



LIGHTHOUSE
SCHOOLS PARTNERSHIP

Committee

Terms of Reference

Approved by the Board of Trustees

Signed *A Haysom*

Date: 12th November 2024

Adele Haysom
Chair of Board of Trustees

Authorised for Issue

Signed *Gary Lewis*

Date: 12th November 2024

Gary Lewis
Chief Executive

Document History

Version	Updated By	Date
1.1	Adele Haysom - Redrafted from the original Browne Jacobson document following comments from the Chairs of Governors and Headteachers	29 th July 2016
1.2	Adele Haysom - align with agreed Scheme of Delegation (SoD)	14 th August 2016
1.3	Adele Haysom - Chairs Committee comments	17 th August 2016
1.4	David Tossell amendment to 2.1 7.3 add in 7.4	10 th September 2016
	Adele Haysom - amendments following Chairs' meeting <ul style="list-style-type: none">• 4.1.2 added• 3.3, 3.6 amended to align with SoD• Removed key activities page	14 th September 2016

1.5	<ul style="list-style-type: none"> • Change to last paragraph of remit and responsibilities of LGB • Amend 7.5, quorum is now one third of members, not 3 members. • Removed 5.4.2 and changed 5.4.1 to appoint a vice chair • Amend appendix 3 Audit and Risk to add in H&S and re order items. • Amend appendix 3 Staffing & Pay to align with SoD and Trust policies on HR 	
1.6	Adele Haysom - amendments to spelling and formatting identified by Chairs.	9 th October 2016
1.7	Shirley Boden - Board of Trustees changed to Board of Trustees throughout document.	8 th November 2016
1.8	Shirley Boden - Draft Watermark Removed following agreement of LSP Board of Trustees	7 th December 2016
1.9	Clare Sanders/Shirley Boden - Changes to Health & Safety (Appendix 3) P12 (23-26) in accordance with LSP Mins of 7 December - Item 4.	1 st February 2017
2.1	Adele Haysom - Change to reflect Chairs development group. Update for Governance handbook Jan 2017. Deleted listed names of Chairs of Committees.	6 th May 2018
2.2	Adele Haysom - Changes to reflect Chairs Development Group Feedback Spring 2019	11 th May 2019
3.1	Adele Haysom - complete overhaul to change presentation and accessibility. Content and message unchanged.	25 th February 2020
3.2	Adele Haysom - minor changes to improve accessibility and language	21 st May 2021
3.3	F Forrest - Inclusion of risk, Clerking arrangements, updates to school membership, LGB quorum and membership (staff attendees)	26 th May 2022
3.4	Adele Haysom & Paul Bailey - minor changes, including number of terms of office	2 nd May 2023
3.5	Chris Hills - inclusion of terms for Board and LGB Working Committees, name change for Chairs Forum. General re-formatting for better presentation.	12 th November 2024

Introduction

As a charity and company limited by guarantee, the Trust is governed by a Board of Trustees who have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the schools in the Trust.

To support the effective operation of the Trust and its schools, the Board of Trustees has established committees to which it has delegated certain of its powers and functions. These terms of reference set out the constitution, membership, and proceedings of these committees.

The Board of Trustees has established two different types of committees:

- Main Board of Trustees committees which are established to deal with Trust-wide matters such as audit, finance, staffing, pay and performance management;
- Local Governing Bodies (LGBs), which are established by the Board of Trustees to support the effective operation of the schools;

LGBs have also established working committees in some schools to monitor finance and staffing and pay.

A Chairs Forum has also been established with representation from all schools, to operate as a steering committee, forum for sharing best practice and communication channel between the Board of Trustees and the LGBs.

The Board of Trustees will review these Terms of References together with the membership of the main committees at least once every twelve months.

These Terms of Reference may only be amended by the Board of Trustees.

This document lays out the specific Terms of Reference for the Board of Trustees, Board of Trustees Working Committees, Local Governing Bodies (LGBs), LGB Working Committees and the Chairs Forum.

When reading this document reference should also be made to the Trust Scheme of Delegation, the Memorandum of Understanding between Lighthouse Schools Partnership & the Diocese of Bath and Wells and the Trust Code of Conduct.

