



Rainbow Multi Academy Trust

Rationale – Aims of our Trust

Rainbow Multi Academy Trust- Building a Brighter Future Together.

The Rainbow MAT aims to provide an increased range of opportunities for the pupils, staff and communities of the eleven schools. By working together and sharing best practice, we aim to create better standards of teaching and learning, increase attainment and achievement of pupils and clear plans and a vision to support the leadership of each school.

We aim to achieve this through:

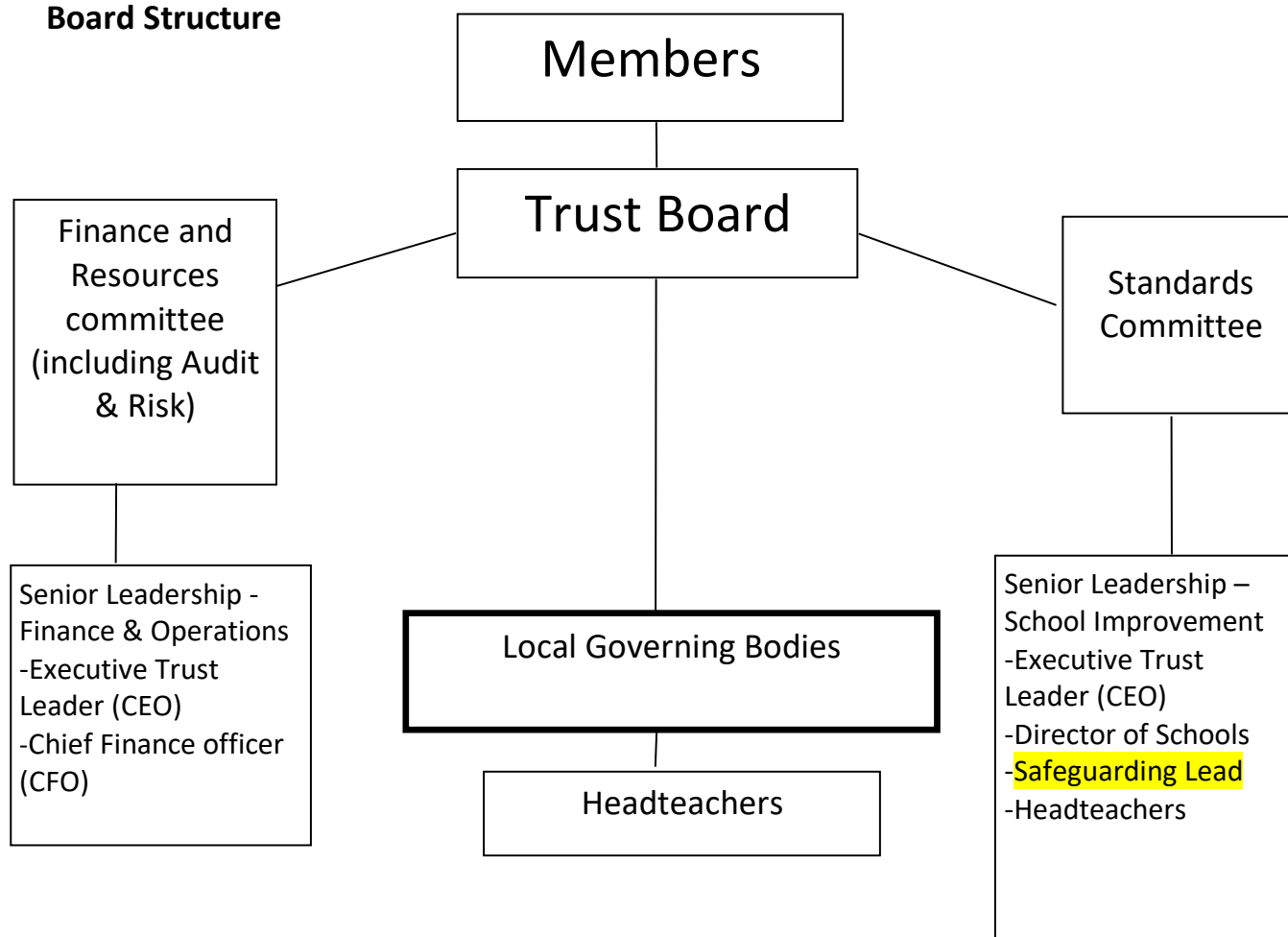
- High aspiration
- Great teaching
- Nurturing individuals
- Honesty and respect
- Hard work and resilience
- Valuing the unique identity of each school
- Developing leadership at all levels

General Principles

The Board and its committees, including Local Governing Bodies (LGBs), will work collaboratively and in partnership at all times.

