



# Discovery Schools Academy Trust

## Governance Strategy 2019-22

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### Date of approval

June 2019

#### This policy was approved as follows:

<b>Approver:</b>	<b>Trust Board</b>	<b>Date:</b>	<b>June 2019</b>
<b>DSAT owner:</b>	Head of Governance	<b>Version:</b>	V3.0
<b>JCG review date:</b>	N/A	<b>Review frequency:</b>	3 Years
<b>Status:</b>	Statutory	<b>Next review date:</b>	June 2022

This is a dynamic document which will be updated annually to reflect changes in process built on experience and will be formally agreed by the Trust Board every 3 years.

## Document History

Version	Version Date	Author	Summary of Changes
V1.0		Helen Stockill – Head of Governance	Document created
V2.0	29 June 2017	Head of Governance	Formal Board approval
V2.1	October 2017	Head of Governance	Removed tables for cluster board and advisory board members names.
V2.2	8.8.2018	Head of Governance	Updated role of Trustees in line with Academies Financial Handbook. Updated role of cluster and advisory board to align with handbooks.
V3.0	June 2019	Head of Governance	Cluster Board tier of governance removed. School Improvement Committee added. Minor clarifications in wording. Appendix 2 updated. Table of contents added.

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## 1. Overview statement

*The purpose of governance is to provide confident **strategic leadership** and to create robust **accountability, oversight and assurance** for educational and financial performance.*

*Governance Handbook DfE January 2019*

Good governance is at the heart of delivering educational excellence. This strategy defines what 'governance' means for the Trust and outlines how governance is structured and organised as part of a whole-trust approach to improving standards.

Drawing on our own experience and DfE good practice guidance this strategy is informed by a set of principles for effective governance which are set out in more detail in Appendix 1.



## 2. Our Vision and Values

### The Trust Vision

The governance strategy aims to support the achievement of the Trust Vision

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*Discovering joy in learning. Sharing the journey for all our tomorrows.*

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Dedicated to encouraging the aspirations of all in a supportive and safe culture of learning. Being visionary to create opportunities to develop both voice and partnerships across our diverse learning communities.

Providing dynamic, inclusive experiences where success is created through exciting opportunities. Voice, energy and resilience for the youth of today and tomorrow.

### The Trust's values

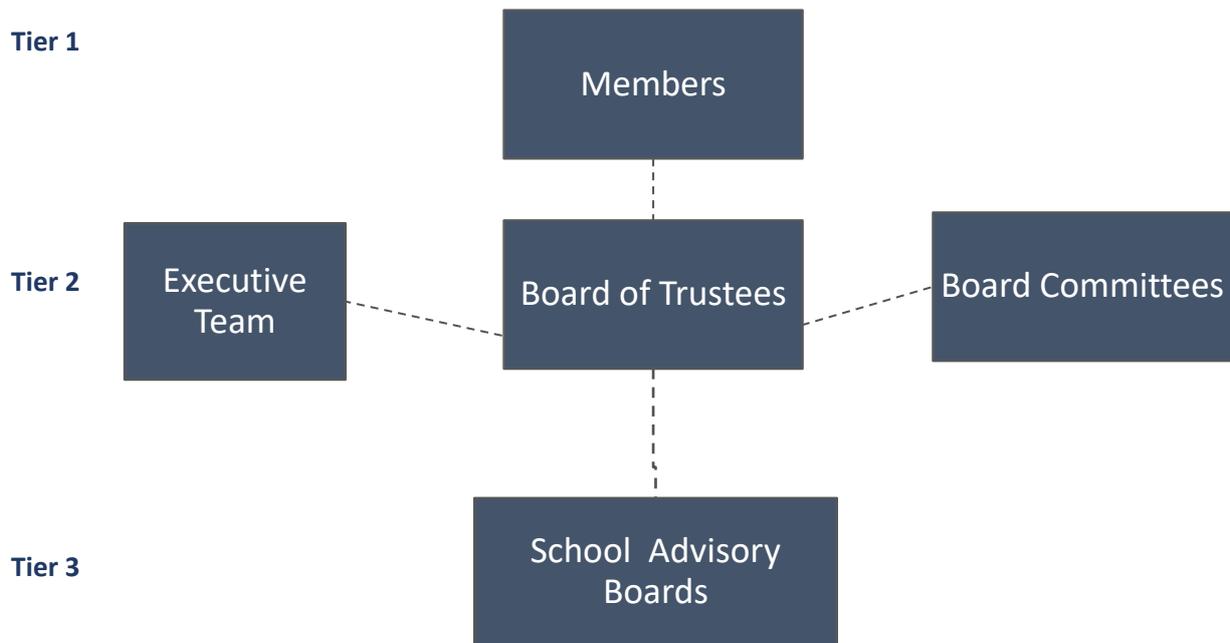
The Trust values are fundamental to delivering good governance; these values sit at the heart of all our decision making and actions to help us make the right decisions. The values below act as the guiding principles for all those involved in governance within the Trust.

