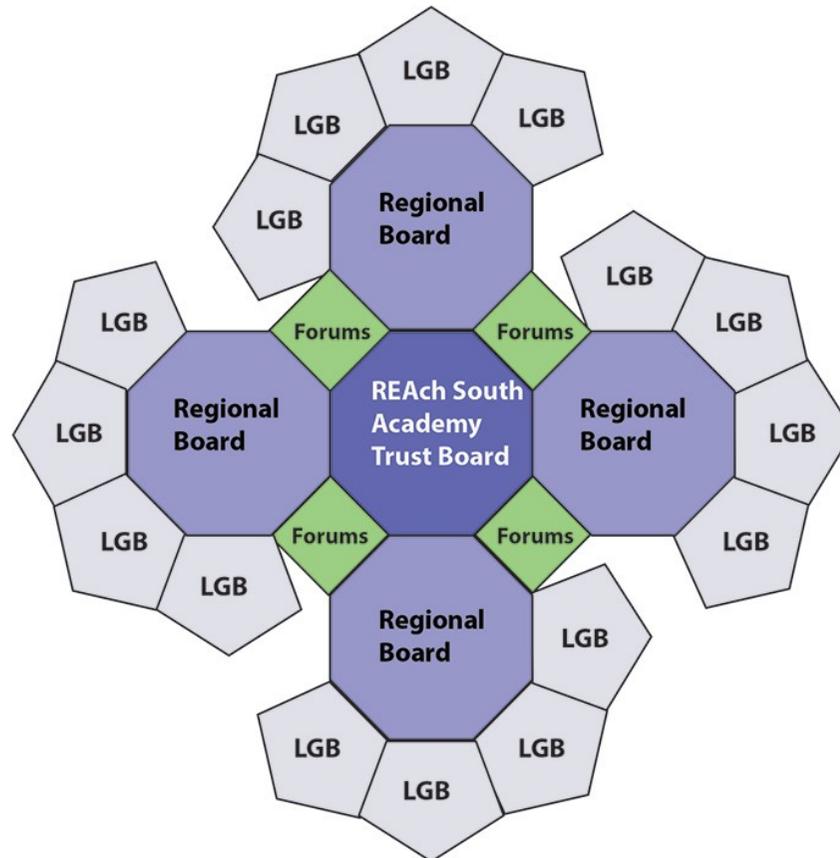


## Reach South Governance Charter

Reach South is a charitable voluntary organisation, which relies on the valuable input of a considerable number of non-executive volunteers, supported by an experienced team of staff. Due to the size of the organisation and the number of schools for which it is responsible the Trust has determined that effective governance should be distributed through the establishment of Regional Boards and Local Governing Bodies (LGBs) with specific terms of reference.



## Principles

1. The Reach South Charter sets out the fundamental principles of the organisation and lays down the rules for its governance. The Charter consists of the principles set out here, the Academy Trust Articles of Association and the detail set out in the Roles and Functions Matrix and Terms of Reference.
2. The governance principles of Reach South recognise the importance of developing relationships with common purpose and they are about developing processes and structures.
3. We will continue to develop our governance arrangements to shape and take account of best practice in the sector. The '21 questions that every Multi-academy Trust should ask itself' (January 2015; see Annex 1), set out by the All Party Parliamentary Group on Education Governance and Leadership, provide a foundation by which we will assess the effectiveness of our governance.
4. Financial governance must, as a foundation, be compliant with the principles and regulations set out in the Academies Financial Handbook. Reach South aims to go beyond this foundation to provide excellence in its governance.
5. Governance is underpinned by a common understanding about who is responsible for providing valuable input to decision making and who has the decision-making responsibility.
6. Effective governance in our large Academy Trust is supported by the following:
  - a. Trust Members – the guardians of the constitution
  - b. Trust Board – the Directors / Trustees
  - c. Trust sub-committees
  - d. Regional Boards and their sub-committees – including the Non-Executives
  - e. Local Governing Bodies – the Local Governors
  - f. The Executive Team - the Chief Executive Officer (the CEO), the Chief Financial Officer (CFO) and the Executive Leaders and their respective teams.
7. The Trust Board has overall responsibility and ultimate decision-making authority for all the work of the Academy Trust, including the establishment and maintenance of the Academies.

