



Governance and Growth Committee

Terms of Reference 2026-2027

Governance and Growth Committee approved on	6 May 2026
Trust Board approved on	8 July 2026

Role of the Committee

The Governance and Growth Committee will provide detailed scrutiny and oversight of the Trust's growth strategy and governance arrangements. In respect of growth, the main focus is to ensure there is robust due diligence carried out on all aspects of the incoming provision. The Committee will make recommendations to the Trust Board to inform and ensure the robustness of key decisions.

Membership

The Committee will be appointed by the Trust Board and will comprise no more than four, all of whom will be Trustees.

The Committee's Chair will be elected at the first meeting of each academic year and will be subject to the approval of the Trust Board.

Attendance

The Committee may ask the CEO and any other senior executives to attend meetings of the Committee, either regularly or by invitation, in order to provide information and relevant expertise.

Quorum and Voting

The quorum for each meeting shall be two members of the Committee. Decisions of the Committee shall be taken by a simple majority of those present and voting. The Chair will have a casting vote on an equality of votes.

Meetings

The Committee shall meet termly (i.e. three times in each academic year) on such dates as shall be determined by the Committee from time to time and at such other time as the Governance Professional for the Trust Board shall specify at the request of any member of the Committee.

Unless otherwise agreed, notice of each meeting together with an agenda shall be sent to each member of the Committee seven clear days prior to the date of the meeting.

Minutes

The Governance Professional will minute the proceedings and resolutions of the committee. Minutes of each Committee meeting will be circulated to all members of the Committee and the Trust Board within fourteen working days of the meeting.

Review

A review of these Terms of Reference will be undertaken annually.

Delegated Duties

1. Growth strategy

- a) Monitoring and reporting to the Trust Board on growth strategy and process.
- b) Review of applications from schools who have expressed an interest in joining the Trust (pre-due diligence).

2. Governance

- a) Trustee recruitment and succession planning.
- b) Evaluation of Member and Trustee applications for recommendation to existing Members for approval.
- c) Oversight of Trust governance induction and training (for all Members, Trustees and Local Governors).
- d) Establish the annual governance meeting schedule for Trust Board approval (Board, AGM, Board Sub-Committees and LGBs) to ensure an effective flow of information.
- e) Develop further the links and communications between LGBs, Chairs and Trustees.
- f) Annual review and approval of Local Governing Body Terms of Reference.
- g) Review and approve Code of Conduct for Trustees and Local Governors, which must be signed annually.
- h) Approval of all new appointments to Local Governing Bodies.
- i) Annual governance reviews and skills audits to be agreed in liaison with the Chair of Trustees and LGB Chairs and circulated at the beginning of each summer term. Outcomes to be reported to the Trust Board at the end of the summer term.

3. Due diligence

- a) Review and approval of due diligence arrangements for academies wishing to join the Trust.
- b) Review of governance arrangements for schools wishing to join the Trust and recommend approval, or otherwise, to the Trust Board.
- c) Ensure that existing Governors of schools wishing to join the Trust are fully briefed on the changes to their roles once they join the Trust, and are fully prepared for conversion/transfer.

4. Estates and premises

During any due diligence process, assess any shared building arrangements and/or the condition of buildings and grounds, reporting to the Trust Board on areas where capital investment may be required.

5. Risk management

Evaluate areas of risk associated with the committee's remit and report to the Trust Board through the risk reporting framework.