Board of Trustees

Overall purpose of Board	To provide strategic leadership of the Trust, and to maintain robust and effective oversight of relationships with stakeholders, and of the operations and performance of the Trust, covering provision of education, pupil welfare, and appropriate and effective financial and estate management.
Membership	<ul style="list-style-type: none"> • The Board of Trustees shall have a minimum of three members and no maximum. Up to 5 Trustees will be appointed by Members, at least 2 appointed by the Bath and Wells DBE Trust (no more than 33% of total), the Trust CEO. • Trustees may appoint co-opted Trustees at their discretion and with the consent of the Bath and Wells DBE, for up to 4 years • The term of office for any Trustee will be 4 years, save for the CEO. • The Board of Trustees will ensure that their board members have the necessary skills, background, and experience to properly fulfil the relevant board functions. • The CEO shall remain a Trustee for as long as s/he remains in the role. • The Board of Trustees recognises the overriding principles of the Academy Trust Handbook (ATH) published by the ESFA. • The Trust’s Accounting Officer and other relevant senior staff will routinely attend board meetings in the capacity set out above.
Chair of the Board of Trustees	<ul style="list-style-type: none"> • The Board shall, for each school year elect members to act as Chair and Vice Chair of the Board of Trustees. • No person may act as Chair of a Board of Trustees unless they are also a Trustee. • No person may act as Chair if they are an employee of the Trust.
Authority, remit and responsibility of the committees	<ul style="list-style-type: none"> • The Board shall be responsible for the matters as set out in the Articles of Association.
Proceedings of Board meetings	<ul style="list-style-type: none"> • The Board will meet as often as is necessary to fulfil their responsibilities but at least three times a year. • Any three Board members can request a meeting to be convened by written request to the Clerk, allowing 7 full days’ notice and as soon as is reasonably practicable. • The quorum for the transaction of the business of a Board of Trustees shall be one third (rounded up) of the total number of trustees holding office. • In the event of a tied vote the Chair has the casting vote. • Each Board member present in person shall be entitled to one vote. • A register of attendance shall be kept by the Clerk for each meeting. • The Board may invite attendance at meetings from persons who are not Board members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
Conduct of Board members	<ul style="list-style-type: none"> • All Board members shall observe at all times, the provisions of the Trust’s Code of Governance (Appendix 2) • Trustees are required to declare any business or other interests in any item being discussed at a meeting.

	<ul style="list-style-type: none"> • Each Trustee, if present at a Board meeting, shall disclose their interest and withdraw from the meeting and not vote on a matter if: <ul style="list-style-type: none"> - there may be a conflict between their interests and the interests of any of the schools or the Trust; - there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or - they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Board in relation to that matter) in a matter.
Disqualification & removal of Board members	<ul style="list-style-type: none"> • A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant criteria for disqualification and removal are established as outlined in Appendix 3.
Reporting Procedures	<ul style="list-style-type: none"> • Within 14 days of each meeting the Board will: <ul style="list-style-type: none"> - produce and agree with the Chair minutes of its meetings; • The Board minutes can be agreed by Board members by email.
Clerking arrangements	The Clerk to the Board will be the Governance Officer.

Board of Trustees Working Committees

Constitution	<p>Three committees have been constituted :</p> <ul style="list-style-type: none"> • Audit and Risk Committee (Audit Committee) • Finance Committee • Staffing and Pay Committee (Staffing Committee)
Overall purpose of committees	<ul style="list-style-type: none"> • Audit and Risk Committee (Audit Committee) - to ensure that the Board has oversight of the Trust's financial reporting process, the audit process, performance against targets and the system of internal controls including business continuity and IT. • Finance Committee - to ensure the Trust is a going concern, is sustainable financially and provides value for money. • Staffing and Pay Committee (Staffing Committee) - to ensure that the Board has oversight of the leadership and management of all staff; holding leaders to account for the implementation of policies to support staff development and wellbeing ensuring equality and fairness in the workplace to enable our staff to achieve the best possible outcomes for our students.
Membership	<ul style="list-style-type: none"> • Each Board of Trustees working committee shall have a minimum of three members and maximum of seven members. No less than 50% of Board of Trustees committee members must be Trustees of the Trust. • The Board of Trustees will appoint and remove all committee members. • The Board of Trustees will ensure that their committee members have the necessary skills, background, and experience to properly fulfil the relevant committee functions. • The Board of Trustees recognises the overriding principles of the Academy Trust Handbook (ATH) published by the ESFA. • staff employed by the Trust will not be members of the working committees, but at the invitation of the committee, may attend meetings to provide information and insight.

