



Trust Board Terms of Reference 2026-27

1 Core values

The Trust Board of Greensand Multi Academy Trust ("the Trust") will at all times:

- observe the highest standards of impartiality, integrity and objectivity in relation to the governance of the Trust;
- be accountable to its stakeholders and regulatory bodies for its activities;
- observe and fulfil the 'purpose of governance' by focusing on and providing:
 - i) **Strategic leadership of the Trust, including:** setting, implementing and championing a clear Trust strategy; reviewing progress against the strategy; establishing a high performing governance structure and processes;
 - ii) **Accountability & Assurance, including:** holding leaders to account for implementation of Trust strategy, pupil, staff and financial performance; compliance with statutory and contractual requirements; risk management and assurance; and
 - iii) **Strategic Engagement, including:** EDIB; oversight of strategic relationships with external stakeholders; creating and embedding a positive and collaborative culture and values across the Trust; transparent governance.

2 Expectations of the Trust's Trustees

All Trustees are required to:

- follow the Seven Principles of Public Life (referred to as "the Nolan Principles" and set out in **Annex 1**);
- ensure that they comply with their legal and statutory duties as charity trustees and company directors;
- comply with: the Academy Trust Handbook 2026, the Academy Trusts: Governance Guide 2026, the Articles of Association for the Trust, these Terms of Reference, the Trust's Scheme of Delegation and Financial Scheme of Delegation, and the Code of Conduct (appended at **Annex 2**);
- ensure they understand their duties, rights and responsibilities, and that they are familiar with the function and role of the Trust;
- not misuse information gained in the course of their trusteeship for personal gain, nor seek to use the opportunity of service to promote their private interests or those of connected persons, firms, businesses or other organisations;
- participate actively in the induction process and any relevant (and ongoing) training, including attendance at both Governance Training Events.

3 Purpose of the Trust Board: Powers, functions and responsibilities of Trustees

The Trustees are responsible for the governance and supervision of the Trust and its committees including the School Committees (“SCs”). The Trustees have a number of duties and responsibilities relating to the governance of the Trust and its finances.

In summary, the Trustees are responsible for:

- carrying on the Trust in accordance with the objects of the Trust as set out in the Articles of Association and safeguarding the assets of the Trust;
- establishing and maintaining the vision, mission and values for the Trust;
- creating an effective Trust Board which provides strategic governance in line with the Trust’s aims and values and acts with integrity;
- determining clear and ambitious strategic priorities and targets for the Trust;
- ensuring the Trust Board leads the Trust in being transparent and accountable;
- monitoring Trust performance against the strategic objectives via termly CEO reports;
- controlling the overall strategic management, development and administration of our member schools;
- the delegation of the running of our member schools and the direction of the education, pastoral care, financial and other policies of the member schools to the CEO, Finance & Operations Director and Central Team;
- monitoring and evaluating the work, progress and performance of our member schools;
- ensuring sound management and administration of the Trust by the CEO, Finance & Operations Director and Central Team, and ensuring that they are equipped with the relevant skills and guidance;
- implementation of effective financial management and other controls across the Trust in accordance with the provisions of the Academy Trust Handbook, which sets out in detail the governance and financial responsibilities of academy trusts reflecting their status as charitable companies acting in the public interest;
- reporting to the Members’ Board with an annual performance report for the Trust;
- determining, monitoring, scrutinising and approving the Trust’s budgets, and ensuring regularity and propriety and value for money through efficiency, effectiveness and economy;
- setting standards of conduct and values, monitoring and evaluating performance and the achievement of objectives, and ensuring that plans for improvement are acted upon;
- ensuring compliance with UK GDPR, the Data Protection Act 2018 and associated information governance requirements across the Trust;
- risk management, that is identifying, quantifying and devising systems to minimise the major risks affecting the Trust;
- reviewing and determining the Trust’s admissions arrangements, including the Admissions Policy, oversubscription criteria and Published Admission Number (PAN) for our member schools (as the Trust is the Admission Authority for all the Trust’s member schools); and

- ensuring the Trust and its member schools are conducted in compliance with the general law.
- ensuring the Trust has a clear, strategic approach to inclusion.
- monitoring the effectiveness of SEND provision and wider inclusion across all member schools.
- seeking assurance that pupils are able to access, participate in and benefit from education regardless of need or background.
- overseeing compliance with statutory duties relating to SEND, equality and inclusion.

