ACHIEVING TOGETHER

FOUR STONES GATEWAY TRUST

Terms of Reference
2026-2027

DATE PROCEDURE WAS APPROVED	14.10.2026
DATE PROCEDURE WILL BE REVIEWED	AUTUMN 2027
MEMBER OF STAFF WITH RESPONSIBLIITY FOR REVIEW	HEAD OF GOVERNANCE

FOUR STONES GATEWAY TRUST
Love Lane, Cleobury Mortimer, Shropshire, DY14 8PE · 01562 826580
office@fourstonesgateway.org.uk · www.fourstonesgateway.org.uk
Four Stones Gateway Trust is a company limited by guarantee registration number 9115941

Key Definitions

All policies incorporate the following schools or organisations within Four Stones Gateway Trust ('the Trust'):

- Clee Hill Community Academy
- Cleobury Mortimer Primary School
- Haybridge High School and Sixth Form
- Haybridge Teaching School Hub
- Haybridge SCITT
- King Charles I School
- Lacon Childe School
- SHaW (Shropshire, Herefordshire and Wolverhampton) Maths Hub
- Stottesdon CofE Primary School
- TDMS (The De Montfort School)
- Any other schools or organisations that may join the Trust from time to time and not listed above.

The terms Academy, School, Organisation and Trust are considered interchangeable in the context of all Trust policies.

Where appropriate, in this policy the term:

"CEO" includes the Chief Executive Officer

"CFOO" includes the Chief Finance and Operations Officer

"Trust Senior Leadership Team" includes Executive Headteachers, strategic operational leads and Teaching School/SCITT Directors.

"Headteacher" includes the appropriate School Headteacher.

"Trustees or Trust Board" are appointed Trustees who oversee the business of Four Stones Gateway Trust, agreeing the overarching strategic direction and ensuring robust governance.

"Local Academy Boards (LAB)" are appointed Governors at a local level. LAB Governors act as advocates for their school's Safeguarding, SEND, Standards and Stakeholder engagement.

"Chair" responsible for leading the board and ensuring its effectiveness

"Stakeholders" are any individuals or companies who are invested in the welfare and success of the Trust and/or School and its students, including staff members, students, parents, community members, LAB or Trust members, trade unions, local business leaders etc.

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Introduction
This document sets out the common governance arrangements that apply across the Trust's committees and groups, followed by separate appendices detailing each body's purpose, authority, membership and meeting arrangements. It should be read alongside the Trust's Articles of Association, Scheme of Delegation and relevant policies.

As a charity and company limited by guarantee, Four Stones Gateway Trust (the Trust) has 3 tiers of governance consisting of Members, a Board of Trustees and Local Academy Boards.

The Board of Trustees (the Board) have overall responsibility and ultimate decision-making authority for all the work of the Trust.

The Trust Board is the admissions authority for all schools within the Trust. Responsibility for determining in-year admission applications is delegated in accordance with the Scheme of Delegation and Admissions Policy. All admissions decisions must comply with the School Admissions Code.

This Terms of Reference (ToR) document establishes the specific authority for each Trust Board or Committee. It sets out the roles, responsibilities, operations, tenure, and obligations in accordance with relevant legislative requirements.

The Board will review these ToR at least annually.

The Board may only amend these ToR. The functions, duties, and proceedings of Committees set out in these ToR shall also be subject to any regulations made by the Board from time to time.

1 Establishing the Committees

1.1
The Board has resolved to establish as committees of the Board:

- Finance, Audit, and Risk Committee (**FAR Committee**).
- Standards and Curriculum Committee **(S&C Committee).**
- Remuneration Committee

1.2
The Board has resolved to establish Local Academy Boards (LAB) for all schools pursuant to Article 100 (a) of the Trust's Articles of Association. A LAB may act in respect of 2 or more schools.

1.3
The Board has resolved to establish a Resolutions Team (RES) who will sit as an ad hoc panel of the LAB pursuant to Article 100 (b) of the Trust's Articles of Association.

