Prime Multi Academy Trust

GOVERNANCE HANDBOOK 2025-26

Updated: March 2026

Review Date: September 2026

Content

PRIME 7 – Governance Philosophy

Governance leadership is Strategic leadership, it:

- Sets vision, ethos and strategic direction
- Delivers accountability
- Ensures that every decision made puts children first

PRIME7 is one organisation made up of 3 academy schools:

- Middleton Cheney Primary Academy
- King's Sutton Primary Academy
- Chipping Warden Primary Academy

Welcome

You are most welcome to PRIME7 Multi Academy Trust (MAT) (the 'Trust'). PRIME7 comprises of three academy schools (academies), delivering first choice education for up to 660 pupils. Included in these numbers is a 30 place Autism Unit at King's Sutton.

Governance is through the Board of Trustees (the 'Trust Board') and the Trust Board's committees, including the Local School Committees (LSCs). The Trust Board is responsible to the Members and for the effective operation of the PRIME7 MAT and each academy therein.

Each LSC is accountable to the Trust Board and operates to both support and hold the Headteacher to account for the performance of pupils and staff and to engage meaningfully with all parents/carers, enabling them to put forward their views at key points in their child's education.

The Trust is a company; the Trustees are also the legal Directors of the company.

Thank you

Thank you for volunteering to be part of our governance team. It is a terrifically rewarding and highly demanding role. Only the best educational standards are acceptable. As a Local School Committee Representative or Trust Board Director/Trustee, you will gain skills appropriate to the scale and nature of the task; set the highest expectations and tackle any signs of underperformance; and help to ensure that all pupils strive to be the best they can be and are well prepared for life.

This governance handbook outlines the core role and functions of the Trust Board and the LSCs. It provides the legal duties of Representatives and Trustees, signposting to more detailed information, guidance and resources. The handbook is rooted in the belief that good governance is essential to the success of any organisation and that the aim of governance within PRIME7 is to ensure our mission is achieved by fulfilling our core functions:

- Ensuring clarity of vision, ethos and strategic direction
- Holding executive leaders to account for the educational performance of the organisation and its pupils and the effective and efficient performance management of staff; and
- Overseeing the financial performance of the organisation and making sure its money is well spent.

The handbook will be kept under review and updated to reflect feedback from the PRIME7 community, the law affecting Governance and changes to education policy. This is an ongoing process.

As a Multi-Academy Trust, we are bound by:

- Our **Funding Agreement** with the Department for Education (DfE), which requires us to follow our Articles of Association and The Academy Trust Handbook
- Our **Articles of Association**: These provide our constitution and over-arching terms of Reference
- The **Academy Trust Handbook** (ATH) which is updated annually.

Each of these is based on the legal framework of Company Law and Charity Law. This handbook should be read in conjunction with these documents, which are all available in the MAT resources area (which is accessible to all Members, Trustees and Representatives) on GovernorHub and the links below:

- The Memorandum and Articles of Association
- The Essential Trustee
- Keeping children safe in education 2025
- Academy Trust Handbook 2025 (gov.uk)

NB: Representatives are referred to as Governors on GovernorHub.

I wish you every success and much enjoyment in your service to our pupils, staff and academies.

Ian Lowe
Chief Executive Officer
PRIME7 MAT

About Us

Who we are

Prime7 Multi Academy Trust was formed in 2013 by joining together Middleton Cheney Primary Academy, King's Sutton Primary Academy and Chipping Warden Primary Academy. The aim of the Trust has always been to work collaboratively across all three academies. Prime7 Trust underwent a complete change of leadership across all three academies and at Chief Executive and Chief Finance Officer level. We also enhanced the Trust Board to minimise skills gaps and appointed new Chairs of Representatives that support our academies with their expertise and leadership of our Local School Committees. These changes have brought with them new energy and vigour to drive the academy improvement needed to ensure that our academies offer the very best education for all our pupils. We also want to ensure that our staff enjoy working across the Trust and feel valued as part of a collaborative team.

What we are about

At Prime7, we aim to provide the best opportunities for all pupils to develop strategies to face life's challenges. We want them to show courage and take risks in their learning whilst enjoying an enriched academy experience. Community is important to us and each academy is valued for its own individuality, but it also plays an important part in the Trust as a whole. Across our academies we foster an environment where respect is earned and given in equal amounts. Our academy communities promote kindness, friendship and trust so that our pupils will grow up to be young citizens that are able to show empathy towards others and become role models that are an inspiration to others.

Vision and Values

Our ethos is to provide the best possible environment for children to learn and develop, as well as to cultivate a sense of wonder, empathy and understanding of the modern society they are growing up in. Together, we will strive to realise the potential in all our children so that they are fully prepared for the next stage of their education. We want to empower our children to succeed. The Trust's mission is to ensure that our staff, parents and carers are valued and well cared for, so that we can work together to provide children with the best education and the know how to stay safe and healthy. We want them to take their place as responsible citizens that promote sustainability in order to protect the world around them for future generations to come.

The Trust has seven core values and principles to support the delivery of our mission:

- **AMBITION**: to have high expectations in all we do and to have ambition for continuous improvement whoever we are.

- **ENJOYMENT**: to create academies that foster creativity and curiosity so that children thrive on enrichment and thoroughly enjoy their academy experience. We want our children to be excited learners.

- **RESILIENCE:** to provide the best opportunities for all children to develop strategies to face life's challenges. We want our children to show courage and take risks in their learning.

- **RESPECT**: to foster an environment where respect is earned and given in equal amounts. Our academy communities promote kindness, friendship and trust. We want our children to grow up to be young citizens that are able to show empathy towards others. Our children take responsibility for their future and the future of others by respecting the world around them and promoting sustainability.

- **INSPIRE**: to empower children to take responsibility to strive and achieve in their learning and to be the very best that they can be. They will be responsible citizens that model sustainable practices and behaviours to protect the natural world. They will be role models and a source of inspiration to others.

- **COMMUNITY:** to establish academies that are at the heart of the local communities they serve. Each academy is valued for its own individuality, but it also plays an important part in the Trust as a whole. All stakeholders within our community will strive to prepare and empower individuals to become responsible for contributing to a sustainable future.

- **TRUST:** to belong as part of a team is a core part of who we are, and our relationships are based at all times on openness and honesty.

Our values and principles are drawn from each of our academies and will support the Trust in providing an excellent educational experience for all. We will work together with all our stakeholders to ensure that the children in all our academies achieve their full potential.

PRIME7 Ambition

- Phonics Results >90
- KS2 75% Reading, Writing & Maths expected standards or above national
- To be at least national with greater depth
- Demonstrating Teacher professional growth
- Attendance 97% +
- PP v non-PP gap narrows on all measures
- To achieve at least 'Secure' in future Ofsted inspections, within the 2025 Ofsted Framework

Intent

The aims within this plan have been developed from the Trust-wide academy improvement priorities and are informed by external quality assurance and review. They reflect the wider context in which our academies operate and identify clear areas for prioritisation.

Academies are tasked with delivering these aims by further embedding an ambitious curriculum, underpinned by high-quality, inclusive teaching and effective assessment, ensuring strong outcomes for all pupils.

We will achieve our aims through 5 strategic pillars these pillars include:

1. **Professional Development**
   Excellent teachers and support staff in all classes that bring Enjoyment to learning and mutual Respect.
2. **Curriculum**
   Ambitious outcomes for all pupils supported by a curriculum that is Enjoyable, builds Resilience, and Inspires Trust with the Community which we serve.
3. **Wellbeing**
   Strong intrinsic sense of self by creating a sense of belonging within the Community which builds Resilience and Trust**.**
4. **Leadership**
   Leadership development at all levels to support succession planning that strengthens the Ambition of Prime7 and Inspires our teachers.
5. **Financial Stability**
   Working with all stakeholders to achieve our Ambition to be commercially Resilient that builds Trust within our Community to deliver our vision and principles.