- The Board will make decisions, following consultation with LGBs, on matters which affect all academies in the Trust: Local Governing Bodies will make decisions on matters which affect individual academies as per the scheme of delegation
- Heads will have maximum delegation of responsibility and decision making for the strategic direction and day-to-day operation of their academies, unless there is a cause for concern.
- The Board will support each academy to run efficiently and effectively. Effective arrangements will be maintained for monitoring and evaluating the performance of LGBs and academies.
- The Board will take action, including the full or partial withdrawal of delegated authorities to individuals, groups and LGBs should the individual, group, or LGB, fail to carry out their duties and responsibilities effectively.
- LGBs will report at least termly to the Board and will make available all relevant data and information on performance.

Board Structure



Governance Structure and Lines of Accountability

The Trustees of the Rainbow MAT delegate responsibility for delivery of the vision and strategy to the Executive Trust Leader (CEO). The MAT Board holds the CEO to account for the performance of the Trust, including the performance of the academies within the Trust. The CEO in turn holds other senior executives to account by line managing them. Whilst the board cannot ever delegate its accountability, it does delegate some of the detailed scrutiny, oversight and decision making (see Scheme of Delegation).

The Trust Board determines on a case by case basis whether to delegate some responsibilities concerning the performance of each academy to its LGB.

Factors which may influence the decision to delegate include:

- School performance
- A recent Ofsted report
- Financial and administrative performance
- Leadership and governance capacity and capability

An LGB with decision making powers is still a committee of the Trust Board and its powers and decision making functions can be amended or revoked.

This means that as the CEO is accountable to the board for the performance of the MAT as a whole, the CEO will report to the board on the performance of the MAT including on the performance of the MAT's schools, supplemented by monitoring

reports from the LGBs and School Improvement Advisors

Local Governing Bodies:

Local Governing Body (LGB) responsibilities include:

- monitoring whether the school is working within the agreed policies
- monitoring whether standards are being met
- representing stakeholder views
- upholding the Christian Ethos and Values of the school (in Cof E Schools)
- Safeguarding

The LGB will use its detailed knowledge and engagement with stakeholders to ensure their school is being well served by the leadership, and has direct access to the Board if there are concerns.

Roles and responsibilities

The role of the Members

The Members of the Trust have a different status to Trustees. They are the signatories to the Memorandum of Association and have agreed the Trust's Articles of Association (a document which outlines the governance structure and how the Trust will operate). The Articles of Association also describe how members are recruited and replaced, and how many of the Trustees the Members can appoint to the Trust Board. The Members appoint Trustees to ensure that the Trust's charitable object is carried out and so must be able to remove Trustees if they fail to fulfil this responsibility. Accordingly, the Trust Board submits an annual report on the performance of the Trust to the Members. Members are also responsible for approving any amendments made to the Trust's Articles of Association.

While Members are permitted to be appointed as Trustees, in order to retain a degree of separation of powers between the Members and the Trust Board, and in line with DfE expectations, not all Members should be Trustees. Members are not permitted to be employees of the academy Trust.

The role of the Trustees

The Trustees are the Charity Trustees (within the terms of section 177(1) of the Charities Act 2011) and are responsible for the general control and management of the administration of the MAT in accordance with the provisions set out in the Memorandum and Articles of Association. The Board of Trustees is the accountable body for the performance of all schools within the Trust and as such must:

- Ensure clarity of vision, ethos and strategic direction
- Hold the executive to account for the educational performance of the schools and their pupils, and the performance management of staff
- Oversee the financial performance of the Trust and make sure its money is well spent

Because Trustees are bound by both charity and company law, the terms 'Trustees' and 'Directors' are often used interchangeably. We use the term Trustee as it avoids the possible confusion caused when executive leaders are called directors but are not company directors and trustees.