4 Accountability of Trustees

The Trustees are chiefly accountable to:

- the beneficiaries of the Trust (the children at our member schools, their parents and the local communities) for the quality of education and pastoral care at our member schools, for matters of health and safety and for safeguarding and promoting the welfare of the children;
- the Trust Members' Board;
- the Department for Education ("DfE") and specifically the Secretary of State for Education ("the Secretary of State") under the terms of the Trust's Funding Agreement;
- the Charity Commission and the Secretary of State (in their role as principal regulator in respect of charity matters) for operating the Trust for the public benefit, for the prudent management of the Trust and its financial efficiency, and for compliance with legislation including charities legislation;
- the employees of the Trust for their working environment, and for compliance with the contract of employment and employment law requirements and matters of health and safety; and
- other regulatory authorities for compliance with regulated responsibilities to which the Trust and our member schools are subject.

5 Conducting Trustees' business

The Trustees are required to:

- act together and in person, and not delegate responsibility of the Trust to others;
- act strictly in accordance with the Trust's Articles of Association;
- act in the Trust's interests only and without regard to their own private interests;
- manage the Trust's affairs prudently;
- not take personal benefit from the Trust unless expressly authorised by the Articles of Association or the Charity Commission; and
- take proper professional advice on matters on which they are not themselves competent.

The Trust Board should also hold the CEO to account and act as a critical friend. The Trustees should offer support, constructive advice, be a sounding board for ideas, a second opinion on

proposals and help where needed, but will also challenge, ask questions, seek information and improve proposals where appropriate, and, at all times, act in the best interests of the Trust.

The Trustees shall have regard to the relevant inspection, accountability and regulatory frameworks for inspecting schools in England under section 5 of the Education Act 2005 (as amended) issued by the Office for Standards in Education, Children's Services and Skills (Ofsted). The duties and responsibilities of Trustees are explained in further detail in [*"The essential trustee: what you need to know, what you need to do"* \(CC3\) \(Charity Commission, May 2018\)](#) and the [Academy Trusts: Governance Guide \(updated July 2026\)](#). The Trustees shall also have regard to the [Academy Trust Handbook 2026 \(ATH\)](#).

6 Delegation of powers of Trustees

Trusteeship (and directorship, which necessarily follows) is a personal office of trust and responsibility and cannot be transferred to another individual. However, in order to ensure the proper management of our member schools, 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 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 Finance & Operations Director, who may authorise further delegation; and
- every act of delegation is only a delegation of powers and does not relieve the Trustees of responsibility.

The Trustees must not delegate any of their powers listed in Annex 3 ("the Reserved Matters"). Delegation can be made to:

- Central Committees, including the Education & Standards Committee, the Finance, Audit & Risk Committee ("FARC"), the Pay & HR Committee and, when required, the Crisis Response and Growth & Development Committees;
- the School Committees;
- any individual Trustee;
- the Executive Team (which in turn may delegate to further individuals).

7 Stakeholder voices

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:

- a) Pupils
- b) Parents
- c) Staff
- d) The communities served by the Trust's schools
- e) other trusts and educational partners
- f) Local Authorities
- g) employers, community organisations and strategic partners

8 Risk management

The [Charities Statements of Recommended Practice 2026](#) set out requirements for reporting on the risks to a charity. The Trustees' report therefore must include a description of the principal risks and uncertainties facing the Trust and any subsidiary undertakings, as identified by the Trustees. The report must also include a summary of the Trustees' plans and strategies for managing these risks. The Trustees must identify specific risks and describe ways to combat each one, rather than making general statements regarding risk management.

