



Diocese of Norwich  
St Benet's  
Multi Academy Trust

**Diocese of Norwich**

**St Benet's Multi Academy Trust**

**Terms of Reference**

**Transition Board**

**Diss Church of England Junior Academy**

**Last Review Date:** January 2018

**Date Adopted by Transition Board:** .....

## **Core Function**

To take a strategic role in ensuring that the school provides high quality teaching and learning which leads to the highest possible levels of attainment and progress for all pupils, in line with delegated responsibilities from the Trust Board.

## **Context**

The Trust has decided to establish a Transition Board because:

- Intervention has been triggered through the application of the strategy to address underperformance:
  - The academy has been placed in a category of 'special measures'

## **Purpose**

The Board's primary role is to support the transition of the academy to be a good school within two years.

The Transition Board will facilitate the establishment of a shadow Local Governing Body led by a Governance Improvement Associate (GIA). The aim will be for the GIA to develop the skills of the Local Governing Body and to identify a suitable candidate to take on the role of Chair as per the timeframe and processes shown in Appendix A.

The Board will ensure that the Strategic Plan for the academy is being implemented and will advise on the development and review of the plan.

The Board's primary focus is achieving continuing and rapid school improvement by providing the necessary challenge and support for academy leaders to be successful.

The Board will report to the Chief Executive Officer and via the Academy Improvement Review meetings, to the Board of Trustees. The Board is accountable to the St Benet's MAT Board of Trustees (specifically the Standards and Performance Committee) for the progress of the academy.

The Board will establish an appropriate relationship with the Regional Schools Commissioner (through his/her advisers) and/or Her Majesty's Inspectorate to report on the effectiveness of the academy and its role in facilitating improvement on behalf of the Trust.

## **Membership**

Members of the Transition Board are appointed by St Benet's MAT and approved by Trustees who will ensure that the Transition Board has the necessary capacity and skills to work intensively within the academy providing support and challenge to the academy's staff and building on existing links with the community. Transition Board members will be able to demonstrate an understanding of the Christian ethos and values of St Benet's MAT and a commitment to fulfilling St Benet's MAT's mission and objectives for the academy drawing on specialist skills where required.

Whilst there is no limit on the numbers expected to serve on the Board, in most cases it is not anticipated that there will be more than three initially, one of whom will be the Academies Improvement Director (AID). A shadow local governing body will be formed to work under the direction of the Transition Board.

Members of the Transition Board will hold office for the period that the Transition Board is in existence, although individual members may resign at any time.

The Standards and Performance Committee (S&PC) may appoint additional members of the Board at any time and may remove existing members for reasons of incapacity or misbehaviour.

The Transition Board may make such arrangements as they see fit for the discharge of their functions by any other person.

## **Quorum**

The quorum for all meetings of the Transition Board will be two members.

## **Chair**

The S&PC will be responsible for appointing the Chair of the Transition Board, based upon recommendation of the Chief Executive Officer (CEO). Trustees may remove or replace the Chair for reasons of incapacity or misbehaviour.

In the absence of the chair, the Transition Board shall choose an acting chair for that meeting from among their number.

## **Meetings**

Whilst it is for the Transition Board to determine the regularity of meetings, it is anticipated that the Transition Board will meet at least monthly during term time, to ensure the pace of improvement is maintained and to monitor improvement. In the early stages they may meet more frequently in order to set the expectation and form an appropriate relationship with academy leaders and staff.

Transition Board members will commit to attending all meetings, unless due to personal circumstances – in which case the Clerk will be informed in advance of the meeting.

All Transition Board members and the Head teacher, unless the Head teacher is being discussed, and members of the shadow governing body, once established, may attend meetings of the Transition Board and its committees although non-members will not have voting rights.

Where confidential matters are being discussed it will be for the Transition Board to determine if non-members can be present.

## **Clerk**

Clerking of the meetings will be arranged through St Benet's MAT's clerk. The Clerk will also be bound to confidentiality.

## **Reporting**

Transition Board minutes will be collated and sent to the Chair within one week for approval, before wider circulation to the members of the Transition Board, via GovernorHub.

Non-confidential minutes will be published on the school website following approval of the minutes at the next meeting.

The agenda for Transition Board meetings will be determined by the Chair of the Transition Board in the first instance, at least seven days before the meeting. This will then be circulated to other members via GovernorHub for additional items to be considered for the agenda.