Leadership of PRIME7

<table>
<tr><th colspan="6">Members</th></tr>
<tr><td colspan="6">Nicola Bellamy
Paul Cavanagh
Carolyn Hay
Helen Milligan
Lynsey Hedley</td></tr>
<tr><th colspan="6">Trustees</th></tr>
<tr><td colspan="6">Lynsey Hedley (Chair)
Andrew Jeffrey
Peter Brystow
Richard Maxwell
David Shakeshaft
Sarah Bailey</td></tr>
<tr><th colspan="6">Executive Leadership Team</th></tr>
<tr><td colspan="3">Ian Lowe (CEO/AO)</td><td colspan="3">Esther Martin (CFO/MAT Business Manager)</td></tr>
<tr><th colspan="2">KSPA
Headteacher</th><th colspan="2">MCPA
Headteacher</th><th colspan="2">CWPA
Headteacher</th></tr>
<tr><td colspan="2">Laura Wade</td><td colspan="2">Theresa Hillier</td><td colspan="2">Hazel Williams</td></tr>
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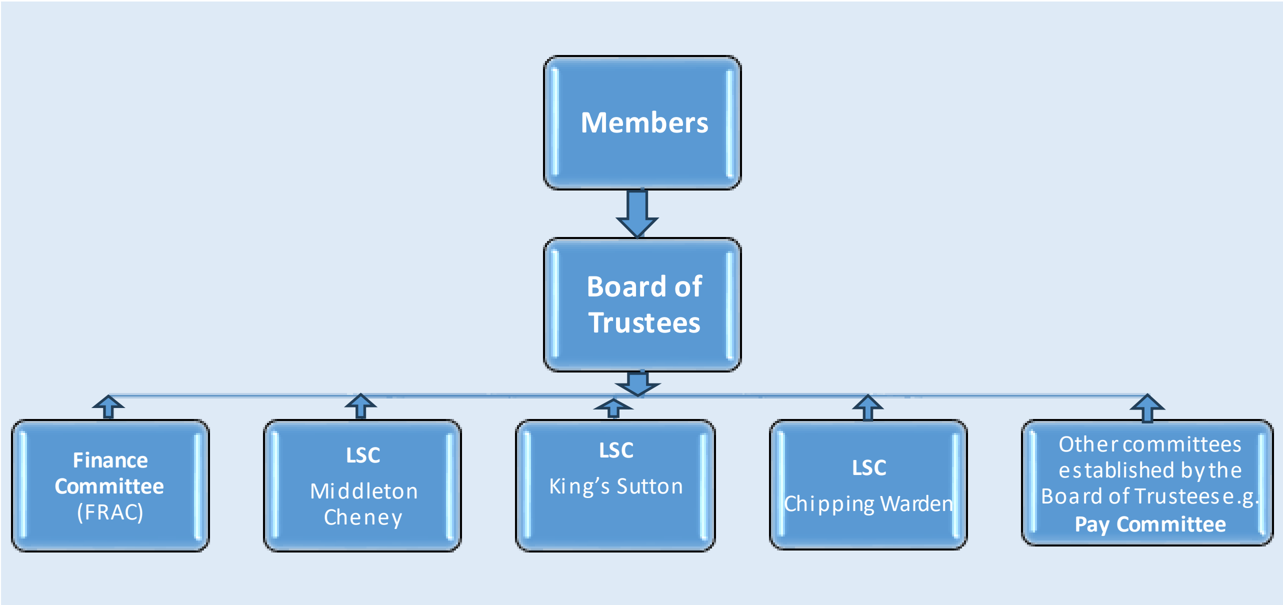
Trust Governance



Members

Prime7 has Members who are the guardians of the governance of the Trust and ensure that the constitution of the Trust is effective in fulfilling its charitable aims and objectives. They will change the Articles of Association if necessary to meet the aims and objectives. The Members oversee the appointment and approval of Trustees.

Members hold the Board of Trustees (the Trust Board) to account for the effective governance of the Trust but have a minimal role in the actual running of the Trust. It is the Trust Board, not the Members, who are the organisation's key decision makers. However, there are some critical decisions that sit with the Members.

The Member's role is to:

- Ensure the success of the Trust
- Hold the Trustees to account
- Sign the Memorandum and Articles of Association
- Determine the name of the Trust
- Appoint Members and Trustees
- Appoint and remove the auditors
- Receive a copy of the annual report and accounts
- Meet once a year for an Annual General Meeting (AGM) and an end of year General Meeting (GM)

- Dissolve the Trust

Holding the Trust Board to account is the most important role that Members play. The Members will do this in a hands-off manner, through monitoring the work of the Trust Board. This is done by hearing directly from the Trust Board/CEO with a report on the quality of governance once a year at the AGM, as well as any additional updates/information on progress made and plans going forward at the GM.

Before hearing from the Chair of the Trust Board at the AGM or GM, Members should consider the questions they will ask in order to ascertain how the Trust Board is performing. The following questions provide a starting point:

- Does the Trust Board reflect the ethos and values of the trust?
- Is the Trust Board effectively fulfilling its core governance functions?
- Is there a clear vision for the Trust and is progress being made against the strategic aims being pursued to realise this vision?
- Is financial oversight sound?
- How well does the Trust Board know the academies in the Trust and how are the needs of the academies being met?
- How engaged are stakeholders and is this reflected in the reputation of the Trust and the decisions of the Trust Board?
- Are the right people around the Trust Board table and are there any skills gaps?
- Has the Trust invested in a governance professional?
- Is there evidence to show that the charitable objectives of the Trust are being met and that the governance of the Trust is effective?
- Has the Trust Board reviewed its own performance and have Members received a copy of the governance review report? What does it tell them and what is being done as a result?

Members should expect to see an external review of governance every three to five years, and internal reviews in between. If there has not been an external review in the last three to five years, the Members should direct the Trust Board to commission one. If the Members are not satisfied that the Trust Board is effective, then they will need to step in and in the first instance commission an external review.

The Board of Trustees (the Trust Board)

The Trust Board has the corporate management and responsibility for the actions of the company. This is vested in the Trustees of the Academy Trust (together, referred to as "the Trust Board"), who are Company Directors registered with Companies House. The Trustees are responsible for the actions of the Academy Trust and the academies and are accountable to the Members, to the Secretary of State for Education and to the wider community for the quality of the education received by all pupils of the academies and for the expenditure of public money. The Trustees are required, in accordance with the Funding Agreements, to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Academy Trust.

The role of the Trust Board includes:

- Set the vision, ethos and strategy for the Academy Trust and its academies every three years
- Ensure that risk is reported appropriately and scrutinised effectively
- Establish the governance structures for the Academy Trust, from Trustees to academy level, in keeping with the Articles of Association
- Provide clarity, through the published Scheme of Delegation of the level at which the governance functions are exercised
- Overview and scrutiny of the Academy Trust's financial capability and management systems to ensure compliance with the Academy Trust Handbook, and to deliver best value for money
- Ensure that the grant funding received from the DfE is used only for the purposes intended, through scrutiny of management accounts etc.
- Ensure that funds from sponsors are received according to the Trust's Funding Agreement, and are used only for the purposes intended
- Approve of the annual budget
- Appoint the Chief Executive Officer (CEO)
- Appoint the Chief Finance Officer (CFO), in conjunction with the Chief Executive Officer
- Hold the CEO to account for standards and outcomes
- Ensure senior leaders within academies are challenged to improve the education of pupils
- Be represented on interview panels for the appointment of Heads of the individual academies
- Develop the Trust Board and Local School Committees to ensure that they have the capacity, skills and succession plans to have a positive impact on outcomes for pupils:
    - The Trust Board will carry out a regular skills audit of its Trustees. Where key skills are missing on the Trust Board, expertise will be procured to support the challenge and scrutiny of specialist areas such as Finance, HR, or educational performance
- Set Trust-wide policy.

Stakeholder voice:

- Trustees are asked to have regard to the voices of their various stakeholders and to put in place arrangements to receive feedback and to respond appropriately. This shall include the following, as they are involved in other elements/tiers of trust governance and more broadly:
    - Pupils
    - Parents/Carers
    - Staff

Finance, Risk and Audit Committee

The Finance, Risk & Audit Committee (FRAC) is a committee of the Board of Trustees. The Committee meets 6 times a year.

The main responsibilities of the Committee are detailed in written terms of reference, which are authorised and approved by the Trust Board annually.

The main FRAC responsibilities include:

- Initial review and authorisation of the annual budget
- Regular monitoring of actual expenditure and income against budget
- Identify the focus of internal scrutiny in conjunction with the CEO/CFO
- Review the adequacy and robustness of the Trust's risk management
- Interact with all other committees, to advise on the appropriate means by which their requirements have budget implications, can best be met
- Ensure the annual accounts are produced in accordance with the requirements of the Companies Act 2006 and the DfE Academies account direction
- Authorise the award of contracts over £50K
- Authorise changes to the Trust's personnel establishment, and
- Review the reports of the External Auditor on the effectiveness of the financial procedures and controls. These reports must also be reported to the full Trust Board
- Recommend the estates strategy.

The Chief Executive Officer

The CEO will be accountable and take responsibility for the performance of all academies within the Trust.

The main strategic responsibilities of the Chief Executive Officer are:

- Develop and facilitate the Trust in accordance with the Trust's stated aims, objectives and values
- Take responsibility for the annual business plan and key documents such as the Trust's long term strategic plan, self-evaluation and improvement plans of the academies
- Work with the Trust Board to maintain a single, comprehensive Trust risk register that captures and monitors all academy-level and strategic risks, ensuring clear mitigation actions,

defined accountability, and effective oversight at Board level

- Create a culture of constant improvement and be an inspirational leader committed to the highest achievement in all areas of the Trust's work
- Develop and maintain effective relationships with the Regional School Commissioner (RSC) and Department for Education (DfE), local authorities, Members, Trustees, Headteachers and LSC representatives in order to ensure the success of the Trust and its academies
- Maintain an outward facing role with the local community on behalf of the Trust to further its external relationships, future growth and development, and support the individual academies within the Trust
- Provide motivational and inspirational leadership at all levels of the organisation
- Ensure the Trust's management and organisational structures are fit for purpose and facilitate continuous improvement
- Support the Chair of the Trustees in their strategic role of leading and supporting the Trust Board and any Trust committees
- Ensure that there are clear quality assurance systems embedded across the Trust that drive consistency and improvement in performance
- Achieve effective communication, both internally and externally, including liaising with all stakeholders and the local and national media
- Be accountable for all aspects of Teaching and Learning and Standards across the Trust, set high professional standards and ensure the education vision is understood and embraced
- Have responsibility for developing and leading the process for improvement across the Trust, providing quality assurance and accountability; this will be achieved through a rigorous and robust system of target setting which will be reviewed regularly by the CEO, who will report progress to the Trust Board
- Lead a Trust-wide improvement function that will ensure that the requirements in each academy's performance are identified and analysed and appropriately costed and prioritised solutions are developed and secured. This includes the commissioning of internal resources through academy-to-academy support and/or external support from a range of providers or individuals who meet strict and agreed criteria for quality, including evidence of effectiveness and impact
- The CEO will be the Accounting Officer for the Trust ensuring that it works to the standards set out in the Academy Trust Handbook
- Ensure the long-term financial sustainability, by confirming that proper financial systems are established and effectively monitored, that appropriate action is recommended to address problems identified and to ensure that the Trustees are presented with accurate and timely financial reports
- Ensure that the Trust meets all legislative and statutory requirements, including Health and Safety and Safeguarding
- Authorise orders between £25-50k

The Chief Finance Officer/ MAT Business Manager

The Chief Finance Officer component of the role involves working in close collaboration with the Chief Executive Officer, through whom they are responsible to the Trustees in relation to matters of governance and finance. The Chief Finance Officer also has direct access to the Trustees via the Finance, Risk & Audit Committee.