The Trustees are therefore responsible for:

- identifying the major risks that apply to the Trust, including: operational risks (employment issues, health and safety, fraud, service quality and development etc.), financial risks (accuracy of financial information, cash flow, reserves, over-reliance on funding sources etc.), external risks (changes in government policy, economic factors, demographic changes, adverse publicity etc.) and regulatory risks (compliance with legislation, changes in policies of the regulators etc.);
- making decisions (based where appropriate on advice from professional advisors) as to how to respond to those risks;
- direct internal scrutiny, including making sure risks are being addressed appropriately;
- oversight of external audit; and
- making appropriate statements regarding the management of risks in the annual report. The FARC, supported by the Executive Team, shall maintain a Central Risk Register for review and approval by the Trustees, along with a procedure by which the Central Risk Register shall be subject to regular review, and at least annually.
- overseeing progress towards DfE Digital and Technology Standards.
- seeking assurance regarding cyber security arrangements, cyber resilience, filtering and monitoring arrangements, data protection and digital infrastructure planning.

9 The management of conflicts of interest

It is recognised that a conflict of interest can arise when an individual's personal or family interests conflict (or could conflict) with those of the Trust. The Companies Act 2006 imposes a statutory duty on the Trustees to avoid such situations. The duty is to:

- a) declare the nature and extent of any interest in any matter relating to the Trust; and
- b) avoid any conflict of interest between that interest and the interests of the Trust.

In addition, charity law and guidance issued by the Charity Commission confers obligations on the Trustees to manage any conflict between a Trustee's duty to the Trust and their own personal or business interests or for a Trustee to be influenced by conflicting duties to the Trust and a third party.

Trustees should ensure that that individual entries in the Register of Interests are regularly reviewed and updated and always give careful consideration to perceived and clear conflicts of interest. Trustees are required to withdraw, for an appropriate length of time, from any meeting or discussion of the Trust Board or one of its Committees when it is agreed that there is a conflict of interest.

10 Recruitment of Trustees

It is essential that the Trust Board has a proper mix of skills and experience. The Trust Board will ensure sufficient collective financial expertise exists amongst Trustees, and should consider financial competence alongside educational, legal and HR expertise in its plans for recruitment and succession.

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 Trust Board as a whole is responsible for ensuring that:

- the skills of any new Trustee fit in with the Trust's requirements in the short, medium and longer term;
- each new Trustee is not disqualified from acting as a Trustee by any provision of the Trust'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. It is the duty of a new Trustee to ensure that they are

familiar with the Objects of the Trust, its history and ethos and the nature and extent of its activities, and the content of the Trust's Articles of Association.

The Trust Company Secretary, on behalf of the Trustees, shall provide each new Trustee with:

- the Trust's Articles of Association;
- these Terms of Reference, including the Code of Conduct and Trustee Declaration;
- the Trust's Scheme of Delegation;
- the Trust's Financial Scheme of Delegation;
- the Roles and Functions Overview.

New Trustees shall be required to sign the declaration set out in Annex 4.

The Trust Company Secretary shall ensure that any appointment of a new Trustee is notified to the DfE (via GIAS (Get Information About Schools)) within 14 days of the appointment (as required under the Academy Trust Handbook).

11 Training and development of Trustees

The Trustees shall ensure that the Trust Board has the skills and experience needed to perform its functions effectively. The Trustees must have in place a system for evaluating Trustees, with a view to identifying potential gaps in their skills and any requirements for training. Such evaluation shall be carried out annually. Trustees will undertake periodic financial governance training where appropriate.

Trustees shall also be kept up to date with developments in the legal and regulatory framework in which the Trust operates through attendance at individual and whole Trust Board training.