1.4
The Board has established the Chair's Liaison Group and Governance Steering Group as advisory groups. They have no delegated decision-making powers and will refer recommendations or matters requiring escalation to the Trust Board.

1.5
The LABs and RES are accountable to the Trust Board, which retains legal responsibility for each school.

2. Chairs and Vice Chairs of Committees

2.1
The term Chair refers to the person appointed under this paragraph as chair of the relevant committee.

2.2
No person may act as Chair or Vice Chair unless they are also a Trustee or a LAB governor.

2.3

Subject to paragraph 2.4:

- the Trustees shall approve annually the appointment of a LAB governor to act as Chair of the LAB.

2.4

No employee of the Trust may act as Chair or Vice Chair of the FAR Committee, the Standards and Curriculum Committee, the Remuneration Committee or a LAB.

3 Authority, remit, and responsibilities of the committees

3.1

Each committee shall be responsible for the matters as set out in the relevant appendix.

3.2

Each committee is authorised by the Board to:

- carry on any activity authorised by these ToR; and
- seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.

3.3

Save with the consent of the Board, the committees may not establish sub-committees.

4 Proceedings of committee meetings

4.1

Any 2 committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.

4.2

Every matter to be decided at a meeting of a committee must be determined by a majority of the votes of the members present and voting on the matter.

4.3

Each committee member present in person shall be entitled to 1 vote.

4.4

Where there is an equal division of votes the committee chair shall have a casting vote.

4.5

A register of attendance shall be kept for each committee meeting and published annually.

5. Conduct

All committee members shall always observe the provisions of the Trust's Governance Code of Conduct.

6. Committee members' interests

6.1

Committee members are required to declare any business or other interests in any item being discussed at a meeting.

6.2

Each committee member must disclose their interest, offer to withdraw from the meeting, and not vote on a matter if:

- there may be a conflict between their interests and the interests of any of the schools or the Trust.
- there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required.
- they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the committee in relation to that matter) in a matter.

7 Disqualification & Removal of Committee Members

7.1

A person shall be ineligible for appointment to a committee and, if already appointed, shall immediately cease to be a member if the relevant individual:

- is or becomes disqualified from holding office under the Trust's Articles of Association.
- is or becomes disqualified from holding office as a governor of a school or academy.
- is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people.
- is barred from any regulated activity relating to children.
- is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled, or reduced.
- is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974).
- has been fined for causing a nuisance or disturbance on school/academy premises during the five years prior to or since appointment or election as a committee member.
- refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal record check.
- commits a serious breach of the Trust's code of governance or any standing order or protocol implemented by the Board.

7.2

The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LAB governor by written notice to the relevant Chair.

8 Procedures

8.1

Meeting papers will be distributed at least five working days in advance. Any reports received after this deadline shall be presented under 'Matters of Urgency'.

8.2

Within ten working days of the meeting the committee chair will receive a copy of the draft minutes and action log to check for factual accuracy or suggest amendments.

8.3

The actions log shall be shared with all committee members as soon as possible after the meeting.

Appendix 1

Governance Structure

Appendix 2

Terms of Reference
Finance, Audit and Risk Committee

1. Purpose

1.1
The Finance, Audit and Risk Committee will oversee the Trust's financial management, internal scrutiny, risk management and those assurance matters specifically delegated to it by the Trust Board under the Scheme of Delegation.

1.2
The FAR Committee will also ensure there is a framework of accountability for examining and reviewing all systems and methods of internal and external control ensuring the Trust is compliant with charity law, relevant regulations, and good practice.

1.3
The Committee will ensure annual accounts are produced in accordance with the requirements of the Companies Act 2006, Charity Commission, Academy Trust Handbook and in conjunction with DfE guidance.