<b>Integrity</b>	The ability to make decisions for the best interests of children in all our communities regardless of its popularity or expedience. The maintenance and development of individual school ethos and focus on the community in which it serves.
<b>Democracy</b>	The involvement of all stakeholders in the decision-making process through a framework and consultation process. Providing mechanisms for stakeholders to contribute to the development of the organisation from Pupil Parliament through to leadership networks.
<b>Altruism</b>	Working beyond our own communities within challenging contexts to raise standards and expectations. To work together through joint practice development and knowledge sharing to ensure best practice is shared within and beyond the Trust.
<b>Improvement</b>	To continuously improve the outcomes and aspiration of the children we work with through peer reflection and rigorous self-evaluation because better never stops! To achieve continuous improvement, we need to be outward facing as a trust and seek out partnerships for improvement.
<b>Connectivity</b>	To ensure that all of our schools and processes are digitally enabled, allowing connectivity between schools to provide shared learning and new opportunities. We encourage partnerships working with our communities, business and trusts to raise aspirations.

### 3. DSAT Governance Model

In a multi-academy trust, a single trust is responsible for a number of schools. The nature of the Trust as a company running multiple schools means there are additional governance and management layers.

The DSAT governance model identifies three tiers of governance as shown in the diagram below. A detailed model can be found in Appendix 2.



The Board of Trustees is the legal governing body of the MAT. The governance functions delegated by the Board across the structure are set out in a Scheme of Delegation which is available on the Trust website.

## 4. Members

As a charitable company limited by guarantee the Trust has Members who have a similar role to the shareholders in a company limited by shares. The Members are the ‘guardians of the governance’ of the Trust and ensure that the Trust acts within its charitable objects and values to achieve the vision.

Members have limited but significant powers, most notably they:

- Agree changes to the Articles of Association
- Appoint (and remove) Members
- Appoint (and remove) Trustees
- Appoint the Trust Auditors
- Direct Trustees to take a specific course of action

Current Members are:



- Carolyn Lewis - Director of Education Leicester Diocese



- David Williams - Chair of the Trust Board



- Celia Varley – Representative of Parklands School



- Robert Woolston – Representative of Kibworth CofE School

Members hold an Annual General Meeting where they review the appointments of the Board, the appointment of the external auditor and review the financial statements. In addition to this, Members are invited to visit schools in the Trust and receive a regular update from the trust.

## 5. Trust Board

Trustees are charity trustees and company directors, as well as the governing body for all the schools within the Trust. The Trust Board is therefore the accountable body responsible for the performance of the MAT and its schools. The Trust Board has overall responsibility for:

- a) Ensuring clarity of vision, ethos and strategic direction;
- b) Holding the Chief Executive Officer and Trust Senior Leadership to account for the educational performance of the Trust;
- c) Overseeing and ensuring effective financial performance.