	<ul style="list-style-type: none"> the Trust's Accounting Officer and other relevant senior staff will routinely attend committee meetings in the capacity set out above.
Chairs of committees	<ul style="list-style-type: none"> Each Committee shall, no later than by the first meeting of each academic year elect a member to act as Chair of the committee. The committee will also elect a Vice Chair as a temporary replacement at any meeting where the Chair is absent. No person may act as Chair of a Board of Trustees Committee unless they are also a Trustee. No person may act as Chair if they are an employee of the Trust.
Authority, remit and responsibility of the committees	<ul style="list-style-type: none"> Each committee shall be responsible for the matters as set out in Appendix 1. Each committee is authorised by the Board of Trustees to: <ul style="list-style-type: none"> carry on any activity authorised by these Terms of Reference or the Trust Scheme of Delegation; and seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.
Proceedings of committee meetings	<ul style="list-style-type: none"> All committees will meet as often as is necessary to fulfil their responsibilities but at least three times a year. Any two committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice. The quorum for the transaction of the business of a Board of Trustees committee shall be a majority of the committee members and no vote on any matter shall be taken at a meeting of the committee unless a majority of members of the committee present are Trustees. In the event of a tied vote the Chair has the casting vote. The Trustees shall work with the CEO to ensure that a Clerk is appointed to take minutes at meetings of the Board of Trustees Committees. Each committee member present in person shall be entitled to one vote. A register of attendance shall be kept by the Clerk for each meeting. Committees may invite attendance at meetings from persons who are not committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote. Any Trustee may, through prior arrangement with the Chair attend any meeting of the Board of Trustees without voting rights.
Conduct of committee members	<ul style="list-style-type: none"> All Committee members shall observe at all times, the provisions of the Trust's Code of Governance (Appendix 2). Committee members are required to declare any business or other interests in any item being discussed at a meeting. Each committee member, if present at a committee meeting, shall disclose their interest and withdraw from the meeting and not vote on a matter if: <ul style="list-style-type: none"> there may be a conflict between their interests and the interests of any of the schools or the Trust; there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

Disqualification & removal of committee members	<ul style="list-style-type: none"> • A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant criteria for disqualification and removal are established as outlined in Appendix 3.
Reporting Procedures	<ul style="list-style-type: none"> • Within 14 days of each meeting each Committee will: <ul style="list-style-type: none"> - produce and agree with the Chair minutes of its meetings; - submit these draft minutes including a RAG rated summary as per LSP guidelines to the Clerk of the Trust board. • The Committee minutes can be agreed by committee members by email. • The draft committee minutes will be sent to the Board of Trustees within 21 days of each committee meeting. • Committees shall arrange for the production and delivery of such other reports or updates as requested by the Board of Trustees from time to time.
Clerking arrangements	The Clerk to the committees will be the Governance Officer.

Local Governing Bodies (LGBs)

Purpose of LGB	To follow the remit of the Scheme of Delegation, hold the Head Teacher to account for the provision of high-quality education to all pupils, and to represent the voice of the community.
Membership	<ul style="list-style-type: none"> • Each LGB operating in respect of one school shall have a minimum of five members and a maximum of fourteen members. • Each LGB operating in respect of two or more schools shall have a minimum of seven members and a maximum of sixteen members. • The membership of each LGB (each LGB Governor) shall be as follows: <ul style="list-style-type: none"> - at least two parent elected Governors; - at least one staff elected Governor; - the Headteacher of the school; - in a church school (formerly VC) 25% of the membership will be foundation Governors; - in a church school (formerly VA) a majority of the membership will be foundation Governors; - in a joint/federated Local Governing Board that includes a Church School the Foundation Representative composition should reflect the previous status of the school (VA/VC) and/or the previous Instrument of Government. - the remaining other persons will be appointed by the Trustees (referred to as co-opted or community Governors) • Staff employed by the school may attend meetings, at the invitation of the LGB to provide information and participate in discussions. • In line with Diocesan practice, the Trustees will not appoint any Governor to the same LGB for more than three consecutive terms of office (12 Years) unless there are exceptional circumstances raised with the Trustees at least three months before the end of term of office. The three terms of office include terms from different appointing bodies (elected parent, LA representative, community, co-opted and include terms served prior to joining LSP). • The LGB shall ensure that the Clerk to the LGB can make all necessary arrangements for an election of parent LGB Governors, including any