12 Administration

- a. There will be a minimum of six meetings of the Trust Board each academic year, but the Trust Board may meet more frequently as required.
- b. Meetings of the Trust Board shall be convened and conducted as provided for in the Articles of Association.
- c. There shall be a minimum of three Trustees on the Trust Board.
- d. Quorum for a meeting of the Trust Board shall be any three Trustees, or, where greater, any one third (rounded up to a whole number) of the total number of Trustees holding office at the date of the meeting, who are in each case present at the meeting and entitled to vote on the matters to be resolved.
- e. All Trustees have equal voting rights. In the event of an equal division of votes, the Chair shall have the casting vote.
- f. The Trust Board shall appoint an individual from among their number to act as Chair. The Trust Board shall also appoint an individual from among their number to act as Vice Chair.
- g. The Chair and Vice Chair of the Trust Board will not be employed by the Trust.

- h. The term of office for both the Chair and Vice Chair will be one year.
- i. A change of Chair will require a notification to be made to the DfE, including an Academy Trust Chair Suitability Check and a Disclosure and Barring Service (DBS) disclosure form to be submitted via the DfE.
- j. The main role of the Chair is to chair meetings of the Trust Board. They also provide leadership to the Trustees and act as the main point of contact between the Trustees and the Executive Team. Apart from any special responsibilities or powers given to the Chair in the Trust's Articles of Association (e.g. the right to chair meetings of the Trust Board and to have a second or casting vote in any case of an equality of votes at a meeting of the Trust Board), the Chair has no special powers or rights over any other Trustee. If the Chair is to carry out certain specific functions (for example, the power to approve an overspend in a certain area of the budget or the CEO's appraisal), then this must be expressly delegated to them by the Trust Board.
- k. Administrative support will be provided by the Clerk to the Trust.
- l. In determining the agenda for Trust Board meetings and committee meetings, the Trustees will have regard to the requirement on them to:
 - ensure good financial management and effective internal controls;
 - comply with the Funding Agreement and the current version of the Academy Trust Handbook (or successor documents);
 - receive and consider information on financial performance at least three times a year; and
 - take appropriate action to ensure ongoing viability against agreed budgets.
- m. Agendas (based on, but not limited to, a pre-agreed annual schedule of activity) will be agreed in advance by the Chair and the CEO of the Trust (assisted by the Clerk to the Trust) and papers will be circulated to Trustees and attendees at least 5 working days in advance of the meeting.
- n. Minutes of meetings will be taken by the Clerk to the Trust and approved by the Trust Board.
- o. In consultation with the Chair, the Clerk to the Trust shall prepare an annual plan for the meetings of the Trustees.

13. Agreement to Step Down

In the event that a Trustee finds themselves unable to fulfil the expectations detailed in these Terms of Reference, they will agree to step down from their position as a Trustee.

14. Review of Terms of Reference

The Trust Board will review these Terms of Reference annually and self-assess its performance against these Terms of Reference on an annual basis at the end of each academic year.

Signed:
Simon Garrett - Chair of Trustees

Date reviewed and adopted: 5 October 2026

Date of next review: October 2027

Annex 1

The Seven Principles of Public Life set out by the Government Committee on Standards in Public Life ("the Nolan Principles")

1. **Selflessness:** Holders of public office should act solely in terms of the public interest.
2. **Integrity:** Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.
3. **Objectivity:** Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.
4. **Accountability:** Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.
5. **Openness:** Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.
6. **Honesty:** Holders of public office should be truthful.
7. **Leadership:** Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.



Trustees' Code of Conduct 2026/2027

1. Introduction

This Code of Conduct sets out the expectations and commitment required from the Trustees of Greensand Multi Academy Trust ("the Trust") in order to ensure the highest standards of integrity and stewardship. It promotes effective working practices that are mutually supportive and respectful of roles and responsibilities across the Trust. As holders of public office, the Trustees always conduct themselves in accordance with the Seven Principles of Public Life ("the Nolan Principles"):

- Selflessness
- Integrity
- Objectivity
- Accountability
- Openness
- Honesty
- Leadership

In addition, the Trustees will be:

- Committed
- Confident
- Curious
- Challenging
- Collaborative
- Critical
- Creative

The Trustees also recognise and support the principles set out in the [Charity Governance Code](#).