The Board is made up of 9 trustees each with an area of specialism:

### Appointing body: Members



#### Jonathan Parsons

- Human Resources specialist
- Appointed March 2019
- 3-year term of office
- Chair of Remuneration Committee



#### Gary Sims

- Finance specialist
- Appointed March 2019
- 3-year term of office
- Chair of Finance, Audit & Risk Committee



#### Mihir Trivedi

- Regulatory change specialist
- Appointed August 2018
- 3-year term of office



#### Shane Bray

- Commercial and business specialist
- Appointed October 2017
- 3-year term of office

### Appointing body: Diocese of Leicester Education Trust



#### David Williams

- Ethos specialist
- Appointed March 2019
- 3-year term of office
- Chair of the Board of Trustees
- Safeguarding lead



#### Maggie Spence

- Education specialist
- Appointed July 2018
- 3-year term of office

### Appointing body: Trustees



#### Ed Green

- Charity governance specialist
- Appointed March 2019
- 3-year term of office
- Chair of the Partnership & Governance Committee



#### Richard Bettsworth

- PR specialist
- Appointed 6 September 2017
- 3-year term of office

### Ex-officio



#### Paul Stone

- Chief Executive Officer
- Ex-Officio
- No voting rights

## Board Committees

The work of the board is supported through 4 committees with delegated powers:

### Finance, Audit & Risk Committee

The role of the Finance, Audit and Risk Committee is to have financial oversight and scrutiny of the Trust, ensuring good financial and risk management, effective internal controls and compliance with the Trust Funding Agreement, Academies Financial Handbook and DSAT financial regulations.

### Education Standards Committee

The Education Standards Committee is focused on improving the educational performance of the Trust, maintaining oversight of curriculum, assessment, quality and standards. This provides assurance and ensures concerns are raised (if appropriate) to the Trust Board. The Committee makes recommendations, as appropriate, on quality and performance matters to the Trust Board and ensures the Trust responds to any performance issues raised in national data reports and by Ofsted.

The Board have created a School Improvement Committee to advise the Education Standards Committee on the progress of 'priority schools'. The School Improvement Committee will provide detailed scrutiny and monitoring of the Trust support for schools at risk of underperforming to ensure appropriate actions are taken to rapidly improve performance. More detailed information about the role and remit of the School Improvement Committee is set out in the terms of reference.

### Partnerships & Governance Committee

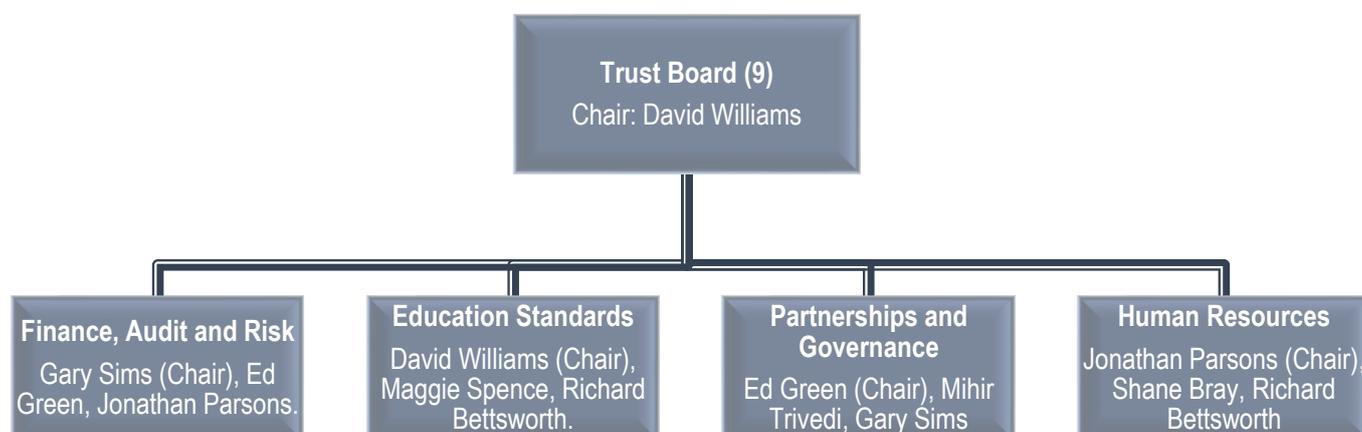
The role of the Partnership & Governance Committee is to establish and govern the operations of the range of partnerships operating under the Discovery Schools Trust company. The oversight of this committee includes ATSA, EPIC, SCITT and governance partners (Advisory Boards) and wider external partnerships with other MATs and organisations.