The MAT Business Manager component of the role involves working with Headteachers to support day-to-day administration, the implementation of Trust policies and the preparation of supporting documentation for longer term strategic plans for the Academies.

The main responsibilities of the Chief Finance Officer are:

- Day-to-day management of financial issues, including the establishment and operation of a suitable accounting system
- Manage the Trust's financial position at a strategic and operational level within the framework for financial control determined by the Board of Trustees
- Set annual budgets in conjunction with the Headteachers and CEO
- Maintain effective systems of internal control in accordance with statutory regulations and legislation
- Ensure the annual accounts are properly presented and adequately supported by the underlying books and records of the Trust
- Prepare monthly management accounts and distribution to Leadership, the Trust Board and the appropriate Committees
- Authorise orders below £25k in conjunction with budget holders
- Authorise BACS payments files in conjunction with other authorised signatories (any two of whom to sign)
- Ensure returns are completed and submitted to the DfE in line with the timetable in the DfE guidance
- Lead the development of income generation through seeking grants as appropriate

The main responsibilities of the MAT Business Manager are:

Strategic:

- Ensure the team operates effectively to enhance teaching, learning, and child safeguarding
- Develop and implement procedures to evaluate team performance to inform improvement planning
- Establish standard operating procedures, other processes and share good practice to maximise the efficiency of the team

Human resources:

- Ensure all staff related policies and procedures are effective, equitable and comply with legal and regulatory requirements
- Monitor the way policies and procedures are actioned and provide support where necessary
- Evaluate the Trust's strategic objectives and obtain information for workforce planning
- Ensure effective procedures for the recruitment, appointment, induction, appraisal and development of staff
- Ensure all aspects of payroll are properly administered

Management and administration:

- Advise on the whole Trust administrative function and ICT strategy and establish and use effective methods to review and improve administrative systems
- Provide support to the Administrative and Site staff
- Develop and maintain risk registers, asset management plans and business continuity plans in conjunction with the CEO
- Monitor implementation and ensure compliance with Health and Safety at Work and Data Protection legislation
- Secure appropriate insurances for the Trust's assets and activities and deal with all insurance correspondence and claims
- Arrange, monitor and manage all contracts and Trust purchases
- Monitor GDPR compliance across the Trust

Premises and facilities:

- Prepare long terms plans for the effective and efficient use of Trust premises
- Maintain Trust buildings and outdoor areas, preparing maintenance schedules and overseeing all building work
- Maintain security and equipment for protection and escape in emergencies in all Trust premises
- Draw up outline specifications for new buildings, obtaining tenders, planning permission, and liaising with architects to ensure best value and any building programmes are met within budget and on time
- Maintain oversight of the Trust's catering facilities

Legal Responsibilities of Prime7 Directors (Trustees)

Summary of Directors' Duties under Charity Law	
Duty under Charity Law	**Examples of what this means in practice:**
Ensure your trust is carrying out its purposes for public benefit	Know: • what your trust can and cannot do within its purposes – what you want it to achieve and then plan how to achieve it • how your trust is fulfilling its purposes and benefiting the public • what difference your trust is really making
Comply with the Articles (governing document) and the law	• Be familiar with your Articles • Be aware of charity and other law requirements that apply to your trust • It's not about being an expert but you do need to take reasonable steps to find out
Act in your trust's best interests	• Make balanced, informed decisions thinking about both the long and short term • Avoid putting yourself in a position where there is a conflict of interest, and recognise and deal with conflicts of interest • Be prepared to question and challenge but accept majority decisions • It's not about preserving the Trust for its own sake or serving personal interests
Ensure your trust is accountable	• Meet legal accounting and reporting requirements • Be able to show that your trust complies with the law and is well run and effective • Be accountable to members and others with an interest in the Trust • Ensure that staff and those who are delegated to are accountable to the Board of Trustees • Welcome accountability as an opportunity not a burden
Manage your trust's resources responsibly	• Make sure the Trust's assets are only used to support and carry out its purpose • Manage risks, protecting assets (including reputation) and people • Ensure **regularity** and **propriety** in use of the trust's funds, and achieve economy, efficiency and effectiveness – the three key elements of **value for money** • Make sure the Trust has (and follows) appropriate controls and procedures • Deal with land and buildings • Be responsible for, and to, staff • Take special care when investing & borrowing

Act with reasonable care and skill	• Use your knowledge, skills and experience • Decide when you need advice • Prepare for meetings • Get the information you need (financial, management) • Be prepared in case something does go wrong

Summary of Directors' Duties under Company Law	
Duty under Company Law	**Examples of what this means in practice:**
Duty to act within powers *Obey the constitution (the Articles) and decisions taken under it*	A director must act in accordance with the Articles of Association and use their powers only for the purposes for which they were given. Therefore, directors must: • be familiar with the Articles • not exceed the authority granted by the board • only use their powers for legitimate purposes If in doubt, directors should seek advice
Duty to promote the success of the company *Act in the Trust's best interests, taking everything, you think relevant into account*	• All directors are aware and fully informed of their duty to promote the success of the Trust; the Trust keeps a full record of any discussions and factors which were considered when taking key decisions • The Trust considers the matters, such as the likely consequences of any decision in the long term, the need to foster relationships, the impact of the Trust's operations on the community, employees and the environment • The Trust ensures these factors are addressed where relevant in Trust Board reports. Therefore, members of the executive team writing reports for the Trust Board will also need to be aware of this duty
Duty to exercise independent judgement *You remain responsible for the work you give to others*	A director must make their own decisions rather than simply following instructions, this does not prevent them from relying on expert advice, but they must still apply their own judgment when making decisions In practice this duty is not infringed by a director if they are acting: • in accordance with an agreement or previous collective Trust board decision which has duly been entered into by the Trust, • in a way authorised by the Trust's constitution Please note that this duty does not confer a power on the directors to delegate, nor does it prevent a director from exercising a power to delegate conferred by the Articles, provided that its exercise is in accordance with the Articles (see duty to act within powers above)
Duty to exercise reasonable care, skill and diligence *Be diligent, careful and well informed about the trust's affairs. If you have any special skills or experience, use them*	A director must exercise: • the same general knowledge, skill and experience as would be reasonably expected from a "reasonably diligent person" carrying out the functions carried out by the director; and • the same general knowledge, skill and experience that the director has This two-stage test means that a director must exercise his or her duty to a minimum standard and that the standard is raised if that director has specific skills or expertise. For example, a director with accountancy skills would be expected to exercise greater scrutiny of the accounts

Duty to avoid conflicts of interest *Avoid situations where your interest's conflict with those of the Trust. When in doubt disclose potential conflicts quickly*	• A director must avoid situations in which they have or could have an interest (direct or indirect) that conflicts with, or could conflict with, the Trust's interests • This duty will apply to the exploitation of any property, opportunity or information regardless of whether the company is able to take advantage of that property, opportunity or information • The duty will not be infringed if the director cannot reasonably be expected to know that a conflict of interest has arisen • Where a director's duty to avoid conflict arises, they may discharge that duty by authorisation by or disclosure to the directors
Duty not to accept benefits from third parties *Be honest and remember that the Trust's property belongs to it and not to you or the members*	Directors must not accept benefits from third parties, where the benefit could reasonably create a conflict of interest or influence their actions. This duty continues after a director leaves office Trusts must obtain the DfE's prior approval, using the DfE's on-line form, for contracts for the supply of goods or services to the Trust by a director or a related party agreed on or after 1 September 2023 where any of the following limits arise: • a contract exceeding £40,000; or • a contract of any value if there have been contracts exceeding £40,000 individually or cumulatively with the related party in the same financial year ending 31 August
Duty to declare an interest in a proposed transaction or arrangement	A director has a duty to declare to the other directors the nature and extent of any interest in a proposed transaction with the trust. The declaration must be made before the Trust enters into the transaction. This duty only applies to an interest where the director is or ought reasonably to be aware of the interest.

