



TERMS OF REFERENCE FOR COMMITTEES

Version history

Last full review approved by RHT Board on	15 th July 2024
Next review due	July 2025

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TERMS OF REFERENCE

Richard Huish Trust

Finance & General Purposes Committee

1. Purpose

The purpose of the Finance & General Purposes Committee is to consider and advise the Board of Directors on all aspects of the Trust's finances, financial policies, controls and strategy in accordance with the Articles of Association, Academy Trust Handbook and the Funding Agreement.

2. Aim

To provide robust oversight of the trust's financial affairs, stewardship of assets and use of resources efficiently to maximise outcomes for students.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	By Summer 2025

Chair of committee	Appointed annually by the Trust Board
Vice Chair	Selected annually by the committee from among its members
Clerk	Governance Specialist
Membership	Minimum of three directors, elected annually by the Trust Board.
Quorum	Half of membership (rounded up)
Meetings	At least three times a year

4. Membership

4.1. The Committee shall be appointed by the Richard Huish Trust and shall consist of at least three members (or such other number as the Trust may from time to time determine).

4.2. The Chair and Vice-Chair must be a director of the company and shall be appointed annually (or for a period consistent with their term of office as a director). The Chair shall be appointed by the Board of Directors and the Vice-Chair shall be selected by the Committee from amongst its members.

- 4.3. The Accounting Officer and Chief Financial Officer (CFO), and other members of the Trust Executive Team as necessary, should attend to provide information and participate in discussions.
- 4.4. The Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 4.5. Other Trust directors may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee.
- 4.6. The Chair of the Board should not be Chair of the Committee. The Finance & General Purposes Committee and Audit & Risk Committee are separate, the Chair must not be the same.
- 4.7. The internal auditor and a representative from external audit will have free and confidential access to the chair of the committee.

5. Quorum

Meetings of the Committee shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present. In this case quoracy is two members.

6. Clerk

- 6.1. The Clerk to the Richard Huish Trust shall be Clerk to the Committee.
- 6.2. The Clerk shall be responsible for calling meetings, for issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the Committee and the nominated link executive team member.
- 6.3. The Clerk is responsible for ensuring committee papers are circulated to all members 7 days ahead of the meeting.
- 6.4. If the clerk withdraws from a meeting, or part of a meeting, the Committee shall appoint a person from among the members to act as clerk during this absence.
- 6.5. The clerk (Governance Specialist) shall oversee the maintenance of the committee's annual schedule of business to ensure that relevant agenda items are timed appropriately to enable the committee to function effectively. This will be available to committee members upon request and will be reviewed periodically by the committee.

7. Meetings

- 7.1. The Committee shall meet at least once termly on a cycle consistent with the requirements of the Trust.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest, financial or otherwise.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have a second or casting vote.

8. Duties

Advise the Board of Directors

- 8.1. Consider and advise the Board regarding the annual budget for the Trust and all its academies. The mid-year forecast will be recommended for approval by the Finance & General Purposes Committee to the Board of Directors.
- 8.2. To consider, recommend to the Board for approval, and monitor the Trust's Estates Strategy and Annual Estates Plan.
- 8.3. To consider and monitor capital projects and to advise the Board of Directors on their financial implications.
- 8.4. To consider any proposals relating to the acquisition and disposal of Trust property and make appropriate recommendations to the Board of Directors.
- 8.5. To consider and advise the Board of Directors generally on investments, and taxation issues, and to seek appropriate advice from external sources as necessary.
- 8.6. To recommend the write off unpaid invoices/bad debts of over £5,000 to the Board on a termly basis.
- 8.7. To consider and advise the Board of Directors on the Supplemental Funding Agreements with all the Trust's schools.

Compliance

- 8.8. To ensure that the Trust complies with all conditions that have a financial context where the 'must' is a prerequisite of the Academy Trust Handbook.
- 8.9. To determine on behalf of the Board of Directors appropriate Financial Regulations and procedures to be adopted by each Academy and by the Trust.
- 8.10. To determine a policy for the payment of the expenses of Directors and Governors of the Trust.

Monitoring

- 8.11. To ensure that financial risks delegated by the Audit & Risk Committee for review are being addressed appropriately through internal scrutiny.
- 8.12. To keep the accounts of income and expenditure of each Academy and of the Trust under review, to approve revisions and adjustments and report each term to the Board of Directors on the financial position of each Academy and of the Trust. If there is a material (over 3%) adverse bottom-line variance from the base budget, this will be escalated to the Committee as part of the monthly management accounts procedure.
- 8.13. In the event that a review leads to a reduction in authority (as detailed in the individual schemes of delegated authority for each academy), this committee will need to approve, in advance, all budget changes exceeding £25,000 for small schools (less than 240 pupils) and £50,000 for larger schools (with 240 pupils or more) shall require prior approval from this Committee and the Board of Directors.

- 8.14. To deal with such other financial or general matters as may from time to time be referred to the Committee for consideration or approval.
- 8.15. To monitor compliance with health and safety regulations in line with the operation of the trust’s Health & Safety Policy. To receive from each academy, on an annual basis, a report on compliance with the Trust Health & Safety Policy.
- 8.16. To produce an annual report of the committee’s activities and impact each year to inform the Trusts’ annual report.