	<p>question of whether a person is a parent of a registered pupil at a school. Any election of a parent Governor which is contested shall be held by secret ballot; the process of election may, at the discretion of the Trust board, be delegated to the school.</p> <ul style="list-style-type: none"> • The LGB shall ensure that the Clerk to the LGB can make all necessary arrangements for the election of staff LGB Governors. • The LGB shall ensure the Clerk to the LGB can work with the Diocesan Board of Education (DBE) and Parochial Church Council (for the Parish in which the school is situated) in the appointment of Foundation LGB Governors in Church schools as set out in the Memorandum of Understanding between the Lighthouse Schools Partnership and the Diocese of Bath and Wells. Foundation Governors will take a leading role in maintaining and developing the Christian ethos of the Church school. • The LGB Governors will recommend to the Board of Trustees the appointment of non-elected Governors to the LGB. • In Church schools LGB Governors may choose to nominate one of the Foundation Governor places to be reserved as an ex-officio place for the Incumbent (or his/her representative) in the Parish in which the school is situated. • The term of office for any LGB Governor shall be four years, save that this time limit shall not apply to the Headteachers. In Church schools the Incumbent as defined in 1.7, will be appointed in the same way as other Foundation Governors. Subject to remaining eligible, any member may put themselves forward for re-appointment, or re-election as the case may be. No governor may serve more than 3 consecutive terms.
Chairs of LGBs	<ul style="list-style-type: none"> • Each LGB shall, no later than by the first meeting of each academic year elect members to act as Chair and Vice Chair. • No person may act as Chair or Vice Chair of an LGB unless they are also a Governor of the school. • No person may act as Chair if they are an employee of the Trust.
Authority, remit and responsibility of the LGB	<ul style="list-style-type: none"> • Each LGB shall be responsible for the matters as set out in Appendix 1. • Each LGB is authorised by the Board of Trustees to: <ul style="list-style-type: none"> - carry on any activity authorised by these Terms of Reference or the Trust Scheme of Delegation; and - seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.
Proceedings of committee meetings	<ul style="list-style-type: none"> • Each LGB will meet as often as is necessary to fulfil their responsibilities but at least once per term (6 meetings in the school year). • Any two LGB members can request that the Chair convene a meeting by giving no less than 14 days prior notice. • The quorum for the transaction of the business of an LGB shall consist of no less than one third of Governors (rounded to the nearest whole number) where the total number of Governors holding office at the date of the meeting is ten or higher. Where the total number of Governors holding office at the date of the meeting is nine or lower, the quorum shall be three Governors holding office at the date of the meeting. • In the event of a tied vote the Chair has the casting vote.

	<ul style="list-style-type: none"> • The LGB shall work with the relevant Headteacher and the LSP Governance Professional to ensure that a Clerk is appointed to take minutes at meetings of the LGBs. • Each LGB member present in person shall be entitled to one vote. • A register of attendance shall be kept by the Clerk for each meeting. • LGBs may invite attendance at meetings from persons who are not committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
Conduct of committee members	<ul style="list-style-type: none"> • All LGB members shall observe at all times, the provisions of the Trust's Code of Governance (Appendix 2). • LGB members are required to declare any business or other interests in any item being discussed at a meeting. • Each LGB member, if present at a LGB meeting, shall disclose their interest and withdraw from the meeting and not vote on a matter if: <ul style="list-style-type: none"> - there may be a conflict between their interests and the interests of any of the schools or the Trust; - there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or - they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.
Disqualification & removal of LGB members	<ul style="list-style-type: none"> • A person shall be ineligible for appointment to an LGB and, if already appointed, shall immediately cease to be a member if the relevant criteria for disqualification and removal are established as outlined in Appendix 3.
Reporting procedures	<ul style="list-style-type: none"> • Within 14 days of each meeting each LGB will: <ul style="list-style-type: none"> - produce and agree with the Chair minutes of its meetings; - submit these draft minutes including a RAG rated summary as per LSP guidelines to the Clerk of the Trust board. • The LGB minutes can be agreed by LGB members by email. • The draft LGB minutes will be sent to the Board of Trustees within 21 days of each committee meeting. • LGBs shall arrange for the production and delivery of such other reports or updates as requested by the Board of Trustees from time to time. • Each LGB shall conduct an annual review of its work, and the powers and functions delegated to it under these Terms of Reference. This self-review will be shared with the Board of Trustees.
Clerking arrangements	<ul style="list-style-type: none"> • In consultation with the Trust Governance Professional the LGB shall appoint a Clerk who must not be a Local Governor. In the absence of the Clerk, the LGB shall appoint a replacement for the meeting (who may be a Local Governor).

