



Terms of Reference for Governance at all levels within the St John Paul II Multi Academy

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The Members (Birmingham Roman Catholic Diocesan Trustees Registered - BRCDTR) will be responsible for:

- Amending the Articles of Association
- Appointing and removing Members/Directors
- Holding the Directors to account for the effective discharge of their duties
- Winding up the SJPIIMA

The Directors will be responsible and accountable for the strategic priorities of the SJPIIMA.

They will be: -

- Responsible for Catholic identity, strategic oversight, setting vision and agreeing policies
- Responsible for pupil outcomes
- Admissions and appeals to SJPIIMA Schools
- Recommend membership of the BoD and Schools LGB to the Archbishop of Birmingham
- Ensure compliance with all statutory and regulatory requirements Safeguarding, Health and Safety etc.
- Agree the budgets for schools in the SJPIIMA
- Monitor RAG rated school action plans and receive/review external reports on the performance of schools in the SJPIIMA
- Ensure each school curriculum is relevant and broadly based
- Ensure that policies are formulated and monitored and a list will be produced which delineates which policies should be the purview of the BofD and which LGBs.
- Appoint all teaching staff on Leadership Scale and those employed centrally on 'SPOT' salaries in conjunction with Local Governing Bodies
- Review Performance and Pay of CSEL, with support of external review
- Review performance and pay of EPs/Principals/Head of School / COO in conjunction with CSEL

A model agenda for a meeting of the Board of Directors: -

- Progress in completing the current SJPIIMA Vision, Values and Strategic Priorities Statement
- Progress towards making pupil outcomes the best they can be.
- Progress towards workforce targets. e.g. levels of sickness
- CSEL Report
- Matters arising from Committees of the Board of Directors
- Safeguarding
- Matters arising from SJPIIMA Annual Review of each school

Meetings and membership

The Full Board of Directors will meet at least 6 times per year.

Membership is as follows:

- A Chair and a Vice Chair appointed annually from current Directors of the St John Paul II Multi Academy Company.
- All other appointed and co-opted Directors

Only Directors have voting rights at Full Board of Directors meetings

Other members of this Committee:

- CSEL
- Deputy CSEL
- COO
- 2 other principals on rotation and/ or by invitation
- Other senior staff by invitation

The Directors will delegate the following to the Local Governing Bodies of each SJPIIMA: -

- Accountability for Catholic Life in individual schools
- Preparing, monitoring and securing the best possible academic progress for each pupil
- Monitoring and manage the budget/site scrutiny/H&S
- Monitoring and review the curriculum for pupils
- Monitoring and review the quality of teaching and learning
- Reviewing the pupil experience
- Appointing staffing within agreed profiles and scheme of delegation
- Implementation of the Pay Policy in line with that agreed by the Directors

A model agenda for a Local Governing Body Meeting: -

- Catholic Life of the School including the promotion of pupils' spiritual, moral, social and cultural development.
- The quality of education.
- Behaviour and attitudes
- Personal development
- Leadership and Management
- Evaluation of EYFS/Sixth Form Provision
- The above six points should be framed within the priorities of the school improvement plan (which should follow the same headings) using case studies and staff presentations
- Safeguarding
- Budget monitoring
- HR & Operations (Health and Safety)

Sub-committees of the Board of Directors

The committees are:

- **Audit and Finance.** Will meet **at least** 6 times per year.
- **HR, Operations and Staff Well Being.** Will meet **at least** 6 times per year.
- **Curriculum, Standards and Pupil Well Being.** Will meet **at least** 4 times per year.
- **Catholic Life and Well Being.** Will meet at least 4 times a year.

These sub-committees are built around the OFSTED framework. This enables Directors to review the key performance indicators across all schools in the SJPIIMA as well as supporting all our Local Governing Bodies and so prepare for inspection. All sub-committees are to ensure that our Catholic Values underpin all conduct and decisions made. Any meetings must be calendared and reported to the Board of Directors. These committees have delegated authority to discuss items and make recommendations to the Board. They do not have the delegated authority to make decisions on behalf of the Board. To be quorate at least 2 directors should be present on each committee.

All committees of the Board of Directors have two standing items which are **Health and Safety** and **Safeguarding**.

- **Catholic Life** is at the heart of the distinctive nature of the SJPIIMA, making sure it fulfils the mission of the Church. All BofD committees must ensure the compliance with the Canon Law of the Roman Catholic Church, Section 48 inspection requirements.
- **Safeguarding** is the first responsibility of all of those in governance of the multi academy as it is for all employed staff.
- **Health and Safety** – All meetings at the St John Paul II MAC include this as a standard item. The Board of Directors are ultimately responsible for the Health and Safety of pupils, staff and visitors.