Local School Committees

Legal Basis

- The Local School Committees (LSC) are committees of the Trust Board and have no independent legal status
- Members of the LSC are appointed by the Trustees (and can be removed by the Trustees)
- Accountability lies with the Trust Board as laid down in the Articles of Association
- The Trust Board is the 'Appropriate Authority' *(It is the Employer of all staff, accountable for: academy performance, finance, H&S and safeguarding)*
- Responsibility for some aspects of Governance can be delegated and are laid down in the Scheme of Delegation
- The LSC cannot set up or delegate roles to other committees without the agreement of the Trust Board
- Each LSC should consist of a maximum of 10 Representatives. No more than 3 should be parents of pupils currently attending the academy, although the Directors can use their discretion*
- The Chair and Vice Chair of the LSC will be appointed each year by the Representatives at the first LSC meeting of the year

Purpose and Core Functions

LSCs play a crucial role in providing local insight, connecting the academy to its community, providing constructive feedback, and supporting the leadership in achieving excellence for all pupils, ensuring the academy's ethos, culture and daily experience reflect the Prime7 vision and values.

1. Reflect and Promote the Trust's Vision and Ethos, by:

- Evaluating whether the academy's culture, curriculum, and daily experience reflect the Trust's values
- Supporting academy leaders to develop local academy vision and strategic objectives
- Ensuring the Headteacher is focused on the school development priorities

Practical examples:

Review pupil voice and parental feedback to see if children feel included and supported.

Representatives could hold a termly discussion group with a sample of pupils or parents/carers to explore themes around values and/or elements of safeguarding, SEND, pupil premium and the School Development Plan (SDP).

Safeguarding, SEND and pupil premium leads to meet with appropriate academy staff at least once a year.

2. **Champion the Strengths and Achievements of the Academy and Trust, by:**

   - Acting as ambassadors for the academy, sharing success stories and supporting events that raise the academy's profile and celebrate its achievements
   - Supporting the Headteacher by promoting positive messaging in the community, especially during periods of change or challenge

Practical examples:
Representatives could attend academy performances, sports fixtures, or exhibitions and help publicise them locally.
Representatives could write a short feature for the local parish magazine or website about the academy's work.

3. **Provide Community Insight, by:**

   - Raising issues and themes that support constructive discussions and collaborative solutions
   - Offering independent and objective insights from parents/carers and local stakeholders to help the Headteacher understand community perspectives
   - Maintaining communication with the local community in collaboration with the Headteacher

Practical example:
A Representative might collect feedback from parents/carers on new homework approaches, communicate concerns respectfully, and help the academy shape clearer messaging or support materials.

4. **Strengthen Community Engagement, by:**

   - Working with the academy to build partnerships with parents/carers, local organisations (e.g. employers, parish councils, charities) and community groups
   - Connecting the Headteacher with local organisations, charities, or businesses to support enrichment and curriculum development
   - Supporting the Headteacher by facilitating introductions or helping coordinate volunteers for academy events or clubs

Practical examples:

Representatives might help organise community days, invite local trades to offer work experience, or connect with local universities for enrichment activities.

Representatives might provide the headteacher with feedback on local fund-raising opportunities and support fund raising.

5. Support and Monitor the Quality of Education and Academy Improvements, by:

- Monitoring the quality of the education and the review of data against targets, including performance and progress data, and the School Development Plan
- Monitoring the application of MAT policies at local level e.g. assessment/ marking/ behaviour/ attendance/ safeguarding
- Conduct purposeful, structured visits to understand lived experience
- Providing constructive feedback to the Headteacher

Practical examples:

Carry out academy visits (in line with the Representative Academy Visits and Monitoring Policy).

SEND representative to meet with the SENCo to review the impact of interventions designed to be inclusive and to support pupils with additional needs.

Understand key trends e.g. review strategies that are improving attendance or reducing exclusions.

Discuss curriculum intent and implementation with the Headteacher or subject leads; review examples of children's work.

Membership of LSC:

- 8 -10 members (size to be agreed by each LSC)
- Plus, Headteacher or HT's representative
- No more than one third can be parents of children currently at the academy*
- No more than one member of the academy staff*

Each LSC should appoint the following Representatives from amongst their membership:

- SEND
- Safeguarding
- Pupil Premium

Administration:

- LSCs should meet at least 4 times annually
- An LSC can invite others to attend

- A committee meeting requires 50% attendance to be quorate
- The term of office is 4 years
- LSC Representatives are formally appointed by the Trustees, and their names should be notified for the Trustees'/Directors' approval

**Phased changes may be needed to manage membership.*

Delegation Powers of Trustees

Trusteeship (and directorship which necessarily follows) is a personal office of trust and responsibility and this cannot be transferred to another individual. However, in order to ensure the proper management of the Academy, the Trustees are able to delegate specific tasks to assist them in carrying out their duties and obligations.

It is for the Trust Board to determine what decisions it will take for itself, what will be delegated to committees, working groups or individual Trustees (e.g. the Chair) and what will be delegated to the Executive Leadership Team. The Trustees must also consider when and from whom they should take professional advice.

In determining whether delegation is appropriate, the Trustees will have regard to the following principles:

- non-executive powers must be exercised by the Trustees personally and may not be delegated
- except when it is impracticable to do so, executive powers should be delegated to the CEO and CFO, who may authorise further delegation and
- every act of delegation is only a delegation of powers and does not relieve the Trustees of responsibility

Delegations can be made to Trust Board Committees including the following:

- Finance, Risk and Audit Committee
- Pay Committee
- Local School Committees
- Any other Committee established by the Board and any individual Trustee

Delegations can also be made to the Executive Leadership Team (which in turn may delegate to further individuals).

The Scheme of Delegation sets out the delegated powers between the different bodies involved in the governance and operation of the PRIME7 Trust.

The Scheme of Delegation can be found in a separate appendix to this handbook (Appendix 1: Scheme of Delegation).

Summary of Financial Delegation

	Approval of first budget	Approval of budget variations	Monthly payroll	Single transactions up to the value of £	Contracts up to the value of £	Variations in contracts to the value of £	Virements between budget headings up to the value of £	Write off up to the value of (debts and equipment) £
Headteachers	x	x	✓	5,000	x	x	x	x
Chief Finance Officer	x	x	✓	25,000	25,000	x	10,000	2,000
Chief Executive Officer	x	x	✓	50,000	50,000	10%	50,000	10,000
Finance, Risk & Audit Committee *	✓	✓	x	50,000+	50,000+	20%	50,000	10,000+

* If the FRAC Committee in the future is not represented by the full Board of Trustees' membership then a revision to the financial delegation may be deemed appropriate

ANNUAL OVERVIEW OF TRUST BOARD, FRAC & MEMBERS MEETING AGENDAS		
FULL TRUST BOARD	**FRAC**	**MEMBERS**
AUTUMN TERM		
September **After FRAC** **Virtual**	**September - 9am** **Virtual**	**None**
1. Welcome and apologies 2. Election of Chair and Vice Chair for Trust Board & FRAC 3. Appoint Trustees to key roles: Safeguarding, Compliance, SEND, Finance, HR, Strategy, Marketing 4. Declarations of interest 5. Minutes of the last meeting and matters arising 6. Annual Review of membership and every two years a skills audit 7. Complete annual pecuniary interest forms; KCSIE; Code of Conduct 8. Register of business interests 9. Annual Safeguarding Report for previous year 10. Compliance Update – KCSIE changes & Safeguarding Training 11. FRAC Update 12. Trust direction planning 13. MAT Business Plan – review of previous year 14. Review of LSC Governance Structure 15. Policies to update 16. AOB	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Review of terms of reference for FRAC & Pay Committee 5. Appoint Pay Committee 6. Financial Update & closure of accounts 7. Policies to update 8. AOB	
November **After FRAC** **Virtual**	**November - 9am** **Virtual**	**None**
1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. FRAC Update 5. Approval and sign off of annual accounts and internal scrutiny report 6. Matters Arising from LSC's 7. CEO Report – Inclusion Annual Report 8. Policies to update	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Auditors' presentation of annual accounts 5. Review Internal scrutiny report to be submitted with annual accounts 6. Final budgets – post balances 7. Proposal of future years management & class structure	

9. Resolution to call Members AGM (Jan) 10. AOB	8. Teacher performance appraisal & related pay recommendations for approval 9. Leadership performance appraisal & related pay recommendations for approval 10. Risk register 11. Identification of Internal Scrutiny focus for year ahead 12. Policies to update 13. AOB	
SPRING TERM		
January After FRAC Virtual	**January - 9am Virtual**	**January Virtual AGM**
1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. FRAC Update 5. Data Point 1 performance outcomes 6. Autumn Safeguarding Report 7. CEO Report 8. Determination of admissions arrangements for following year 9. AOB	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Management Accounts 5. School Resource Management Self-Assessment & ATH Schedule of Musts 6. Policies to update 7. AOB	1. Welcome and apologies 2. Election/nomination of Chair for the meeting 3. Declarations of interest 4. Minutes of the last meeting and matters arising 5. Resolutions: Appointment/resignation of Trustees & Members if applicable 6. Audited annual report & accounts 7. Governance review report 8. Major plans/outlook for the year ahead including plans for growth (Chair/CEO) 9. AOB
March After FRAC Virtual	**March - 9am Virtual**	**None**
1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. FRAC Update 5. MAT Business Plan – mid-year review 6. CEO Report 7. Matters Arising from LSCs 8. Policies to update	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Management Accounts 5. Consideration of future years financial planning (staffing structures) and implementation of control measures to avoid deficit budgets 6. Risk Register Update	