Local Governing Body (LGB) Working Committees.

Constitution	<p>LGBs may appoint committees to undertake some of its delegated responsibilities in the following areas :</p> <ul style="list-style-type: none"> • Ethos
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	<ul style="list-style-type: none"> • Finance • Staffing and Pay
Purpose of committees	To support the LGB in the execution of its duties.
Membership	<ul style="list-style-type: none"> • Committee membership may be fluid, but minimum advisory numbers are : <ul style="list-style-type: none"> - Ethos - Head Teacher, foundation representative, 2 governors, - Finance - Head Teacher, School Business Manager (where applicable), 3 governors. - Staffing and Pay - 3 governors, with input from the Head Teacher and School Business Manager (where applicable). NB : where the school buys into the Centralised Services SLA, the Finance Business Partner will attend. • Staff employed by the school may attend meetings, at the invitation of the committee to provide information and participate in discussions.
Chairs of Committees	<ul style="list-style-type: none"> • Each committee shall appoint a member to act as Chair of the committee. • No person may act as Chair of a committee unless they are also a Governor of the school. • No person may act as Chair if they are an employee of the Trust.
Authority, remit and responsibility of the LGB committee	<ul style="list-style-type: none"> • Each committee shall be responsible for the matters appropriate to the committee as set out in Appendix 1 • Each committee is authorised by the Board of Trustees to: <ul style="list-style-type: none"> - carry on any activity authorised by these Terms of Reference or the Trust Scheme of Delegation as delegated by the LGB; and - seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.
Proceedings of committee meetings	<ul style="list-style-type: none"> • Each committee will meet as often as is necessary to fulfil their responsibilities. • The quorum for the transaction of committee business shall be a majority of members. • In the event of a tied vote the Chair has the casting vote. • Committees may invite attendance at meetings from persons who are not committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
Conduct of committee members	<ul style="list-style-type: none"> • All committee members shall observe at all times, the provisions of the Trust's Code of Governance Appendix 3. • Committee members are required to declare any business or other interests in any item being discussed at a meeting. • Each committee member, if present at a committee meeting, shall disclose their interest and withdraw from the meeting and not vote on a matter if: <ul style="list-style-type: none"> - there may be a conflict between their interests and the interests of any of the schools or the Trust; - there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or - they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

Disqualification & removal of LGB members	<ul style="list-style-type: none"> • A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant criteria for disqualification and removal are established as outlined in Appendix 3.
Clerking arrangements	<ul style="list-style-type: none"> • Meetings will be clerked at the discretion of the committee chair, but sufficient information must be reported back to the LGB to enable them to discuss and make decisions on any matters pertaining to the committee.

Chairs Forum

Purpose of the Forum	To provide a mechanism to share knowledge and build connections.
Membership	<ul style="list-style-type: none"> • Each LGB will annually appoint to the Chairs Forum a representative, normally the Chair of the LGB unless the LGB agree an alternative identified member of their LGB.
Forum Chair	<ul style="list-style-type: none"> • The forum will be chaired by the Chair of the Board of Trustees.
Authority, remit and responsibility of the Forum	<ul style="list-style-type: none"> • The Forum will convene to discuss matters relating to the Trust and its governance, to share best practice, and to act as a consultative body. • As a discussion group the forum has no delegated powers or authority but may recommend matters to be brought to boards and committees for further consideration.
Forum proceedings	<ul style="list-style-type: none"> • The forum will meet at least three times per year. • Quorum restrictions will not apply to the forum. • Non-forum members may be invited to attend meetings to assist or advise on a particular matter or range of issues.
Conduct of committee members	<ul style="list-style-type: none"> • All Forum members shall observe at all times, the provisions of the Trust's Code of Governance (Appendix 2). • Forum members are required to declare any business or other interests in any item being discussed at a meeting.
Disqualification & removal of LGB members	<ul style="list-style-type: none"> • A person shall be ineligible for appointment to the Forum and, if already appointed, shall immediately cease to be a member if the relevant criteria for disqualification and removal are established as outlined in Appendix 3.
Clerking arrangements	<ul style="list-style-type: none"> • Meetings will not be clerked.