The Trust Board is permitted to exercise all the powers of the Academy Trust. The Trust Board will delegate to the Chief Executive responsibility for the day to day operations of the Trust. The Trustees can determine whether to delegate any governance functions.

The Trust has the right to review and adapt its governance structure at any time which includes removing delegation.

The role of committees

The Trustees may establish committees either with delegated authority to make decisions or for the purpose of providing advice and support, informing the overall work of the Trust Board. However, these committees are not legally responsible or accountable for statutory functions – the Trust Board retains overall accountability and responsibility. The responsibilities of Board committees are set out in their Terms of Reference; the responsibilities of LGBs are set out in the Scheme of Delegation. The Trust Board may appoint committee members and committee chairs.

The role of the Chief Executive Officer (CEO)

The CEO has the delegated responsibility for the operation of the MAT including the performance of the Trust's academies and the performance management of the Headteachers in partnership with the LGB and School Improvement Advisor.

The CEO is the accounting officer so has overall responsibility for the operation of the Academy Trust's financial responsibilities and must ensure that the organisation is run with financial effectiveness and stability; avoiding waste and securing value for money.

The CEO line manages the Chief Finance Officer. The CEO will delegate executive management functions to the Chief Finance Officer and is accountable to the Trust Board for their performance.

The role of the Headteacher

The Headteacher is responsible for the day to day leadership and management of the academy as per the Headteachers' pay and conditions document. The Headteacher is accountable to the CEO and School Improvement Lead but if there is delegation, reports to the LGB on matters which have been delegated to the LGB.

Where a Head of School is in place the Executive Headteacher will oversee, finance, property and compliance.

The role of the Local Governing Body (LGB)

The Trust Board will establish LGB's, approve appointment of their chairs, ensure that parents are elected to each LGB, and will determine what will be delegated.

Responsibilities will include monitoring whether the schools are:

- Establishing and working within agreed policies (as in Scheme of Delegation)
- Meeting the agreed targets
- Engaging with stakeholders
- Reporting to the board
- Fulfilling its statutory duties, including maintaining the school website.

The level of delegation to the Local Governing Body remains at the discretion of the Trust Board.

Terms of Reference for the Board of Trustees and its Committees

The Board will endeavour to consult with Local Governing Bodies (LGBs) before putting in place any arrangements which directly affect LGBs and individual academies and before taking any decisions on policy or procedural matters, except where there is a legal requirement to do so.

The Board of Trustees (The Board)

Purpose

Ensure the Trust's compliance with charity and company law, its Memorandum and Articles of Association, all other applicable legislation, and DfE and ESFA requirements relating to the Trust and its academies.

Ensure proper and regular use of public funds and compliance with the Funding Agreement. Ensure the Trust is solvent, well run, and meets the needs of pupils and staff in its academies.

Ensure the Trust acts in accordance with its Articles, promote the success of the Trust, and exercise sound judgement and diligence in all its affairs.

Ensure all Trustees are skilled in understanding, interpreting, and comparing school/ academy performance data and are kept fully apprised of the performance of each academy at all times. Ensure all Trustees have the skills, knowledge, and information to assess the Trust's financial performance.

Ensure the CEO and all senior staff have the skills, knowledge, and experience to run the Trust and its individual academies and to effectively manage its financial, human, and physical resources and assets.

Governance

Determine and approve the Trust's mission, vision, strategy and long term business plan

Determine, following consultation with LGBs, key performance indicators and targets for the Trust and its academies: monitor the Trust's performance against approved plans and key performance indicators and targets.

Determine the Trust's approach to, and approve, Trust wide policies and procedures for the operation and performance of all academies within the Trust.

Determine constitutional matters, including procedures where the Board has discretion.

Determine and establish arrangements and procedures for:

- Holding at least three Board meetings a year.
- Appointing and removing the Chair and Vice Chair of the Board.
- Appointing Trustees to committees.
- Appointing and removing the Company Secretary and Clerk to the Board.
- Appointing Trustees in consultation with Members
- Suspending and removing any Trustee appointed by the Board.
- Maintaining and publishing a register of Members, Trustees, Local Governors, and senior members of staff and their business interests and putting in place measures for avoiding conflicts of interest.

