

CONFIDENTIAL

South Bank Academies Board Meeting

4.00 - 6.00 pm on Thursday, 22 March 2018 in University Academy of Engineering - Trafalgar Street, London SE17 2TP

Agenda

No.	Time	ltem	Pages	Presenter
12.		Governance review (internal)	3 - 26	MB

Date of next meeting 4.00 pm on Thursday, 19 July 2018

Members: David Phoenix (Chair), Rao Bhamidimarri, Adam Crossley, Douglas Denham St Pinnock,

Richard Flatman, Tony Giddings, Nicole Louis, Lesley Morrison, Richard Parrish and

James Stevenson

In attendance Michael Broadway, Natalie Ferer and Joe Kelly

Apologies





<u>Ark Schools Accountabilities</u> Framework

1. Introduction and governance model summary

The Ark Schools Accountabilities Framework outlines where responsibility and accountability sits for the key functional areas within Ark Schools between the four 'tiers' of governance:

- Ark Schools board: All Ark academies are part of a charitable company, Ark Schools, which is regulated by the DfE. As a multi-academy trust with all schools held within one legal entity, Ark Schools has a Master Funding Agreement with the Department for Education for all its schools and a Supplemental Funding Agreement for each school. The Ark Schools board is therefore the legal governing (proprietary) body for *every* school. The board hold and fulfil all statutory responsibilities by approving, and the monitoring, network- wide educational and financial plans including the Operating Plan and budget. The board holds legal liability for areas that would normally be the responsibility of a school governing body, such as the SCR and policies, with support from the central team.
- **Ark Schools central:** The executive leadership and staff responsible for working with schools to deliver educational and operational outcomes. The board discharge the day-to-day line management of Principals and provision of all training/ support systems for schools to the central team.
- **Principals:** Responsible for meeting all educational and operational targets for outcomes in their individual school.
- Local Governing Bodies: Responsible for localised challenge and support but with no legal liability or final approval of policies or core documents. LGBs provide strategic input into individual school plans and budgets, monitor alignment of school processes and reporting with overall strategy and policies, and embed the school's ethos and values. They also lead on local stakeholder engagement (staff, parents, community).

Ark believes that this model allows for strategic board decision-making and powerful, innovative and focused local governance. Flows of information and decision-making are coordinated by the central governance team and are embedded into the scheme of delegation, meeting cycles, and agenda planners. This ensures that trustees and governors work together to drive meaningful improvement across the network – and as governors spend less time on policies and paperwork means that they can spend more time understanding the specific needs of their school, and adapt their activities accordingly. They are central to the focus on the school's values and ethos so that all pupils believe they can succeed, and to providing links to the community. They also provide continuity of care to the school and as such are a continuing powerful advocate for their needs within the Ark family, and source of sharing of good practice across the network.

Note: This document also does not lay out every legal responsibility of a Multi-Academy Trust or every activity in the remit of individual stakeholders; rather it is concerned with the core activities that are carried out within each area of operational delivery. The overriding legal assumption that sits behind all this work is that all academies in a MAT are governed by one trust and a single board of directors.

1

The board of directors is responsible for decisions relating to how each academy is run, but can delegate some of its functions (for example to a local governing body or an Executive team). The MAT remains accountable for these functions.

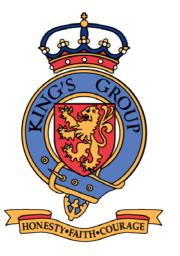
This Framework also does not dictate when responsibilities may be further delegated within sets of stakeholders – for example by a Principal to other staff within the school, or the Ark Schools Managing Director to other staff at Kingsway. There will be circumstances where the rules may change – for example, in crisis situations, Ark central may take on a much more involved role – or where stakeholders may go above and beyond the level of support that is articulated here – for example the LGB may be engaged on a range of other aspects not explicitly referenced here. The Accountabilities Framework is updated on an annual basis in order to ensure that delegated responsibilities can be aligned with organisational need.

2. High-level division of responsibilities

This articulates responsibilities in areas where it is important to define roles across stakeholders. It does not prescribe every activity in the remit of individual stakeholders.