2. Authority

2.1
The FAR Committee is a committee of the Trust Board and is authorised to:

2.2
Finance (funding)

- consider each of the school's indicative funding, notified annually by the DfE and to assess its implications for the relevant school. This will be in consultation with the Chief Executive Officer (CEO) and Chief Finance and Operations Officer (CFOO), in advance of the financial year, drawing any matters of significance or concern to the attention of the Board.
- consider and recommend acceptance or non-acceptance of the school's budgets each financial year.

2.3
Finance (budgets)

- monitor adherence to the budget.
- receive and review monthly management reports to monitor the Trust's and schools' actual financial performance against budgeted priorities and cash flow, and recommend any necessary remedial action to the Trust Board or the role holding delegated approval under the Scheme of Delegation.
- review and monitor budget projections, medium and long-term financial plans to ensure the budget is realistic and that the Trust remains a going concern and financially sustainable.
- report any concerns regarding financial sustainability to the Trust Board without delay.
- consider requests for supplementary expenditure and make appropriate recommendations to the Board.

2.4
Finance (expenditure)

- monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the schools, and with the financial regulations of the Trust, drawing any matters of concern to the attention of the Trust Board.

2.5

Finance (procedures)

- monitor and review procedures for ensuring the effective implementation and operation of financial procedures, including the implementation of bank account arrangements, payroll approval by and where appropriate agree recommendations for improvement.
- review the financial statement, as part of the annual report of the Board to stakeholders and for filing in accordance with requirements of the Companies Act, Charity Commission and Funding Agreement (including the ATH).

2.6

Finance (management and policies)

- 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 Board, paying particular attention to:
  - critical accounting policies and practices, and any changes 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.

- review and approve any delegated Trust policies and procedures as identified in the Trust Policy Management Tracker ensuring compliance with relevant regulatory, legal and code of conduct requirements.

2.7

Audit

- assess the effectiveness and resources of the external auditor, taking into consideration their sector expertise, understanding of the Trust and its activities, knowledge and integrity of partners and staff, ability to robustly challenge the Trust and make recommendations regarding appointment, re-appointment, dismissal, or retendering to Trust Members.
- consider all relevant reports by the appointed external auditor, including reports on the Trust's accounts, achievement of value for money, the response to any management letters, and the appropriateness of actions taken or planned by the Trust in response.
- ensure that additional services undertaken by the auditors are compatible with audit independence and objectivity.

2.8

Internal Scrutiny

- Internal scrutiny shall be delivered by an independent provider or a suitably independent in-house function, reporting directly to the Finance, Audit & Risk Committee, and the Trust Board. The CFOO will coordinate management responses and ensure actions are tracked to closure, but shall not deliver the scrutiny programme.
- ensure the Trust has appropriate internal controls in place and adheres to the policies and procedures as stipulated in Section 3 of the Academy Trust Handbook, Dear Accounting Officer letters and DFE updates.
- direct the Trust's programme of internal scrutiny and report to the Trust Board on the adequacy of the Trust's financial and other controls and management of risks.
- receive and comment on any relevant internal audit report and monitor the implementation of agreed action plans.

- receive and 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, the Accounting Officer, and the external auditor, prior to endorsement by the Trust Board.
- receive and review an annual summary report on the Trust's internal audit activity covering key findings, recommendations, actions in response and conclusions, for presentation to the Trust Board and submission to the Department for Education.

2.9

Risk Management

- maintain regular oversight of the Trust's strategic risk register which has been annually reviewed and adopted by the Trust Board, and to ensure its adequacy and robustness.
- regularly review the ratings and responses on the strategic risk register and make appropriate recommendations to the Trust Board.
- ensure the most significant risks are reported to the Trust Board.
- review and approve risk management policy and procedure as delegated by the Trust Board.

2.10

Health & Safety

- keep under review each school's compliance with Health and Safety Policy and statutory obligations under the Health & Safety at Work Act 1974.
- ensure the Trust follows 'Health and Safety: responsibilities and duties for schools' as well as 'Health and Safety Executive (HSE) guidance for education.'
- keep under review how each school effectively manages compliance as per the Health and Safety Policy.