9. Reporting responsibilities

- 9.1 To make recommendations to the trust board regularly on how to proceed with regard to its key areas of responsibility.
- 9.2 Provide an annual report of the committee’s conclusions to advise the board of directors and members.
- 9.3 To provide minutes of all finance & general purposes committee meetings for review at board meetings.

10. Delegated authority

The Finance & General Purposes Committee has the delegated authority to:

- approve delegated policies/key documents;
- consider and approve any contractual or other agreements in line with the trust’s Financial Regulations;
- where a Local Governing Body, through their Scheme of Delegated Authority is, through the Headteacher/Principal, responsible for the financial performance of their Academy any movements between budget lines is a matter for the academy save for where the impact of that movement has a material adverse impact on the financial performance of that school. Academies are expected to compile their budgets accurately and ‘in good faith’. The Committee, should it feel that this is not the case, will intervene through a review of the Scheme of Delegated Authority.

Policy/key document approvals

Delegated to the F&GP Committee for final approval	Monitored by the F&GP Committee and recommended to the Trust for approval
<ul style="list-style-type: none"> - Buildings insurance and personal liability insurance with Risk Protection Arrangements (RPA) - Charging & Remissions Policy - Estates strategy/plan 	<ul style="list-style-type: none"> - Carbon Reduction Strategy - Expenses approach for Governors and Directors (forms part of the Code of Conduct overseen by Governance & People Committee) - Financial Regulations - Health & Safety Policy - Investment Policy - Minibus Policy - Reserves Policy - Terms of reference for F&GP committee



TERMS OF REFERENCE

Richard Huish Trust

Audit & Risk Committee

1. Purpose

The purpose of the Audit & Risk Committee is to advise and report regularly to the Board of Directors on the adequacy and effectiveness of the trust's risk management and internal control framework.

2. Aim

To oversee systems for internal scrutiny that are effective and compliant. To encourage a culture within the trust whereby each individual feels that they have a part to play in guarding the probity of the trust and is able to take any concerns or worries to an appropriate member of the management team, or in exceptional circumstances, directly to the board of directors.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	By summer 2025

Chair of committee	Appointed annually by the Trust Board.
Vice Chair	Selected annually by the committee from among its members
Clerk	Governance Specialist
Membership	Minimum of three directors, elected annually by the Trust Board.
Quorum	Half of membership (rounded up)
Meetings	At least three times a year

4. Membership

4.1. The Committee shall be appointed by the Richard Huish Trust and shall consist of at least three members (or such other number as the Trust may from time to time determine).

4.2. The Chair and Vice-Chair must be a director of the company and shall be appointed annually (or for a period consistent with their term of office as a director). The Chair shall be appointed by the Board of Directors and the Vice-Chair shall be selected by the Committee from amongst its members.

- 4.3. Employees of the Trust should not be committee members, but members of the Trust Executive Team, should attend to provide information and participate in discussions.
- 4.4. The Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 4.5. Other Trust directors may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee.
- 4.6. Employees of the trust should not be audit & risk committee members, but the accounting officer [CEO] and chief financial officer should attend to provide information and participate in discussions (ATH 2024, 3.9).
- 4.7. The chair of trustees should not be chair of the audit & risk committee. Where the finance committee and audit and risk committee are separate, the chair should not be the same (ATH 2024, 3.10).
- 4.8. Where the audit & risk committee is combined with another committee, employees should not participate as members when audit matters are discussed (ATH 2024, 3.11).
- 4.9. At least one (non-executive) member of the audit & risk committee should have recent or relevant accountancy, or audit assurance, experience.
- 4.10. To ensure there are arrangements in place for the induction of new committee members and training for serving committee members.
- 4.11. The internal auditor and a representative from external audit will have free and confidential access to the chair of the committee.

5. Quorum

- 5.1 Meetings of the Committee shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present. In this case quoracy is two members.

6. Clerk

- 6.1. The Clerk to the Richard Huish Trust shall be Clerk to the Committee.
- 6.2. The Clerk shall be responsible for calling meetings, for issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the Committee and the nominated link executive team member.
- 6.3. The Clerk is responsible for ensuring committee papers are circulated to all members 7 days ahead of the meeting.
- 6.4. If the clerk withdraws from a meeting, or part of a meeting, the Committee shall appoint a person from among the members to act as clerk during this absence.
- 6.5. The clerk (Governance Specialist) shall oversee the maintenance of the committee's annual schedule of business to ensure that relevant agenda items are timed appropriately to enable the committee to function effectively. This will be available to committee members upon request and will be reviewed periodically by the committee.

7. Meetings

- 7.1. The Committee shall meet on a cycle consistent with the requirements of the Trust.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest, financial or otherwise.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have a second or casting vote.

8. Duties

Internal control

8.1 To advise the board regarding financial and non-financial controls and management of risks, governance processes, and value for money. This includes the financial and non-financial controls and risks at constituent academies.

8.2 To review the Gifts and Hospitality Register on an annual basis.

Audit

8.3 To advise the Board of Directors on the effectiveness and resources of the internal/external auditors or scrutineers to provide a basis for their appointment, reappointment, dismissal, retendering and remuneration. Considerations may include:

- the scrutineer's sector expertise;
- their understanding of the trust and its activities;
- whether the audit process allows issues to be raised on a timely basis at the appropriate level;
- the quality of scrutineer comments and recommendations in relation to key areas;
- where relevant the personal authority, knowledge and integrity of audit partners and their staff to interact effectively with, and robustly challenge, the trust's executive team;
- the scrutineer's use of technology.