Ī	Functional	Ark Schools board	Ark central	School Principal	Local governing body (LGB)
-	area Teaching & learning	Accountable for overall vision and model for teaching	Support school Principal in setting vision and model for teaching, arranging CPD/ coaching and reporting on teacher performance	 Set vision and model for teaching and approach to improving teacher quality Arrange CPD and coaching for teachers and monitor teaching performance Plan and deliver approach to climate for learning, planning & preparation and assessing & responding 	Monitor school approach to teaching and learning including CPD and coaching for teachers and teacher performance
	Curriculum & assessment	Approve school targets Accountable for all curriculum and assessment practices meeting requirements laid out in statutory guidance	 Provide guidance to schools on approach to assessment, curriculum and inclusion model Deliver SEND audits Approve school curriculum models Review and propose school targets to board 	 Develop school approach to assessment, curriculum, inclusion model and graduated response Engage with SEND audit process Propose school targets to Ark central 	 Informed of school approach to assessment, curriculum, inclusion model and graduated response Consulted on SEND audits (SEND link) Consulted on school targets (Chair)
Page 7	Culture, ethos & wellbeing	 Approve Exclusions and SG policies Accountable for Exclusions, pastoral and Safeguarding (SG) arrangements meeting national requirements laid out in statutory guidance 	 Set network Exclusions and SG policies Responsible for ensuring network practices around Exclusions, pastoral and Safeguarding arrangements meet national requirements Arrange Exclusions training and independent review panels (IRPs) Respond to SG complaints against Principal and support school in event of SG complaints against staff Respond to issues flagged by DBS 	 Set school approach to culture, ethos and wellbeing including behaviour model, rituals and routines, attendance and inclusion Set school Attendance, Inclusion and SG policies inc. training and DBS processes Set local Exclusions procedures and ensure exclusion administration fulfils all relevant requirements Respond to SG complaints against staff Oversee referral of at-risk children to LA and other agencies 	 Informed of school approach to culture, ethos and wellbeing including behaviour model, rituals and routines, attendance and inclusion Make Exclusion decisions through governor panels and engage in IRP process if required Informed of SG complaints, referrals and training within school
	Our people	 Approve all relevant People policies relating to recruitment, capability, disciplinary/ grievance, pay, leave and reorganisation Accountable for meeting statutory reporting requirements 	Set all People policies Set overarching approach to attraction & recruitment, performance appraisal, probation, leadership, pay and benefits, disciplinary and grievance including investigations, tribunals and appeals Recruit for central/ Principal roles Provide training and guidance on employee relations to schools Liaise with unions Oversee all HR tracking and reporting Conduct pre-appointment checks for central/ Principal roles	Recruit for school roles in line with overall Ark approach to attraction and recruitment Implement Ark approach to performance appraisal, probation, leadership development, pay and benefits, disciplinary and grievance including investigations at school level Conduct pre-appointment checks for school roles	 Engage in Disciplinary and Grievance panels Monitor compliance with DBS process Receive report on staff performance management and pay including appraisal Consulted on Principal appraisal (Chair)

Functional area	Ark Schools board	Ark central	School Principal	Local governing body (LGB)
Parents & community	Accountable for meeting statutory admissions and publication requirements	 Oversee admissions arrangements including policies and appeals Oversee compliance with website publication requirements Manage crisis communications Set school brand guidelines 	 Manage admissions appeals at school level Maintain school website in line with compliance requirement Plan and deliver open days, offer and acceptance process and parental engagement Manage local media, community, LA relations 	Support engagement with parents, community and LA
Finance	 Approve all relevant Finance policies Approve Principal bonuses Accountable for meeting statutory requirements around reporting, budget submissions and financial controls 	 Set all Finance policies Set school and central finance targets and budgets including holdback charge Coordinate endowments and reserves Prepare network budgets, forecasts, reports, statements & tax returns Arrange network procurement activities including manage contracts £50k+ Manage internal and external audit Set Ark approach to finance administration and internal controls 	 Develop and propose school budget and year-end pack Decide school staff bonuses Arrange procurement contracts under £50k Engage in internal audit activities at school level Deliver finance administration and internal controls arrangements in line with Ark approach 	 Informed of finance policies and budget targets (Chair & Finance Link) Consulted on us of school reserves for school or network use Consulted on draft budget Monitor management accounts and school staff bonuses Informed of procurement arrangements and internal audit outcomes
IT U D Estates	Approve IT policy Approve network IT outsourcing strategy	 Set school IT and Acceptable Use policy Lead on contract management for overall IT service Support IT projects in schools Lead response in event of data breach 	Set school IT strategy and promote Acceptable Use policy amongst students and staff Lead on engagement with IT contractors/ service providers at school level Manage local IT maintenance and upgrades	• Informed of IT strategy including capital investments
Estates	 Accountable for meeting statutory requirements around health and safety (H&S) Approve all relevant H&S policies 	 Set network H&S policy Arrange H&S and fire risk audits Oversee all aspects of initial capital build inc. procurement, legal and project management Support schools in arranging contracts e.g. school catering, M&E, energy 	 Set school H&S policies and procedures Engage in H&S and fire risk audits Ensure compliance with procurement and building maintenance regulations/ policies at school level Engage in capital build projects as required 	 Monitor H&S incidents at school Informed of H&S arrangements including audit outcomes Informed of capital build project updates
Monitoring, Reporting & Data	 Approve data protection (DP) policy Accountable for meeting statutory requirements around data protection and security 	 Set DP & Incident Response policies Provide DP guidelines and standards Oversee Ark approach to DP controls Arrange DP training Respond to FOI/ SAR requests 	Ensure school meets DP requirements and standards at school level in line with overall Ark approach	Informed of overall approach to DP and security
Governance & Accountabilities	 Approve Scheme of Delegation, Terms of Reference, Risk Framework and Policy Framework Accountable for meeting statutory requirements for governance arrangements 	 Develop Scheme of Delegation, Terms of Reference and Policy Framework Develop Risk Framework and register 	Ensure required policies are in place and publicised according to overall Ark approach	• Agree additions to school-level policies (where relevant)