On request the Head teacher will present a report to the Transition Board on progress against the academy's improvement priorities, including a financial update report, and any staffing/HR issues. The report will also include relevant data and pupil tracking information, and include behaviour and attendance data.

## **Conduct of the Transition Board**

The Transition Board will conduct its business in an open and transparent way and in accordance with the St Benet's MAT Code of Conduct for Local Governing Bodies.

The Transition Board is a corporate body and consequently no individual has the power to act alone, unless delegated to do so by the Transition Board.

Where functions have been delegated to an individual, or a group, they must report back to the full Transition Board on actions taken under delegation at the earliest possible opportunity. The Transition Board remains responsible for any action undertaken on its behalf under delegation.

Individual members of the Transition Board must respect confidentiality. It is for the Board to determine which parts of meetings, and the associated minutes, should remain confidential. Serious breaches of confidentiality may result in St Benet's MAT removing an individual member from the Transition Board.

All dialogue with press agencies will be through close liaison with St Benet's MAT and the Diocesan Press Officer.

The Transition Board will determine the agreed signatories for financial decision making, and will determine the spending thresholds for the Head teacher, in line with the St Benet's MAT Finance Policy.

Urgent decisions that need to be taken by the Head teacher in the period between Transition Board meetings will be with the approval of the Chair of the Transition Board.

The decision-making processes of the Transition Board will be open and transparent, and in partnership in the best interests of the academy and its progress towards addressing its priorities for improvement. In the event of a split decision, the Chair of the Transition Board will have the casting vote.

### **Duties of the Transition Board**

The Transition Board will fulfil all functions of a local governing body and will conduct the academy in a way that ensures improvement and promotes high standards of educational achievement in line with St Benet's MAT's values and ethos.

The other main function of the Transition Board will be to secure governance of the academy as outlined below and in Appendix A.

The duties of the Transition Board can be summarised under four key roles:

#### **1) Be strategic leaders of the academy by:**

- Setting targets for academy improvement;
- Overseeing the conduct of the academy's leadership and management including performance management;
- Setting and overseeing the management of the academy's delegated budget in accordance with St Benet's MAT's Finance Policy. This will include setting a policy of spending decisions and limits to decisions that can be made by the head teacher alone, and those decisions that must be referred to the Transition Board for approval;
- Setting staffing structures;
- Monitoring performance management arrangements;
- Agreeing policies and plans drafted by the head teacher and those common to all St Benet's MAT academies;
- Appointing senior managers and other key staff as determined by the Transition Board within the St Benet's MAT scheme of delegation.
- Fulfilling other statutory roles and responsibilities for governance

#### **2) Act as challenge partner to the academy's senior leadership team by:**

- Monitoring the quality of provision and standards of achievement within the academy;
- Monitoring performance against targets set by the Transition Board;
- Monitoring the implementation of the policy framework set by the Transition Board and by St Benet's MAT and its impact on standards of achievement;
- Monitoring academy self-evaluation and satisfying itself to the accuracy of this, including via external support as determined by the Transition Board;
- Ensuring the school complies with statutory requirements;
- Providing challenge and support to the head teacher and SLT;
- Monitoring and evaluating progress towards the key actions of the recent Ofsted report.

#### **3) Hold the head teacher and SLT to account, and be accountable to any interested party for the academy's performance by:**

- Receiving regular information from the head teacher and SLT on the performance of all aspects of the academy;
- Enacting St Benet's MAT's performance management policy and monitoring its implementation;
- Conducting the performance management of the head teacher and monitoring progress towards agreed targets;
- Ensuring that the annual school prospectus meets statutory requirements;
- Following St Benet's MAT's complaints policy and monitoring its implementation;
- Receiving appeals on issues relating to staff grievance, capability, complaints and exclusions;
- Determining how the academy's relationships with parents will be managed including what will be communicated, in what medium and how frequently.

#### **4) Secure governance of the academy by:**

- Developing a sound basis for improvement;
- Developing a Shadow Local Governing Body to work in parallel with the Transition Board as outlined in the timeframe in Appendix A with the intention of enabling the academy to rapidly secure its own sustainable improvement under St Benet's MAT local governance arrangements and the St Benet's MAT scheme of delegation.

#### **The Role of the Head teacher**

The Head teacher will be responsible for the internal organisation, the leadership and management and control of the school, and for advising on the implementation of the Transition Board's strategic framework.