8.4 To consider, oversee and advise the Board of Directors on the audit strategy, the programme of internal and external audit work and the scope and objectives of the work of the auditors, ensuring that there is co-ordination between internal scrutiny and external audit and any other review bodies that are relevant.

8.5 To agree a programme of work annually to deliver internal scrutiny that provides coverage across the year and agree who will perform the work. (ATH 2024 3.12)

8.6 To consider reports at each meeting from those carrying out the programme of work and consider progress in addressing recommendations (ATH 2024 3.12)

8.7 To consider outputs from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations.

8.8 To have access to the external auditor, as well as their internal scrutineers (ATH 2024 3.12).

8.9 To deal with such other audit matters as may from time to time be referred to the Committee for consideration or approval.

8.10 For the external and internal audit leads to have free confidential access to the committee chair.

Risk

8.11 To ensure that risks are being addressed appropriately through internal scrutiny by overseeing the review of the trust's risk register at least termly.

8.12 To receive reports and maintain an overview of strategic risks (financial and non-financial) allocated to other committees for review and monitoring.

8.13 To review the ratings and responses on the risk register to inform the programme of work (ATH 2024 3.12), ensuring checks are modified as appropriate each year, and periodically consider major aspects of risk (e.g. government policy or impact of growth).

8.14 To review insurance arrangements annually, ensuring that the sums insured are commensurate with the risks facing the Trust.

Compliance

8.15 To ensure information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the trust and (for trusts with multiple academies) by constituent academies, is accurate and in compliance with funding criteria.

8.16 To ensure that the Trust complies with the Academy Trust Handbook (ATH) and to maintain a focus on progress monitoring the Top 10 Musts from the Handbook.

8.17 To ensure that all allegations of fraud and irregularity are properly investigated and reported to the ESFA if necessary, considering any financial or reputational risk that may result.

9. Reporting Responsibilities

9.1 To make recommendations to the trust board regularly on how to proceed with regard to its key areas of responsibility.

9.2 To recommend to the Board of Directors for approval the annual financial statements for the Trust, Including Value for Money Statement, giving three examples of where Value for Money has been achieved.

9.3 Provide an annual summary report provided by the internal scrutineer and areas reviewed by internal Scrutiny covering key findings, recommendations and conclusions.

9.4 Provide an annual report of the committee's conclusions to advise the board of directors and members.

9.5 To provide minutes of all audit and risk committee meetings for review at board meetings.

10. Delegated authority

10.1 The committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the board.

10.2 The committee is authorised to:

- request any information it requires from any employee, external audit, internal scrutiny, or other assurance provider;
- obtain legal or independent professional advice it considers necessary, normally in consultation with the accounting officer/CFO and/or the trust board.

10.3 The committee has the delegated authority to approve delegated policies/key documents.

Policy/Key Documents Approval

Delegated to the Audit & Risk Committee for final approval	Monitored by the Audit & Risk Committee and recommended to the Trust for approval
<ul style="list-style-type: none">- Critical Incident and Business Continuity Plan- Gifts & Hospitality Register	<ul style="list-style-type: none">- Anti-Fraud Policy- Anti-Bribery and Corruption Policy- Cyber Security Plan/Strategy- Data Protection and Freedom of Information Policy- Risk Management Policy- Terms of reference for A&R committee



TERMS OF REFERENCE

Richard Huish Trust

Governance & People Committee

1. Purpose

The purpose of the Governance & People Committee is to advise the Trust Board on arrangements for ensuring effective governance and the strategic perspective of people and performance related activities.

2. Aim

To obtain and give assurance to the trust board that the trust has appropriate and effective strategies, plans and standards in place relating to governance, people and their performance to enable the trust to meet its strategic ambitions and objectives.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	By Summer 2025

Chair of committee	Appointed annually by the Trust Board
Vice Chair	Selected annually by the committee from among its members
Clerk	Governance Specialist
Membership	Minimum of three directors, elected annually by the Trust Board
Quorum	Half of membership (rounded up)
Meetings	At least three times a year

4. Membership

- 4.1. The Committee shall be appointed by the Richard Huish Trust and shall consist of at least three members (or such other number as the Trust may from time to time determine).
- 4.2. The Chair must be a director of the company and shall be appointed annually by the Board of Directors and the Vice-Chair shall be selected annually by the Committee from amongst its members.
- 4.3. Employees of the Trust should not be committee members, but members of the Trust Executive Team should attend to provide information and participate in discussions.
- 4.4. The Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 4.5. Other Trust directors may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee.

5. Quorum

Meetings of the Committee shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present. In this case quoracy is two members.

6. Clerk

- 6.1. The Clerk to the Richard Huish Trust shall be Clerk to the Committee.
- 6.2. The Clerk shall be responsible for calling meetings, for issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the Committee and the nominated link executive team member.
- 6.3. The Clerk is responsible for ensuring committee papers are circulated to all members 7 days ahead of the meeting.
- 6.4. If the clerk withdraws from a meeting, or part of a meeting, the Committee shall appoint a person from among the members to act as clerk during this absence.
- 6.5. The clerk (Governance Specialist) shall oversee the maintenance of the committee's annual schedule of business to ensure that relevant agenda items are timed appropriately to enable the committee to function effectively. This will be available to committee members upon request and will be reviewed periodically by the committee.