This Code of Conduct is based on the Academy Trusts: Governance Guide 2026 and Academy Trust Handbook 2026 and should be read in conjunction with the Trust's current Articles of Association, Scheme of Delegation, Financial Scheme of Delegation and the Trust Board Terms of Reference 2026/27, particularly the expectations and responsibilities of Trustees set out therein.

2. General responsibilities

Trustees must "do what [they] and [their] co-trustees (and no one else) decide will best enable the charity to carry out its purposes" and "make decisions solely in the charity's interests, so they shouldn't allow their judgement to be swayed by personal prejudices or dominant personalities" (*The essential trustee: what you need to know (CC3)*, Charity Commission, May 2018).

"The primary duty of a trustee is to carry out the function of his or her office with the utmost good faith. He or she must be impartial and mindful of the interests of the beneficiaries of the Charity and

of the objects for which the Charity is established" (*Governance and management of charities, Andrew Hind, NCVO Publications, 1995*).

Trustees should listen to the view of other Trustees, Governors, Members, staff, volunteers or external advisers respectfully, taking cognisance of differences of opinion. Trustees should not cause offence to others or undermine the standing of their colleagues as a member of the Trust Board.

3. Purpose of Governance

The Academy Trusts: Governance Guide sets out that the purpose of governance is to provide:

- i) **Strategic leadership of the Trust, including:** setting, implementing and championing a clear Trust strategy; reviewing progress against the strategy; establishing a high performing governance structure and processes;
- ii) **Accountability and assurance, including:** holding leaders to account for implementation of Trust strategy, pupil, staff and financial performance; compliance with statutory and contractual requirements; risk management and assurance; and
- iii) **Strategic Engagement, including:** EDIB; oversight of strategic relationships with external stakeholders; creating and embedding a positive and collaborative culture and values across the Trust; transparent governance.

As individual Trustees, we agree to fulfil this purpose through adherence to the following:

Role & Responsibilities

- We accept that our role is strategic and is focused on points i) to iii) above;
- We will fulfil our role and responsibilities as set out in our Scheme of Delegation;
- We will develop and share the ethos and values of our Trust;
- We understand the role and responsibilities of the Trust Board and that of the CEO and other Executive and Senior Leaders within the Trust;
- We will actively promote inclusive practice and seek assurance that all pupils can participate fully in Trust life, regardless of background, disadvantage, disability or special educational need. We will actively support and (informed by evidence) robustly challenge the CEO and other Executive and Senior Leaders and be constructive and respectful when holding them to account;
- We acknowledge that being a Trustee involves the commitment of time and involvement in Trust life and to our own individual professional development, including accessing appropriate training;
- We understand the compulsory requirement to undertake annual safeguarding training and will complete this by the end of the first half term the academic year, or within the first half term following appointment if appointed mid-year (as appropriate);
- We understand the compulsory requirement to undertake annual Cyber Security training and will complete this by the end of the first half term the academic year, or within the first half term following appointment if appointed mid-year (as appropriate);
- We understand the requirement to attend meetings and will prioritise attending all meetings. If this is not possible, we will submit our apologies and explanation, at least 24 hours in advance of a meeting, to the Clerk to the Trust (t.dalmeida@greensandacademytrust.co.uk);

- We will prepare for meetings by reading all relevant paperwork, and will attend meetings and visits prepared to make an informed and positive contribution, always observing meeting/visit protocols;
- We will actively involve ourselves in the work of the Trust Board and develop our knowledge of the Trust;
- We will always reflect open governance and act appropriately;
- We accept that in the interests of open governance, transparency and compliance with statutory regulations, our full names, date of appointment, appointing body, terms of office, roles within the Trust Board and its Committees, together with records of our attendance at meetings and relevant pecuniary and business interests will be published on the Trust website;
- We accept that information relating to Trustees will be collected and recorded on the DfE's national database (Get Information About Schools) and Companies House, some of which will be publicly available; Subject to confidentiality, data protection, commercial sensitivity and legal requirements, we accept that the approved minutes and any agenda and papers considered at a meeting will be made available to any interested person upon request;
- We will have regard to our responsibilities under [The Equality Act 2010](#) and will work to advance equality of opportunity for all;
- We will act as ambassadors for the Trust and uphold the reputation of the Trust at all times;
- We agree to adhere to Trust policies and procedures, including submitting a completed and signed DBS declaration at the start of each academic year.