9. AOB	7. Review Internal Scrutiny report progress 8. Policies to update 9. AOB	
SUMMER TERM		
May **After FRAC** **Virtual**	**May - 9am** **Virtual**	**None**
1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Spring Safeguarding Report 5. FRAC Update 6. Resolution to call Members GM 7. CEO Report (Staff absence, pupil attendance & persistent absence, Data Point 2 performance outcomes etc) 8. Matters Arising from LSCs 9. Policies to update 10. AOB	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Management Accounts & forecast outturn 5. Benchmarking Report (latest from DfE) 6. Support staff appraisal & performance-related pay recommendations for approval 7. Policies to update 8. AOB	
July **After FRAC** **Virtual**	**July - 9am** **Virtual**	**July** **Virtual GM**
1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Summer Safeguarding Report 5. FRAC Update • Approval of final budgets & BFR 6. CEO Report (End of year & performance outcomes etc) 7. Matters Arising from LSCs 8. Policies to update 9. AOB	1. Welcome and apologies 2. Declarations of interest 3. Minutes of the last meeting and matters arising 4. Management Accounts & forecast outturn 5. Presentation of final budgets – budget forecast return (BFR) 6. Review of Risk Register & Internal Scrutiny report progress 7. Report on annual updates to the Academy Trust Handbook (if published) 8. Policies to update 9. AOB	1. Welcome and apologies 2. Declarations of interest 3. Election/nomination of Chair for the meeting 4. Minutes of the last meeting and matters arising – sight only 5. Resolutions: Appointment/resignation of Trustees & Members if applicable 6. Review of the year (CEO/Chair) 7. AOB

<table>
<tr><th colspan="2">Annual Overview of Local School Committee Meeting Agendas</th></tr>
<tr><th>Autumn Term</th><th>Spring Term</th></tr>
<tr><td>1. Welcome and apologies
2. Declarations of interest
3. Election of Chair and Vice Chair
4. Appoint representatives with specific responsibilities (SEND, Safeguarding and Pupil Premium)
5. Minutes of the last meeting and matters arising
6. Annual Review of membership and every two years a skills audit
7. Complete annual pecuniary interest forms; KCSIE; Code of Conduct
8. Register of business interests.
9. Trust update
10. LSC Headteacher Report to include academy annual safeguarding report from previous year
11. Review of the impact of Sports Premium
12. Review annual academy SEND/Inclusion Report
13. School Development update
14. Representative monitoring and visits – plan for the year
15. Community advocacy initiatives/activities/focus – plan for year
16. AOB</td><td>1. Welcome and Apologies
2. Declaration of interests
3. Minutes of the last meeting and matters arising
4. Review of Pupil Premium impact and any alterations to the 3 Year Strategy
5. Review feedback from Internal Scrutiny
6. Trust update
7. Parent/Pupil/Staff Surveys
8. LSC Headteacher Report to include safeguarding report and update on community activities
9. School Development Plan scrutiny to include any subject leader/SENCO etc. reports
10. Data Point 1 Performance Outcomes
11. Representative Monitoring – feedback
12. Community advocacy initiatives/activities/focus – action planning
13. AOB</td></tr>
<tr><th>Summer Term 1</th><th>Summer Term 2</th></tr>
<tr><td>1. Welcome and Apologies
2. Declaration of interests
3. Minutes of the last meeting and matters arising
4. Trust update
5. LSC Headteacher Report to include Safeguarding Report
6. Data Point 2 Performance Outcomes
7. Representative Monitoring – feedback
8. Community advocacy initiatives/activities/focus – action planning
9. AOB</td><td>1. Welcome and Apologies
2. Declaration of interests
3. Minutes of the last meeting and matters arising
4. Trust update
5. LSC Headteacher Report
6. Self-evaluation review of progress on School Development Plan
7. End of year performance outcomes
8. Representative Monitoring – feedback
9. Evaluation of LSC’s work
10. AOB</td></tr>
</table>

PRIME7 Multi Academy Trust (the Trust)

Terms of Reference – Local School Committee

1. Constitution

The Board of Directors of Prime7 MAT hereby resolves to establish three Local School Committees of the Trust Board

2. Membership

Each Local School Committee shall consist of:

- 8 - 10 members (size to be agreed by each LSC)
- Plus, Headteacher or their representative
- No more than one third can be parents of children currently at the academy*
- No more than one member of the academy staff*

Each LSC should appoint the following Representatives from amongst their membership:

- SEND
- Safeguarding
- Pupil Premium

**Phased changes may be needed to manage membership.*

3. Role / Purpose

- Connecting the academy with its community
- Supporting the Headteacher and holding them to account for the educational performance of the academy and its pupils
- Ensuring clarity of vision, ethos, and strategic direction

4. Responsibilities

- Appoint a Chair and Vice Chair of the committee at the autumn term LSC meeting each year
- Appoint representatives with specific responsibilities (SEND, Safeguarding and Pupil Premium)
- Reflect and promote the Trust's vision, ethos and values and evaluate whether the academy's culture, curriculum and daily experience reflect these values
- Champion the strengths and achievements of the academy and Trust within the community
- Provide community insight, through active community engagement and the provision of constructive feedback to the Headteacher
- Strengthen and maintain community engagement through partnership building and supporting the Headteacher to build connections
- Support and monitor the quality of the education and academy improvements against targets, through:
  - purposeful and structured visits, development the academy level self-evaluation / assessment report with the Headteacher and the review of:

        - Pupil Premium and Sport Premium impact
        - SEND / Inclusion data, and compliance
        - Parent/pupil/staff surveys
        - Safeguarding reporting
        - Pupil performance outcomes and the strategies in place for improvement
        - Performance against School Development Plan priorities
        - The application of Trust policies and statutory guidance at local level
- Provide constructive feedback to the Headteacher
- Meet statutory requirements, including data protection and security at LSC level
- Make referrals as set out in the Scheme of Delegation, in the event of safeguarding or other complaints, and staff whistle blowing or grievances
- Support the CEO with exclusions and the reinstatement of pupils
- Annually evaluate the performance and outputs of the LCS

5. Authority

The Committee is authorised by the Trust Board to:

- undertake any activity authorised by these terms of reference
- perform duties highlighted in the Scheme of Delegation that are allocated to the Local School Committees, and provide recommendations where appropriate; and
- seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made

March 2026

PRIME7 Multi Academy Trust (the Trust)

Terms of Reference – Finance, Risk & Audit Committee

1. Constitution

The Board of Directors of Prime7 MAT hereby resolves to establish a committee of the Trust Board to be known as the Finance, Risk & Audit Committee (FRAC).

2. Membership

The Committee shall have a minimum of three members.

3. Role / Purpose

The role of the FRAC Committee is to provide strategic direction and leadership to ensure internal scrutiny, which delivers objective and independent assurance for the Trust. In establishing the Committee, the Trustees will adhere to the principles of the Academy Trust Handbook to ensure ongoing compliance.

4. Responsibilities

Funding

1. Consider each of the Academy School's (Academy's) indicative funding, notified annually by the Department of Education (DfE) and to assess its implications for the Trust and the relevant Academy. This will be in consultation with the Accounting Officer/CEO and Chief Financial Officer of the Trust, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.
2. Consider and recommend acceptance or non-acceptance of the Trust's and the Academy's budgets each financial year.

Budgeting

3. Contribute to the formulation of the Trust's and the Academy's strategic plans, through the consideration of financial priorities and proposals, in consultation with the relevant officers and with the stated and agreed aims and objectives of the relevant Academy.
4. Receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year. This will include the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in each of the Academy's strategic plans.

5. Liaise with and receive reports from the CFO/CEO and make recommendations about the financial aspects of matters being considered by them.
6. Consider the spending plans of other committees and report back to and advise the Trust Board.
7. Delegate the day-to-day management of the approved budget to relevant officers, within agreed authorisation limits.
8. Consider requests for supplementary expenditure and make appropriate recommendations to the Trust Board.
9. Review financial policy, including consideration of long-term planning and resourcing in accordance with the Trust's and the Academy's development plans.

Expenditure

10. Monitor and review expenditure on a regular basis and ensure compliance with the overall budget plan for the Academies and the Trust, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.

Financial Procedures

11. Monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and where appropriate make recommendations for improvement.
12. Ensure the preparation of the financial statement to form part of the annual report of the Trust Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the Academy Trust Handbook).

Asset Management

13. Receive when appropriate reports on the management of assets including premises and their security.
14. Confirm that an asset recording system is in place, including an inventory and fixed asset register for each Academy.

Property Oversight

15. Determine the use of the Trust's premises and grounds outside of Academy sessions with regard to the lettings and charging policy.
16. Ensure that the Trust's premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed.
17. Ensure the responsibilities of the Trust Board under the Environmental Protection Act are met.

To advise the Trust Board when appropriate on environmental issues to ensure the Academies are acting as a responsible institution in its duty to conserve energy, materials and with regard to the local community.