7. Meetings

- 7.1. The Committee shall meet at least once termly on a cycle consistent with the requirements of the Trust.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest, financial or otherwise.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have a second or casting vote.

8. Duties

Strategy

- 8.1. To agree and monitor the implementation of the 'People Strategy'.
- 8.2. Consider and identify risk factors that may affect the Trust and report emerging, changing or concerning strategic level risks to the Audit & Risk Committee. Take direction from the Audit & Risk Committee about considering risks that fall within the remit of the committee.
- 8.3. To receive an overview of metrics pertaining to the performance of people at the trust to enable strategic oversight.
- 8.4. To produce an annual report of the committee's activities and impact each year to inform the Trusts' annual report.

Pay and conditions

- 8.5. To advise the trust board on the pay and conditions for all staff across the Trust.
- 8.6. Have an overview of the staffing of the Trust within approved estimates of expenditures, including current and projected staffing needs and recruitment policy.

8.7. To review the profile of staff salaries against external benchmarks and report accordingly to the trust board.

Compliance

8.8. Monitor and review the requirements of the Department for Education (DfE) Academy Governance Guide.

8.9. Review and make recommendations to the Trust Board in respect of governance and people provision within the:

- Articles of Association (AoA);
- Scheme of Delegated Authority (SoDA);
- Related items in the Top Ten Musts in the Academy Trust Handbook (ATH).

8.10. To approve and monitor the implementation of governance and people related policies and procedures.

8.11. To monitor the implementation of employment legislation.

Governance

8.12. Based on the outcome of compliance review activities, review and make recommendations to the Trust Board in respect of the operation of governance for the Trust and local governing boards (LGBs).

8.13. Ensure there are effective and impactful procedures for induction, training and ongoing development of Trust Board members and LGB governors.

8.14. Input into the Board's Code of Conduct.

8.15. Oversee the development of the Trust's cycle of business.

8.16. To annually review the Committee's membership, terms of reference, operation and effectiveness.

8.17. The Committee is responsible for such matters relating to membership and appointments across the Trust as the Trust Board may remit to the Committee:

- reviewing and approving appointments to LGBs;
- a written procedure for the appointment and re-appointment of Board members;
- monitoring and developing succession planning in respect of membership of the Trust Board;
- the composition and balance of the Trust Board, its committees and LGBs using a skills audit.

8.18. Oversee the board's self-assessment process, recommending actions to the trust board and/or other committees.

9. Reporting responsibilities

9.1 To make recommendations to the trust board regularly on how to proceed with regard to its key areas of responsibility.

9.2 Provide an annual report of the committee's conclusions to advise the board of directors and members.

9.3 To provide minutes of all governance and people committee meetings for review at board meetings.

10. Delegated authority

10.1 The committee has the delegated authority to approve:

- the appointment of new governors to LGBs;
- delegated policies/key documents;
- training and development opportunities and cycle of engagement at local and trust level.

Policy/key document approvals

Delegated to the committee for final approval
<ul style="list-style-type: none">• Director and Member appointment and induction procedure• Governor Appointment Procedure• Policy Schedule • Allegations of Abuse against Staff Policy• Capability Policy and Procedure• Disciplinary Procedure (Staff)• Equal Opportunities in Employment Policy• Equality & Diversity Policy• Expenses Policy• Gifts and Hospitality Policy for all Trust Staff• Handling of DBS Certificate Information Policy• Redundancy Policy & Procedure• Staff Disciplinary Policy and Procedure• Stress Management Policy• Teacher Appraisal Policy (Schools)

Monitored by the committee and recommended to the Trust for approval
<ul style="list-style-type: none">• Absence Policy• Code of Conduct for Trust Board and LGBs – including Expenses Policy• Conflicts of Interest Policy• Equality Objectives statement• Gender Pay Gap Report• Grievance Procedure• Pay Policy• Recruitment of Ex-Offender Policy• Safer Recruitment Policy and Procedure• Scheme of Delegated Authority (SoDA)• Staff Code of Conduct• Standing Orders of the Trust Board• Terms of Reference - Governor Exclusion Panel• Terms of Reference – Governance & People Committee• Terms of Reference – Local Governing Board• Whistleblowing Policy



TERMS OF REFERENCE

Richard Huish Trust

Academic Performance & Quality Committee

1. Purpose

The purpose of the Academic Performance & Quality Committee is to assure and advise the Trust Board on the strategic perspective of the continuous improvement of the quality of education.

2. Aim

To obtain and give assurance to the trust board that the trust has appropriate and effective strategies and plans relating to academic performance and quality so as to enable the trust to meet its strategic ambitions and objectives.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	Summer 2025

Chair of committee	Appointed annually by the Trust Board
Vice Chair	Selected annually by the committee from among its members
Clerk	Governance Specialist
Membership	Minimum of three directors, elected annually by the Trust Board
Quorum	Half of membership (rounded up)
Meetings	At least twice a year

4. Membership

- 4.1. The Committee shall be appointed by the Richard Huish Trust and shall consist of at least three members (or such other number as the Trust may from time to time determine).
- 4.2. The Chair and Vice-Chair must be a director of the company and shall be appointed annually (or for a period consistent with their term of office as a director). The Chair shall be appointed by the Board of Directors and the Vice-Chair shall be selected by the Committee from amongst its members.
- 4.3. Employees of the Trust should not be committee members, but members of the Trust Executive Team should attend to provide information and participate in discussions.
- 4.4. The Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.