Appendix 1

Powers & Functions Delegated

Remit and Responsibilities of the Trustee Audit and Risk Committee

The powers and functions delegated by the Board of Trustees to the Audit and Risk Committee are as set out below. It is expected that the Audit & Risk Committee will meet a minimum of five times each academic year.

External Audit

- 1 To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
- 2 To oversee the process for selecting the external auditor and make appropriate recommendations through the Board of Trustees to the Members of the Trust to consider at any general meeting where the accounts are laid before members.
- 3 To discuss with the external auditor, the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
- 4 To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
- 5 To review the performance of the external auditor on an annual basis.
- 6 To recommend the audit fees to the Board of Trustees and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
- 7 To recommend to Members and the Board of Trustees the appointment/re-appointment of the external auditor.
- 8 To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Audit

- 9 To set and review the effectiveness of the internal audit programme and ensure that the internal audit function is adequately resourced and has appropriate standing within the Trust.
- 10 To review the Trust internal audit programme and the reports and recommendations of the internal audit, together with the appropriateness of management's response.
- 11 To monitor the implementation of action agreed by management in response to reports from the external and internal audits.

Financial Control

- 12 To review the Trust's policy and procedures for handling allegations from whistleblowers.
- 13 To review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.
- 14 To receive reports on the outcome of investigations of suspected or alleged impropriety.
- 15 To review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements, including policies related to data protection.
- 16 To keep under review, the Trust's financial reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the annual accounts and financial statements, prior to submission to the Board of Trustees, paying particular attention to:
 - significant adjustments resulting from the audit.
 - the going concern assumption.
 - compliance with accounting standards
 - the extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed.
 - the clarity and transparency of disclosures
 - compliance with DfE and legal requirements.
- 17 To monitor the achievement of planned outcomes from grant funded activity and compliance with grant requirements.
- 18 To measure and monitor key financial performance indicators.
- 19 Overseeing financial impact of change management and approve change management proposals produced by schools.
- 20 To monitor submissions to other agencies, such as the ESFA, and in particular those which affect the funding allocation to the Trust.
- 21 Recommend to the Board of Trustees for final approval the annual budget.

Risk

- 22 To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
- 23 To review the adequacy and robustness of risk registers.
- 24 To keep under review the adequacy and effectiveness of the Trust's governance, risk management, insurance, data protection, business continuity and other internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, internal audit, the external auditor and any other relevant independent assurances or reports (e.g., from the National Audit Office).
- 25 To review all risk and control related disclosure statements, together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

- 26 To approve and monitor the Trust's policies, procedures and progress toward the target of net zero emissions.

Health & Safety

- 27 Monitor the appropriateness and adequacy of the Lighthouse Schools Partnership's health and safety organisation, arrangements, and safe systems of work.
- 28 Review the trust's performance in relation to health and safety at work.
- 29 Monitor the implementation of the LSP health and safety policies and procedures.
- 30 Receive reports from the CFOO and other relevant staff, including an overview of audit reports carried out by the external health and safety agencies.
- 31 Approve and monitor the Trust's policies and procedures to maximise the condition and suitability of the schools' estates incorporating the Trust Capital Programme.

General

- 32 To review or investigate any other matters referred to the Audit Committee by the Board of Trustees.
- 33 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.

Remit and Responsibilities of the Trustee Finance Committee

The powers and functions delegated by the Board of Trustees to the Finance Committee are as set out below.