External audit

18. In conjunction with the CEO/CFO, to annually identify the focus of internal scrutiny, through a review of the highest priority risks on the updated Risk Register.
19. Consider the appointment of the external auditor and assess the independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
20. Recommend the audit fees to the Trust Board and pre-approve any fees in excess of £5,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
21. Oversee the process for selecting the external auditor and make appropriate recommendations through the Trust Board to the Members of the Trust to consider at the annual general meeting where the accounts are laid before Members.
22. Discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
23. Review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
24. Review the performance of the external auditor on an annual basis.
25. Review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Scrutiny

26. Decide how the internal scrutiny process will be performed e.g. in-house, bought-in consultant, non-employed trustee, or peer review. If appropriate to consider the appointment of the internal scrutineer and assess independence of the internal scrutineer, including the rotation of key personnel at appropriate intervals.
27. Recommend the internal scrutiny fees to the Trust Board and pre-approve any fees in excess of £5,000 in respect of non-scrutiny services provided by the internal scrutineer, ensuring that the provision of non-scrutiny services does not impair the internal scrutineer's independence or objectivity.
28. Oversee the process for selecting the internal scrutineer and make recommendations to the Trust Board on the appointment / re-appointment of the internal scrutineer.
29. Discuss with the internal scrutineer the nature and scope of each review and to ensure that the internal scrutineer receives the fullest co-operation.
30. Review the external scrutineer's reports and recommendations, together with the

appropriateness of management's response and action plan.

31. Review the performance of the internal scrutineer on an annual basis. To review and consider the circumstances surrounding any resignation or dismissal of the internal scrutineer.

Financial Management and Policies

32. Keep under review the Trust's financial management and reporting arrangements, providing constructive challenge (where necessary) to the actions and judgements of management in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Trust Board, paying particular attention to:
    - Critical accounting policies and practices, and any change in them
    - Decisions requiring a major element of judgement
    - The extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
    - The clarity and transparency of disclosures
    - Significant adjustments resulting from the audit
    - The going concern assumption
    - Compliance with accounting standards
    - Compliance with DfE and legal requirements.
33. Review the Trust's policy and procedures for handling allegations from whistle-blowers.
34. Review the Trust's policies and procedures for handling allegations of fraud, bribery and corruption.
35. Receive reports on the outcome of investigations of suspected or alleged impropriety.
36. Review the adequacy of policies for ensuring compliance with relevant regulatory, legal and code of conduct requirements.
37. Ensure that any significant losses are investigated and reported to the DfE where required.
38. Review the Trust's risk management through the scrutiny of the risk register, strategy, processes and procedures for the identification, assessment, evaluation, management, and reporting of risks. To also review the adequacy and robustness of risk registers.
39. Keep under review the adequacy and effectiveness of the Trust's governance, risk management, and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, the external auditor and any other relevant independent assurances or reports (e.g. from the National Audit Office).
40. Review all risk and control related disclosure statements, in particular the Trust's annual "Statement on Internal Control", together with any associated reports and opinions from

management and the external auditor, prior to endorsement by the Trust Board.

41. Review any recommendations made by the Secretary of State for Education or the DfE for improving the financial management of the Academies.

March 2026

PRIME7 Multi Academy Trust (the Trust)

Terms of Reference – Pay Committee

1. Constitution

The Board of Directors of Prime7 MAT hereby resolves to establish a committee of the Trust Board to be known as the Pay Committee.

2. Membership

The Committee shall consist of three named members of the Trust Board. None of the Pay Committee members shall be employees of the Trust.

The CEO and CFO will attend all proceedings of the Pay Committee (with the exception of any meeting at which the pay of the CEO or CFO is to be discussed), for the purpose of providing information and advice, but will not be a member of the Committee.

3. Scope of the Pay Committee duties & responsibilities:

- Appoint a Chair of the Committee at the autumn term FRAC meeting each year
- Achieve the aims of the Trust-wide pay policy in a fair and equal manner
- Apply the criteria set by the Trust-wide pay policy in determining the pay of each member of staff at the annual review
- Ensure a consistent approach to appraisal and benchmarking of proposed pay awards has taken place
- Observe all statutory and contractual obligations for both teachers and support staff
- Receive individual academy school (academy) proposals and consider the recommendations made by the headteacher in order to determine the final pay award decisions for each academy
- Clearly minute the reasons for all decisions and report the fact of these decisions to the next FRAC meeting
- Keep abreast of relevant developments and advise the Trust Board when the pay policy needs to be revised; and
- Work with the CEO/headteachers in ensure compliance with the Appraisal Regulations 2012 (teachers).

The FRAC will receive anonymised information about teacher and support staff appraisals and their relationship to salary progression but not with names, which will be placed in the confidential section of the agenda. Names will be restricted to the Pay Committee and on a confidential basis.

4. Authority

The Committee is authorised by the Trust Board to:

- carry on any activity authorised by these terms of reference

- carry out pay duties highlighted in the scheme of delegation that are allocated to the Board of Trustees, providing recommendations where appropriate; and
- seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.

5. Appeals

The Trust Board will consider and determine formal appeals against recommendations of the Pay Committee in accordance with the appeals procedure set out in the Pay Policy.

March 2026

Trustee Code of Conduct

March 2026

CODE OF CONDUCT FOR BOARD OF TRUSTEES

GENERAL

This Code is based on the Code of Conduct for Board Members of Public Bodies, June 2019 published by the Cabinet Office.

It is important that confidence in the good governance and probity of the Trust is maintained. In order to assist the Board of Trustees (the Trust Board) to achieve this, Prime7 Multi Academy Trust has adopted this code of conduct for trustees (the Code).

THE TRUST

Aims to establish a Trust Board that is competent, accountable, independent and diverse that promotes best practice in governance

The Trust shall use The Good Governance Standard for Public Service as a guide to help the Trust Board achieve good governance but also as a tool to regularly assess the strengths and weaknesses of the Trust's governance practice and improve it.

Aims to make sure that its Trustees promote and uphold high standards of conduct, probity and ethics

Each Trustee shall uphold the seven principles of public life identified by the Nolan Committee on Standards in public life (May 1996).

Requires it Trustees to act in accordance with the Trust's Articles of Association (the articles) and this Code

Each Trustee shall obey the articles and decisions taken by the Trust Board in accordance with the articles.

APPLICATION OF THE CODE

This code applies to all Trustees and committee members of the Trust when exercising any of the Board's powers delegated to them under the articles.

By accepting appointment to the Trust Board, each Trustee agrees to accept the provisions of this Code.

THE GOOD GOVERNANCE STANDARD FOR PUBLIC SERVICES

The standard prepared by The Independent Commission on Good Governance in Public Services in 2005 comprises six core principles of good governance, each with its supporting principles. Set out below is an extract of these core principles.

Good governance means focusing on the organisation's purpose and on outcomes for citizens and service users	*We will:* ➢ *be clear about the Trust's purpose and its intended outcomes for citizens and pupils* ➢ *make sure that pupils receive a high-quality education* ➢ *make sure that taxpayers receive value for money*
Good governance means performing effectively in clearly defined functions and roles	*We will:* ➢ *be clear about the functions of the board* ➢ *be clear about the responsibilities of non-executives and the executives, making sure that those responsibilities are carried out* ➢ *be clear about relationships between Trustees and the public*
Good governance means promoting values for the whole organisation and demonstrating the values of good governance through behaviour	*We will:* ➢ *put organisational values into practice* ➢ *behave in ways that uphold and exemplify effective governance*
Good governance means taking informed, transparent decisions and managing risk	*We will:* ➢ *be rigorous and transparent about how decisions are taken* ➢ *have and use good quality information, advice and support* ➢ *make sure that an effective risk management system is in operation*
Good governance means developing the capacity and capability of the Trust Board to be effective	*We will:* ➢ *make sure that appointed and elected Trustees have the skills, knowledge and experience they need to perform well* ➢ *develop the capability of people with governance responsibilities and evaluate their performance, as individuals and as a group* ➢ *strike a balance, in the membership of the Trust Board, between continuity and renewal*
Good governance means engaging stakeholders and making accountability real	*We will:* ➢ *understand formal and informal accountability relationships* ➢ *take an active and planned approach to dialogue with and accountability to the public* ➢ *take an active and planned approach to responsibility to staff* ➢ *engage effectively with institutional stakeholders*

NOLAN PRINCIPLES

The board expects each Trustee to uphold the following principles based on the Nolan Committee's work:

Selflessness - you should take decisions solely in terms of the public interest and based on the vision and values of PRIME7 MAT. You should not do so in order to gain financial or other material benefits for yourself, your family or your friends.

Integrity - you should not place yourself under any financial or other obligations to outside individuals or organisations that might, or might be perceived to, influence you in the performance of your official duties.

Objectivity - you should remain impartial when carrying out public business, including awarding contracts and recommending individuals for rewards and benefits, and ensure choices are made on merit alone.

Accountability - you are accountable for your decisions and actions to the public and must submit yourself to whatever scrutiny is appropriate for your office.

Openness - you should be as open as possible about the decisions and actions that you take. You should give reasons for your decisions wherever possible and restrict information only when the wider public interest clearly demands.

Honesty - you have a duty to declare any private interests relating to your public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership - you should promote and support these principles by leadership and example.

These principles should inform your actions and decisions as a Trustee. Additionally, Trustees are expected to promote **equality and diversity** in all aspects of the Board's governance and when carrying out any of your functions.

DUTIES AND RESPONSIBILITIES OF TRUSTEES

We will play a full and active role in the work of PRIME7 MAT. We will fulfil our duties and responsibilities in a responsible manner and, at all times, act in good faith and in the best interests of the Trust.

