

## Governance Structure and Details at The Staffordshire Schools Multi Academy Trust (TSSMAT)

### Members

DIOCESE Corporate Member - appointed by CECET.

David Grewer - Chair  
Rev. Simon Davies  
Heather Bowman  
Charles Bradshaw Smith.

### Directors

Peter Hafax - Chair  
Mel Havelock-Crozier - Chair  
Caroline Humphries  
Angela Burns  
Becci Breedon  
Sophie Skelton  
Charlene Gething - CEO

### Local Governing Committees (LGC)



## Layers of Governance in TSSMAT

---

### Members

TSSMAT Members play a limited but crucial role in safeguarding TSSMAT governance. They ensure they do not stray into undertaking our Academy Trustees/Directors /Directors' role whilst assuring themselves that the governance of our trust is effective, that Academy Trustees/Directors (Directors) are acting in accordance with TSSMATs charitable objects and that they, the Members, use their powers to step in if governance is failing. TSSMAT was founded by Members, who then appointed additional Members to join them. We have 5. The first Members were the signatories to the memorandum of association which was drawn up when the academy trust was first established. These first Members agreed the academy trust's first articles of association, which included the academy trust's charitable purpose.

Our Members are not involved in the day-to-day business of the academy trust and ensure they do not assume the powers of the Academy Trustees/Directors /Directors/Directors. However, they do have an important role in our academy trust, based on a number of key powers set out in the department's model articles of association and in company law. In the case of our Trust as a Church Trusts, the role of the Members is set out in the appropriate Church's model articles of association. These include powers to appoint and remove the board and direct the Academy Trustees/Directors to act in certain circumstances.

Our Members have a general duty to exercise their powers to further TSSMATs charitable objects and also ensure that the religious character of the Church academy is preserved and developed as part of ensuring the charitable objects of the trust are met. It is essential that our Members are aware of the powers available to them and know when and how to use those powers effectively.

The powers of Members. Our Members help to ensure that TSSMAT Trustees/Directors /Directors/Directors are exercising effective governance by utilising a range of powers including:

- Appointing and removing Academy Trustees/Directors /Directors: Members can appoint Academy Trustees/Directors and remove any or all serving Academy Trustees/Directors
- Appointing and removing Members: There must always be a minimum of three Members. Members can appoint new Members or remove existing Members except: o the foundation/sponsor body or a related body, e.g. religious body, and any Members appointed by the foundation/sponsor
- Directing Academy Trustees/Directors /Directors:

Members can, by special resolution, direct Academy Trustees/Directors to take a specific action where Academy Trustees/Directors are unable, or unwilling to act in the best interests of the academy trust. Members should consider using this power if they believe the trust board is failing to carry out its core functions, or is acting unlawfully. Other examples of when members might consider issuing a direction to Academy Trustees/Directors include where they believe an external review of governance should be carried out and the Academy Trustees/Directors have not done so, where the board has failed to act on child safeguarding, and where the academy trust is in breach of its funding agreement.

- Amending the academy trust's Articles of Association:

Members can amend the articles of association (including the objects clause), subject to any restrictions in the articles, the funding agreement or charity and company law. Members can also change the name of the academy trust and wind it up. Academy trusts must gain permission from the Charity Commission for changes to some clauses; these are known as regulated amendments. These clauses relate to the academy trust's charitable object, benefits, and arrangements on dissolution or winding up of the academy trust.

- Appointing and removing Auditors:

Members appoint the academy trust's auditors and will receive and review (but do not have to sign off) the academy trust's annual audited accounts (subject to the Companies Act).

### Members attend the annual Membership meeting in December and a mid point meeting in June.

---

### Trust Board of Directors

The Trust Board is the decision-making body of TSSMAT and is accountable and responsible for the all of our academies equally in the MAT. The Trust Board are the employer of any central staff and those within its academies.

Academy Trustees/Directors are the people who make up the trust board, as our academy has a religious character, our Trustees/Directors are referred to as directors. Academy Trustees/Directors are both the charity Trustees/Directors and company directors of the academy trust. The 'competency framework for governance' outlines

the knowledge, skills and behaviours needed by trust boards for effective governance'. The Charity Commission's 'Essential Trustee' gives further detail about the key duties of all Trustees/Directors of charities in England and Wales, and what Trustees/Directors need to do to carry out these duties competently. Companies House also publish 'Being a company director' which gives further details on the duties of all company directors.

The trust board operates and makes decisions to further the academy trust's charitable objects and the general control and management of the administration of TSSMAT.

As the strategic leader of the academy trust, it is vital that the trust board is connected with, and engages, the communities and stakeholders it serves. In the interests of transparency, the trust board must publish on its website up-to-date details of the overall governance arrangements it has put in place.

As set out in the functions: Governance Handbook, all trust boards have three core functions:

1. Ensuring clarity of the vision, ethos and strategic direction.
2. Holding the Executive Leaders to account for the educational performance of the school(s) and its pupils and the effective and efficient performance management of staff.
3. Overseeing the financial performance of the school(s) and making sure that its money is well spent.

**The Board of Directors attend the Directors board meetings, select Directors attend Finance audit & risk committee meetings, Team around the schools (curriculum & standards / business,) and also attend LGC as per their link with the schools.**

---

### **Local Governing Committee**

Our Local Governing Committees offer strategic guidance rather than getting involved in the operational aspects of a school. They:

- Hold senior leaders to account, ensuring that they provide the best education for the children. Ensuring that the curriculum, the quality of teaching and the outcomes are the best they can be.
- Provide assurances to the trust that the above is as expected.
- Provide advice to the Trust Board about the strategic direction of the school and how to make best use of the resources the school has available to them.

The relationship with the school's leadership team involves challenging existing processes to drive school improvement.

#### **Activities include:**

- Undertaking training in the role.
- Attending meetings of the governing committee of your school, usually outside of school hours.
- Reading reports and papers and keeping up to date on the progress that the school is making.
- Visiting the school from time to time during the school day to monitor, ask questions and become informed.

All governors must have:

- a strong commitment to the role and to improving outcomes for children
- the inquisitiveness to question and analyse;
- the willingness to learn;
- good inter-personal skills;
- appropriate levels of literacy in English (special arrangements can be made);
- sufficient numeracy skills to understand basic data.

#### **TSSMAT Local Governing Committee Commitments**

Governors usually attend meetings throughout the academic year. Although becoming a governor requires drive and commitment, you'll enjoy many professional and personal rewards, including career development opportunities and the chance to support our children's futures. The role of the school governor can be demanding, but very rewarding.

- We have 3 formal meetings a year. (Autumn 1, Spring 1 and Summer 1)
- 3 further meetings to pull together monitoring and evaluation works and to discuss key areas of development (Autumn 2, Spring 2 and Summer 2).
- All Governors will have a link title which is aligned with their skill sets and interests including, Chair, Vice Chair, Headteacher appraisal and wellbeing, Curriculum, English, Maths, Safeguarding, SEND and Vulnerable groups, Prevent, Online safety, EYFS, Wellbeing, Christian Distinctiveness, Worship, RE and SMSC (Spiritual, moral, social and cultural, Pupil premium, Sports premium, Attendance, Finance, Premises and Health and Safety working with senior and middle leaders throughout the year to fulfil monitoring, informing requirements.

**LGC members attend a meeting per Autumn, Winter and Spring / Summer terms.**

---

–

**Everyone in governance is aware of, accepts and works within ‘The 7 principles of public life’, as set out by Lord Nolan.**