Apex Collaborative Trust

Terms of Reference

The DfE outlines 3 core features of effective governance:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding executive leaders to account for the educational performance of the organisation and its pupils, and the effective and efficient performance management of staff; and
- Overseeing the financial performance of the organisation and making sure its money is well spent.

The Board must be:

- ambitious for all children and young people
- infused with a passion for education and a commitment to continuous school improvement that enables the best possible outcomes.

Governance must be:

- grounded in reality as defined by both high-quality objective data and a full understanding of the views and needs of pupils/students, staff, parents, carers and local communities,
- driven by inquisitive, independent minds and through conversations focussed on the key strategic issues which are conducted with humility, good judgement, resilience and determination.

The DfE has identified 16 competencies for governing bodies, underpinned by a foundation of important principles and personal attributes. In the diagram below, the competencies are grouped under the headings of the six features of effective governance (as set out in the Academy Trust Governance Guide).

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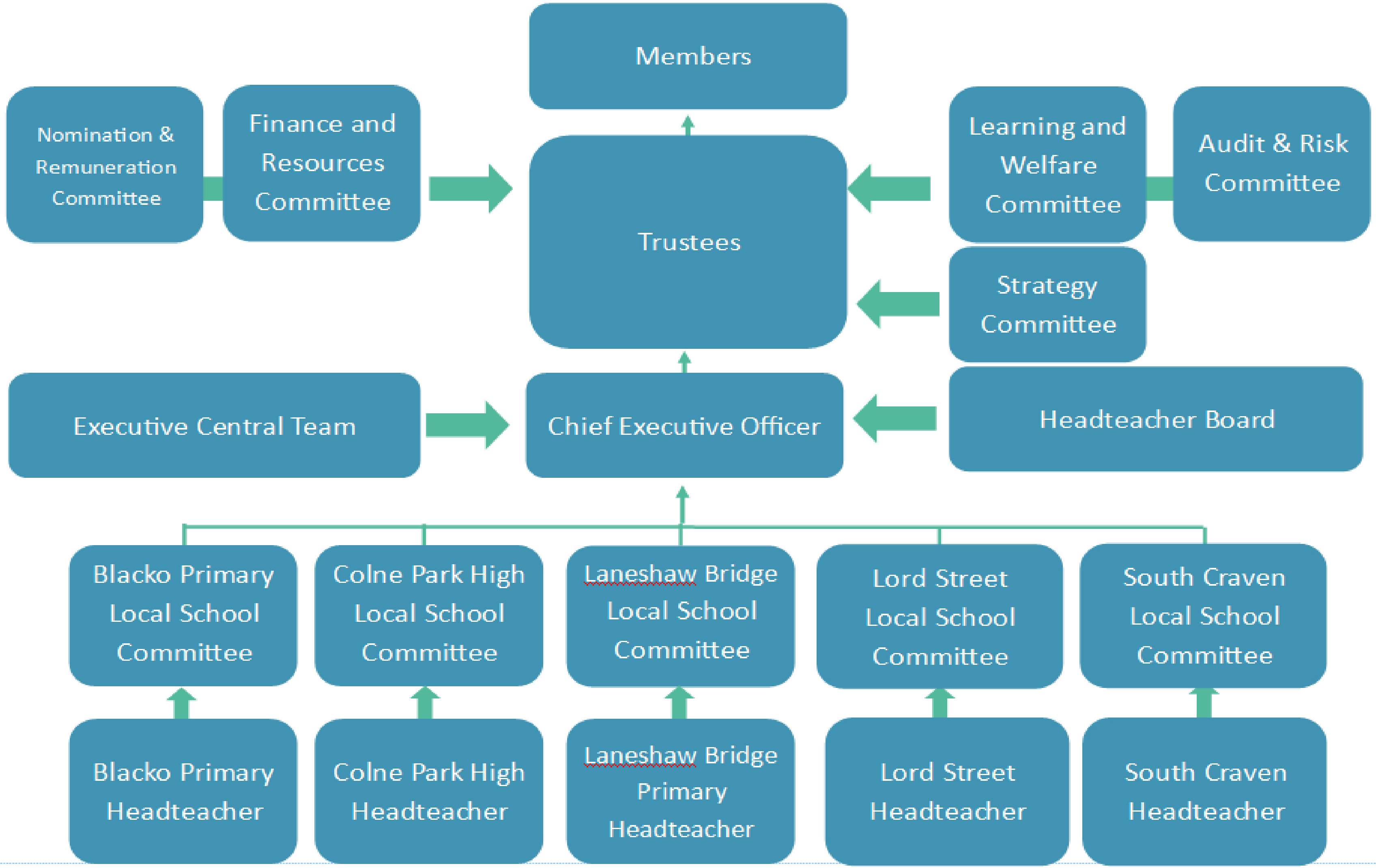
Board Committee Structure



