**

1. Producing an annual report for the Board of Triumph Trust and accounting officer which should include the Committee's advice on the effectiveness of the Academy's risk management, control and governance processes and any significant matters arising from the work of the internal audit service and the financial statements auditor.
2. Monitoring and advising the Board of Triumph Trust on any alleged fraud and irregularity in the Academy's financial and other control systems and ensuring that all allegations of fraud and irregularity are properly followed up.
3. Being informed of all additional services undertaken by the internal audit service and the financial statements auditors.
4. Recommending the annual financial statements to the Board of Triumph Trust for approval.

These Terms of Reference were discussed and approved by the Members and Directors of Triumph Trust in December 2020





## LOCAL GOVERNING BOARD - TERMS OF REFERENCE

### Strategic role

The Local Governing Board (LGB) shall be responsible for ensuring clarity of vision, ethos and strategic direction; holding executive leaders to account for the educational performance of the school and its pupils, and the performance management of staff; and overseeing the financial performance of the school and making sure its money is well spent.

### Constitution

The LGB is responsible for ensuring that appropriate board and committee structures are in place that reflect the scale and structure of the school and ensure sufficient and robust oversight of key priorities. The agreed constitution of the LGB is:

1 x Headteacher Governor or in the case of Courthouse Green the CEO

1 x Staff Governor

3 x Parent Governor

6 x Co-opted Governor (may include a Director)

Total 11

**The CEO is also an Observer on Alderman' s Green**

### Membership, meetings and quorum

The constitution, membership and proceedings of any subcommittee shall be determined by the LGB but having regard to any views of the Directors. Subject to the Trust's Scheme of Delegation, the LGB has established 2 subcommittees; the chairs of which are elected annually at the full LGB meeting in

September and the Terms of Reference are agreed. Meetings are deemed quorate providing 50% of the governors are in attendance, governors are selected to join a subcommittee in line with their skills, experience and expertise.

1. Personal Development and Welfare (Courthouse Green Governors)
2. Standards and Outcomes (Courthouse Green and Alderman's Green)
3. HR and Finance (Alderman's Green Governors)

### **Policies**

The LGB will adopt and comply with all policies of the Directors of Triumph Trust communicated to the LGB; where appropriate the LGB will be consulted in the development and review of such policies as per the scheme of delegation.

In the event of Remedial Measures being requested by the Secretary of State the LGB shall work closely with and shall promptly implement any advice or recommendations made by the Directors and the Directors expressly reserve the right to review or remove any power or responsibility conferred on the relevant LGB under this Scheme of Delegation in such circumstances.

### **Duties and reports**

In line with any actions following an OFSTED inspection/ external review or national data (Raise online, Data Dashboard) outcomes, create an action plan to improve pupils outcomes and report termly to the Strategic Standards committee regarding impact and progress against the plan.

1. Reviewing and monitor progress against the school's improvement plan
2. Set targets for attainment and progress
3. Financial accountability; making sure that the budget is on track and money is spent well
4. Reviewing and monitoring the impact of the curriculum
5. Holding the academy's Headteacher and leadership team to account

These Terms of Reference were discussed and approved by the Directors of Triumph Trust in May 2021.



## LGB TERMS OF REFERENCE - Standards and Outcomes Committee (Courthouse Green and Alderman's Green)

### Strategic role

The Standards Committee of the Local Governing Board (LGB) shall be responsible for ensuring the educational performance and outcomes in relation to attainment and progress of the pupils.

### Constitution

The Standards Committee is responsible for ensuring that the appropriate committee structure is in place to ensure sufficient and robust oversight of its key priorities. The agreed constitution of this committee is a minimum of three governors supported by senior leaders of the school.

### Membership, meetings and quorum

The constitution, membership and proceedings of this subcommittee is determined by the LGB having regard to any views of the Directors. Subject to the Trust's Scheme of Delegation this subcommittee will be chaired by an annually elected chair in line with these agreed Terms of Reference. Meetings are deemed quorate providing 50% of the governors are in attendance; governors are selected to join this subcommittee inline with their skills, experience and expertise.

### Duties and reports

In line with the school improvement plan and any actions following an OFSTED inspection or external review or national data outcomes, create an action plan to improve pupils outcomes and report termly to the Strategic Standards committee regarding impact and progress against the plan.

### Delegated powers

To act on behalf of the LGB to ensure:

*Strategic*

1. effective systems are in place to track assessment
2. data analysis reflects attainment and progress and this is tracked and evaluated termly by LGB
3. reviewing the school's performance and challenge outcomes using RAISEonline, the Inspection Dashboard
4. evaluate the effectiveness and impact of intervention strategies and funding (Pupil Premium and Looked After Children)
5. the school's compliance with the National Curriculum and legal requirements
6. compliance with the SEND Code of Practice ensuring the needs of SEND pupils are effectively met
7. recruiting highly effective leaders and teachers to secure high standards and progress and ensure an effective succession plan is in place
8. holding all staff to account through the effective implementation of the performance management policy and if necessary considering appeals against it.