8. Regional Boards have three key functions:
  - a. Provide regional overview, scrutiny and challenge of academy education and financial performance;
  - b. Support regional locality forums for academy leaders and governors to shape and influence Academy Trust thinking; and
  - c. Ensure an effective flow of communication between the Local Governing Bodies, Regional Boards and the Trust Board.
9. The governance of each Academy shall be delegated to the relevant Local Governing Body.

### **Vision and Values: *"Aspiration Beyond Expectation"***

The shared vision and values of Reach South and all the Academies underpins the governance arrangements of the Academy Trust.

Reach South fully supports the independence and distinguishing characteristics of each of the Academies. Reach South seeks to provide a level of autonomy proportionate to the success of the Academy, which gives Reach South its distinctiveness.

Recognising the value of collaboration and the advantage of a public association, Reach South will provide a voice on national issues affecting the Academy Trust and our academies, helping to communicate the Academy Trust's needs and concerns to those responsible for the funding and regulation of publicly funded schools.

Reach South has a commitment to supporting the schools within the Reach South family for the benefit of the communities served by the schools. Reach South expects academies to work together in the spirit of solidarity. The relationship between the Academy Trust, Regional Boards and Local Governing Bodies is one of partners sharing a common goal, drawing on each other's strengths in order to overcome any weaknesses and respond robustly to any challenges.

Reach South's founding values, organisational behaviours and curriculum principles are the bedrock of the entire Academy Trust: providing a strong, responsible foundation from which every academy develops and grows.

Our Local Governing Bodies are the champions of our values in our Academies.

## Core Values

1. **Inclusivity.** Reach South is for all children. We recognise that some children will face greater barriers to their learning and development than others. This may be due to any number of challenges, including cultural, social, domestic, physical or cognitive. We are committed to helping all children, particularly the most vulnerable, to overcome these so that they can grow and thrive to be well rounded, healthy, educated citizens.
2. **Promoting social mobility.** This is a fundamental driver for Reach South. Although we recognise that each school's context and history informs our approach, this is never an excuse for accepting mediocrity or poor performance. An inclusive approach requires an explicit commitment to improving social mobility for all children. To do this, we insist on:
  - high standards of educational achievement;
  - high standards of social skills and interpersonal skills;
  - high standards of communication skills;
  - high standards of critical thinking, problem solving and creativity; and
  - understanding of society, economy, environment and an appreciation of contribution and participation.
3. **Serving our local communities.** Children's education cannot be isolated from their social context and, in particular, their family and peer environment. To raise a child's aspirations beyond their expectations, we must also raise the aspiration of their families and the wider community. Community engagement is not an additional activity that successful schools do; it is fundamental to how they work. Beyond that though, we embrace the fact that the school exists to serve its community; it belongs to the community. Each of our academies will ensure that the curriculum reflects the needs and uniqueness of its community.
4. **Believing in the potential of our young people.** Aspiration is a precursor to self-improvement; it is not sufficient in itself but limited aspiration will limit achievement. It is our duty to believe in the potential of all of our children and to make that belief infectious. We need the community to believe in their children, and we need the children to believe in themselves. Aspiration itself becomes a driver and a motivator for educational achievement and personal success.
5. **Preparing tomorrow's adults to contribute to social, economic, environmental and cultural sustainable development.** We educate children to improve their own life chances and opportunities, but we also educate them as trusted members of a community and a global society. Through education, we want to make a contribution to securing a society capable of developing, evolving, improving and being sustainable.

## Curriculum Principles

1. **High standards of educational achievement.** Education is about much more than formal test and examination grades. Assessment and examination is, however, a measure of each individual's mastery of skill, knowledge, attitudes and readiness to progress to the next stage of learning, work and life. Formal educational achievement provides young people with opportunities and choices. We have a duty to make sure that our young people are as well placed as they can be to access those opportunities and choices.
2. **Broad, rich and experiential curriculum.** Our aim is not to provide a narrow education that simply provides examination grades. We want to equip young people to grow as healthy rounded individuals and citizens, who make a full contribution to community and society. Our curriculum is rich and experiential. It promotes autonomous and critical thinking skills, promoting creativity and entrepreneurship as well as social skills and communication skills.
3. **Relevant learning pathways.** As our pupils move from primary to secondary school and on to further or higher education, we will ensure that they can access learning pathways that are relevant to their aspirations and developing talents. These pathways need to be relevant to both the individual and the needs of the wider community. Our secondary schools will engage closely with employers and Higher Education institutions to ensure that learning is truly relevant and best prepares young people for the world of work and social engagement.
4. **Research based curriculum.** There is now significant international body of research evidence about what is effective in learning and how children's brains develop. Our views about curriculum and learning will always be rooted in verifiable and independent research evidence.
5. **Teaching young people to be effective learners.** So they can engage fully with our curriculum, we are committed to teaching our children and young people how to be active learners; and how to embrace feedback and mistakes as the springboard for further learning and development.