Membership and remit of subcommittees

Audit and Finance Subcommittee

The **membership** is as follows:

- Chair nominated by SJPIIMA Board – voting rights
- At least two other board members – voting rights
- CSEL – voting rights
- Deputy CSEL – speaking rights
- COO – speaking rights
- By invitation:
 - Principals / HoS by invitation – speaking rights
 - Co-opted members as required – speaking rights

This subcommittee will base its agendas around the requirements of the **Academies Financial Handbook** and will ensure that each school and the SJPIIMA are meeting the requirements of the ESFA.

The **terms of reference** for this committee; -

- Acting on findings of external audit report
- Monitoring SJPIIMA finances
- Receiving the reports of the Responsible Officer and Auditors
- Reviewing all SJPIIMA finance related policies
- Catholic Life and how decisions made by this committee strengthen this fundamental aspect of our schools.
- Safeguarding
- Planning strategies for the future sustainability of the SJPIIMA including VFM with procurement

HR, Operations and Staff Well Being Subcommittee

The membership of this committee needs to reflect the importance of the wellbeing of staff are employed at the SJPIIMA. This committee will form its agendas to ensure the SJPIIMA is meeting the requirements of employment law, and will review all its activity to ensure it is behaving as a good and fair employer. An annual subcommittee for Pay and Remuneration will be formed from this group.

The **membership** is as follows:

- Chair nominated by the SJPIIMA Board – voting rights
- At least two other board members – voting rights
- CSEL – voting rights
- Deputy CSEL – speaking rights
- COO – speaking rights
- By invitation:
 - Principals / HoS by invitation – speaking rights
 - Chair of Staff Consultative Committee – speaking rights
 - Co-opted members as required by the Chair – speaking rights

The **terms of reference** for this committee; -

- Approve and monitor staffing structures for all schools and the Central Team
- Receiving the reports of the Principals/HoS/SCC
- Reviewing all SJPIIMA HR related policies
- Monitor risks to the organisation i.e. Absence, Capability, Disciplinary
- Review performance management procedures and conduct performance management for the Principals, HoS and COO
- Monitor any themes/trends of issues of staff wellbeing
- Safeguarding/Health and safety

Curriculum and Standards Committee

This committee reflects the importance of maximising the progress and attainment for every pupil in the SJPIIMA. The committee reflects the importance of developing the Christian spirit and wellbeing of pupils so that it will also anticipate the needs of the school in reviewing its requirements for a section 5 / 8/ 48 inspection from Ofsted:

The **membership** is as follows:

- Chair nominated by the SJPIIMA Board – voting rights
- At least two board members – voting rights
- CSEL – voting rights
- Deputy CSEL – speaking rights
- By invitation:
 - COO – speaking rights
 - Principals / HoS/ - speaking rights
 - Priest / Chaplaincy /PICCL rep – speaking rights
 - Pupil voice – speaking rights
 - Representatives from the leadership teams by invitation – speaking rights
 - Co-opted members as required by the Chair – speaking rights

The **terms of reference** for this committee; -

- To understand, support and challenge the performance data on SJPIIMA schools
- To review the progress towards the targets that have been set
- To monitor the quality of teaching and learning and to provide challenge and support for those staff being coached for improvement
- Reviewing all SJPIIMA related policies
- Attendance, Behaviour and Exclusion data for each school within the SJPIIMA
- Monitor extracurricular provision in each of the schools
- Monitor pupil wellbeing and encourage the views of pupils on their well-being.
- Student Development and Careers/Work Based Learning provision
- Monitor the impact of the Teaching School
- Safeguarding

Catholic Life and Well-being Sub-Committee

- Chair nominated by the SJPIIMA Board – voting rights
- At least two board members – voting rights
- CSEL – voting rights
- Deputy CSEL – speaking rights
- By invitation:
 - COO – speaking rights
 - Principals / HoS – speaking rights
 - Priest / Chaplaincy /PICCL rep – speaking rights
 - Pupil voice – speaking rights
 - Representatives from the leadership teams by invitation – speaking rights
 - Co-opted members as required by the Chair – speaking rights

The **terms of reference** for this committee; -

- Receiving the reports of the CSEL/Principals /HoS/PICCL
- Monitor and evaluate Catholic Life, RE and Collective Worship across the MAC in line with the Diocesan S48 Inspection Framework.
- Catholic Life and how decisions made strengthen this fundamental aspect of our schools.