We will deal with the public (stakeholders) and their affairs fairly, efficiently, promptly, effectively and sensitively, to the best of our ability. We will not act in a way that unjustifiably favours or discriminates against particular individuals or interests.

We will comply with any statutory or administrative requirements relating to our position.

We will respect the principle of collective decision-making and corporate responsibility. This means that, once the Board has made a decision, we will support that decision.

We will not use, or attempt to use, the opportunity of public service to promote our personal interests or those of any connected person, firm, business or other organisation.

We will act in accordance with the Articles of Association.

We will declare all interests as required by the Articles of Association and the general law to comply with any rules requiring withdrawal from a meeting where this is required because of an interest.

We are committed to the Trust's values and objectives (including equal opportunities), to contribute to and share responsibility for the Board's decisions, to read Board papers and to attend meetings, training sessions and other relevant events.

We will respect the confidential nature of information that we may have access to as a Trustee and keep confidential the affairs of the Board.

We will use the proper degree of skill and care when making decisions, particularly when investing the Trust's funds.

We will treat any staff employed by PRIME7 MAT with courtesy and respect. It is expected that employees will show the same consideration in return.

We will not ask or encourage employees to act in any way which would conflict with their own Code of Conduct.

TRAINING AND DEVELOPMENT OF TRUSTEES

All Trustees must undertake annual statutory training as directed by the Trust e.g. safeguarding update.

All Trustees have a responsibility to ensure that the Board receives training and information to ensure it has the skills and experience needed to perform its functions effectively. Trustees shall be kept up to date with developments in the legal, education and regulatory framework in which the MAT operates by the CEO, the CFO and Clerk to the MAT, as appropriate.

The Trustees must have in place a system for an annual audit of the skills held by Trustees, with a view to identifying potential gaps in their skills, provide requirements for training and to aid recruitment criteria. Such audits shall be carried out by the Clerk to the Board.

BEHAVIOUR IN BOARD MEETINGS

We will strive to work as part of a team in which constructive working relationships are actively promoted.

We will express views openly, courteously and respectfully in all our communications with other Trustees and employed officers of the Trust.

We will support the Chair in their role of ensuring appropriate conduct both at meetings and at all times.

We will be prepared to answer queries from other Trustees in relation to delegated functions and consider any concerns expressed, and will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.

We will seek to develop effective working relationships with the Headteacher, Staff and Parents, the DfE, Local Authority and other relevant agencies and the community.

BREACHES OF THIS CODE

Every Trustee is under a duty to report any breach of this Code or any grounds for believing that a breach of the Code had occurred to the Chair (and if the allegation is about the Chair, to the Vice Chair).

Failing to report a breach of the Code is in itself a breach of this Code.

Any breach of this Code will be treated extremely seriously by both the Board and the Trust and may result in suspension or removal from the Board.

In the event of a breach of this Code, each Trustee agrees to participate fully in any investigative procedure instigated by the Board and to abide by any sanction that may be imposed on them by the Board for such breach.

REVIEW

The Chair of the Board will be responsible for ensuring that this Code of Conduct is kept under review.

Recruitment of Trustees

It is essential that the Trust Board has a proper mix of skills and experience. The Trustees must therefore be able to identify potential new Trustees in order to plan for succession, which combines continuity of experience and expertise with new ideas and energy.

The Board as a whole is responsible for ensuring that:

- the skills of any new Trustee fit in with the MAT's requirements in the short, medium and longer term
- new trustees are appointed. A minimum of two trustees will interview perspective candidates before making recommendations to the Trust Board
- each new Trustee is not disqualified from acting as a Trustee by any provision of the MAT's Articles of Association (including the requirement that they are not disqualified as a company director or charity trustee)
- there is a system in place which ensures that all relevant checks, including an enhanced DBS check (countersigned by the Secretary of State in the case of a new Chair), are completed before or as soon as practicable after a Trustee takes up position; and
- the new Trustee understands the responsibility they are taking on and consents to act as a Trustee.

Each new Trustee will be properly inducted to ensure that they understand the nature and extent of their role and responsibilities. This will involve the CEO, the Chair of the Board, the CFO and other trustees as required. It will include a programme that will introduce them to all the Academies in the Trust as well as providing background to the MAT and the requirements of the role.

It is the duty of a new Trustee to ensure that they are familiar with the Objects of the MAT; its history and ethos and the nature and extent of its activities; and the content of the MAT's Articles of Association.

The Clerk to the Board shall provide each new Trustee with:

- the MAT's Articles of Association
- this Governance Handbook
- the conflicts of interest policy
- any other relevant information.

Each new Trustee will be provided with a log-in to Governor Hub.

The MAT CFO shall ensure that any appointment of a new Trustee is notified to the DfE (via the Secure Access Portal) within 14 days of the appointment (as required under the Academy Trust Handbook), and to Companies House in accordance with Company Law.

Middleton Cheney, King's Sutton and Chipping Warden Primary Academies

Representative Code of Conduct

March 2026

CODE OF CONDUCT FOR LOCAL SCHOOL COMMITTEES

GENERAL

It is important that all Trust Boards agree a Code of Conduct for School Representatives. This will ensure that all Representatives know their responsibility.

People who become School Representatives make a positive contribution by giving time and their experience to help shape the quality of learning in their academy.

We understand the purpose of the Local School Committee (LSC) and the role of the headteacher. In particular that the Trust Board has an executive function, operating in all matters at a strategic level and leaving the Headteacher and senior academy leaders responsible and accountable for the operational day to day management of the academy.

The main aim of the academy school (academy) is to raise the educational achievement of all its pupils.

We understand that the LSC will contribute most effectively to this aim by focusing on its three core roles:

- Connecting the academy with its community
- Supporting the Headteacher and holding them to account for the educational performance of the academy and its pupils
- Ensuring clarity of vision, ethos and strategic direction.

We accept that we have no legal authority to act individually, except when the Trust Board has given us delegated authority to do so, and therefore we will only speak on behalf of the Trust Board when we have been specifically authorised to do so.

We will be prepared to answer queries from other Representatives in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.

We accept collective responsibility for all decisions made by the Trust Board or its delegated agents. This means that we will not speak against majority decisions outside the LSC meeting.

We have a duty to act fairly and without prejudice when making decisions and interacting with people within the academy.

We will encourage open governance and will act appropriately.

We will consider carefully how our decisions may affect the community and other schools.

We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our academy. Our actions within the academy and the local community will reflect this.

In making or responding to criticism or complaints affecting the academy we will follow the procedures established by the Trust Board.

COMMITMENT

We acknowledge that accepting office as a Representative involves the commitment of significant amounts of time and energy.

We will each involve ourselves actively in the work delegated to the Local School Committee, and accept our fair share of responsibilities, including service on other committees or working groups.

We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to:

> "A governor *[Representative]* who, without the consent of the governing body, fails to attend meetings for a continuous period of six months beginning with the date of the first such meeting the governor fails to attend, is, on the expiry of that period, disqualified from continuing to hold office as a governor of that school" (The School Governance (Constitution) (England) Regulations 2013 Schedule 4).

We will get to know the academy well and respond to opportunities to involve ourselves in appropriate activities.

We will visit the academy, with all visits arranged in advance with the staff, and undertaken within the framework established by the Trust Board and agreed with the Headteacher.

The LSC Representative with specific responsibilities (such as SEND/Safeguarding/Pupil Premium) will meet with the appropriate academy staff member at least once within the school year. These meetings may, if appropriate, be undertaken remotely

The LCS should review the School Development Plan, which may require a visit to the academy. Where a visit is undertaken it should be clearly linked to an aspect or aspects of the School Development Plan.

We understand that our visits do not replace professional inspections or the monitoring role of the headteacher. We will not make judgements about the effectiveness of the teaching we see.

We will notify the headteacher of any concerns we may have after each visit.

We agree to complete the Representative Visit Form immediately after each visit, supply this to the LSC, and report back at the next full LSC meeting. We will also provide a copy of the visit form to the CEO (See Representative Academy Visits and Monitoring Policy, for the Representative Visit Form, visit guidance and sample questions).

TRAINING

We will consider seriously our individual and collective needs for training and development and will undertake relevant training.

As a minimum standard we will complete annual safeguarding and prevent training and basic GDPR. In addition, we will undertake any other training as directed by the Trust.

RELATIONSHIPS

We will strive to work as a team in which constructive working relationships are actively promoted.

We will express views openly, courteously and respectfully in all our communications with other Representatives.

We will support the chair in their role of ensuring appropriate conduct both at meetings and all times.

We will strive to reply to any communications from the Governance Professional, Chair, Headteacher, member of staff or other Representatives in a timely manner and, in any case, within a maximum of 5 school days.

We will seek to develop effective working relationships with the headteacher, staff and parents, the community, the local authority and other relevant agencies.

CONFIDENTIALITY

We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside and outside the academy.

We will exercise the greatest prudence at all times when discussions regarding academy business arise outside the LSC or other meetings.

CONFLICTS OF INTEREST

We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the Trust Board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting, we will offer to leave the meeting for the appropriate length of time.

We will also declare any conflict of loyalty at the start of any meeting should the situation arise.

We will act in the best interests of the academy as a whole and not as a representative of any group external to our role on the LSC.

We accept that, in the interests of open governance, our full names, date of appointment, terms of office, roles on the LSC, attendance records, relevant pecuniary and business interests, and category of representative will be published on the academy's website.

