

Kent
Catholic
Schools'
Partnership



'Academies in Christ'
Part of the Archdiocese of Southwark

Governance Handbook

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WELCOME MESSAGE

“Be united in your convictions and united in your love, with a common purpose and a common mind. Always consider the other person to be better than yourself, so that nobody thinks of his own interests first, but everybody thinks of other people’s interests instead.” Philipians 2/2-4

Welcome to the Governance Handbook for the Kent Catholic Schools’ Partnership, our Multi-school Trust. Governance is a fundamental part of the leadership across the Trust and each of our schools within it. I thank you all on behalf of the Trust for the time and expertise you each dedicate to your governance role.

This Governance Handbook has been produced to help Directors, Governance Committee Members and all employees be as effective as they can be within their role. The journey towards better governance across our Trust takes time and dedication and the Trust Board is committed to ensuring that governance develops and evolves and remains effective.

I would like to thank you all for your continued support and commitment to ensure that all those entrusted to our care receive the best possible education to prepare them for their future life.

A handwritten signature in blue ink that reads "M. F. Powis". The signature is written in a cursive style.

Michael Powis
Chair of the Trust Board

1. INTRODUCTION

This Governance Handbook makes clear which governance functions are exercised by whom and provides clarity as to the role and responsibilities of those who contribute to the governance of the Trust and the schools within it.

All individuals with governance and management responsibilities must be familiar with this Governance Handbook so that appropriate steps can be taken to ensure there is sufficient and proper challenge of those with leadership responsibilities, to ensure that senior leaders are held to account for the performance of the schools and that there is financial stability across the Trust.

This Governance Handbook may be amended by the Trust Board at any time and will be formally reviewed annually. It is published on the Trust's website, and those of its schools. If there is any discrepancy in delegated authority contained within any other document or policy, the Governance Handbook and its appendices will supersede.

Kent Catholic Schools' Partnership ("the Trust") was established by the Archbishop of Southwark (the "Archbishop of Southwark") on 10 August 2012 as a Multi Academy Trust and, in consequence of it entering into both a Master Funding Agreement and a number of Supplemental Funding Agreements (the "Funding Agreements"), operates and maintains a group of Catholic schools within the Archdiocese of Southwark (the "schools") which shall at all times remain Catholic schools conducted in conformity with any trust deed governing the use of land used by the Trust and in conformity with Canon Law and with the teachings of the Catholic Church and in accordance with any advice or directive issued by the Archbishop of Southwark.

The Trust is both a company limited by guarantee, registered at Companies House and, by virtue of its charitable object "to.... advance, for the public benefit, education in the United Kingdom... by establishing Catholic schools" i.e., the schools, is a charity. The Trust is not a registered charity but an "exempt" charity, regulated by the Secretary of State for Education, who acts as the principal regulator.

The Trust is governed by a Trust Board who are responsible for the management and administration of the Trust and the schools within the Trust.

The Trust's constitution is set out in its Articles of Association and this Governance Handbook has been put in place in accordance with the provisions of the Articles. Any term used which is not defined within this Governance Handbook shall have the same definition of the term in the Articles of Association.

2. SCOPE AND PURPOSE

The purpose of this Governance Handbook is to aid strategic leadership and create robust accountability, oversight, and assurance for educational and financial performance.

There are three core functions of governance.

- Ensuring clarity of vision, ethos, and strategic direction at school level and with reference to the Trust.
- Holding leadership to account for the educational performance of a school and its pupils and performance management of staff.
- Overseeing the financial performance of a school, ensuring that money is well spent.

Within the Trust, effective governance is based on.

- Strategic leadership which sets and champions the vision, ethos, and strategy.
- Accountability which drives educational standards and financial performance.
- People with the right skills, experience, quality, and capacity.
- Structures which clearly reinforce roles and responsibilities.
- Compliance with statutory and contractual requirements.
- Evaluation to monitor and improve the quality and impact of governance.

3. STRATEGIC OBJECTIVES AND VALUES

3.1 Core Purpose

Our partnership's aim is to work together to ensure a world class, ambitious Catholic education for anyone who chooses to attend our schools. We work in close collaboration and consultation with our leaders, including the members of governance committees and staff of our schools, to fulfil our vision and carry out the gospel mission.

As a Trust we have worked together to create our vision and strategic plan, through a process of wide consultation and review, and with a commitment to continue to work together to bring our plans to fruition.

The Trust has created its Business Plan which will ensure the monitoring, measurement and completion of our strategic plan and its objectives on an annual basis.

3.2 Ecclesiology

The Trust is part of a family of Catholic schools that exist to further the Church's saving mission by educating its young people in accordance with the teachings of the One Teacher, Jesus Christ. In carrying out any functions on behalf of the Trust all Members, Directors and those in any way involved in the business of the Trust and the schools recognise the Archbishop of Southwark as the Chief Teacher and focus of unity in the Archdiocese of Southwark and will carry out those functions and responsibilities in full communion with him and in accord with the mind of the Church. Accordingly, the functions of the Trust will be conducted in accordance with the following principles of subsidiarity, solidarity, and support for the common good.