- 4.5. Other Trust directors may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee.
- 4.6. To ensure there are arrangements in place for the induction of new committee members and training for serving committee members.

5. Quorum

Meetings of the Committee shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present. In this case quoracy is two members.

6. Clerk

- 6.1. The Clerk to the Richard Huish Trust shall be Clerk to the Committee.
- 6.2. The Clerk shall be responsible for calling meetings, for issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the Committee and the nominated link executive team member.
- 6.3. The Clerk is responsible for ensuring committee papers are circulated to all members 7 days ahead of the meeting.
- 6.4. If the clerk withdraws from a meeting, or part of a meeting, the Committee shall appoint a person from among the members to act as clerk during this absence.
- 6.5. The clerk (Governance Specialist) shall oversee the maintenance of the committee's annual schedule of business to ensure that relevant agenda items are timed appropriately to enable the committee to function effectively. This will be available to committee members upon request and will be reviewed periodically by the committee.

7. Meetings

- 7.1. The Committee shall meet on a cycle consistent with the requirements of the Trust.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest, financial or otherwise.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have a second or casting vote.

8. Duties

- 8.1. Through meetings and discussion with the Academy Head Teachers, the RHT Executive Team, and Local Governing Body (LGB) Chairs and Vice Chairs work to ensure there is continual improvements in the Quality of Education being delivered in all of the Trust's Academies.
- 8.2. Alongside any discussion at the RHT Board, review the educational outcomes for all groups of students and the overall performance of Academies against quantitative and qualitative benchmarks, including performance in any external examinations or assessments, and the broader education offered in the Academies.

- 8.3. Review both the Academy Improvement Priorities, as identified by the Head Teacher and the related Quality Improvement Plans to ensure they are fit for purpose and will deliver improvements. Review also the risks related to delivering these priorities.
- 8.4. Through discussions and mid-year review meetings work with LGB Chairs and Vice Chairs to monitor the progress and implementation of each Academies Quality Improvement Plan.
- 8.5. Support and challenge the effectiveness of LGBs in driving the continual improvement of educational standards in Academies, and where appropriate or required intervene.
- 8.6. To deal with such other academic matters as may from time to time be referred to the Committee for consideration or approval.

9. Reporting responsibilities

- 9.1 To make recommendations to the trust board regularly on how to proceed with regard to its key areas of responsibility.
- 9.2 Provide an annual report of the committee’s conclusions to advise the board of directors and members.
- 9.3 To provide minutes of all academic performance and quality committee meetings for review at board meetings.

10. Delegated authority

The committee has no delegated authority for decision making on behalf of the board.

Policy/key document approvals

Delegated to the committee for final approval
<ul style="list-style-type: none"> • n/a

Monitored by the committee and recommended to the Trust for approval
<ul style="list-style-type: none"> • Terms of reference – AP&Q Committee



TERMS OF REFERENCE

Richard Huish Trust

Nominations Committee

1. Purpose

The purpose of the Nomination Committee is to ensure there is a formal and rigorous procedure ensuring an effective succession plan for the Trust Board.

2. Aim

To ensure plans are in place 'for the orderly succession to both the board and senior leadership positions'¹ to recommend to the Trust Board.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	Summer 2025

Chair of committee	Selected by the committee from among its members
Vice Chair	Selected by the committee from among its members
Clerk	Governance Specialist
Membership	Minimum of three
Quorum	Half of membership (rounded up)
Meetings	As required

4. Membership

- 4.1. The Committee shall be drawn from the Richard Huish Trust Board as required and shall consist of at least three members.
- 4.2. The Chair and Vice-Chair must be a Director of the Trust and shall be appointed as required from among the committee members, by the committee members.
- 4.3. The Chair of the Trust Board shall not chair the committee when it is dealing with the matter of succession of the chair of the trust board.

¹ UK Corporate Governance Code, Provision 17

- 4.4. The Committee shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 4.5. Other Trust Directors may attend meetings, in an observer capacity, with the prior approval of the Chair of the Committee.
- 4.6. Employees of the Trust should not be committee members, but members of the Trust Executive Team should attend to provide information and participate in discussions.

5. Quorum

Meetings of the Committee shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present i.e. 2 Directors of the Trust.

6. Clerk

- 6.1. The Clerk to the Richard Huish Trust be clerk to the committee.
- 6.2. The clerk shall be responsible for calling meetings, issuing relevant paperwork to support consideration of the nominee(s).

7. Meetings

- 7.1. The committee shall meet as required by the Board to reflect the current need for reviewing the recruitment to the board and ensuring plans for succession are duly considered.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have a second or casting vote.

8. Duties

- 8.1. The main duty of the Committee is to be responsible for identifying and nominating, for the approval of the board, candidates to fill board vacancies when they arise.