### Human Resources (HR) Committee

The role of the HR Committee is to provide the Board with assurance concerning all aspects of strategic workforce and organisational development. The Committee will maintain an oversight of the Trust's approach to remuneration, pay progression, terms and conditions of employment and workforce related policy.

Committee membership is agreed by the Board of Trustees annually. Each committee is made up of at least 3 Trustees and up to 2 co-opted members appointed for their skill and experience. Each committee generally meets three times a year prior to a main board meeting.

## Trust Board Structure and Committee Membership



## Organisation of the Trust Board

- The Trust Board elect a Chair annually. The Chair of the Board is David Williams.
- The Trust Board is supported by the Head of Governance, Helen Stockill.
- The Board meets 5-6 times a year.
- The Board is advised by the CEO and members of the Central Executive Team.
- Trustees complete a register of their relevant personal and business interests, which is reviewed annually and published in summary on the Trust's website.

## 6. Senior Executive Team

The Board has appointed senior officers to act as the Executive Team and act as agents on behalf of the Board. Current members include:



**Paul Stone**

- Chief Executive Officer
- Accounting Officer



**Emma Clarke**

- Finance Director



**James Brown**

- Deputy CEO



**Louise Barber**

- Director of Operations

The Senior Executive Team are responsible for the day to day operation of the trust, identifying areas of development and formulating strategy to present to the Trust Board. The Executive Team have a role in the creation of individual School Risk Registers, the Trust's 'tool' for the management and monitoring of strategic risk. See section on School Risk Registers.

## 7. Advisory Board

Each school has an Advisory Board which has a key role in influencing the development of the school, providing a forum for discussion of strategy and policy matters to ensure the education delivered meets the needs of children locally.

Advisory Boards have some delegated decision-making authority and act as a 'critical friend' for the school. This means:



Support

Question

Challenge

They provide **support** and advice

- Acting as a sounding board for ideas
- Providing feedback on strategies and policies to bring about improvements
- Recognise and celebrates the achievements of the school

They also provide **challenge** on school performance

- Asking searching questions
- Exploring alternative proposals

An effective Advisory Board Member is a friend of the school, providing support to help it succeed. The Advisory Board must be ambitious for the school and have a clear understanding of its strengths and weaknesses. Advisory Board Members ask constructive questions to ensure that decision taken by the senior leadership are made on the basis of sound information.

An effective Advisory Board has a relationship with the school that means they can also be honest where there are concerns. They have a direct link to the Trust Board should concerns need to be raised.

### Advisory Board responsibilities

The Advisory Board has a range of responsibilities:

- Supporting good governance of the school
- Safeguarding and promoting the values of the school, ensuring that the school continues to strongly demonstrate its distinctiveness
- Working in collaboration with the Headteacher to improve pupil achievement and well-being
- Maintaining a detailed understanding of the strengths and areas for development of the school
- Contributing to the development of strategic priorities to promote school improvement
- Regularly reviewing data on achievement, quality of teaching and behaviour and safety
- Regularly monitoring the risk register and escalating concerns to the trustees
- Providing the Trust Board with the views of the local community and advising on local issues and risks they need to consider that affect the school
- Recommending to the Trust Board any developments or amendments to policies and procedures
- Ensuring there is local adaptation/adoption of Trust-wide policies
- Engagement with the school's key stakeholders e.g. parents/carers, pupils and staff
- [Kibworth CofE] to ensure a denominational inspection is carried out (SIAMS) and to help evidence the impact of the Christian vision on school performance

The Advisory Board provides a mechanism for ensuring that the Trust is provided with independent and objective views from the local community and support for developing the school.

## **Advisory Board membership**

The membership of the Advisory Board is made up of parents, staff and individuals from the community that could add value, and is typically made up of:

- Two elected parents
- Two appointed community representative
- One elected staff representative
- The Headteacher
- [Kibworth CE] two foundation members

Efforts should be made to include individuals who reflect the diversity of the community served by the school.