Determine, following consultation with LGBs, and establish arrangements and procedures for:

- Appointing annually, following a recommendation from each LGB, the chair of each LGB.
- Appointing Governors to LGBs and for suspending and removing any governor.
- Election of parent governors to the LGBs.

Determine and establish the committees of the Board, including LGBs and determine their Terms of Reference.

Determine which functions of the Board will delegate to committees, including LGBs, the Chief Executive Officer, Heads, groups and other individuals.

Review the Articles, membership, Terms of Reference, and Scheme of Delegation of the Board and its committees, including LGBs, annually.

Determine and establish arrangements for making available agendas, papers, and minutes of meetings of the Board and its committees, including LGBs. [statutory requirement]

Receive reports from any committee, including LGBs, or individual, or group to whom a decision has been delegated and to consider whether any further action by the Board is necessary.

Terms of Reference for Local Governing Bodies (LGBs)

These Terms of Reference are based on the principles of delegating responsibility and full operational autonomy to the Local Governing Body and the Headteacher/ Head of School for the day-to-day operation of the academy. The Board will make decisions, following consultation with LGBs, on matters which affect all academies in the Trust.

Local Governing Bodies are free to allocate roles and responsibilities for monitoring arrangements as long as these do not conflict with the Trust's legal and statutory requirements.

LGBs may organise their roles and responsibility structure as they see fit providing that the responsibilities described in the Terms of Reference are discharged.

Terms of Reference for the LGB are contained in a separate document and should be read in conjunction with the Scheme of Delegated Authority.

Standards and Achievement Committee

Purpose

In line with the Trust's arrangements- monitor, evaluate, and report to the Board on the implementation and impact of the MAT's curriculum and the quality of teaching and learning on targets and pupil attainment, achievement, standards.

Maintain a consistent focus on checking the effectiveness of the MAT's development/ improvement plan (including Safeguarding arrangements): recognise and celebrate achievement.

Terms of Reference

Curriculum and Assessment

- Recommend to the Board targets for educational attainment and standards.
- Monitor and report to the Board on the achievement of targets and pupil progress.
- Review and recommend to the Board for approval the MAT's curriculum policy and development/improvement plan.
- Establish arrangements for leadership and management and for supporting and challenging the Headteacher and senior leadership team to continually improve outcomes.
- To work with the CEO to review and evaluate the performance of the Headteacher in partnership with the Chair of the LGB.
- Ensure the sufficiency and adequacy of data and information relating to standards and attainment.

Once policies, procedures, plans are approved evaluate and report progress to the Board on:

- The effectiveness of the MAT's leadership and management, curriculum policy and the quality of teaching and learning and their impact on pupil progress and outcomes.
- The MAT's compliance with statutory requirements relating to the curriculum- including RE/ collective worship, SEND [statutory policy], sex education [statutory policy], and Early Years Foundation Stage (EYFS) [statutory policy], as appropriate, and for looked after children (LACs/ CLA).
- The MAT's compliance with statutory safeguarding requirements.
- The effectiveness of policies and provision for pupils with additional or special educational needs, and other needs and the impact of targeted funding e.g. pupil premium on pupil progress and attainment.
- The resources required to deliver the curriculum and extracurricular activities and secure improvement in each academy. Assess the impact of MAT improvement services and support, and the professional development of staff (CPD) on pupil outcomes. Assess the impact of extracurricular activities on pupil attainment.
- The quality of the MAT's premises and the learning environment and their fitness for purpose: establish and implement, working with the Chief Executive Officer and Headteachers, a programme of improvement within funding constraints.
- Preparedness for Ofsted and SIAMS (where appropriate) inspections.

Key Performance Indicators and Targets

Support and monitor the attainment of key performance indicators and targets within the remit of this committee- report progress to the Board

Policies, Procedures and Plans

Develop and/or regularly review and evaluate the effectiveness of all Trust-wide, framework, or academy specific policies and procedures within the remit of this committee.

Review and approve policies delegated to the committee.

Membership- a minimum of 3 Trustees.