Prior to considering candidates the committee shall:

- 8.2. Ensure plans are in place for orderly succession to the board, taking into account the challenges and opportunities facing the Trust, and the skills and expertise needed on the board in the future as identified and advised by the Governance Committee.
- 8.3. If necessary, based on an evaluation of the balance of skills, knowledge, experience and diversity on the board, prepare, or review, a description of the role and capabilities required for a particular appointment and the time commitment expected.
- 8.4. The committee can determine the approach to take in advertising any vacancies including using open advertising or the services of external advisers to facilitate the search.

The committee shall undertake a formal process prior to recommending candidates to the Board, Members or the Diocese (if a foundation appointment) as follows:

- 8.5. Invite expressions of interest from potential candidates.

- 8.6. Perform an initial sifting of candidates and make decisions about whether to proceed with the process or not (if a candidate does meet some or all of the criteria in the role descriptor and/or if they are not able to commit sufficient time to the role and/or if there are any potential significant conflicts of interest).
- 8.7. Perform a formal interview process convened of at least one member of the committee and the CEO (and/or another member of Executive Team as appropriate).
- 8.8. Agree the wording of the recommendation to the board, members or the Diocese (if a foundation appointment) to appoint such candidates as the Committee deems fit.

Following approval (or otherwise) of nominated candidates by the board the committee shall:

- 8.9. Ensure that, on appointment to the board, non-executive directors receive a formal letter of appointment setting out clearly what is expected of them in terms of time commitment, committee service and involvement outside board meetings.
- 8.10. The appointee will be required by the committee to disclose any other business interests that may result in a conflict of interest. These must be authorised by the board prior to appointment and any future business interests that could result in a conflict of interest must not be undertaken without authorisation of the board (and in line with the Trust’s Conflicts of Interests Policy).
- 8.11. Review the any feedback or evaluation from the board relating to performance of the committee in how it is operating to nominate high calibre candidates to the board.

9. Reporting responsibilities

- 9.1. The committee shall make recommendations to the board/members/Diocese concerning suitable candidates as new directors.
- 9.2. The committee shall make recommendations to the board concerning the suitability of appointments of new governors to local boards.

10. Delegated authority

- 10.1. The main function of the committee is to make recommendations to the Board/Members/Diocese regarding the appointment of new directors and to the board regarding local governors.
- 10.2. It has the delegated authority to make decisions about not proceeding with the recommendation to appoint potential directors at an early stage of the process, for example, if the nominee does not meet some or all of the agreed role descriptors, or there are concerns about conflicts of interest.

Policy/key document approvals

Delegated to the committee for final approval
• n/a

Monitored by the committee and recommended to the Trust for approval
• n/a



TERMS OF REFERENCE

Richard Huish Trust

Local Governing Board (LGB)

1. Scope and purpose

The Local Governing Board (LGB) Terms of Reference relates to all academies across the Richard Huish Trust (RHT). The RHT has established an LGB for each academy within the Trust. The purpose of an LGB is to perform the duties and functions of a committee of the RHT Board, overseeing the academy's activities and curriculum within the agreed vision, strategy, values and ethos of Huish.

2. Aim

The general aim of the LGB is to provide the local context, challenge and support to the Senior Leadership Team, ensuring the very best local offer is given within each academy to contribute towards achieving the vision of the Richard Huish Trust.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	Summer 2025

Chair of committee	Appointed annually by the Trust Board
Vice Chair	Appointed annually by the LGB (ratified by the Trust Board)
Clerk	Provided by the Central Trust Team to service the LGB
Membership	Ordinarily no less than 8 and a maximum of 12 (not including student governors)
Quorum	Half of membership (rounded up)
Meetings	Minimum of 3 per year (one per term)

4. Membership

4.1. LGB members are appointed through a variety of means dependent on the appointment type as detailed in the SoDA. The membership shall ordinarily consist of at least eight members and maximum of 12 members (excluding student governors where this is relevant). The membership of the LGB shall be set out in the register maintained by the clerk.

4.2. The Chair must be a member of the LGB but not an employee of the Trust, they shall be appointed annually by the RHT Board of Directors (normally this would be following a recommendation for

appointment by the LGB). The Vice-Chair shall be selected by the LGB from amongst its members (all LGB members are eligible to be Vice-Chair) and the appointment ratified annually by the RHT Board of Directors.

- 4.3. The Chair and Vice Chair of the LGB shall not chair the LGB when it is dealing with the matter of succession of the chair and/or vice chair of the LGB (this would normally fall to the Clerk).
- 4.4. The LGB shall have the power to invite such other persons to attend meetings as may be desirable and necessary.
- 4.5. Trust Directors may attend meetings, having first informed the Chair of their intention to attend. Directors may speak but not vote.
- 4.6. Members of the local Leadership Team should attend to provide information and participate in discussions.

5. Quorum

Meetings of the LGB shall be quorate if 50% or more (rounded up to the nearest whole number) of the membership is present.

6. Clerk

- 6.1. The clerk is appointed as required by the Central Trust Team to service the LGB.
- 6.2. The clerk shall be responsible for calling meetings (with at least seven clear days' notice), issuing agendas and agreeing the inclusion of items to the agenda following consultation with the Chair of the LGB and Headteacher/Principal of the Academy.
- 6.3. If the clerk withdraws from a meeting, or part of a meeting, the LGB shall appoint a person from among the members to act as clerk during this absence.