Advisory Board meetings may also be attended by members of the Cluster Governing Board, Trust Board or Executive Team.

Advisory Board meetings may also be attended by members of the Trust Board or Executive Team. The Kibworth CofE school Advisory Board<sup>1</sup> also includes an additional two foundation members appointed by the Diocese of Leicester Educational Trust. Advisory Board members serve a three-year term of office.

## **Advisory Board Committees**

### **Foundation and Community Committee - Kibworth CofE**

Kibworth CofE Advisory Board will operate a Foundation and Community Committee which will meet termly. The membership of this committee must include the foundation members appointed by the Diocese of Leicester Educational Trust. The role of the committee is to protect, promote and develop the Christian character and distinctiveness of the school in partnership with the church.

### **Additional Committees**

The Trust acknowledges that from time to time an Advisory Board may require a committee/working party to look at specific issues. The formation of committees must be approved by the Trust.

## **AB Organisation**

- The Advisory Board elects a Chair and Vice-Chair annually.
- The Advisory Board is clerked by the Trust Clerk, Anna Mousley.
- The Trust Clerk co-ordinates the agenda working with the Headteacher and AB Chair.
- The AB meets at least 4 times a year.
- The Advisory Board reports to the Education Standards Committee through the minutes and chair's termly report.

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<sup>1</sup> The Trust is required by the Articles of Association to appoint a 'Local Governing Body' for Kibworth CofE, this is referred to by the term Advisory Board in this strategy.

## **8. OFSTED**

During an OFSTED inspection, the quality of governance will impact on the leadership and management judgement. As part of the inspection visit the lead inspector should meet with those responsible for governance functions, this includes, the following:

- Chair of the AB or their representative
- Trustee or their representative
- Director or Primary Education / School Improvement Partner
- CEO

Appendix 3 provides an overview of the accountability arrangements within the governance structure.

## **9. School Risk Register**

The School Risk Register is the Trust's 'tool' for the management and monitoring of strategic risk. The Trust Executive identify the key risks to the delivery of educational excellence of each school and the key controls in place to manage the risk.

Each school's risk register is reviewed at scheduled points during the year at a Team Around the School meeting. Where the rate of improvement is insufficient a risk mitigation plan is created to secure rapid improvement

The Advisory Board receives the risk register termly and is responsible for independent oversight. The Advisory Board will monitor and review progress and escalate concerns to the Trust Board or Executive Team. Advisory Boards can recommend risks for inclusion in the risk register.