2.11

Asset Management

- receive reports regarding each school's management of assets including premises and their security.
- seek assurance that an asset recording system is in place, including an inventory and fixed asset register for each school. .

2.12

Estates Management

- review the use of each school's premises and grounds outside school times via the Lettings Policy.
- seek assurance that the school's premises are inspected on an annual basis and that a planned and costed statement of priorities is shared and reviewed.
- ensure the responsibilities of the Trust Board under relevant estates safety and management guidance are met as listed in the Academy Trust Handbook.

3. Membership

3.1

The Board of Trustees will agree named individuals annually.

3.2

The membership will comprise a minimum of 3 Trustees.

3.3

Additional members who are not Trustees may be appointed to the committee to provide additional skills, in line with Article 101 of the Trust's Articles of Association. These additional members shall be known as Associate's and will be given full voting rights in this committee. The majority of committee members must be Trustees.

3.4

The chair of the committee must be a Trustee and will be elected by the Trustees. In the absence of the chair, the committee will elect a temporary replacement from among its members present at the meeting.

3.5
The quorum should be a minimum of 3 attendees from the Membership listed above. This includes Associates.

4. Meetings

4.1
The committee will have scheduled meetings at least 3 times a year, 1 each term.

4.2
Meetings may take place virtually or face to face.

4.3
The following will normally attend meetings of the Committee:

- Chief Executive Officer
- Chief Finance and Operations Officer
- Head of Governance (who will act as clerk)

5. Reporting and review

5.1
The Committee Chair will report to the Trust Board after each meeting.

Appendix 3

Terms of Reference
Standards and Curriculum Committee

1. Purpose

1.1
The Standards and Curriculum (S&C) Committee will have oversight of strategic areas of education including school development priorities, standards, and outcomes for every school within the Trust including the quality of teaching, leadership and management, the statutory requirements for Trustees in relation to standards and student outcomes.

1.2
This is a core function of the Trust Board and informs the Trust's Strategic Development Plan.

2. Authority

2.1
The Standards and Curriculum Committee is a committee of the Trust Board and is authorised to carry out any activity within its terms of reference or specifically delegated by the Board.

2.2
The Standards and Curriculum Committee is authorised to:

- Maintain oversight of the priorities and success criteria for schools in line with the Trust's Strategic Plan and based on Trust wide data.
- Receive headline data in order to assess progress against targets, analyse trends across the Trust and identify areas for focused action.
- Evaluate formal assessment data (GCSE, A-level, KS2 SATs, mock examination information and results of annual common assessments across schools)
- Consider a termly summary of strengths and risks at schools, as identified by Trust leaders.
- Evaluate information about the performance of the Institute of Education (SCITT and Teaching School Hub) which will be provided on an annual basis. A member of the Standards committee will sit on the strategic board for the SCITT.
- Receive reports from Headteachers, as required, to enable Trustees to gain a clear understanding of all schools across the Trust, in order to support schools effectively, hold senior leaders to account and respond confidently to external inspections or reviews.
- Receive and evaluate external reviews (e.g. Ofsted reports) and Trust-wide commissioned reviews and reports.
- Consider feedback through the Chair's Liaison Meetings on any concerns from Local Academy Boards.
- Review and approve under delegated powers those policies indicated in the Trust's policy schedule as determined from time to time by the Trust Board.
- Visit schools where possible, to specifically gain a firm grasp of the Trust wide impact on school staff.

3. Membership

3.1

The Board of Trustees will agree named individuals annually.

3.2
The membership will comprise a minimum of 4 Trustees.

3.3
Additional members who are not Trustees may be appointed to the committee to provide additional skills, in line with Article 101 of the Trust's Articles of Association. These additional, Associate non-Trustees will be given full voting rights in this committee. The majority of committee members must be Trustees.

