

Ormiston Academies Trust

## Interim Advisory Board Terms of Reference

### Document version control

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## 1. Responsibilities of trustees and the interim advisory board

- 1.1. The Trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement and any Supplemental Funding Agreements covering the funding of the Academies within the Trust (together the “Funding Agreements”).
- 1.2. The Trustees are the charity trustees (within the terms of section 177(1) of the Charities Act 2011) and responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the Memorandum and Articles.
- 1.3. The interim advisory board (IAB) shall be a committee of the trustees established pursuant to articles 100 to 104 of the Articles of Association of the Trust.
  - 1.3.1. Subject to the limitations set out above, the trustees delegate the day to day running of each academy to the principal and local governing body or interim advisory board.
  - 1.3.2. The core duty of an IAB is effective challenge of the principal for the educational performance of the academy and its students
- 1.4. To achieve its objective the IAB should address matters such as:
  - 1.4.1. Monitoring performance and the achievement of objectives and ensuring that plans for improvement are acted on including the quality of provision
  - 1.4.2. Academy level policy development and strategic planning, including target-setting to keep up momentum on school improvement
  - 1.4.3. Ensuring the sound management and administration of the academy
  - 1.4.4. Ensuring that managers are equipped with relevant skills and guidance
  - 1.4.5. Setting the academy’s standards of conduct and value
  - 1.4.6. Assessing and managing risks
- 1.5. Specific areas which the IAB will oversee include:
  - Approving the academy development plan ensuring the compliance of the curriculum
  - Reviewing the academy improvements in terms of quality and curriculum and teaching
  - Monitoring academy behaviour, culture and attendance
  - Monitoring the academy safeguarding compliance
  - Approving specific academy policies
  - IAB will be responsible for meeting with Ofsted under the governance strand’

- 1.6. The IAB members are not, and nothing within this document is intended to make them, charity trustees within the terms of section 177(1) of the Charities Act 2011.
- 1.7. Each IAB member shall act in the best interests of the academy at all times.
- 1.8. The IAB members must keep confidential all information of a confidential nature obtained by them relating to the academy.
- 1.9. The Trustees retain authority for all responsibilities allocated in the scheme of delegation.
- 1.10. The Trustees reserve the right to withdraw delegated powers from the interim advisory board and disband it at any time.

## 2. Composition of the IAB

- 2.1. The membership of the IAB shall be determined by the OAT executive.
- 2.2. Members of the IAB shall be appointed and removed by the OAT executive in line with the needs of the school.
- 2.3. Meeting business shall not be transacted unless quorum is present. Quorum shall be 50% of the membership (rounded up to the nearest whole person).
- 2.4. If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the chair shall, if they see fit, determine the time and date at which a further meeting shall be held and shall direct the clerk to convene the meeting accordingly.

## 3. IAB member removal

- 3.1. The following will be grounds for removal:
  - 3.1.1. that the IAB member is the subject of any criminal proceedings in any court or tribunal, the outcome of which may be that they are disqualified from continuing to hold office as an IAB member under the articles of association
  - 3.1.2. that the IAB member is in breach of any of the provisions of the code of conduct which the IAB believes has, or could, bring the academy, the IAB or their office into disrepute.
  - 3.1.3. that the IAB member has acted in a way that is inconsistent with the ethos of the academy and has brought or is likely to bring the academy, the IAB or their office into disrepute.
  - 3.1.4. that the IAB member is in breach of their duty of confidentiality to the academy or to any member of staff or to any student at the academy.
  - 3.1.5. that the IAB member conducts themselves in a way that contravenes the ethos of OAT and the academy.

## 4. Conflicts of interest

- 4.1. The income and property of the academy must be applied solely towards the provision of the objects as detailed in the Articles of Association. The restrictions which apply to the Trustees with regard to having a personal financial interest shall also apply to the IAB members.
- 4.2. The procedure detailed at clause 6.8 of the Articles of Association shall apply to the IAB always provided that, in the case of a personal financial interest for an IAB member who is not also a Trustee, the interim advisory board may meet to authorise the benefit.
- 4.3. Any IAB member who has any duty or personal interest (including but not limited to any personal financial interest or perceived interest) which conflicts or may conflict with their duties as a governor shall disclose that fact to the governors as soon as they become aware of it. An IAB member must absent themselves from any discussions of the IAB in which it is possible that a conflict will arise between their duty to act solely in the interests of the academy and any duty or personal interest (including but not limited to any personal financial interest).
- 4.4. Interests should be declared on GovernorHub at least annually during the first term of each new academic year. The clerk should be notified of any change to this declaration throughout the year.
- 4.5. Those serving on IAB's are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the academies and the Trust. Members of the IAB must comply with the Trust's Business and Pecuniary Interest policy.