Financial Management

- 1 To keep under review, the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports, prior to submission to the Board of Trustees, paying particular attention to:
 - decisions requiring a major element of judgement.
 - compliance with DfE and legal requirements.
- 2 To review any recommendations made by the Secretary of State for Education for improving the financial management of the schools.
- 3 To ensure that any significant losses are investigated and reported to the DfE/EFA where required.
- 4 Oversee potential financial impact of change in government policy.
- 5 To establish and monitor performance against budgets and other key performance indicators for financial wellbeing.
- 6 To review resource management and benchmarking data for schools and the Trust.
- 7 To keep under review the financial strategy for the Trust and consider policies and plans required to realise the strategy.
- 8 To review financial monitoring reports from individual schools and the Central Services Budgets and agree individual school and the Central Services budget proposals.
- 9 To review, monitor and make recommendations on the sections of the risk register delegated to the Committee and to report on these to the Audit Committee and Board.

Financial Control

- 10 To review the Trust's policy and procedures for financial control including the Finance, Principal Accounting, Charging and Remissions, Debt Recovery and other related policies.

General

- 11 To review or investigate any other matters referred to the Finance Committee by the Board of Trustees.
- 12 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.

Remit and Responsibilities of the Trustees Staffing & Pay Committee

The powers and functions delegated by the Board of Trustees to the Staffing and Pay Committee are as set out below.

Pay

- 1 To approve on behalf of the Board of Trustees:
 - an appraisal Policy; and
 - a pay policy for the schools
 - other employee and pay related policies.
- 2 To operate in accordance with the statutory appraisal regulations and the relevant school's adopted policy as follows:
 - To moderate pay decisions across the schools
 - A panel selected from the committee to hear any appeal by a teacher employed at any school against the outcome of their threshold assessment application.
 - To determine annually, in accordance with the School Teachers' Pay and Conditions Document the Appraisal and Pay Policies adopted by the Trust.
 - To deal with any other matters relating to pay, appraisal and employment as may be referred by the Board of Trustees.
- 3 To monitor the application of the Trust's HR policies.
- 4 To review staff benchmarking and performance management data for schools and the Trust.
- 5 Ensure effective measures are in place to promote wellbeing, equality and diversity in employment.
- 6 Establish a group of three Trustees to carry out the performance management of the CEO and agree and propose pay progression where appropriate.
- 7 To review, monitor and make recommendations on the sections of the risk register delegated to the Committee and to report on these to the Audit Committee and Board.

Staffing

- 7 To receive reports and make recommendations to the Board of Trustees on all aspects of matters relating to staff at the schools and within the Central Team such as gender pay, executive pay and apprenticeships.
- 8 To monitor the communication and consultation of policies and processes to staff and review feedback.
- 9 To advise and make revisions to those policies which affect staff, including but not limited to those which relate to recruitment, retention, record-keeping, induction, training, allegations against staff, equalities, discipline and grievance, professional conduct, professional development, training, performance management, management of stress, trade unions.

- 10 To monitor and review staff surveys and reports and make recommendations to the Board of Trustees as appropriate.

General

- 11 To oversee constructive relationships with Trade Unions.
- 12 To review or investigate any other matters referred to the Staffing and Pay Committee by the Board of Trustees.
- 13 To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.

Remit and Responsibilities of the LGBs and their Working Committees.

The powers and functions delegated by the Board of Trustees to the LGBs and their Committees are set out in detail in the Trust's Scheme of Delegation as approved by the Board of Trustees and in summary include the following:

1. To oversee the running of the schools within the powers delegated to them by the Board of Trustees in the Scheme of Delegation.
2. To represent the views of the community.
3. To represent the views of the diocese.
4. To promptly implement and comply with any policies or procedures communicated to the LGB by the Board of Trustees from time to time.
5. To draw any significant recommendations and matters of concern to the attention of the Board of Trustees.
6. To review, monitor and make recommendations on the LGB Risk Register and to report on these to the Audit Committee and Board after each LGB meeting.

The LGB will fulfil the responsibilities set out in the Trust Code of Governance as set out in Appendix 2.

Appendix 2

Code of Governance

Trust Code of Governance



This code sets out the expectations on and commitment required from school Governors and trustees in order for the Board of Trustees to properly carry out its work within the school and the community.