3.4
The chair of the committee must be a Trustee and will be elected by the Trustees. In the absence of the chair, the committee will elect a temporary replacement from among its members present at the meeting.

3.5
The quorum should be a minimum of 3 attendees from the Membership listed above. This includes Associate, non-Trustee appointed members.

4. Meetings

4.1
The Committee will have scheduled meetings up to six times a year, 1 each half term.

4.2
Meetings may take place virtually or face to face.

4.3
The following will normally attend meetings of the S&C committee:

- Chief Executive Officer
- Director of Curriculum and Learning
- Executive Headteachers
- Head of Governance (who will act as clerk)

5. Reporting and review

5.1
The Committee Chair will report to the Trust Board after each meeting

Appendix 4

Terms of Reference
Local Academy Boards (LAB)

1. Purpose

1.1
The Local Academy Board (LAB) is a committee of the Trust Board whose members will be known as 'Governors '. Governors are responsible to the trustees for their actions and follow the expectations of the trust board members as laid down in the Terms of Reference and Scheme of Delegation.

1.2
The Governor role is to provide Trustees with the assurance of the quality, compliance, and efficacy of the 4 'S's: Safeguarding, SEND (and Inclusion), Standards and Stakeholder voice at a local level within their school.

1.3.
In addition to the above, where the school is a Church of England (CofE), governors will also provide Trustees with the assurance of the quality, compliance and efficacy of spirituality.

2. Authority and responsibilities

2.1
The power and functions of the governors are set out in the Trust's Scheme of Delegation. In summary:

- To provide assurance to trustees that the Trust is having an impact on their school by gaining an in-depth knowledge of their school's standards, strengths, and weaknesses.
- To build and maintain links with stakeholders, including through student voice and parental and community engagement.
- To support and work with school leaders and the central team to ensure safeguarding, SEND and support of vulnerable students is effective and complies with required standards.
- To uphold the Christian Ethos of the school if it is a CofE school.
- To ensure Foundation Governors are appointed and managed in accordance with diocesan procedures.
- All governors, by nature of their appointment, are members of the Resolutions Team.

2.2
The Trust Board shall have the power to review the extent of the delegated responsibility to any Local Academy Board if it is found that it is not operating in line with these terms of reference or is acting outside its delegated authority or not acting in the best interests of the students and the school.

2.3
To ensure the effectiveness of the Local Academy Board, nothing in these terms of reference shall hinder the Trust Board from:

- Replacing the chair
- Replacing or removing governors
- Appointing additional governors
- Removing the delegated powers of the Local Academy Board and appointing an Interim Advisory Board, the composition of which shall be determined by the Trust Board.

3. Membership, chair and quorum

3.1
Each LAB operating in respect of 1 school shall, unless the Board resolve otherwise, have 5 governors.

3.2 (a)
The membership of each LAB shall be as follows:

- 2 x Parent/Carer elected governors.
- 3 x Trustee appointed governors.

3.2. (b)
The membership of a CofE school LAB shall be as follows:

- 2 x Parent/Carer elected governors.
- 3 x Trustee appointed governors (of which two must have the consent of the Diocesan Corporate Member).

3.3
The current LAB governors are set out in the register of LAB committee members maintained by the Trust.

3.4
Trustees shall:

- make all necessary arrangements for, and determine all other matters relating to, an election of parent. Any election of a parent which is contested shall be held by secret ballot.
- determine any requests for Associates to LABs as and when the need arises.

3.5
The term of office shall be 4 years. Subject to remaining eligible, any existing governor may put themselves forward for re-appointment or re-election (as the case may be).

4. Meetings, attendance and support

4.1
The LAB will have 4 scheduled meetings each year, 2 in the autumn term, 1 in the spring term and 1 in the summer term.