7. Meetings

- 7.1. The committee shall meet at least three times a year (once per term) or as required by the LGB to reflect the individual needs and interest of the academy.
- 7.2. Members must withdraw from any meeting, or part of a meeting, at which the matter under consideration could give rise to a conflict of interest.
- 7.3. Votes carried out at a meeting shall normally be on a show of hands by the LGB members present and a straightforward majority shall apply.
- 7.4. Where votes cast are equal the Chair of the meeting shall have the casting vote.

8. Duties

The powers and functions delegated by the RHT Board to the LGB are set out in the SoDA and supporting Operational Guidance and include the following:

Support and Challenge

Provide support and challenge to the senior leadership in relation of all aspects of local leadership including and in relation to (where relevant):

- Quality Improvement Plan (QIP);
- monitoring and impact of Pupil Premium;
- external judgements on educational quality;
- evaluation of performance and outcome data;
- organisation of the academy/numbers on roll/enrolled;
- quality of teaching and learning;
- that value for money has been achieved;
- to support in panels relating suspensions, exclusions, complaints, recruitment, academic performance monitoring and other relevant activities as appropriate.

Monitoring and review

Ensure that key data and information is monitored and kept under review as determined primarily by the QIP but also including (as relevant):

- key performance data (e.g. attendance, enrolment, exclusions, suspensions);
- stakeholder surveys;
- safeguarding;
- SEND monitoring;
- website compliance;
- appropriate policies and procedures where they are the responsibility of the academy;
- effective implementation of RHT policies and procedures.

9. Reporting responsibilities

The LGB is obliged to report to directors on a regular basis, this will include:

- regularly updates on QIP progress and challenges (primarily via the Academic Performance & Quality Committee);
- areas of significant risk to the academy (primarily via the Audit & Risk Committee and RHT Board of Directors as required);
- improvement strategies or significant challenges/opportunities (via RHT Board of Directors, as required);
- providing minutes for each recent meeting for the Board of Directors to review at Board meetings;
- to promptly draw to the attention of the Board of Directors any significant concerns relating to the academy.

10. Delegated authority

10.1. The delegated functions of the LGB are provided in detail within the appendices of the SoDA and should be referred to along with the Operational Guidance for LGBs.

10.2. To oversee, review and monitor delegated policies and procedures, with particular reference where there is a compliance expectation with external authorities; these will vary between academies but should include those relating to behaviour, admissions, exclusions, attendance, curriculum, teaching and learning, and sex education. Ensure statutory compliance and high-quality content on the academy's website.



TERMS OF REFERENCE

Richard Huish Trust

Governor Exclusion Review Panel

1. Purpose

The purpose of the Governor Exclusion Review Panel (a sub-committee of the local governing board) is to carry out the Local Governing Board's delegated responsibilities for reviewing all permanent exclusions and suspensions that meet the criteria as detailed in the Department for Education's (DfE's) Suspensions and Permanent Exclusions guidance document. It forms part of the governing body's responsibility in holding senior leaders to account for the lawful use of exclusion.

2. Aim

To ensure that all decisions to exclude a child from one of the trust's schools are lawful, reasonable and procedurally fair.

3. Overview of key information

Date approved	15 th July 2024
Approved by	RHT Trust Board of Directors
Review period	Annual
Next review due	By Summer 2025

Chair of panel	Agreed by the panel when convened
Clerk	Clerk to the governing board
Membership	Three governors
Quorum	Full membership
Meetings	Must be held required within the DfE's published timeframes. Must be held in person unless there are exceptional circumstances (see further guidance below).

4. Membership

4.1. Panels shall be convened in a timely way as required (within 15 school days of the first day of the exclusion or qualifying suspension) in line with the DfE statutory guidance on exclusions and suspensions.

4.2. Panel members must be initially drawn from the local governing board of the excluding school. If there is not sufficient availability or impartiality to convene a full panel from the excluding school the clerk can source governors from across the trust. The clerk must ensure that governors serving on the panel have no prior knowledge of the case or any prior awareness of the family involved.

4.3. At least one governor should have prior experience of serving on a similar panel and all governors involved must have completed relevant training.

4.4. In exceptional circumstances, for example where the independence of the governing board may be questioned by the parent, or there is not an experienced governor available from within the trust, it is permissible for the clerk to seek up to one suitably experienced impartial governor from a governing board external to the trust.

4.5. Staff governors of the excluding school must not be invited to join the panel. Employees of the trust who are serving as governors at the school or other academies can be invited to join the panel as long as they have no prior knowledge of the exclusion, or the family involved.

4.6. Parent governors can be invited to join the panel, but this should be considered carefully on a case-by-case basis to avoid any possible perception of a conflict of interest.

4.7. Other governors or clerks from within the trust may be invited to observe the panel meetings as part of their training and development in preparing to be involved in future panels. All parties must be consulted on this and give their consent to allow this to happen; this must be agreed in good time ahead of the meeting taking place. The observer will be bound by strict confidentiality.

5. Quorum

Meetings of the panel shall be quorate if all (3) of the membership is present.

6. Clerk

6.1. The clerk to the governing board of the school excluding the pupil will normally clerk the panel meeting. If the governing board's clerk is unavailable another clerk from within the trust can clerk the meeting.