In the interests of transparency, we accept that information relating to us (name, date of birth, previous names and nationality) will be collected and logged on the DfE's national database of governors (Representatives) 'get information about schools' (GIAS).

MENTORING

An experienced representative who acts as a mentor to new representatives can provide support and a listening ear for all aspects of the work of the LSC.

Representatives should be prepared to act as mentors, as required.

BREACH OF THIS CODE OF CONDUCT

If we believe this LSC Code of Conduct has been breached, we will raise this issue with the Chair of Trustees. Should it be the Chair that we believe has breached this code, another member of the Trust Board, such as the Vice Chair should be informed.

In the event of an alleged breach of this code, the matter will be overseen by the Chair of Trustees, who holds responsibility for governance standards across the Trust. The Chair of Trustees may delegate aspects of the initial fact-finding to the CEO where appropriate, but all decisions relating to outcomes, including suspension or removal of an LSC Representative, and any appeal remain the responsibility of the Trust Board. This ensures clear accountability and consistency across the Trust, and alignment with DfE expectations for robust and impartial governance.

The Trust Board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.

All requests for an appeal must be in writing and should include:

- what grounds the request is based on
- clearly stated facts that support the appeal
- sufficient evidence to support the case being made
- the remedy the representative is seeking.

Other Useful Resources

PRIME7 is a member of the Confederation of School Trusts

https://cstuk.org.uk/

- CST has a range of information and resources and issues weekly newsletters which are available to Trustees

- Some Trustees have participated in the highly rated Governance Leadership Programme, which has been funded by the DfE.

Governors for Schools

https://governorsforschools.org.uk/resources/overview-training-support-governors/

- Governors for Schools find and place volunteers on school and academy governing boards across England. They are useful resource for recruiting new members to the Board and LSCs. They also have some helpful free learning resources:

The Key

GovernorHub

The Key offers a wide range of useful resources from training to news briefings.

GovernorHub is part of The Key and Trustees/Representatives can access The Key via their GovernorHub login.

To ensure the information is relevant to the role, only material for academies and MATs should be accessed and not materials for maintained schools.

Glossary

A

Academy – A publicly funded independent school operating under a Funding Agreement with the DfE, governed by a single trust board.
Academy committee – A committee of the trust board within a MAT with delegated responsibilities, as set out in the Scheme of Delegation.
Admissions Code – Statutory guidance on admissions arrangements applicable to all schools.
Articles of Association – The governing document of an academy trust, outlining structure, roles, and rules.
ASCL – Association of School and College Leaders – A national union for school leaders.
Attainment targets – Statements describing what pupils should know and be able to do by the end of each national curriculum key stage.
AWPU – Age-Weighted Pupil Unit – Core pupil funding allocated based on age.

B

Baseline assessment (RBA) – The statutory Reception Baseline Assessment forming part of the accountability model.

C

Capital funding – Funding for buildings, extensions, refurbishments and estates projects.

CEO – Chief Executive Officer – Senior executive leader and Accounting Officer of a MAT.

CFO – Chief Financial Officer – Senior executive leader with responsibility for the MAT finances.
Clerk – Provides governance advice, procedural guidance, and statutory support to the board.
Collaboration – Agreement between schools to work jointly on an issue, retaining separate governance.
Competency framework for governance – DfE framework outlining the skills, knowledge and behaviours required for effective governance.
Competitive tendering – Process of seeking multiple quotations before awarding contracts.
Co-opted governor/trustee – Appointed for their skills and expertise.
CPD – Continuing Professional Development – Ongoing professional training.

D

DfE – Department for Education – Government department responsible for education.
Directed time – Time a teacher must be available for duties (maximum 1265 hours per academic year).
Disapplication – When national curriculum requirements do not apply to a pupil.
DSG – Dedicated Schools Grant – Central government funding allocated to local authorities for distribution to schools.

E

EAL – English as an Additional Language
EHCP – Education, Health and Care Plan
ESO – Education Supervision Order
Ethos – The values and culture underpinning a school.
EWO / Attendance Officer – LA or school-based officer addressing attendance and welfare concerns.
Exclusion – Temporary (suspension) or permanent removal from school.
Executive Headteacher – Leads more than one school or phases beyond a single site.
Executive Leader – Senior leader acting with delegated authority (CEO, Executive Headteacher, Principal).
Extended schools / Enrichment – Services and activities beyond the school day.

F

Form of entry – The number of classes admitted into Reception each year.
Early Years Foundation Stage (EYFS) – Statutory curriculum for children aged 0–5.
FSM – Free School Meals
Funding Agreement – Contract between the academy trust and the DfE.

G

Governing board – The governance body for maintained schools or the board of trustees in a MAT.
Governor Services – Training and clerking services supporting governance.

H

HLTA – Higher Level Teaching Assistant
HMCI – His Majesty's Chief Inspector

HMI – His Majesty's Inspector
HSE – Health and Safety Executive

I

INSET – In-Service Training for school staff.
IDSR – Inspection Data Summary Report – Data dashboard used by Ofsted.

L

LAC – Looked After Children
LGA – Local Government Association
Local School Committee (LSC) – School-level committee of a MAT trust board with delegated responsibilities.

M

MAT – Multi Academy Trust – A group of academies under one trust and board of trustees.
MAT Board – The board of trustees governing a MAT.
Mixed ability – Teaching pupils of varying abilities together.
NAHT – National Association of Head Teachers
National Curriculum – Statutory curriculum for maintained schools; academies may choose to follow it.
NEU – National Education Union
NFER – National Foundation for Educational Research
NGA – National Governance Association
Non-teaching staff – Support staff roles including TAs, office staff and site staff.
NOR – Number on Roll
NPQ Suite – National Professional Qualifications (NPQH, NPQSL, NPQLT, NPQLBC, NPQEYL).
ECT – Early Career Teacher – Replaced NQT under the Early Career Framework.
Ofqual – Regulator of qualifications and exams.
Ofsted – Inspectorate for education, children's services and skills.

P

PAN – Published Admissions Number
Peripatetic teacher – A teacher providing specialist teaching across several schools.
PE and Sport Premium – Funding for primary schools to improve PE and sports provision.
PFI – Private Finance Initiative
PGCE – Post-Graduate Certificate in Education
Performance Indicators (PIs) – Used to evaluate school performance.

PPA – Planning, Preparation and Assessment time
Progress 8 – Secondary accountability measure based on pupil progress from KS2 to KS4.
PRU / Alternative Provision (AP) – Provision for pupils unable to attend mainstream school.
PSP – Pastoral Support Plan
PTA – Parent Teacher Association
PTR – Pupil–Teacher Ratio
Public Sector Equality Duty – Duty under the Equality Act 2010.
Pupil Premium – Funding for disadvantaged pupils.
Pupil Profile – Overview of a pupil's strengths, needs and interests.

Q

QTS – Qualified Teacher Status
Quorate / Quorum – Minimum number of members required for a meeting to make valid decisions.
ASP – Analyse School Performance – DfE's online performance analysis system.

R

Resolution – A formal decision agreed by the board or committee.
Revenue funding – Funding for ongoing operational costs.
ROA – Record of Achievement

S

SATs – Statutory Assessment Tests.
Scheme of Delegation – Document outlining governance responsibilities in a MAT.
School Business Manager – Leader responsible for finance, HR, and operations.
School Census – Statutory termly data return.
School Development Plan (SDP) – Operational plan for school improvement.
Schools Forum – Advises LAs on funding distribution.
Secondment – Temporary reassignment to another role.
SEND – Special Educational Needs and Disabilities
SENDCO – Special Educational Needs and Disabilities Co-ordinator.
Service Level Agreement (SLA) – Agreement between a school and service provider.
Service Premium – Funding for children of armed forces personnel.
Secretary of State for Education – Government minister responsible for education.
Setting – Grouping pupils by ability in a subject.
Special School – School for pupils whose needs cannot be met in mainstream provision.
Special Unit / Resourced Provision – Specialist provision within a mainstream school.
Sponsor – DfE-approved organisation supporting academies.

Staff governor/trustee – Elected from staff.
STPCD – School Teachers' Pay and Conditions Document.
Strategic Plan – Long-term 3–5 year organisational plan.
STRB – School Teachers' Review Body
Streaming – Grouping pupils by broad ability across subjects.
TA – Teaching Assistant
Terms of Reference – Scope and limitations of a committee's responsibilities.
TLR – Teaching and Learning Responsibility
Trustee Board – Governance body of an academy trust.
Vertical grouping – Mixed-age classes.
Virement – Approved movement of funds between budget lines.
Vision – The aspirational long-term direction of a school or trust.
Vocational qualifications – Skills-based alternative to GCSEs and A levels.
Work experience – Planned programme enabling pupils to sample the workplace.

Additional Modern Terms

These reflect major recent (2023–26) sector changes:

Attendance Hubs – DfE-backed model to support schools in improving attendance.
Behaviour Hubs – DfE programme supporting behaviour culture improvement.
Condition Improvement Fund (CIF) – Capital funding for academies to maintain or upgrade buildings.
DfE Regions Group – Replaced the RSC system; responsible for oversight and intervention.
Early Career Framework (ECF) – Two-year induction framework for early career teachers.
EBSA – Emotionally Based School Avoidance – Framework used in attendance and inclusion work.
Trust Quality Descriptors – DfE's criteria for assessing MAT quality.