4.2
There shall be a minimum of 3 governors in attendance for the meeting to run.

4.3
Governors will attend up to 3 review days each year at their school. Trust Board will annually set the focus.

5. Reporting and review

5.1
The LAB Chair will report assurance, challenge and any matters requiring escalation to the Trust Board via Chair's Liaison Group.

Appendix 5

Terms of Reference
Chair's Liaison Group

1. **Purpose**

1.1
The Chair's Liaison Group will provide a structured and effective 2 -way communication between the local layer of governance and the Trust Board.

2. **Authority and responsibilities**

2.1
The Chair's Liaison Group is an advisory group of the Trust Board and has no delegated decision-making powers.

2.2
The Group will provide advice, share information and escalate matters to the Trust Board through the following responsibilities:

- Sharing information and updates from the Trust Board.
- Ensure that information from the Trust Board is disseminated to each LAB for implementation in the local context.
- Highlight / identify where matters raised by a LAB might form a Trust wide concern.
- Ensure the relevant issues from LAB are reported to the Trust Board.
- Provide an environment for open and honest discussion on matters of celebration or improvement.
- Champion the work of the Trustees and Governors in the best interests of the whole organisation.

3. **Membership, chair and quorum**

3.1
The membership will comprise of the following:

- Chair of Trustees
- Trustee(s) from the Standards & Curriculum Committee
- Chair of each LAB (and/or a representative)

3.2
Additional attendees will be invited as and when required.

3.3
The chair of the group shall be the Chair of Trustees.

3.4
There is no quorum as the group have no delegated responsibility. However the meeting will only take place if a minimum of 3 members from the above list are in attendance.

4. **Meetings, attendance and support**

4.1
The group will meet at least 3 times a year; once a term.

4.2
Meetings will take place online.

4.3
The following will normally attend meetings of the group.

- Chief Executive Officer
- Head of Governance / Governance Professional

5. **Reporting and review**

5.1
The Group will report key messages and any matters requiring escalation to the Trust Board.

Appendix 6

Terms of Reference
Remuneration Committee

1. Purpose

1.1
The Remuneration Committee will oversee the Trust's approach to executive pay and reward and ensure that it complies with Trust policy and the current Academy Trust Handbook and any other Department for Education requirements.

2. Authority and responsibilities

2.1
The Remuneration Committee is a committee of the Trust Board and is authorised to carry out any activity within its terms of reference or specifically delegated by the Board.

2.2
The Remuneration Committee is authorised to:

- scrutinise the pay of the CEO, Trust Executive Team and staff who are paid in excess of £100k.
- review any benchmarking information in relation to the executive pay and consider the Trust's approach in light of this.
- review performance targets set for the CEO including implementing an annual review of their salary and any additional financial rewards.
- consider and approve recommendations for pay progression for the Trust Executive Team, Headteachers, and Directors of the TSH, SCITT and Curriculum & Learning in line with the Trust's Scheme of Delegation.
- oversee the implementation of the Trust's Pay Policy including scrutinising gender and ethnicity pay gaps and reporting these to the Trust Board.
- review and document the rationale and evidence supporting all remuneration decisions to ensure transparency and defensibility and report this to the Trust Board.

2.3
The Remuneration Committee will review the CEO's performance and remuneration and make a recommendation on CEO pay progression to the Trust Board. The Trust Board retains final approval, in line with the Scheme of Delegation.

2.4
The meeting will also include a review of the CEO's work/life balance and wellbeing.

2.5
The committee is authorised to obtain any outside legal or independent professional advice it considers necessary including for benchmarking, legal compliance, and performance evaluation.

3. Membership, chair and quorum

3.1
The Board of Trustees will agree named individuals annually.

3.2
The membership will comprise a minimum of 3 Trustees (of which 1 must have sat on the CEO's appraisal).

3.3
The chair of the committee must be a Trustee and will be elected by the Trustees.
3.4
The quorum is 2 independent Trustees who are members of the committee.