The Committee members appoint their chair annually.

Organisation- Terms of reference and membership- to be reviewed annually.

Quorum: 3. The Chief Executive Officer, or their deputies, have the right to attend all committee meetings.

Professional Advisers to the Sub-committee- senior staff with responsibilities within the remit of the committee, the Chief Executive Officer of the Trust, the Director of Schools, the Safeguarding Mental Health and Wellbeing Lead and any additional advisers, as appropriate.

Finance and Resources

Purpose

In line with the Trust's arrangements monitor, evaluate, and report to the Board on the implementation and impact of the Trust's financial and premises related policies and plans on pupil attainment, achievement, and standards.

Ensure the Trust complies with all matters of regularity, propriety, and value for money in its use of its budget.

Ensure the Trust complies with all legislation and effectively implements the Trust's policies and procedures relating to the maintenance and use of its buildings and site, ICT, data, and health and safety.

Ensure the powers and duties for financial management and controls, identification and management of risk, procurement of goods and services, maintenance and security of the buildings and site, ICT, data, and health and safety are properly carried out in accordance with the scheme of delegation.

Terms of Reference

Financial and Risk Management

- Effectively manage the Trust's financial and physical resources and assets and identify and take action to mitigate risk (in particular control over the spending identified in the Trust's development/ improvement plan).
- Monitor and report on the Trust's implementation of the financial management arrangements, policies, and procedures and scheme of financial delegation and financial authorities.
- Recommend a draft annual budget to the Board for approval: once approved monitor spend at each meeting and authorise virement in line with the scheme of financial delegation.
- Make representation to the Board if deemed necessary and in line with the Trust's arrangements in respect of the impact of any pooled GAG budget on the academy.
- Receive reports from the Trust's Chief Executive Officer, the CFO, and internal audit on the financial management, end of year position, controls, systems and procedures in the Trust: recommend to the Board, and take action to implement, any improvements or remedial action required.
- Ensure staff and governors are aware of the Trust's whistleblowing procedure: report any suspicion of irregularity or fraud to the Local Governing Body, Chief Executive Officer, FOO, or Trust Board as appropriate.
- Monitor the management and procurement of goods and services in line with the Trust's procurement policy and procedures.
- Authorise the writing off of debts and disposal of assets in line with the Trust's scheme of financial delegation: ensure the academies establishes and maintain an up-to-date list of contracts and an inventory of all furniture, equipment, machinery, vehicles, and plant.
- Monitor pupil admission preferences and forecast admission numbers and ensure these and any changes in the overall roll are made available to the Chief Executive Officer and CFO.

Buildings and Site, Health and Safety, and ICT

- Ensure full compliance with all health and safety and data protection, information and security legislation.
- Ensure the Trust's health and safety and security policies are fully implemented and health and safety and security issues are appropriately prioritised for action and staff are adequately trained. Monitor the academies compliance and receive their report to the Board. Take action to secure improvement.
- Ensure the Trust's ICT, data protection [statutory policy] , and freedom of information [statutory policy] policies and procedures, good practice guidelines, and insurance requirements are implemented. Take action to secure improvement.
- Receive a proposed programme of maintenance and building improvement from the academies.

Staff

- Ensure performance reviews have taken place for all staff.
- Receive changes to HR policies
- Have regard to staff welfare, in line with the Christian ethos (where appropriate)

Key Performance Indicators and Targets

Support and monitor the attainment of key performance indicators and targets within the remit of the committee.

Policies, Procedures, and Plans

Develop and/or regularly review and evaluate the effectiveness of all Trust-wide policies and procedures within the remit of this committee.

Review and approve policies delegated to the committee.

Membership- a minimum of 3 Trustees.

The Committee members appoint their chair annually.

Organisation- Terms of reference, and membership- to be reviewed annually.

Quorum: 3. Chief Executive Officer, or their deputies, have the right to attend all committee meetings.

Professional Advisers to the Sub-committee- the Headteacher of the academy, senior staff with responsibilities within the remit of the sub-committee, the Chief Executive Officer and the Trust's CFO, and any additional advisers as appropriate.