3.3 Subsidiarity

Decisions are to be taken at the level as near as possible to those affected by those decisions which is compatible with the principles of solidarity and support for the Common Good. The local governance committee (the "Governance Committee") is established for schools to ensure good governance. The Board may decide to delegate certain powers/authorities to such governance committees as it requires.

3.4 Solidarity

The Trust Board and the governance committees share a particular commitment to the mutual support of all schools for whom the Trust is responsible, especially those that need assistance at any particular time. This Governance Handbook and the Scheme of Delegation recognises the obligation to contribute to the common good of all schools from the resources entrusted to them. The Directors will ensure that common action and collaboration is conducted at the correct level and that the balance between subsidiarity and solidarity serves the Common Good in the most appropriate way.

3.5 The Common Good

The Directors and the members of governance committees recognise their responsibility towards 'the total of social conditions which allow people, either as groups or individuals, to reach their fulfilment more fully and more easily' ('the Common Good'), not just of the schools for whom the Trust is responsible and the Diocesan family of schools, but of all of the families and communities in the areas served by the Trust. In light of the principle of Common Good, governance committees also acknowledge the desire and obligation on the Directors to put in place measures to ensure that any school for whom the Trust is

responsible, is supported when the need arises and that all schools, and the Trust as a whole, remain viable for the future sustainability of Catholic education across Kent.

3.6 Diocesan Protocol

The Directors and governance committee members acknowledge and undertake to perform their functions in recognition of, and in compliance with the principles set out in the Education Commission Protocol.

Schools will work collaboratively with each other, sharing financial resources, knowledge, and best practice, to fulfil the Trust's core purpose, strategic objectives, and values.

4. MANAGEMENT STRUCTURE OF THE TRUST

The management structure of the Trust can be located on the Trust website [here](#).

4.1 Members

The Members of the Trust are equivalent to shareholders of a trading company but as the Trust is charitable with no power to distribute profit to shareholders, the Members act as guardians of the Trust's constitution, changing the Articles if necessary and ensuring the charitable object is fulfilled. Each Member's liability is limited to £10 and, in view of the limited liability and therefore scope for accountability, they have limited governance and no management responsibilities. The Members are chosen by the Archbishop of Southwark.

The Trust has 5 (five) members

- The Metropolitan Archbishop of Southwark, The Most Reverend John Wilson
- The Vicar General, Monsignor Gerald Ewing
- The Episcopal Vicar for the South East Area of Southwark, Father Victor Darlington
- Auxiliary Bishop of Southwark, Bishop Phillip Moger
- Parish Priest, Father Benedict Fadoju

The Members may agree to;

- Appoint additional Members (in accordance with Article 16).
- Remove Members (in accordance with Article 15A)
- Delegate to the Trust Board, the power and responsibility to appoint and remove Directors.
- Delegate to the Chair of the Trust Board, the power and responsibility to sign off the Annual Report and Accounts.

4.2 Directors ('Trust Board')

The Trust Board has three core functions;

- 1) Ensure clarity of vision, ethos and strategic direction;
- 2) Hold executive leaders to account for the educational performance of the Trust and its pupils and performance management of staff; and
- 3) Oversee financial performance of the Trust ensuring that its money is well spent.

The Directors are personally responsible for the actions of the Trust and the schools and are accountable to the Members, the Secretary of State for Education, and the wider community for the quality of the education received by all pupils of the schools and the expenditure of public money. The Directors have a duty to ensure that the charitable object of the Trust is fulfilled and are required, to have systems in place through which they can assure themselves of the quality, safety, and good practice of the affairs of the Trust. All Directors have the same responsibility to act in the best interests of the Trust and its schools, irrespective of their role on the Board.

The Directors oversee the management and administration of the Trust and the schools within the Trust and delegate authority to others, including executive officers and individuals who are locally based who can undertake the day-to-day management and governance of the schools. The Trust Board will continue to have the necessary strategic and legal oversight of the Trust and will monitor all activities, determining the strategic direction of the Trust, assessing the performance of the schools and establishing and reviewing the policies and practices governing the life of the schools.

The Trust Board shall consist of:

- No less than three Directors (Article 45)
- A minimum of two Parent Directors (Article 53-56) – unless Parent Committee Members are appointed to Governance Committees.
- Foundation Directors appointed by the Archbishop of Southwark (Article 50))

The Board will also appoint several sub-committees to which it will delegate powers to undertake certain duties on its behalf. Such sub-committees to report back to the Trust Board after each meeting as detailed in their Terms of Reference.

Despite delegating responsibility or powers to other committees or individuals, the Trust Board remain accountable, and accountability may not be delegated.

4.3 Sub-Committees of the Trust Board

4.3.1 The Education Standards Committee

The role of the Education Standards Committee is to ensure that the schools are working within their powers and to ensure that the pupils within the schools are receiving excellent education, achieving high standards, flourishing and fulfilling their God given potential.

4.3.2 The Audit and Risk Committee

The role of the Audit and Risk Committee is to ensure that there is detailed challenge and review of internal controls, systems, procedures, and a full review of risks within the Trust.