4. Meetings, attendance and support

4.1
The Remuneration Committee will hold one scheduled meeting each year before 20 December, with additional meetings arranged as required.

4.2
Meetings may take place virtually or face to face.

4.3
The following will normally attend meetings of the Committee:

- Chief Executive Officer. The CEO will withdraw from any discussion and decision-making related to their own performance management and remuneration.
- Head of Governance (who will act as clerk)
- Other individuals such as external advisors may be invited to attend.

5. Reporting and review

5.1
The Committee will report its recommendations and decisions to the Trust Board.

Appendix 7

Terms of Reference
Resolutions Team (RES)

1. Purpose

1.1

The Resolutions Team (RES) will provide 'Affiliates' depending on the nature of the process and which of the Trust's or school policies is being followed, to form an independent panel with delegated powers to determine the outcome of:

- whether to uphold or direct reinstatement of an excluded student (as set out in the Exclusions and Suspensions Policy). This will be called a 'Student Disciplinary Committee.'
- any requests for representation made by parents/carers in relation to a student's suspension. (as set out in the Exclusions and Suspensions Policy).
- any suspensions that take a student over 15 days in one school term. (as set out in the Exclusions and Suspensions Policy). This will be called a 'Student Disciplinary Committee.'
- any Stage 3 complaints (as set out in the Complaints Policy and Procedure). This will be called a 'Complaints Panel.'
- any other appeal assigned to RES under the Scheme of Delegation or an applicable Trust policy, including disciplinary, dismissal, pay or whistleblowing appeals. This will be called an 'Appeal Panel'.

1.2

The specific nature of each panel will be determined by which of the Trust's or school policies is being followed.

2. Authority and responsibilities

2.1

The functions set out in Section 1 are delegated directly by the Trust Board to panels convened from the Resolutions Team, in accordance with the Scheme of Delegation and the relevant Trust or school policy.

3. Membership, chair and quorum

3.1

Affiliates of the Resolutions Team may be drawn from senior leaders in school or from outside of the Trust as long as their independence can be assured. All governors and trustees will be affiliates of the Resolutions Team by virtue of their office.

3.2

Panels will normally be drawn from Resolutions Team affiliates and constituted to meet the independence, eligibility and membership requirements of the relevant policy or procedure.

3.3

Recruits to the Resolutions Team will be appointed by the Trust Board. This appointment can be approved under Trust Chair's Action in cases of emergency or urgency.

3.4

The membership of any panel may include people who aren't trustees or governors in the Trust. Independent, for the purposes of any committee or panel convened means Headteachers or Senior Leaders from other schools (other than their own) in the Trust, Senior Leaders from the Central Team or people external to the Trust who have panel experience.

3.5

Affiliates who are not employees of the Trust, a governor or a trustee will need to complete an enhanced DBS check and sign the Governance Code of Conduct on appointment.

3.6

Affiliates must have suitable skills and/or experience which ensure they will be able to give a fair hearing to both sides of the process and must be able to understand and analyse issues.

3.7
Any Affiliate with a conflict of interest or loyalty in the issue to be discussed will be disqualified from sitting on a panel.

3.8
Membership will not be time limited, but all affiliates will be asked to confirm their willingness to continue to serve on the Resolutions Team on an annual basis.

3.9
Affiliates will be required to undertake appropriate training in relation to their skillset; provided or commissioned by the Trust and at the Trust's expense.

4. **Meetings, attendance and support**

4.1
By their very nature meetings will take place as and when required.

4.2
Meetings ideally will take place face to face, however in some circumstances, depending on the type of panel, they can take place online or a hybrid meeting can be held.

4.3
Panels will be constituted by a member of the governance team, depending on Affiliate availability, any perceived conflict and the nature of their skills and relevant experience in relation to the case under consideration.

4.4
Affiliates of each individual panel will appoint a Chair for the meeting with the support of the attending clerk/advisor. Where it is necessary to identify a Chair in advance of the panel meeting, the Head of Governance will determine this, based on the relative experience of the panel affiliates.