#### *Monitoring*

1. quality of teaching and its impact on achievement of targets for pupil attainment

In addition for Alderman's Green

1. relation to behaviour and exclusion in and around school and attendance
2. approving the discipline policy of the use of exclusion deciding to confirm permanent or fixed term exclusions
3. understanding the impact of intervention strategies used to support pupils personal development & welfare
4. promotion of well-being, community cohesion, British Values and the Prevent agenda.
5. Implementing the school's policies on religious education and collective worship, moral social and cultural awareness, sex education, health, discipline and behaviour, equal opportunities, disability, gender and race equality in line with the accessibility plan.
6. ensuring compliance with Child Protection and safeguarding and Looked after Children policies and procedures.
7. considering the exclusion of an individual pupil from the school (Pupil Discipline Committee – 3 governors).
8. the content of the school prospectus and ensuring the school's website is compliant
9. issues relating to admissions, the school day

These Terms of Reference were discussed and approved by the Directors of Triumph Trust in May 2021



## **COURTHOUSE GREEN'S LGB TERMS OF REFERENCE - Personal Development and Welfare Committee**

### **Strategic role**

The Personal Development and Welfare Committee of Courthouse Green's Local Governing Board (LGB) shall be responsible for ensuring the educational performance and outcomes in relation to attendance, behaviour, safeguarding, the Personal Social Health Citizenship Education (PSHCE) and Health and Safety Education (HSE) of the school and its pupils.

### **Constitution**

The Personal Development and Welfare Committee is responsible for ensuring that the appropriate committee structures is in place to ensure sufficient and robust oversight of its key priorities. The agreed constitution of this committee is a minimum of three governors supported by senior leaders of the school.

### **Membership, meetings and quorum**

The constitution, membership and proceedings of this subcommittee is determined by the LGB having regard to any views of the Directors. Subject to the Trust's Scheme of Delegation this subcommittee will be chaired by an annually elected chair in line with these agreed Terms of Reference. Meetings are deemed quorate providing 50% of the governors are in attendance; governors are selected to join this subcommittee in line with their skills, experience and expertise.

## **Duties and reports**

In line with the school improvement plan and any actions following an OFSTED inspection or external review or national data outcomes, create an action plan to improve pupils personal development and welfare and report termly to the Strategic Standards committee regarding impact and progress against the plan.

## **Delegated responsibilities in line with the Scheme of Delegation of Triumph Trust**

To act on behalf of the LGB in:

10. relation to behaviour and exclusion in and around school and attendance
11. approving the discipline policy of the use of exclusion deciding to confirm permanent or fixed term exclusions
12. understanding the impact of intervention strategies used to support pupils personal development & welfare
13. promotion of well-being, community cohesion, British Values and the Prevent agenda.
14. Implementing the school's policies on religious education and collective worship, moral social and cultural awareness, sex education, health, discipline and behaviour, equal opportunities, disability, gender and race equality in line with the accessibility plan.
15. ensuring compliance with Child Protection and safeguarding and Looked after Children policies and procedures.
16. considering the exclusion of an individual pupil from the school (Pupil Discipline Committee – 3 governors).
17. the content of the school prospectus and ensuring the school's website is compliant
18. issues relating to admissions, the school day
19. a statement of priorities for the maintenance and development of the premises
20. following advice received on health and safety including advice from the Health and Safety Executive
21. understanding the impact of specific sports funding to improve pupils health and wellbeing

These Terms of Reference were discussed and approved by the Directors of Triumph Trust in May 2021.



## LGB TERMS OF REFERENCE – HR and Finance Committee (Alderman's Green)

### **Strategic role**

The HR and Finance Committee of Alderman's Green's Local Governing Board (LGB) shall be responsible for the local oversight of Finance, local HR, Health and Safety and expenditure of impact of Sports Premium and Pupil Premium.

### **Constitution**

The HR and Finance Committee is responsible for ensuring that the appropriate committee structure is in place to ensure sufficient and robust oversight of its key priorities. The agreed constitution of this committee is a minimum of three governors supported by senior leaders of the school

### **Membership, meetings and quorum**

The constitution, membership and proceedings of this subcommittee is determined by the LGB having regard to any views of the Directors. Subject to the Trust's Scheme of Delegation this subcommittee will be chaired by an annually elected chair in line with these agreed Terms of Reference. Meetings are deemed quorate providing 50% of the governors are in attendance; governors are selected to join this subcommittee inline with their skills, experience and expertise.

### **Duties and reports**

In line with the school improvement plan and any actions following an OFSTED inspection or external review (including the EFSA) create an action plan to improve HR and Finance processes and outcomes (including Health and Safety, Sports Premium and Pupil Premium) and report termly to the Strategic Finance and Audit Committee and Strategic Standards committee regarding impact and progress against the plan.

## **Delegated powers**

To act on behalf of the LGB to ensure:

### *Strategic*

1. effective systems are in place to monitor expenditure.
2. To approve the mid year adjustments (virements) each financial yr to reflect agreed limits in the Finance Policy.
3. To monitor monthly expenditure, ensure robustness, value for money and evaluate expenditure using benchmarking information
4. To monitor quarterly expenditure
5. To enter into contracts/expenditure up to £5K to £15K
6. Monitor expenditure and impact of Sports Premium and Pupil Premium
7. Receive a staffing update and oversee staffing structure (non leadership)
8. Buildings insurance and personal liability
9. Maintaining buildings with a properly funded maintenance plan
10. Academy-level policies & guidelines (cannot contradict Trust policies)

These Terms of Reference were discussed and approved by the Directors of Triumph Trust in May 2021.