## 10. Sources of Assurance

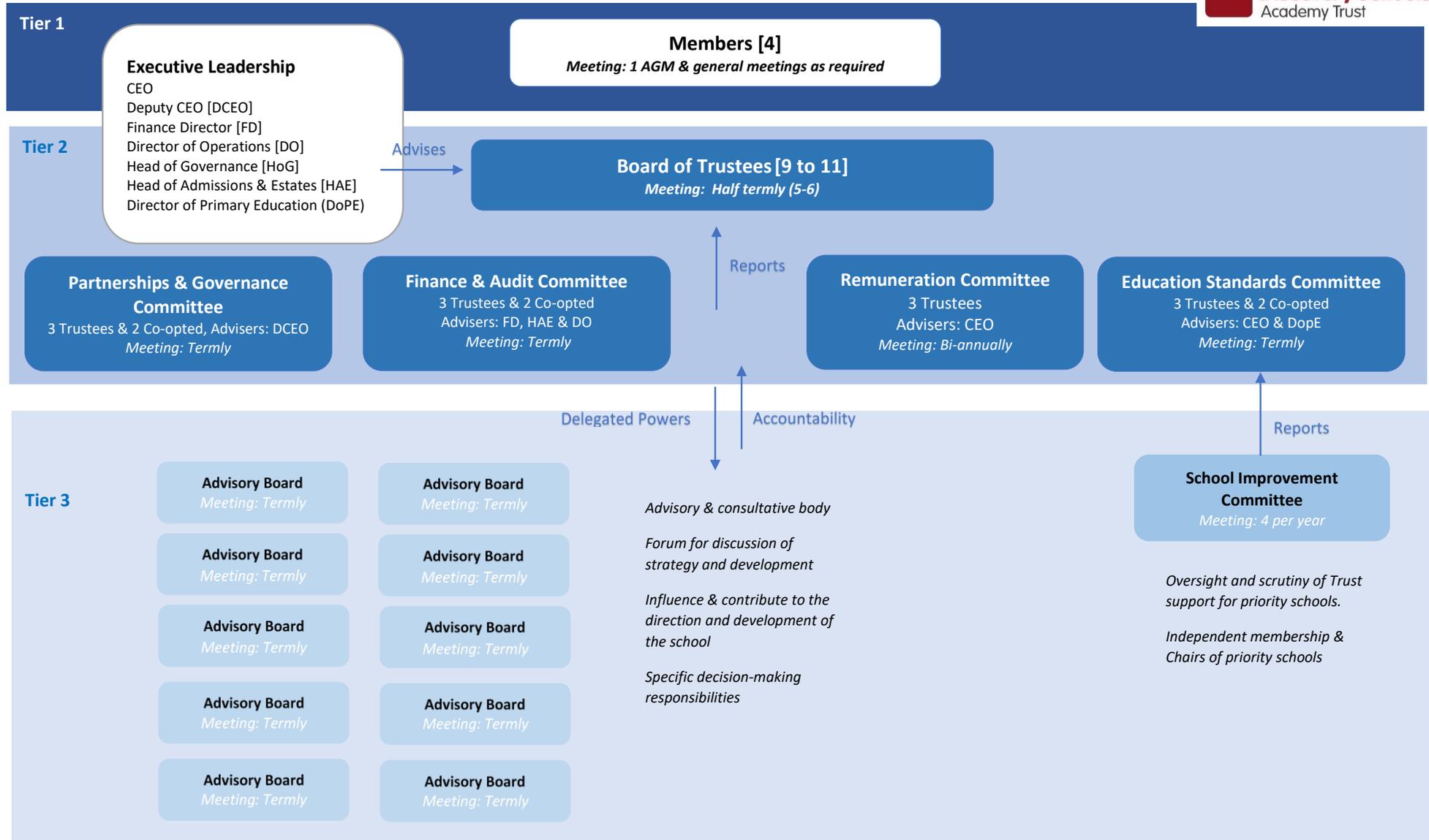
The Trust Board typically gains its assurance from internal school, Trust and external sources which include but are not limited to:

Internal school	Trust	External
Policies and procedures	Policies and procedures	Ofsted Reports
SEF	SOAP	Trust Peer Review
Advisory Board minutes	CEO Report	Annual Accounts
School Risk Register	Peer Review	External Audit Reports
Performance Management Review	Internal Audit	H&S Audits
SOAP	Staff Wellbeing Surveys	GDPR Audits
Complaints data	Safeguarding Audit	
Budget reports	Minutes of Board	
	Website Compliance Reporting	
	Corporate Risk Register	
	Strategy documents	
	Partnership survey	
	Budget and forecast reports	
	KPIs	

## Appendix 1 – Principles for Effective Governance

1. The legal/governance structure reflects good practice.
2. The Board is effective. The Chair demonstrates strong leadership skills and an independent approach. The Board is well balanced, no one individual or group has greater powers of decision making or dominates the Board. The Board has an appropriate balance of skills. New members have inductions and the Board critically evaluates its performance annually.
3. The Board's remit and size supports effective decision-making. The Board size cannot exceed 11 members.
4. The Board is strategically, not operationally, focussed. There is an effective committee structure.
5. Appointments to the Board are through an open and transparent recruitment process. All appointments are informed by skills needs which are regularly assessed. The Board actively works to attract a diverse range of candidates representative of the Trust community that schools serves.
6. Decision-making processes are clearly documented, approved and communicated. Decisions are made at the appropriate level.
7. Transparency and accountability is intrinsic to the way the Board, the CEO and the wider Trust operates.