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Structure with Responsibilities

The following structure is proposed, to provide an effective framework to fulfil for the Trustees to fulfil their responsibilities.

<table>
<tr><td colspan="3">Members
Hold the Board of Trustees to account for the effective governance of the Trust. Ensure that the charitable objectives of the organisation are being met (advancing education for the public benefit).</td></tr>
<tr><td>• Appoint and remove Members
• Appoint and remove Trustees</td><td>• Appoint or re-appoint the external auditors
• Amend the Articles of Association if required</td><td>• Receive the Trust’s financial year end accounts</td></tr>
<tr><td colspan="3">Membership</td></tr>
<tr><td colspan="3">Members (minimum of 3)</td></tr>
<tr><td colspan="3">Board of Trustees
Accountable body for the operation of the Trust and ensures delivery of the Trust’s funding agreements with the Secretary of State for Education. Sets the strategic vision and direction and monitors progress towards realisation of the Trust’s aims and objectives.</td></tr>
<tr><td>• Approve, monitor and review relevant policies
• Approve and monitor implementation of the Trust Development Plan
• Approve the annual accounts
• Approve the annual Trust budget</td><td>• Ensure compliance with duties under company law and charity law
• Set the Trust’s vision and values and ensure they underpin the way in which the Trust operates</td><td>• Approve the Trust board’s terms of reference together with its committees so that all its responsibilities are effectively discharged
• Hold the CEO to account for the overall performance of the Trust</td></tr>
<tr><td colspan="3">The Trust Board delegates a number of its responsibilities to committees or to individual Local governors to increase efficiency and make use of the expertise of individuals. All of the committees report to the Board via minutes of meetings and/or specific reports. Chairs of committees meet at defined points with the Chair of the Trust to review progress on key priorities. It might be agreed in certain cases that reports are ‘by exception’, only highlighting concerns rather than detailing all aspects of the committee’s or local governor’s scrutiny.

Each school has a Local Governing Body, which is accountable for standards in that school. Chairs of Local Governing bodies meet termly at the Strategy Committee, which has a key role on setting the direction of the Trust in line with the ethos and values. LSCs will have Link governors to scrutinise specific aspects of the school’s provision.</td></tr>
<tr><td colspan="3">Membership</td></tr>
<tr><td colspan="3">Trustees
CEO attends
CFO attends</td></tr>
</table>