## Core Behaviours

1. **Encouraging professional freedom.** We expect our school leaders and staff to develop a curriculum that is relevant to local context and is consistent with the values, principles and behaviours of Reach South. We require consistency but not conformity. We encourage professional freedom within boundaries.
2. **Championing young people, not institutions.** We will always champion our young people, even if this conflicts with being the champion of our institutions. For example, where the most appropriate learning pathway for a young person is found in another institution, this would mean a loss of funding to the Trust. Under all circumstances, we are absolutely clear that we will always put the interests of the young person first.
3. **Collaboration not competition.** As a charitable education trust, we will collaborate and work with other organisations to deliver positive outcomes for children. Reach South already has very close synergies and association with REAch2 and Reach4 Academy trusts. We also seek to collaborate with other organisations, Local Authorities and Government agencies where it brings benefits to our young people.
4. **Integrity and Trust.** We behave with the highest integrity at all levels of the organisation. These behaviours are critical to our organisational growth and sustainability.
5. **Developing our people.** Integrity without competence would do little to build confidence in our ability to deliver what we promise. We will build and maintain a reputation for expert organisational competence through the development of skills and capacity in our people and our organisation.

## **Accountability for decisions**

The Trust Board delegates authority to three key groups in order to ensure the effective leadership and governance of the Academy Trust. The three key groups are:

- Executive leadership and management team (the Executive Team);
- Regional Boards;
- Local Governing Bodies.

The relationship between the Trust Board and the Executive Team, the Regional Boards and the Local Governing Bodies is characterised as a partnership to realise a common vision and a common purpose. In the case of the Regional Boards and the Local Governing Bodies the relationship between the three tiers of governance is also based on the principles of:

1. no duplication of governance.
2. governance should be as close as possible to the point of impact of decision-making.

The Terms of Reference and the Roles and Functions Matrix provides clarity as to who the decision makers are for different levels of decisions. Effectiveness of both management and governance is supported through clarity over who holds the decision-making responsibility and who supports and advises the decision makers. The use of the 'Bain RAPID' tool, described in Appendix 2, will underpin the relationships developed at different levels of governance and management to ensure effective and efficient decision-making.

## **Intervention**

The Trust Board remains ultimately responsible for the Academy Trust and the conduct of the Academies. The operation of the various elements of governance outlined in this Charter is crucial to the success of the group. However, there will be circumstances (more the exception than the norm) where the Trust Board might need to intervene and, for example, withdraw delegated authority from a particular element of governance.

In such circumstances, the Trust Board, along with the Executive Team, would work closely with any Academies concerned and those involved in their governance who would be expected to promptly implement any advice or recommendations made by the Trust Board and the Executive Team.

The Trust Board reserves the right to review or remove any power or responsibility which it has delegated, in particular, in circumstances where serious concerns in the running of an Academy (or Academies) are identified, including where:

- there are concerns about financial matters;
- insufficient progress is being made against educational targets (including where intervention by the Secretary of State is being considered or carried out);
- there has been a breakdown in the way the Academy is managed or governed; or
- the safety of pupils or staff is threatened, including a breakdown of discipline.

## **Overview of key elements of our governance**

### **Members**

Reach South has "**Members**" who are best viewed as guardians of the constitution, changing the Articles if necessary and ensuring the charitable object is fulfilled. The Members appoint some of the Trustees and can exercise reserve powers to appoint and remove Trustees but it is anticipated that this power will be rarely exercised. The Academy Trust will ordinarily have at least five Members.