King's Group

Academies

Good Governance

Understanding Good Governance in Multi Academy Trusts

Expectation for Good Governance

The DfE places a very high emphasis on the quality of governance:

• Governance functions can be delegated by the Board to local governing bodies (LGBs) or other committees overseeing one or a cluster of schools – delegations must be set out and published in a clear scheme of delegation. Regardless of the extent of delegation, the trust remains accountable for the performance of all its schools to the Secretary of State.

Further, the DfE states:

 There is no duplication between the roles of executive trust leaders and LGBs in holding individual school leadership to account.

Multi-academy trusts:

Good practice guidance and expectations for growth (DfE December 2016)



Expectation for good Governance

- Clarity at each stage is vital
- Scheme of delegation must describe the function of each component part with no overlap
- Basis of accountabilities is:

Trust but verify



Terminology

- Members establish the trust by signing its memorandum and articles of association and then delegate responsibility for running the Trust to the Trustees, like shareholders;
- **Trustees / Directors** set the strategic direction for the MAT and are accountable to the Secretary of State for the performance of the schools within it;
- Local Governing Bodies/Boards oversee different functions of schools within the Trust, depending on the responsibility delegated to them by the Trustees;
- Chief Executive Officer who provides the professional leadership of the Trust;
- MAT Executive Team employees of the Trust who report to the CEO (e.g. Finance Director, SI Directors, Regional Directors);
- Individual Principals/Headteachers— responsible for the day-to-day leadership and management of each school in the MAT and who are accountable to the Trustees/LGBs and line managed by the CEO; and,
- Heads of School accountable to Principals/Headteacher.

Members

Members - establish the trust by signing its memorandum and articles of association and then delegate responsibility for running the Trust to the Trustees, like shareholders.

Role

Meet not less than annually to hold Board to account and to add/remove Trustees.

In effect, AGM is a Member meeting called to receive the formal accounts (but not to debate them) and the annual report contained within.



Main Board

The **Main Board** through its chief executive will be responsible for the following:

- Agree and disseminate the aims and objectives of the Trust
- Agree and disseminate a business plan and/or an annual development plan for the Trust
- Meeting statutory reporting requirements through its chief executive to the Regional Schools Commissioners and through them to Parliament
- Maintain and update the Trust's financial delegations and agree local school budgets with guidance from the Finance Director Page and Chief Executive
 - Have oversight of safeguarding
- Agree any large scale purchases including services offered on a Trust-wide basis as per the financial scheme of delegation
- Agree a new school joiner protocol and market the Trust to a wider audience recognising its geographical base
- Agree and update regularly a risk register for the Trust
- Establish such committees as are necessary for the good governance of the Trust including a finance and audit committee and an education committee.
- Appoint and (performance) manage as necessary officers of the Trust.
- Develop and maintain a range of Trust-wide policies including, admissions, behaviour, health and safety, asset management, HR, remuneration, SEND, safeguarding including whistle blowing, data protection and risk management.
- Hold individual governing bodies to account, varying delegations, usually with notice, if progress is not considered adequate