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Learning and Welfare Committee Frequency: 3 per a year Monitors academic progress and ensures high standards in the quality of teaching and learning within the Trust's schools.	Audit and Risk Committee Frequency: 3 per a year Ensures schools are compliant with current regulations, assesses risk on behalf of each school and the Trust and ensures that effective internal and external auditing is arranged.	Finance and Resources Committee Frequency: 3 per a year Responsible for and has oversight of the overall finances, staffing and premises of the Trust.	Nomination and Remuneration Committee Frequency: 2 per a year Monitors and evaluates whole-trust governance arrangements and has responsibilities in determining specific remuneration packages for Trust executive leaders.
• Approve, monitor and review relevant policies • Curriculum and extra-curricular provision – intent, implementation • Ensure Safeguarding is effective across the Trust • Set academic performance targets and review progress against them • Ensure systems are in place across the Trust to quality assure teaching standards and hold the CEO to account for those standards • Hold the CEO to account for standards of academic progress • Collective worship • Ensure needs of pupils with SEND are met • Set behaviour and attendance targets and review progress against them • Ensure effective systems for safeguarding are in place	• Approve, monitor and review relevant policies • Establish systems for stakeholder engagement • Regular monitoring of Trust improvement plan in terms of completion of identified actions and assessment of their impact to date. • Risk register • Directing scope of internal audit • Consider content of and response to the findings of the external audit	• Approve, monitor and review relevant policies, including pay and appraisal and admissions annually • Ensure pupil premium and other targeted funding (e.g. literacy/numeracy catch-up funding) is used effectively across the Trust • Formulate and set the budget and approve significant variances – establish effective financial controls • Approve Schools Resource Management Self-Assessment • Ensure effective H&S systems are in place • Property and asset management, ensuring full compliance • Ensure effective provision of lunches including free school meals • Set Trust term time date parameters • Ensure compliance with the ESFA's 'Academy Trust	• Approve, monitor and review relevant policies, including Governance and Accountability Handbook • Systematically evaluate the effectiveness and impact of governance throughout the Trust • Ensure that the board and its committees have the necessary skillset to discharge their duties effectively • Monitor attendance of governors throughout the Trust • Establish systems to appoint and remove Trust appointed governors • Ensure that all governors at all levels receive training to enable them to be effective in their roles • Ensure effective communication between each tier of Trust governance

• Monitor pupil welfare – exclusions, racist incidents • Review top line performance data in IDSR, LSIP, School performance tables and ensure appropriate plans are in place to address weaknesses		Handbook' and the Trust's Financial Procedures Manual • To make decisions in respect of service level agreements, contracts and insurance • Oversee development and implementation of a fully costed five-year estates development plan • Conduct an annual financial benchmarking exercise • Oversee development and implementation of the Trust IT strategy	
Membership			
5 Trustees CEO attends Executive Headteachers	5 Trustees CEO attends CFO attends	5 Trustees CEO attends CFO attends Executive Leader: People and Culture	5 Trustees CEO attends Head of Governance attends

Strategy committee **Frequency: 2 per a year** The body through which the Trust establishes its short, medium and long-term priorities. It ensures these are developed and shared across all tiers of governance and between executive and school leaders so that they are prioritised by leaders at all levels. This is an advisory committee – the Trust Board retains responsibility for setting the vision and approving the development plan.		
• Regularly review the Trust progress in relation to its intent, ethos and values • Identify whole Trust and school priorities to inform Trust and school improvement planning	• Ensure clear communication between the tiers of governance • Equipping the Trustees with the knowledge required to carry out their roles	• Ensure leaders at all levels collaborate to shape the direction of the Trust
Membership		
Trustees Chairs of Governors Executive Central Team Headteachers		

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Committee Structure and Frequency of Meetings

The Board is constituted as x11 Co-opted Trustees.
The quorum of Board Meetings and Committee Meetings is 50% of Trustee membership (excluding vacancies)

BOARD MEETING	**STRATEGY COMMITTEE**	**CEO AND CHAIRS**	**EXECUTIVE PERFORMANCE REVIEW**
Frequency of meetings: **3 per annum**	**Frequency of meetings:** **2 per annum**	**Frequency of meetings:** **3 per annum**	**Frequency of meetings:** **3 per annum (as per the PM cycle)**
All Trustees **In attendance** **CEO** **CFO**	All Trustees LSC Chairs **In attendance** **CEO** **CFO** **All Headteachers**	Chair of Trustees LSC Chairs **In attendance** **CEO**	To be agreed. **OTHER COMMITTEES** To be drawn from membership on an ad hoc basis as required
LEARNING AND WELFARE COMMITTEE	**FINANCE AND RESOURCES COMMITTEE**	**AUDIT AND RISK COMMITTEE**	**NOMINATION AND REMUNERATION COMMITTEE**
Frequency of meetings: **3 per annum**	**Frequency of meetings:** **3 per annum**	**Frequency of meetings:** **3 per annum**	**Frequency of meetings:** **2 per annum**
Robert Bellfield Hilary Wilson Emma Gauntlett *VACANCY x1* **In attendance** **CEO** **Executive Headteacher – Primary** **Executive Headteacher - Secondary** **Observer** **Marie Burnham**	Emma Benn *(Chair)* Marie Burnham Claire Clayton Andrew Pettinger Shahbaz Shah **In attendance** **CEO** **CFO** **Director of People, Culture and Communication**	Andrew Pettinger *(Chair)* Hilary Wilson Robert Bellfield *VACANCY X1* **In attendance** **CEO** **CFO**	*VACANCY (Chair)* Emma Benn Emma Gauntlett Shahbaz Shah Robert Bellfield **In attendance** **CEO** **CFO** **Observer** **Marie Burnham**