4.3.3 The Finance and Resources Committee

The role of the Finance and Resources Committee is to ensure the efficient use of resources and accountability, having regard for the effective use of public funding and protection of the resources and estates of the Archdiocese of Southwark.

4.3.4 The Pay and Performance Committee

The role of the Pay and Performance Committee is to set the remuneration and objectives of the Chief Executive Officer and approve and monitor the level and structure of the remuneration of staff across the Trust.

4.4 Governance Committees

The role of all Committee Members within a Multi Academy Trust is an important one. The governance structure of the Trust ensures that the lines of accountability are consistent with the Trust's legal and regulatory requirements and are guided by the Trust's shared vision, strategy and its values. The Trust Board has established Governance Committees for each school whose members will be made up of individuals drawn from the school, both as elected and appointed Committee members.

Foundation Committee Members are appointed in the name of the Archbishop and will form the majority of Local Governance Committees. Foundation Committee Members have a duty to preserve and develop the Catholic character of the schools/cluster. All Committee Members serving on Governance Committees are accountable to the Trust Board (which in turn is accountable to its Members and the Department for Education) as well as to the communities in which they serve.

Committee Members have a duty to act in good faith and in the best interests of the schools and the Trust, and in line with policies and guidance laid down by the Trust, the Archbishop of Southwark and Canon Law.

Committee Members must act independently and in the best interest of the schools even if those interests' conflict with those of the body or organisation that might have appointed or nominated them to serve on the Governance Committee. As with the Directors, Committee Members must comply with the Trust Conflict of Interest Policy.

The Governance Committee is appointed as a sub-committee of the Trust Board and has no separate legal status to that of the Trust. Any act or omission of the Governance Committee or any officer of the Trust or the school that subsequently leads to prosecution or other litigation will be a liability of the Trust.

Individuals serving on a Governance Committee are responsible for fulfilling a strategic monitoring, support, and challenge role in the conduct of the schools in conjunction with a Headteacher, who is responsible for the internal organisation, management and control of the school. The Trust Board will also delegate management powers directly to the Headteacher, who reports to the Chief Executive Officer.

4.5 The Chief Executive Officer and the Executive Team ('Trust Office')

The Executive Team is the executive arm of the Trust Board, focusing on operations and resources (including HR, finance, school improvement, facilities and risk management, policy suites and governance oversight) and the educational performance of the schools within the Trust. It operates under the leadership and direction of the Chief Executive Officer.

The Executive Team work directly with School Leaders for each school, and each Governance Committee to ensure that the required outcomes are achieved in accordance with the direction and strategic objectives agreed by the Trust Board.

4.6 Delegated Authority for the Governance Committees

The Trust Board reserves the right (in its absolute discretion) to review and alter the Terms of Reference for any Governance Committee and the Scheme of Delegation (Appendix A) at any time.

4.7 Intervention and Removal of Delegated Authority

The Headteacher and the Governance Committee shall work closely with, and shall promptly implement any advice, recommendations, or directives, as necessary, made by the Executive Team, in particular the Chief Executive Officer, the Director of Finance and HR, the Director(s) of Education, the Director of Governance & Company Secretary or any member of the Executive Team acting on behalf of these Executive Officers. Such advice, recommendations or directives may be in respect of any areas of standards and performance, particularly where areas of weakness have been identified through, for example, operational practice, internal or external review, visit schedules DfE intelligence or inspection by the Office for Standards in Education, Children's Services and Skills (Ofsted) or Denominational Inspections.

In the event that intervention is either formally threatened or is carried out by the Secretary of State (or any person or agency on his/her behalf), or where there has been evidence of poor governance or financial management, the Trust Board expressly reserves the unfettered right to review or remove any power or authority conferred on a Governance Committee under the Governance Handbook or Scheme of Delegation.

Notwithstanding the above, the Trust Board and Governance Committees acknowledge the value of maintaining a good working relationship particularly in light of the levels of delegated powers/authority within the Trust and the impact this may have on the ability of the

Governance Committee to react when standards are falling and/or there is evidence of financial imprudence exposing the school or the Trust to a threat of intervention.

The Trust Board and Governance Committees make the following commitments to each other:

- to discuss openly any weaknesses or any situation which may in the opinion of potentially lead to a threat of intervention by the Secretary of State.
- to use all reasonable endeavours to agree the measures to be taken to improve standards and the performance of the schools/cluster and to support each other in the implementation of those measures, including involving the Executive Team who will support and advise on steps to be taken and facilitate additional support if needed.
- to allow each other the opportunity to effect improvements at the school through directions to be issued to persons appointed either by a Governance Committee (including the Headteacher) in relation to the governance of the school provided such steps do not seek to undermine the collaborative and respectful approach being adopted by each.
- not to remove or deny delegated authority without first agreeing to put in place, for an appropriate period of time, a transition or improvement board whose responsibility it will be to address the areas of weakness, the terms of reference for such Intervention Board being set out in the Framework for Continuous school Improvement.