Powers & Accountability delegated to CEO

- Develop a business plan and/or an annual development plan for the Trust
- Ensure the Trustees meet all statutory reporting requirements to the Regional Schools Commissioners and through them to Parliament
- Propose such committees as are necessary for the good governance of the Trust including a finance and audit committee and an education committee.
- Recommend local school budgets with guidance from the Finance Director
- Appoint and (performance) manage as necessary officers of the Trust as agreed from time to time by the Main Board.
- Develop, maintain and seek approval for a range of Trust-wide policies including, admissions, behaviour, health and safety, asset management, HR, remuneration, SEND, safeguarding including whistle blowing, data protection and risk management.
- Hold individual governing bodies to account
- Prepare, maintain and update a new school joiner protocol and market the Trust to a wider audience recognising its geographical base
- Ensure all schools maintain an up to date risk register and use those as the basis of a Board Accountability
 Framework, escalating risks to the Board as appropriate



Powers Delegated to the CFO/FD

- Provide strategic financial guidance to the Trust
- Provide day-to-day operational and strategic financial management for the Trust
- Produce the statutory annual accounts and manage the audit
- Monitor the income, expenditure, cash flow and balance sheet of the Trust
- Prepare monitoring reports for the Directors
 - Open bank accounts for the Trust and academies
 - Ensure proper financial controls are in place
 - Ensure compliance on all financial and governance matters
- Develop and manage the procurement process across the Trust to ensure best value
- Line manage Academy Business Managers and Trust finance team staff
- Oversee other support service throughout the Trust's academies
- Maintain the Trust's Risk Register on behalf of the Board and lead on monitoring financial risks
- Co-ordinate due diligence on prospective new additions to the Trust's academies



LGB Delegated Powers

Varies from Trust to Trust

Powers delegated locally by KGA include:

responsibility for and assuring the main Board on:

Standards, including cure Day-to-day oversight of the academy including the monitoring of finance, entering into local contracts within financial regs and supporting appointments. Individual governing bodies sit as approved sub-committees of the Main KGA Board and hold delegated

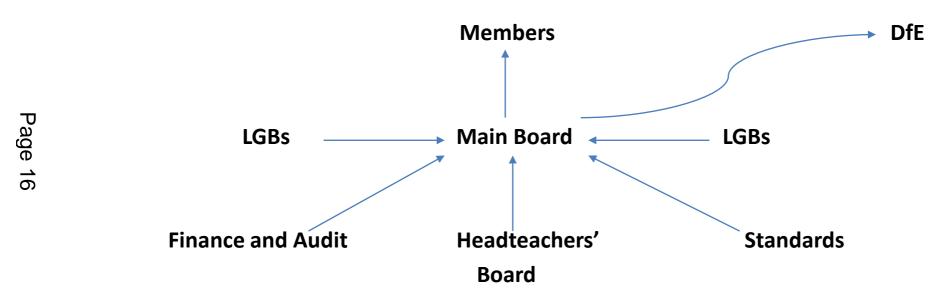
- Standards, including curriculum, academic standards and attendance
- Safeguarding, including health and safety and SEND
- Stakeholders, including admissions

...and ensuring these accountabilities are knitted together in a local school development plan with the support of consultancy staff



Board Accountability Framework (BAF)

Underpins the various accountabilities with each level providing assurance to the level above:



Key Tools:

Standard agendas Escalation reports Risk Register



Main Board

The Main Board through its chief executive will be responsible for the following:

- Agree and disseminate the aims and objectives of the Trust
- Agree and disseminate a business plan and/or an annual development plan for the Trust
- Meeting statutory reporting requirements through its chief executive to the Regional Schools Commissioners and through them to Parliament
- Maintain and update the Trust's financial delegations and agree local school budgets with guidance from the Finance Director and Chief Executive
- Have oversight of safeguarding
 Agree any large scale purchases
 - Agree any large scale purchases including services offered on a Trust-wide basis as per the financial scheme of delegation
 - Agree a new school joiner protocol and market the Trust to a wider audience recognising its geographical base
- Agree and update regularly a risk register for the Trust
- Establish such committees as are necessary for the good governance of the Trust including a finance and audit committee and an education committee.
- Appoint and (performance) manage as necessary officers of the Trust.
- Develop and maintain a range of Trust-wide policies including, admissions, behaviour, health and safety, asset management, HR, remuneration, SEND, safeguarding including whistle blowing, data protection and risk management.
- Hold individual governing bodies to account, varying delegations, usually with notice, if progress is not considered adequate