Audit and Risk Committee (incorporated into Finance Committee)

Purpose

To provide the Board with assurances over the suitability of, and compliance with, the MAT's financial systems and controls.

Terms of Reference

Financial Planning, Controls, Monitoring, Management, Propriety, Audit, and Value for Money

Review the scope, adequacy and effectiveness of the MAT's internal financial controls, including internal audit and internal control and management systems; identify risks and agree programme of work to address risks.

Recommend to the Board, for approval the most appropriate way of carrying out risk review and the checking of financial controls in line with the Trust's stage of development and size- recommend either:

- The work of an internal audit service;
- The performance of a supplementary programme of work by the Trust's external auditor;
- The appointment of a non-employed Trustee with an appropriate level of qualifications and/or experience to check the Trust's internal controls, who neither charges, nor is paid by the Trust for their work; or
- By peer review, with the work being performed by the Chief Financial Officer, or a suitably qualified or experienced member of the finance team, from another academy Trust, as an independent reviewer; or
- A programme of work that combines the above options.

Establish and monitor the effectiveness of this approach. Keep under review the appropriateness of this approach as the Trust develops and grows: make recommendations to the Board for any change in approach.

Ensure any recommendations for improvement by external auditors, internal audit review, or by external agencies e.g. the ESFA or DfE, once agreed by the Board, are carried out. Monitor any actions taken.

Report on value for money of the Trust on a regular basis.

Review and approve the statements on regularity, propriety, and compliance by the accounting officer to be included in the annual report concerning internal controls and risk management, prior to consideration by the Board.

Determine and establish arrangements for developing, approving, implementing and reviewing the Trust's policies and procedures for:

- A code of conduct and ethics for staff.
- A code of practice for Trustees/governors.
- Related corporate responsibility policies.

Risk Management and Business Continuity

Determine and establish arrangements for:

- Conducting a comprehensive risk assessment, approving a risk register and risk mitigation plan -reporting termly on risk to the Board.
- Approving and updating a business continuity plan- reporting annually to the Board.
- Approving a whistle blowing policy and keeping under review the adequacy and security of the Trust's arrangements for its employees and contractors to raise concerns, in confidence, about possible wrongdoing in financial reporting or other matters.

Membership

Members of the Audit and Risk Committee shall be appointed by the Board and shall be made up of at least 3 Trustees. Additionally persons who are not Trustees, with specialist skills and experience, may be appointed by the Board to the Committee provided that Trustees are in the majority.

Whenever possible a majority of Trustees of the Audit and Risk Committee shall be independent non-executive Trustees at least one of whom should have recent and relevant financial experience.

The Audit and Risk Committee chair shall, whenever possible, be an independent non-executive Trustee.

Only members of the Audit and Risk Committee have the right to attend Audit and Risk Committee meetings. However, other individuals such as the Chief Executive Officer and representatives of external advisers may be invited to attend all or part of any meeting as and when appropriate, but not vote.

Chair and Vice-Chair are ex officio members of the committee.

The external auditors will be invited to attend meetings of the Audit and Risk Committee on a regular basis.

Organisation- The Committee members appoint their chair annually. Terms of reference, constitution, and membership- to be reviewed annually. Quorum: 3 of which the majority must be Trustees. To meet at least termly and as and when required in addition as determined by the committee.

Professional Advisers to the Committee- Chief Executive Officer, CFO, and any additional advisers as appropriate.

Disqualification-any Trustee who is a member of staff.

Pay Committee

Purpose

To achieve the aims of the Trust-wide pay policy in a fair and equal manner.

Terms of Reference

- To apply the criteria set by the Trust-wide pay policy in determining the pay of the CEO, Heads and those at UPS threshold at their annual review;
- To ensure a consistent approach to appraisal and benchmarking of proposed Head pay awards has taken place;
- To receive proposals and consider the recommendations made by the CEO Performance Review Panel to determine the final pay award of the CEO.
- To received proposals and consider the recommendations made by the CEO to determine the final pay award of the Heads;
- To receive proposals and consider the recommendations made by the Heads to determine the final pay awards of those at UPS threshold;
- To minute clearly the reasons for all decisions and report the fact of these decisions to the next meeting of the full governing body;
- To keep abreast of relevant developments and to advise the Trust Board when the pay policy needs to be revised;
- To work with the CEO and heads in ensuring that the governing body complies with the Appraisal Regulations 2012 (teachers).