### **Trust Board**

The corporate management and trustee responsibility for the actions of the company is vested in the "**Trustees**" of the Academy Trust (together, referred to as "the **Trust Board**"), who are company directors registered with Companies House. The Trustees are personally responsible for the actions of the Academy Trust and the Academies and are accountable to the Members, to the Secretary of State for Education and to the wider community for the quality of the education received by all pupils of the Academies and for the expenditure of public money. The Trustees are required, as trustees and pursuant to the

Funding Agreements, to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Academy Trust.

The role of the Trust Board is reflected in the '21 questions that every Multi-academy Trust should ask itself' identified by the All Party Parliamentary Group on Education Governance and Leadership (January 2015) and set out in Appendix 1 of this Charter:

- Setting the vision, ethos and strategy for the Academy Trust and its academies over the next three to five years;
- Establishing the governance structures for the Academy Trust, from Members to Academy level, in keeping with the Articles of Association;
- Providing clarity, through the published Terms of Reference and the Roles and Functions Matrix, of the level at which the following governance functions are exercised:
  - determining each individual Academy's vision, ethos and strategic direction
  - recruiting each Academy's Headteacher
  - performance management of each Academy's Headteacher
  - determining Human Resources policy and practice
  - oversight of each Academy's budget
  - assessment of the risks for each Academy.
- Setting the level at which the Regional Boards and LGBs will have authority and accountability through the scheme of delegation;
- Engaging with the Academies' communities, parents, pupils and staff;
- Contributing to developing collaborative relationships beyond the Academy Trust;
- Ensuring that there is a strong and effective executive leadership structure and personnel in place across the Trust;
- Overview and scrutiny of Academies' education performance data;
- Overview and scrutiny of the Academy Trust's financial capability and management systems to ensure

- compliance with the Academies Financial Handbook, and deliver best value for money;
- Ensuring senior leaders within Academies are challenged to improve the education of pupils;
- Developing the Trust Board to ensure that it has the capacity, skills and succession plans to have a positive impact on outcomes for pupils.

The Trust Board sets Trust-wide policy.

Regional Board Chairs may attend Trust Board meetings as advisors to the Board in order to improve effective governance and partnership at all levels of the organisation.

The Board will carry out a regular skills audit of its Trustees. Where key skills are missing on the Board, expertise will be procured to support the challenge and scrutiny of specialist areas such as human resources or educational performance.

### **Trust Board Sub-Committees**

Trust Board Sub-Committees will provide the overview and high-level scrutiny of the prioritised risks and regional overview provided by each of the Regional Boards. The principle of 'no duplication of governance' requires a clear differentiation of the nature of the scrutiny and challenge provided by the Trust Board Sub-Committees of each region's contribution to the overall performance of the Academy Trust. This compares with the Regional Board's scrutiny of each individual academy's contribution to regional performance.

The Trust Board Sub-Committees will be:

- Educational Standards and Performance
- Finance
- Human Resources
- Risk and Audit.

The Board shall establish a remuneration committee for determining senior executive salaries and performance criteria. Senior executives include the CEO and any member of the Executive Team that reports directly to the CEO. The CEO (or managers with the CEO's delegated authority) determines salaries of all other employees, subject to the overall budget limits and pay policy approved by the Trust Board.

## **Executive Team**

The Reach South "**Executive Team**" is the executive management arm of the Academy Trust, focusing on operations and the educational performance of the Academies. They operate under the leadership and direction of the CEO. The Executive Team work directly with the staff in each Academy and both the Regional Boards and the Local Governing Bodies to ensure that the required outcomes are achieved in accordance with the direction and vision of the Trust Board.

## **Regional Boards**

Regional Boards, through the Terms of Delegation and the Roles and Functions Matrix, provide the overview, scrutiny and performance challenge of the Academies and Local Governing Bodies in their region. Non-executive Regional Ambassadors provide the appropriate skills and experience to provide effective support and challenge in the four areas of scrutiny: educational standards and performance; finance; HR; risk and audit.

The Regional Boards have a fundamental role to play in developing and maintaining positive relationships and common purpose with Local Governing Bodies. Regional Boards will be established when the number of pupils in our academies are of a scale to justify their establishment. Each Regional Board will be responsible for around 6,000 pupils.