Board Strategic Plan - CEO

Priorities for action

This plan sets out the action needed to achieve the strategic aims of the Trust. It is structured around the following six key areas for improvement, as described in the Strategic Plan. The lead committee with delegated decision-making and oversight of progress is identified in brackets and the main actions are listed under each heading.

```
School Improvement (Education Committee)

Compact Committee)

Compact Committee Commit
```



Board Strategic Plan

Objective	Action		Deadline and report	Progress	RAG	Notes
1. School Improvement						
1a. Clear expectations	Agree targets with local governing bodies to aid planning, the setting and monitoring of local targets and to support headteacher appraisal.	TP	Autumn Half term	Started		Interdep with MAT-wide outcome measures (Governance)
D accep	2.Ensure clear Improvement Plans are in place at each Academy 3. Agree common reporting template and cycle for each Academy, approved by the Board. Consider practice at other MATs and across KG schools to inform the work	TP to recommend to Ed Citee	Dec Board Dec Board	Started Delegated to E&SB		Plans in place. Need to develop common reporting framework in coming year - Education and Standards Board.
b. Improvement support package	1.Agree School Improvement budget for MAT	TP	24 July	Complete		



CEO Target Setting

Objective	Success Criteria	Self-evaluation of impact (success criteria AND overall)	Sources of evidence
1. To support and challenge our Academies to improve outcomes at pace in order to obtain a 'good' or better Ofsted judgement at their next inspection.	Establish HT appraisal policy and implement, including agreeing HT performance targets for 2018 results, and agreeing progress measures towards them in line with the respective Academy Improvement Plan.		Academy Improvement Plans and impact reports to the board from its committees, monitoring boards, CEO, int./ext. consultants Internal and external data SEF, AIP

C	bjective	Success Criteria	Self-evaluation of impact (success criteria AND overall)	Sources of evidence
1	. To support and challenge our Academies to improve outcomes at pace in order to obtain a 'good' or better Ofsted judgement at their next inspection.	 Establish HT appraisal policy and implement, including agreeing HT performance targets for 2018 results, and agreeing progress measures towards them in line with the respective Academy Improvement Plan. 	Robust targets set in both schools. HR contract under development with PCC for next year's HT target setting. Bid into DfE to purchase management software.	Academy Improvement Plans and impact reports to the board from its committees, monitoring boards, CEO, int./ext. consultants Internal and external data SEF, AIP

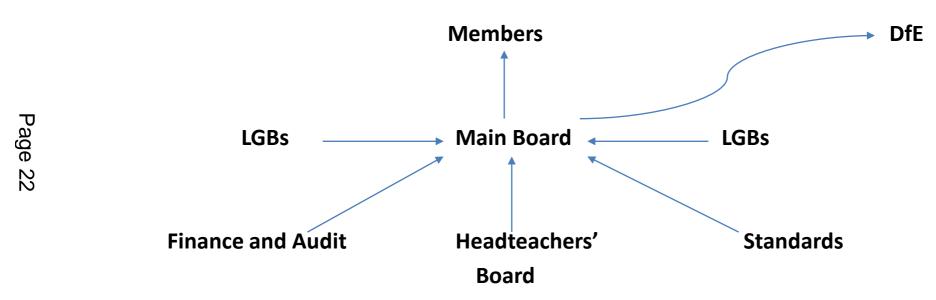
Managing the BAF – Board Template

No	Item	Action	Paper	Lead	Duration
1.	Apologies and Declarations of Interest				
2.	Minutes of the last meeting and Action Log				
3.	School/Pupil story				
4.	Chair's update				
5.	CEO's Report including corporate update				
6.	KAG Trust Strategy Considerations				
7.	Strategic Plan update				
8.	Strategy Items and policy development items for consideration by the Board (including annual plan for policy review and update)				
9.	Finance report				
10.	Performance update				
11.	Board Assurance Framework (Risk register)				
12.	Reports from Committees (exception/assurance report)				
13.	Finance and Audit				
14.	Education/Headteachers' Board				
15.	AOB: Agenda Forward Look Date and location of next meeting				



Board Accountability Framework (BAF)

Underpins the various accountabilities with each level providing assurance to the level above:



Key Tools:

Standard agendas Escalation reports Risk Register



Managing the BAF - committees

Item/Time	Title	Paper Y/N	Lead
Administration			
Scrutiny			
Committee Re	norts/Assurance		
Q O O	por cs// cssurance		
∾ ယ•olicy & Reviev	MS		
	Review of Risk Register		
General			
	Board Escalation Report		Chair
	Future Committee agenda items		Chair
	Review of the effectiveness of the meeting.	-	Chair
	AoB.	-	Chair

Date of meeting		
Overview of issues/areas covered at the meeting:		
Reports not received as per the annual work plan and action required		
Changes to significant risk profile of the trust identified and actions required		
Weaknesses in the design or effectiveness of the system of internal control identified and action required		
Any other matters the Committee wishes to escalate to the		



Managing the BAF – risk register

Risk Ref No	Risk Description	Improvement Priority - 1-6	Risk Consequences	Risk Score	Counter measures, internal controls and evidence	Existing Controls Adequate: Fully or Partially met	Details of Actions Required to Improve Controls (to be completed if Existing Controls are NOT Fully Adequate)	Update Dec 2017	Person Responsible	Target Date
К1	Slow or inadequate growth undermines financial viability of the Trust	Growth strategy	* Trust executive becomes: unviable without external funding leading to falls in performance and potential closure * Continued reliance on KG financial sponsorship * Making savings through staff restructuring does reputational damage that further slows growth	3 x 2 = 6 High	Growth strategy prioritised alongside educational improvement Effective RSC relationship and communications Board takes, all decisions in context of clear understanding of financial implications and business plan	Fully				
Page 24	Educational achievement in our Academies does not improve in line with expectations	Shool Improvement	Affects regulation, pupil recruitment and future growth putting sustainability of the Trust at risk RSC intervention Academy leader Academy leader Academy leader disempowered by remedial action and focus on basics undermines collaboration and innovation	2 x 2 = 4 Medium	Investment in experienced school improvement consultants External assurance on progress Prioritisation of recruitment of strong leaders and staff Sharp accountability and good Governance	Partially	Need to ensure that internal Si capacity is sear, efficient and sustainable - that true costs are understood. *Academy reporting needs to be sharper: data chiven and against agreed milestones and expectations - So			
кз	The Trust does not attract or retain sufficient high calibre teaching or executive staff because the benefits of working for KGA are not clear and/or staff are not motivated by and committed to the vision and mission	HR Strategies	Affects education outcomes and thereby sustainability and future growth Over-reliance on individuals (limited talent pipeline) put sustainability of results at risk Poor leadership results in slow and ineffective performance management of poor teaching	2 x 1 = 2 Low	prioritisation of effective recruitment development of KGA USP for staff to drive recruitment AND retention	Partially	KGA USP underdeveloped			



New Joiners Protocol – Due Diligence

KGA undertakes a due diligence review of all proposed new joiners, based on The National Association of School Business Managers (NASBM) recommendations:

- Income / expenditure and budgets / liabilities and assets including buildings— 3 years prior and forward looking
- Pupil numbers 3 years prior and forward looking
- Scrutiny of (governing) board minutes, legal and HR contracts, any accounts/financial statements, internal audit reports
- Skills and experience at the entity under review.

To which we add

Ambition of present arrangements in terms of expectations, targets and so on.

Together these give a sense of direction for new joiners and allow the Trust to determine risk and allocate resources as appropriate



Terry Parkin, CEO KGA

Biography

Terry joined King's Group Academies first as Trustee in Spring 2017 and then as as CEO from September 2017. He is by training a secondary science teacher.



He had previously been a Director of Education and a Statutory DCS, both in Brighton and Hove and in the London Borough of Bromley. He moved to London in 2004 as chief inspector in Tower Hamlets and then to Southwark as Director of Education, two of the three most improved boroughs in England for educational standards across his time in post. He would argue strongly that this was achieved by system-wide collaborative working, rather than by any one individual, a model he continues to develop as an academy leader.

As Director of Education, Care and Health in Bromley he developed the fast track academisation program with the DfE, referenced in the 2016 White Paper, Educational Excellence Everywhere.

Terry has a particular interest in governance, serving as a non executive director of an NHS Foundation Trust in special measures and for the Transforming Care programme where he sits on the DfE/DH cross departmental Board overseeing work on children with Learning Difficulties.