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Meeting Schedule for 2026/27

Meeting / Event	Date	Time	Location	Required Attendees
Board Meeting	Wednesday 14 October 2026	18:00	Trust Offices	Trustees
	Monday 14 December 2026 **– including Annual General Meeting**	18:00	Trust Offices	
	Wednesday 24 March 2027	18:00	Trust Offices	
	Wednesday 14 July 2027	18:00	Trust Offices	
Learning and Welfare Committee	Thursday 8 October 2026	18:00	Online	Learning and Welfare Committee
	Wednesday 17 March 2027	18:00	Online	
	Wednesday 7 July 2027	18:00	Online	
Finance and Resources Committee	Wednesday 11 November 2026	18:00	Online	Resources and Finance Committee
	Wednesday 10 March 2027	18:00	Online	
	Wednesday 23 June 2027	18:00	Online	
Nomination & Remuneration Committee	Wednesday 18 November 2026	18:00	Online	N&R Committee
	Wednesday 9 June 2027	18:00	Online	
Audit and Risk Committee	Wednesday 30 September 2026	18:00	Online	Audit & Risk Committee
	Wednesday 2 December 2026	18:00	Online	
	Wednesday 28 April 2027	18:00	Online	
CEO / BofT Chair / LSC Chair	Monday 14 September 2026	17.30	Online	CEO / BofT Chair / LSC Chair
	Monday 25 January 2027	17:30	Online	
	Tuesday 2 June 2027	17:30	Online	
Trust Strategy Meeting	Thursday 4 February 2027	18:00	Trust Offices	Trustees, Exec & LSC Chairs
	Wednesday 10 June 2027	18:00	Trust Offices	Trustees, Headteachers & LSC Chairs

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Annual Meeting Planner

		CEO and Chairs	Strategy	Nomination and Remuneration
TERM 1	Half-term 1	LSC Remit • Expectations of local Governors and Champions in terms • of being prepared for meetings, sending apologies and completing Champion visits and returning paperwork Compliance actions Leadership and Management • Do leaders have high ambitions for all pupils and are they effective in reaching those harder to reach pupils (e.g. disadvantaged, those with very low attendance, etc.)? • Do the LSC ensure that there is a clear vision and strategic direction, holding the HT to account and ensuring pupil premium, sports premium, etc. are used effectively		
	Half-term 2			• Member/Trustee/ Governor Recruitment • Member/Trustee/ Governor Attendance • Performance Management and Pay Review for CEO/Executive Team • Risks delegated to the Committee

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		CEO and Chairs	Strategy	Nomination and Remuneration
TERM 2	Half-term 3	• Leadership and Management - Is safeguarding effective: - A strong culture? - Transparency, sharing of information, effective Early Help? - Effective staff training - Actively seeking and listening to stakeholder views? - Effective child protection systems in place?	• Review of strategic priorities	
	Half-term 4			
TERM 3	Half-term 5			

		CEO and Chairs	Strategy	Nomination and Remuneration
	Half-term 6	• Review LSC Meetings to date, consider any changes for next year: - Attendance - Documentation - Quality of questioning and resources provided - Champion work and reports - Any membership issues for each LSC and any potential solutions • Items raised by Chairs • Leadership and Management - - How does teachers' professional development support effective delivery of curriculum? - How does the school engage with parents and the community? How do we know this is effective? - How is the school taking staff workload into account, whilst at the same time strengthening the performance of staff?	• Update in progress with School Priorities • Development Opportunities • School priorities for the coming year	• Member/Trustee/Governor Recruitment • Member/Trustee/Governor Attendance • Risks delegated to the Committee • Committee Membership and Meeting Schedule/Planner