Membership - Members of the Pay Committee shall be appointed by the Board and shall be made up of at least 3 Trustees.

Organisation - The Committee members appoint their chair annually. Terms of reference, constitution, and membership- to be reviewed annually.

Quorum: 3 Trustees. To meet annually and as and when required in addition as determined by the committee.

Professional Advisers to the Committee - CEO, CFO, and any additional advisers as appropriate – CEO and CFO to leave the meeting during any discussion pertaining to their own pay award.

Disqualification – members of staff and any Trustee sitting on the CEO Performance Review Panel.

CEO Performance Review Committee

Purpose

In collaboration with the CEO and the External Advisor/School Improvement Partner, review the Headteacher's previous year's performance against their performance management targets and make a recommendation to the Pay Committee. The recommendation will be that the Headteacher has either met their objectives in full, part or not at all. All decisions will be made transparently, based on evidence, and as are part of a robust performance management cycle which follows statutory guidance and school policies.

Terms of Reference

- To arrange to meet with the External Adviser (EA) or School Improvement Partner (SIP) to discuss the CEOs performance targets;
- To decide, with the support of the EA/ SIP whether the previous year's targets have been met;
- In collaboration with the CEO, set targets for the coming year, ensuring that all targets follow the guidance set out in the school's Performance Management policy;
- To monitor with the support of the EA/ SIP through the year the performance of the CEO against the targets;
- To make recommendations to the Pay Committee in respect of awards for the successful meeting of targets set;
- To actively support the CEO in relation to work-life balance issues for themselves and their staff.

Reporting: The committee will make a recommendation to the Full Governing Board. The recommendation will confirm whether they have judged that due process has been followed in a fair and equitable manner. The detail of discussions in arriving at the recommendation should remain confidential to the committee.

Membership – Members of the CEO Performance Review Committee shall be made up of the Chair of the Trust Board and 1 other Trustee who does not sit on the Pay Committee.

Organisation – The committee will meet once for the annual review and once for a mid-term review.

Quorum – 2 Trustees and the SIP/External Advisor.

Professional Advisors to the Committee - The Committee should be supported by an External Advisor/School Improvement Partner.

Disqualification – staff members and any Trustee sitting on the Pay Committee.

Capital Reserves Panel

Purpose and scope

To consider and approve proposals, from the LGB or Head of the MAT schools, for projects and interventions that will be funded with monies from the Rainbow MAT Capital Reserves.

To review progress of projects already authorised, to ensure value for money and budget control.

The panel will ensure they have a regular understanding and update of each school in the MAT, so strategic development can be considered when allocating reserves to projects.

The panel will receive up-to-date management accounts report prior to meeting and have an understanding of the total reserves amount available to allocate to earmarked projects.

A record of all proposals will be kept and can be accessed by the panel at the meeting.

Quorum

The quorum shall be three directors, independent from the academy schools.

Chair and Vice-Chair are ex officio members of the committee if they meet the above criteria.

Advisors to the panel

Trust CFO and CEO.

Meetings

The committee will plan to meet annually after the results of CIF bids are released, with scope for a second meeting to be added if required.

A clerk will be appointed to the panel by the Trust board to minute the meetings.

Confidential items will be minuted separately and will not be available for public inspection.

A chairperson will be chosen by the panel from amongst the panel members.

Papers for the meeting will be circulated 7 days prior. No proposals can be submitted for the panel meeting after this time.

Appeals

A decision made by the panel can be appealed once within a 12-month period.

Appeals to be submitted within 30 days of the panel's decision.

Appeals will be considered by the Trust Board.

There is no restriction on the proposal being re-submitted after this 12-month period has passed.

Note:

Up to £5000 of reserves expenditure per item can be approved by the CEO and CFO to support small, more urgent, building projects or school improvement strategies. The members of the Capital Reserves Panel to be informed of such expenditure termly by e-mail for information and a limit of £10,000 per year per school or £25,000 a year across the Trust can be approved, before the Capital Reserves Panel must consent to the expenditure.