The Trustees and Local Governing Body has the following core strategic functions:

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the Headteacher/CEO
- Monitoring the educational performance of the school/s and progress towards agreed targets.
- Performance managing the Headteacher.
- Engaging with stakeholders
- Contributing to school self-evaluation

Ensuring financial probity, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

The Seven Principles of Public Life :

(Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

The Trust Board and its Committees corporately commits to:

Selflessness	All our decisions are taken in the public interest
Integrity	We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends

Objectivity	Our decisions are taken impartially, fairly and on merit, using the best evidence and without discrimination or bias
Accountability	We are comfortable submitting ourselves to external scrutiny
Openness	We take decisions in an open and transparent manner
Honesty	We are truthful in our actions, decisions and reporting
Leadership	We demonstrate the highest standards of public life in our individual and corporate behaviour

As individuals on the Board of Trustees or LGB we agree to the following:

Role & Responsibilities

- We accept that our role is strategic and so will focus on our core purpose rather than involve ourselves in day-to-day management.
- We will fulfil our role and responsibilities as set out in our [scheme of delegation](#).
- We will develop, share and live the ethos and values of our trust.
- We agree to adhere to trust policies and procedures.
- We shall fully cooperate with individual requests that are necessary to ensure organisational compliance, such as disclosure and barring or right to work checks.
- We will work collectively for the benefit of the Trust.
- We will be candid but constructive and respectful when holding senior leaders to account.
- We will consider how our decisions may affect the trust and local community.
- We will stand by the decisions that we make as a collective.
- Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
- We will only speak or act on behalf of the trust board if we have the authority to do so.
- Trustees: We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
- When making or responding to complaints, we will follow the established procedures.
- We will strive to uphold the trust's reputation in our private communications (including on social media).
- We will have regard to our responsibilities under [The Equality Act](#) and will work to advance equality of opportunity for all.
- Those governing at local level: We will act as local ambassadors for our trust.

Commitment

- We will involve ourselves actively in the work of the board and accept our fair share of responsibilities, serving on committees or working groups where required.
- We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
- We will get to know the school/s well and welcome opportunities to be involved in school activities.
- We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
- When visiting a school in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.

- We will participate in induction training, prioritise training in required areas (such as safeguarding) and commit to developing our individual and collective skills and knowledge on an ongoing basis.

Relationships

- We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
- Those governing at local level: We will champion the voices of our school community and stakeholders.
- Those governing at local level: We will establish effective working relationships with trustees.
- Trustees: We will engage with and be accountable to those governing at local level.
- Trustees: We will respect the remit of, and engage constructively with, relevant authorities, sector bodies and other trusts.
- We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
- We will work to create an inclusive environment where each board member's contributions are valued equally.
- We will support the chair in their role of leading the board and ensuring appropriate conduct.

Confidentiality

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

Conflicts of interest

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

Ceasing to be a Governor/trustee/academy committee member

- We understand that the requirements relating to confidentiality will continue to apply after a Governor/trustee/academy committee member leaves office

Breach of this code of conduct

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

Appendix 3

Disqualification and Removal of Trustee Board and LGB Members

Trustee Board/Trustee Working Committees

- A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant individual:
 - is or becomes disqualified from holding office under the Trust's Articles of Association;
 - commits a serious breach of the Trust's Code of Governance or any standing order or protocol implemented by the Board of Trustees;
 - resigns his/her office by notice in writing to the Clerk.

LGB/ LGB Working Committees/Chairs Forum

- A person shall be ineligible for appointment to a LGB, LGB working committee or Chairs Forum and, if already appointed, shall immediately cease to be a member if the relevant individual:
 - is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
 - has been fined for causing a nuisance or disturbance on a school premises during the 5 years prior to or since appointment or election as a committee member;
 - refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
 - commits a serious breach of the Trust's Code of Governance or any standing order or protocol implemented by the Board of Trustees;
 - is absent without the permission of the LGB Members from all their meetings held within a period of six months and the LGB Members resolve that his/her office be vacated;
 - resigns his/her office by notice in writing to the relevant Chair;
 - in the case of a Headteacher, they cease to be the Headteacher;
 - their term of office expires, and they are not re-appointed.
 - in the case of a Foundation Governor, where it is deemed by the DBE, acting reasonably, that s/he no longer meets the requirements of a LGB Foundation Governor the DBE will either remove that Governor or the Trust will re-designate that Governor as a non-Foundation Governor.
- The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Member by written notice to the relevant Chair.