## **Local Governing Bodies (LGBs)**

The role of a Local Governor within a Multi-Academy Trust is an important one. In developing our governance arrangements, the Trust Board has sought to ensure that the responsibility to govern is vested in those closest to the impact of decision-making and that such responsibility matches the capacity of those assuming responsibility. In conjunction with the Regional Boards, the Trust Board establishes Local Governing Bodies for each of the Academies, for the most part made up of individuals drawn from the Academy's community, both as elected and appointed members.

The Local Governors are accountable to the Regional Board and the Trust Board (who in turn is accountable to the Department for Education) as well as to the communities they serve. The Local Governing Body provides: overview and scrutiny of the management of the academy; policy development for the academy where this is delegated to the LGB by the Trust; scrutiny of policy compliance by the academy where policy is set by the Trustees; champions the academy and its leaders; and engagement with the parents of pupils and the wider community. The LGB applies these functions to the following key areas of academy life:

1. Values and Ethos:
2. Developing Vision and Strategic Intent
3. Overview and Scrutiny
4. Champions
5. Performance Management
6. Policies
7. Pupils and Parents
8. Community Engagement
9. Curriculum and Standards
10. Safeguarding
11. Behaviour
12. Finance

13.Admissions

14.Staffing

15.Information and Data

16.Health and Safety

### **Pupil, parent and staff voice**

Accessing and responding to pupils' collective concerns is an important part of the operations and governance of Reach South academies. All schools have active Pupil Councils with representatives from each year group. Each LGB is expected to give due regard to issues that are raised through the Pupil Council and the management actions taken in response to the issues.

Parental voice is formally built into the governance structure with the election by parents of two parent Governors to each LGB. Staff voice is similarly built into the governance structure with the election to each LGB of two employees of the Academy (usually one teacher and one non-teaching staff member) by employees of the Academy.

As a Trust we will consider what further mechanisms for pupil, parent and staff representation at other governance levels may be appropriate.

## **Overview: composition of governance elements**

### **Trust Members**

- The four founding Members. The Trust will normally have five Members.
- Persons appointed by the Members by special resolution

### **Trust Board**

- Chief Executive Officer (if confirmed as such by the Members)
- 8x Trustees appointed by the Members
- any Co-opted Trustees

### **Regional Boards**

- Regional Director of Education
- Trust Board Trustee/s
- 6x Non-Executives appointed by the Trust Board
- 3x elected Local Governing Body Chairs
- 3x elected Headteachers
- Up to 3x Co-opted Non-Executives

### **Local Governing Bodies**

- Headteacher
- 4x governors appointed by the Trust Board
- 2x elected Parents
- 2x elected Staff
- Up to 3x Co-opted Local Governors

## Appendix 1 – All Party Parliamentary Group on Education Governance and Leadership (January 2015)

### 21 Questions every Multi-academy Trust Board should ask itself

<http://www.publications.parliament.uk/pa/cm/cmllparty/register/education-governance-and-leadership.htm>

<http://www.nga.org.uk/getattachment/News/NGA-News/21Q/21-Questions-for-Multi-academy-Trusts-FINAL.pdf.aspx>

#### **Vision, ethos and strategy**

1. Does the Trustee Board have a clear vision and strategic priorities for the next three to five years, to which all academies contribute and which is understood by each of its academies?
2. How effectively do these strategic priorities drive the governance structure, activities and agenda setting at all levels of the Trust?
3. What vision does the Trustee Board have for the size of the Trust and how does the strategy ensure that there is the capacity to support any additional academies well?

#### **Governance structures**

4. Is the structure of the Trust from its membersto academy level governance conducive to effective working, ensuring check and balances but avoiding duplication at different levels, and delivering good two-way communications?
5. How does the Trustee Board ensure that its governance structure is clear, in keeping with its Articles of Association, and that those at regional, cluster and academy level understand their roles and responsibilities compared to those of the Trustee Board?
6. a) Does the Trustee Board have a scheme of delegation, is it published on its website and those of its academies, and does the scheme make clear where the following key governance functions are exercised:
  - Determining each individual academy's vision, ethos and strategic direction?
  - Recruiting each academy's Principal/Head of school?
  - Performance management of each academy's Principal/Head of school?