6.2. The clerk is responsible for:

- establishing who must be invited to the panel meeting, in line with the DfE statutory guidance, and liaising with them in a timely and professional manner;
- providing procedural guidance to all parties involved in the panel meeting;
- ensuring that the latest DfE statutory guidance is referred to;
- arranging the panel meeting and liaising with all parties to ensure they are clear about the arrangements and who is attending, including making any reasonable adjustments to enable attendance;
- ensuring the impartiality of the panel and that they have no prior knowledge;
- ensuring the school is aware of the dates to circulate their evidence pack, requesting any additional information on behalf of the panel that could be relevant, that written evidence is compliant with data protection (the action for this lies with the school, ie if any redacting of personal information is necessary), preparing any other relevant paperwork (e.g. agenda) and that it is circulated to all parties at least 5 school days ahead of the agreed meeting date;
- taking clear minutes of the panel meeting as a record of what was considered by the panel, including how the decision(s) was reached by the panel;
- ensuring a final version (agreed by the chair) is available to all parties on request within a reasonable timeframe following the meeting;
- facilitating the production of a decision letter by the panel, the wording of which is ideally agreed immediately after the decision is reached and then circulated to all parties, as specified in the DfE's statutory guidance, without delay (normally within 24 hours of the exclusion meeting);
- maintaining clear records of all interactions with the parent(s) about the process of arranging and confirming the meeting, as well ensuring all the evidence made available to the panel during the process is logged and saved, as these may be called on as evidence by any subsequent independent review panel (IRP).

7. Meetings

7.1. Meetings must be held in person at an agreed neutral and private location that is reasonably accessible to all parties (this could be an alternative trust-based location).

7.2. The venue must be sufficient to accommodate all parties with the ability to keep them separate ahead of the meeting commencing.

7.3. The trust does not normally permit the recording of panel meetings by any party but if there are exceptional circumstances this should be judged on a case-by-case basis with the appropriate data protection and consents considered.

7.4. The headteacher is required to attend unless there are exceptional circumstances preventing their attendance. In this case consent must be gained from the other attendees if the acting headteacher is available and prepared to attend on their behalf.

Virtual meetings

7.5. Panel meetings must be held in person, face to face, unless there are exceptional circumstances where holding a virtual meeting can be justified. A panel meeting can only be held virtually if requested by those with parental responsibility (parent/carer) or if there are other exceptional reasons for doing so. The government guidance must be followed when convening panels virtually.

7.6. Hybrid meetings are a variation of the virtual meeting and are permitted in line with the government guidance, e.g. the clerk, panel and experts convene together, and the parents join virtually.

8. Duties

Compliance with the statutory guidance

8.1. In the case of any of the following decisions by the headteacher:

- to exclude permanently;
- where a suspension would result in the pupil being excluded for more than 15 school days in a term or 45 in an academic year;
- the exclusion would result in the loss of an opportunity to take a public examinations;

the panel must legally consider the circumstances of the exclusion by holding a meeting within 15 school days after it has received notice of the exclusion and must invite the parent(s) and establish if the student is attending where relevant in line with the government guidance.

8.2. The governor panel may need consider whether to convene to consider representations if other criteria in the DfE's guidance are met, but this is not always mandatory.

Preparing for the panel meeting

8.3 Once the membership of the panel is confirmed governors must not discuss or divulge any of the information relating to the case with any other person, including other governors who are part of the panel.

8.4 Members of the panel must make time to consider all available evidence prior to the panel meeting and to ask for any additional evidence in advance of the meeting via the clerk.

During the meeting

8.5 The panel must ensure that all representations are heard, and all parties have opportunity to share their views.

8.6 The panel can opt to adjourn at any time during the meeting if needed, ensuring that they do not discuss the case and take care to ensure there is no perception that they have discussed the case, until all representations have been made and they have moved on to the deliberation stage.

8.7 The panel must ask all parties, other than the clerk, to withdraw before they commence deliberations leading to a decision.

8.8 The clerk will ensure that the panel are appraised of a checklist of responsibilities to aid their decision-making.

Voting

8.9 Votes carried out at a meeting shall normally be on a show of hands by the members present and a straightforward majority shall apply.

8.10 The actual votes cast should not be recorded in the minutes, but the action of voting and the decision of the resulting vote must be clearly recorded.

Reconvening following an Independent Review Panel (IRP)

8.11 The panel will reconvene where an IRP recommends or directs that the governing body reconsiders its decision. Such a meeting will be held within the statutory timeframes after the governing body receive notification of the IRP decision.

9. Reporting responsibilities

9.1 The panel must formally report their decision to the parents/carers, school, local authority and any other named stakeholders in accordance with the statutory guidance.

9.2 The panel must report to an IRP as required within the timeframes determined by the IRP.

10. Delegated authority

10.1 Governor exclusion panels have the delegated authority to consider:

- representations from parents in the case of suspensions that do not qualify for consideration of reinstatement;
- the reinstatement of a pupil following their permanent exclusion or qualifying suspension by the headteacher.

10.2 In the case of permanent exclusions and qualifying suspensions, the panel has the delegated authority to:

- decline to reinstate the pupil;
- direct reinstatement of the pupil immediately or on a particular date.