4.5
The Chair of any panel must not be an employee of the Trust or the school concerned, unless the relevant policy or procedure expressly permits this.

4.6
Panels will be supported by a member of the governance team and, in relation to HR processes, a member of the People Team.

4.7
Suitable minutes will be drawn up for each panel meeting and approved by the Chair of that panel.

4.8
Investigating officers can be supported by a member of the governance team or other members of Trust staff as appropriate.

5. Reporting and review

5.1
Panel outcomes, records and any required follow-up will be reported and retained in accordance with the relevant policy.

Appendix 8

Terms of Reference
Appeals Panel

1. Purpose

The Appeals Panel is a panel convened from the Resolutions Team to determine appeals assigned to RES under the Scheme of Delegation or an applicable Trust policy.

2. **Authority and responsibilities**

2.1

To determine appeals assigned to RES under the Scheme of Delegation or the relevant Trust policy, including disciplinary, dismissal, pay and other employment-related appeals.

2.2

To make a determination on an appeal after a decision to remove a Trustee or a Governor.

3. **Membership, chair and quorum**

3.1

Membership of each Appeals Panel will be drawn from Resolutions Team affiliates and constituted to meet the independence, eligibility, experience and membership requirements of the relevant policy or procedure.

3.2

Any person who took part in the original hearing or decision will be disqualified from serving on the Appeals Panel.

3.3

A person will not be disqualified solely because they have prior knowledge of the matter. They must not serve where they took part in the original decision, have a conflict of interest, or where their involvement could reasonably call the Panel's impartiality into question.

3.4

A member of the HR/People Team (which may include external advisors) will support the Panel to advise on procedures 2.1 and 2.2.

3.5

The quorum for an Appeals Panel is 3 members.

4. **Meetings, attendance and support**

4.1

Appeals Panel meetings shall take place as and when required.

4.2

The chair for any meeting will be elected by the panellists at that meeting.

4.3

The Head of Governance will clerk the meeting and take confidential notes.

5. Reporting and review

5.1

The Panel's determination and confidential record will be reported and retained in accordance with the relevant procedure. These terms of reference will be reviewed annually.

Appendix 9

Terms of Reference
Governance Steering Group

1. Purpose

1.1
The Governance Steering Group (GSG) will support the Trust Board in maintaining effective governance across Four Stones Gateway Trust.

1.2
The Group will review governance arrangements, monitor governance improvement activity, including the implementation of governance review and audit recommendations, and make recommendations to the Trust Board on governance development and effectiveness.

2. Authority and responsibilities

2.1
The Governance Steering Group is an advisory group of the Trust Board.

2.2
The Group has no delegated decision-making powers. It may review governance arrangements and make recommendations, which must be referred to the Trust Board for consideration and approval.

2.3
The Group is authorised to:

- review governance effectiveness and governance improvement priorities;
- monitor progress against governance reviews, audits and agreed actions;
- review governance policies, procedures and documentation;
- consider governance structures, membership and succession planning;
- review trustee and governor recruitment, induction, training and development;
- advise the Trust Board on governance matters and opportunities for improvement

3. Membership, chair and quorum

3.1
The membership shall comprise:

- Chair of Trustees
- Chair of Finance, Audit and Risk Committee
- Chair of Standards and Curriculum Committee

3.2
Additional attendees may be invited as required.

3.3
The Chair of Trustees shall act as Chair of the Group.

4. Meetings, attendance and support

4.1
The Group will meet at least three times each year; once a term.

4.2
Meetings may take place virtually or face to face.

4.3
The following will normally attend meetings of the Group:

- Chief Executive Officer
- Head of Governance (who will act as clerk and take meeting notes)

4.4
The Group will provide updates on its work as required.

5. Reporting and review

5.1
The Group will report recommendations and progress on governance improvement activity to the Trust Board.