- Determination of Human Resources policy and practice?
- Oversight of each academy's budget?
- Assessment of the risks for each academy?

b) Is the principle of earned autonomy applied to individual academies or local clusters and if so, do all involved at all levels of governance within the MAT understand how?

### **Trustee Board effectiveness and conduct**

7. **Rights skills:** Has the Trustee Board adopted a robust and transparent process for the recruitment both of trustees and those at local governance level, including roles specifications, skills audits and interview panels to ensure those carrying out governance functions have the full range of experience, qualities and skills necessary to discharge all the Trustee Board's responsibilities?
8. **Clerking:** Does the Trustee Board have a professional clerk providing information and guidance on regulatory practice and procedures, including governance leadership to the committees and any academy level governance?
9. **Chair:** How does the Trustee Board ensure the chair shows strong and effective leadership?
10. **Trustee performance:** Does the chair carry out an annual review of each trustee's contribution to the Board's performance and ensure each trustee is investing in his/her own development?
11. **Succession planning:** Does the Trustee Board engage in good succession planning so that, in normal circumstances, no trustee serves for longer than two terms of office and the chair is replaced at least every six years?
12. **Conflicts of interest & conduct:** How does the Trustee Board ensure conflicts are avoided and that the Nolan principles of public life are adhered to?
13. **Learning from others:** Has the Trustee Board regularly reviewed its structures and practice, making use of other Boards' experiences and periodically seeking external expertise?

### **Engagement**

14. How does the Trustee Board listen to, understand and respond to pupils, parents, staff and local communities across all its academies?
15. What benefit do the academies within the Trust draw from collaboration with other schools and other sectors, including employers, locally and nationally; and how is the Trust involved in contributing to improving leadership and schools beyond its own academies?

### **Effective accountability of the executive leadership**

16. How well does the Trustee Board understand its academies' performance data, and how do Trustees know that pupils in all their academies are making the best progress they can?
17. What mechanisms does the Trustee Board use to ensure there is a strong and effective executive leadership structure and personnel in place across the Trust with the right skills, clear line-management and reporting mechanisms?
18. How does the Trustee Board ensure senior leaders within academies are challenged to improve the education of pupils, and what intervention would be used if improvement is not progressing according to plan at an academy?
19. How does the Trustee Board ensure that the Trust's financial capability and management systems are robust to ensure compliance with the Academies Financial Handbook, best value for money and deliver the long-term strategy?
20. Do the compliance systems give assurance to the Trustee Board that the Trust is meeting its statutory and legal responsibilities?

### **Impact on outcomes for pupils**

21. How much have the academies improved over the last three years, and what has the Trustee Board's contribution been to this?

## Appendix 2 - RAPID®: Bain's tool to clarify decision accountability

<http://www.bain.com/publications/articles/RAPID-tool-to-clarify-decision-accountability.aspx>

"Decisions are the coin of the realm in business. Every success, every mishap, every opportunity seized or missed stems from a decision someone made—or failed to make. Yet in many firms, decisions routinely stall inside the organization—hurting the entire company's performance.

The culprit? Ambiguity over who's accountable for which decisions. In one auto manufacturer that was missing milestones for rolling out new models, marketers and product developers each thought they were responsible for deciding new models' standard features and colors. Result? Conflict over who had final say, endless revisiting of decisions—and missed deadlines.

How to clarify decision accountability? Assign clear roles for the decisions that most affect your firm's performance—such as which markets to enter, where to allocate capital, and how to drive product innovation. Think "RAPID® ": Who should recommend a course of action on a key decision? Who must agree to a recommendation before it can move forward? Who will perform the actions needed to implement the decision? Whose Input is needed to determine the proposal's feasibility? Who decides—brings the decision to closure and commits the organization to implement it?

When you clarify decision roles, you make the *right* choices—swiftly and effectively.

To address this common problem, Bain, created RAPID®, a tool to clarify decision accountability. A loose acronym for Input, Recommend, Agree, Decide and Perform, RAPID® assigns owners to the five key roles in any decision."

"If managers suddenly realize that they're spending less time sitting through meetings wondering why they are there, that's an early signal that companies have become better at making decisions. When meetings start with a common understanding about who is responsible for providing valuable input and who has the **Decision making responsibility**, an organization's decision-making metabolism will get a boost."