Governance Structure 2019-20



\*The Trust

**Advisory Board Representation:** [6] Headteacher, 2 elected parents, 2 appointed community representatives, 1 elected staff

**Panels representation:** Advisory board and school improvement committee members are eligible to be representatives on panels.  
Meeting frequency: As required

### Appendix 3: Accountability arrangements within the governance structure

DSAT – Discovery Schools Academy Trust					
Governance Tier	Membership	Meetings	Responsibilities/Authorities	Reporting	References
Members	<ul style="list-style-type: none"> <li>• Signatories to the memorandum</li> <li>• Chair of the Board</li> </ul>	AGM	<ul style="list-style-type: none"> <li>• To appoint/remove Trustees</li> <li>• Receive financial statements and annual report</li> <li>• To change the Articles</li> </ul>	N/A	Articles of Association
Trust Board  Clerked by Head of Governance	<ul style="list-style-type: none"> <li>• Up to 9 Trustees</li> <li>• CEO is ex-officio but has no voting rights</li> </ul>	5-6	<ul style="list-style-type: none"> <li>• Determine the vision and strategic priorities for the MAT and agreeing the policy framework</li> <li>• Ensure the quality of educational provision, overseeing standards and outcomes of academies</li> <li>• Monitoring the performance of the schools across the Trust</li> <li>• Ensuring appropriate governance and decision making</li> <li>• Overseeing the Trust's finances and property</li> <li>• Sign off company accounts and annual report</li> <li>• Performance management of the CEO</li> <li>• Ensure that the Trust complies with all regulatory requirements (charity and company law Independent Schools Standards and the Funding Agreement)</li> </ul>	<p>Reports to Members at AGM on progress for the year and to present financial statements and annual report</p> <p>Accountable to Secretary of State for Education through the Education Funding Agency and Regional Schools Commissioner</p>	<p>Articles of Association</p> <p>Funding Agreement</p> <p>Terms of Reference</p>
Board Committees  Clerked by Head of Governance	<ul style="list-style-type: none"> <li>• 3 Trustees</li> <li>• 2 Co-opted members</li> </ul>	6 - half-termly	<ul style="list-style-type: none"> <li>• Delegated decision-making power as determined by the Trust Board from time to time</li> </ul>	<p>Reports back to the Trustees in advance of each Board meeting through approved minutes and reports</p>	<p>Terms of Reference</p> <p>Scheme of Delegation</p> <p>Minutes and reports</p>
Advisory Board  Clerked by Trust Clerk	<p>Up to 6 members:</p> <ul style="list-style-type: none"> <li>• Headteacher</li> <li>• Elected Staff</li> <li>• 2 Elected Parents</li> <li>• 2 Community</li> </ul>	4	<ul style="list-style-type: none"> <li>• Supporting good governance of the school</li> <li>• Safeguarding and promoting the values of the school, ensuring that the school continues to strongly demonstrate its distinctiveness</li> <li>• Working in collaboration with the Headteacher to improve pupil achievement and well-being</li> </ul>	<p>Reports to the Board of Trustees through approved minutes and reports</p>	<p>Minutes</p> <p>Scheme of Delegation</p> <p>Terms of Reference</p>

			<ul style="list-style-type: none"> <li>• Maintaining a detailed understanding of the strengths and areas for development of the school</li> <li>• Contributing to the development of strategic priorities to promote school improvement</li> <li>• Regularly reviewing data on achievement, quality of teaching and behaviour and safety</li> <li>• Regularly monitoring the risk register and escalating concerns to the trustees</li> <li>• Providing the Trust Board with the views of the local community and advising on local issues and risks they need to consider that affect the school</li> <li>• Recommending to the Trust Board any developments or amendments to policies and procedures</li> <li>• Ensuring there is local adaptation/adoption of Trust-wide policies</li> <li>• Engagement with the school's key stakeholders e.g. parents/carers, pupils and staff</li> <li>• [Kibworth CofE] to ensure a denominational inspection is carried out (SIAMS) and to help evidence the impact of the Christian vision on school performance</li> </ul>		
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Appendix 4: Governance and accountability diagram