The Head teacher will provide the Transition Board with regular information on the performance of all aspects of the school and will comply with any reasonable request from the Transition Board for information. It is for the Transition Board to determine the range, content and regularity of these reports. The Transition Board may request any member of the SLT to attend its meetings to provide information on the performance of any aspect of the school for which they are responsible.

Where the Transition Board delegates any function to the Head teacher the Transition Board has the power to give the head reasonable directions in relation to that function, and oblige the head to comply with those directions.

## Appendix A: St Benet's MAT Transition Board Framework

TIMEFRAME	TRANSITION BOARD	LGB
<b>Term 1 (1)</b>	Transition Board is formed consisting of external chair, plus 1 other, CEO, Clerk	Existing LGB is disbanded. (CEO)
	Transition Board has initial meeting within 2 weeks of members being identified to agree Terms of Reference, meetings cycle and key priorities.	Identify any individuals (excluding staff governor) from 'old' LGB willing and able to join Shadow LGB (CEO)  Criteria: <ul style="list-style-type: none"> <li>• Attendance history</li> <li>• Skills Audit</li> <li>• Contribution to meetings (assess via minutes)</li> <li>• Monitoring activities (assess via Visit Reports/Governor signing in book)</li> <li>• CPD</li> <li>• Interview to gauge level of understanding of role/responsibilities</li> </ul>
	Transition Board will meet with school staff to introduce themselves	Assess previous LGB via QA Report and Self-Assessment evaluation. Identify strengths and weaknesses. (CEO)
<b>Term 1 (2)</b>	Transition Board begins a regular cycle of meetings and monitoring; Chair will establish agendas.	Identify a Governance Improvement Associate (GIA) to work with Shadow LGB. (CEO/AID)
	GIA joins the Transition Board	GIA develops training programme for Shadow LGB, based on information gathered in Term (1)
	Meetings and monitoring	GIA begins governor recruitment campaign, in consultation with Governance Manager, to identify new prospective Trust Appointed Governors  Shadow Governors undertake designated training
<b>Term 2 (1)</b>	Meetings and monitoring	Ongoing recruitment, induction and training
		GIA/CEO takes shadow governors on Learning Walks and Book Looks
		GIA develops schedule of monitoring activities for remainder of academic year for Shadow Governors to undertake in pairs
<b>Term 2 (2)</b>	Meetings and monitoring	Shadow LGB hold a practice meeting, led by the GIA (Chair) – main item will be

<b>TIMEFRAME</b>	<b>TRANSITION BOARD</b>	<b>LGB</b>
		Headteacher's Report and talking governors through the academy's reporting systems, explaining data and illustrating how to use the Critical Questioning Guide
	Shadow governors report on their monitoring visits to Transition Board	
<b>Term 3 (1)</b>	Meetings and monitoring	Parent and Staff Governors election process takes place (GIA/HT)
	Shadow governors observe a Transition Board Meeting	
<b>Term 3 (2)</b>	Meetings and monitoring	GIA runs a "ghost" full LGB meeting with a focus on School Improvement activities
		Review the capacity of the LGB to inform committee structure, pattern of meetings, governor responsibility for Term 4 (1).
		Identify Vice-Chair and work with him/her for succession planning.
		If capacity allows, establish committees (Standards & Curriculum, Resources, Ethos & Community) and hold training sessions for each of the committees
<b>Term 4 (1)</b>	First formal meeting of the LGB. Transition Board members attend and model good governance. Decision is made at the end of the meeting regarding whether the LGB is ready to replace the Transition Board. If not ready, action plan to be developed by TB Chair and GIA to identify what needs to be done to get LGB ready to take over within one term (and then proceed as from Term 4 (2))	
<b>Term 4 (2)</b>	Transition Board disbanded.	Shadow LGB replace the Transition Board and establish meetings schedule in accordance with St Benet's MAT Governance Meetings Framework.
<b>Term 5 (1)</b>	N/A	Vice-Chair is appointed Chair (by Trust Board). GIA attends meeting as mentor.
<b>Term 5 (2)</b>	N/A	Governance QA Visit takes place
<b>Term 6 (1)</b>	N/A	GIA becomes Consultant to LGB and steps away from attending meetings.
<b>Term 6 (2)</b>	N/A	