Leaders Advisory Group (LAG)

This group will meet at least once a half term. It is not a subcommittee of the Board of Directors but can submit agenda items to the Board of Directors according to and anticipating the needs of all the schools in the St. John Paul II Multi-Academy. This group is a consultative, advisory and coordination group. It generates ideas about future development plans, supports provision of systems leadership across the SJPIIMA, managing key operational risks.

The **membership** is as follows:

It is expected that each school's Principal or Executive Principal attends these meetings. If the Principal/ Executive Principal is unable to attend, Heads of School, Vice Principals or other senior leader should attend. It is possible that a member of a School's Leadership Team can attend if a request is made of the chair – this would either be to present an initiative or for professional development. As well as the above, this group includes the CSEL, deputy CSEL and COO and, when the agenda dictates, other senior the leaders of the SJPIIMA. The meeting will be chaired by the CSEL or Deputy CSEL. The Chair of the Board of Directors always attends all or part of this meeting and as with any meeting in the multi-academy any Director can attend the LAG.

The **terms of reference** for this committee; -

- Executive Principals/ Heads of School and Principals to regularly report on areas of strength and development in their schools
- The drafting of cross SJPIIMA improvement initiatives and policies
- Agree the benchmarking of reports to BofDs and its' committees
- The best possible provision for all schools within the SJPIIMA with VFM with better control over services provided
- Joint CPD and INSET for the best possible teaching and learning.
- Monitoring and developing the impact of the Teaching School
- Any member of the committee can suggest agenda items for each meeting that are either coming from individual schools or areas of development across the SJPIIMA
- Any other joint working or initiatives
- Agree agenda items for the Board of Directors.

Note on attendance at meetings for Senior leaders

Executive Principals, Principals and Heads of School are part of the senior group providing professional advice and guidance to Directors and are instrumental in developing and driving the academy's vision. They are not Directors and attendance at BOD meetings is therefore not required. However, it is important that the LAG group's views are properly represented at BOD meetings. We will achieve this by:

- Ensuring that all issues needing to be discussed at BOD meetings relating to schools will be fully discussed at the LAG group and recommendations/ proposals will be agreed prior to being submitted to Directors for approval.
- Agendas and papers are being published at least 7 days in advance of meetings to ensure that there are no surprises in what is being discussed.
- Principals to attend full BOD meetings and Committees on a rotational basis to insure the LAG group is represented at these meetings.

Operational arrangements for the Board of Directors

Membership	<ul style="list-style-type: none"> The membership shall be up to 11 Foundation Directors appointed by the Diocese with a term of office of four years. Co-opted Directors can be appointed by the Diocese for one year, with a maximum of three terms. Membership of any Committee of the Board must be a minimum of 3 Directors.
Quorum	<ul style="list-style-type: none"> There must be at least three MAC Directors for a Board Meeting to be valid. If there are more than nine MAC Directors then that minimum number rises to one third of the total number of MAC Directors (rounded up to a whole number). There must be at least 2 Directors in attendance at a Committee meeting to be quorate.
Meetings	<ul style="list-style-type: none"> The committee shall meet six times each academic year and otherwise as required. Any additional meetings will be called as necessary; at least 7 days' notice must be given when calling a board meeting.
Minutes	<ul style="list-style-type: none"> The minutes will be taken by the clerk
Chairing	<ul style="list-style-type: none"> The board should elect a Chair and Vice-Chair on an annual basis. The Chair/Clerk will be responsible for drawing up the agenda and getting it sent out to board members at least 7 days in advance. Should the Chair or Vice-Chair not be present at the meeting, a temporary Chair should be elected for the meeting.

Operational arrangements for the Local Governing Bodies

Membership	<p>The membership shall be 11:</p> <ul style="list-style-type: none"> 7 Foundation Governors appointed by the Diocese, 2 elected parents, 1 elected staff and the Principal or Head of School. Local Governing Bodies can also co-opt governors.
Quorum	<ul style="list-style-type: none"> The quorum shall be the majority of Foundation Governors; one third of the membership, rounded up to a whole number.
Meetings	<ul style="list-style-type: none"> The committee shall meet six times each academic year and otherwise as required – see calendar for meeting 'windows'. Any additional meetings will be called as necessary; at least 7 days' notice must be given when calling a board meeting.
Minutes	<ul style="list-style-type: none"> The minutes will be taken by the clerk
Chairing	<ul style="list-style-type: none"> The board should elect a Chair and Vice-Chair on an annual basis. The Chair/Clerk will be responsible for drawing up the agenda and getting it sent out to board members at least 7 days in advance. Should the Chair or Vice-Chair not be present at the meeting, a temporary Chair should be elected for the meeting.

SEVEN PRINCIPLES OF PUBLIC LIFE

Selflessness

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example.