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		Board	Finance and Resources	Audit and Risk	Learning and Welfare
TERM 1	Half-term 1	• Election of Chair and Vice Chair • Membership including noting of annual attendance at meetings and consideration of committee membership • Appointment of LSC Chairs • Governor Hub Housekeeping • Consider the implication of any changes to the Academies Handbook • Executive Summaries (CEO/Chair) • Review of the Trust dashboard • Review of Strategic Aims		• Expectations of the Academy Trust Handbook • Internal Audit – review 2025-26 work • Agree the internal audit themes for the year • Update on External Audit provision for the year ended 31 August 2026. • Review of one risk register section and consideration of top 3 risks to the Trust	• Appointment of Link Trustees • Feedback from Link Trustees • Matters Arising from Local School Committees • Review headlines of GCSE and SAT data • Inclusion • Personal Development and Well Being

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		Board	Finance and Resources	Audit and Risk	Learning and Welfare
	Half-term 2	**AGM** • Approval of the Annual Account including Annual Report • Matters arising from the committees. • Executive Summaries (CEO (summary of the year given at AGM)/Chair)	• Appointment of Link Trustees • Feedback from Link Trustees • Management Accounts – October • Summary of proposed Capital Bids • Admissions policy (or consult if changes are to be made or have not been made for 7 years) • Performance Management Policy • Approval of Trust Pay policy • School Resource Management Self-Assessment checklist – Board to approve the checklist • Land and Building Collection Tool Submission • Health and Safety (Update – accidents/compliance report) • Consideration of risks delegated to the Committee	• Trustees report and financial statements – Financial statements – Management letter • Review and consider the recommendation to the Board for the approval of the draft accounts (external auditors to attend) • Consideration of external audit tender • Review of one risk register section and consideration of top 3 risks to the Trust.	
TERM 2	Half-term 3				

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		Board	Finance and Resources	Audit and Risk	Learning and Welfare
TERM 3	Half-term 4	• Matters arising from the committees. • Executive Summaries (CEO/Chair) • Governor reflection of self-evaluation • Review of Strategic Aims • Review of the Trust dashboard • Review the risk register	• Feedback from Link Trustees • Management Accounts - January • Confirm admissions policy has been determined • Update on admissions • Reserves, banking and treasury - Reserves and investments • HR Update including staff engagement survey feedback review consideration of school absence and resignation/vacancy levels • Health and Safety (Update – accidents/compliance report) • Update on IT provision across the Trust		• Feedback from Link Trustees • Consideration of risks delegated to the Committee • Matters Arising from Local School Committees • Inclusion • Personal Development and Well Being • Feedback from the pupil survey
	Half-term 5			• Action Plan from the audit. • Update on internal audit theme(s) • Review of one risk register section and consideration of top 3 risks to the Trust	
	Half-term 6	• Feedback from committees • Executive Summaries (CEO/Chair) • Approve SoD following review			• Feedback from Link Trustees • Matters Arising from Local School Committees • Update on Safeguarding across the Trust

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		Board	Finance and Resources	Audit and Risk	Learning and Welfare
		• Approval of next year's budget/review 3-year budget for approval • Note meeting dates for the coming year, note annual planner and approval of terms of reference including committees and LCSs • Review of Strategic Aims • Review of the Trust dashboard	• Feedback from Link Trustees • Management Accounts – Management Accounts – May • Proposed Budgets 2026/27: Consider and review the proposed 2025-26 budget together with the three-year projections and the detailed establishment budgets. Make recommendations to the Board Meeting for approval. • Effective provision of School Lunches (including FSM) • Health and Safety (Update – accidents/compliance report) • Estates and Premises: Site development update/approval of works		• Inclusion • Personal Development and Well Being • Feedback from the parent survey