Trust Board meetings

- Open discussion and debate is actively encouraged, and every spectrum of objective opinion is welcomed. As Trustees, we must act with probity, and take and consider professional advice from internal and/or from external advisers in all decision making. Where consensus is not achieved, decisions will be taken during Trust Board meetings by calling for a vote of those present (either in person or virtually). Trustees who abstain on, or vote against, any motion may request an appropriate note be made in the minutes. The Trust Board must be accountable, but may delegate authority on various matters (on which it is entitled to full reports as necessary).

Collective Responsibility

- We will champion the voices of our local communities and stakeholders;
- We will establish effective working relationships with our Governors and Members;
- We will strive to work as a team where professional relationships are actively promoted, maintained and respected with leaders, staff, parents and other relevant stakeholders from our local communities;
- We will express views appropriately, openly, courteously and respectfully in all our communications;
- We will always act in the best interests of the whole Trust and not represent individual or group interests;
- We will work to create an inclusive environment where each Trustee's contributions are valued equally;
- We will consider how our decisions may affect the Trust and local communities;

- We accept collective responsibility for all decisions made by the Trust Board. Irrespective of our personal views, we will support collective decisions once taken, whilst respecting statutory duties and obligations to declare concerns where governance, compliance or safeguarding issues arise. We will support the role of the Chair in ensuring appropriate and effective governance at all times.

Confidentiality

- While the Trust Board and its Committees aim to conduct their business openly, it is inevitable that some matters must be confidential, either for a time or always. We will observe complete confidentiality at all times, both inside or outside of the Trust, when matters are deemed confidential or where they concern individual staff, pupils or families, even after we leave office;
- We will always exercise discretion when discussions regarding Trust business arise outside Trust meetings;
- We will not reveal the details of any Trust Board or Committee vote, including our own and other Trustees' or Governors' voting intentions or history;
- We will follow the Trust's Data Protection Policy and Data Retention & Destruction Policy when using, storing, sharing and disposing of personal data, including confidential papers;
- We will inform the Trust's Data Protection Officer, Wendy Hill, immediately if we believe there has been a personal data breach.

Conflicts of interest

- We recognise that a conflict of interest can arise when an individual's personal or family interests conflict with those of the Trust. We will declare any business, personal or other interest that we have in connection with the Trust for recording in the Register of Interests, including the following:
 - links with individuals, businesses, contractors etc.;
 - directorships, shareholdings or other appointments where the Central Team or a school within the Trust may purchase goods or services from, or who are directly employed by the Trust; and
 - interests of persons such as:-
 - any family member (including but not limited to a parent, spouse, co-habitee or child) who may be expected to influence, or be influenced by, that person in their dealings with the Trust; and/or
 - a business partner where influence could be exerted by that person over a member of the Trust's governance community or a member of staff.
- We will declare any potential conflict at the start of any meeting;
- We will also ensure that individual entries in the Register of Interests are regularly reviewed and updated;
- We will withdraw, for an appropriate length of time, from any meeting or discussion of the Trust Board or Trust Committee when our Trustee colleagues agree that there is a conflict of interest;
- We will always give careful consideration to perceived and clear conflicts of interest.

Delegation - The Executive Team and the wider staff

- Staff and Trustees are expected to deal with each other with respect and courtesy. As Trustees, we must ensure there is a clear understanding of the scope of authority delegated to the CEO of

the Trust. Having given the CEO delegated authority, we should be careful, individually and collectively, not to undermine that authority either by word or action. Trustees delegate the management to the CEO, which includes the management of staff. If a Trustee has concerns relating to the performance of a member of staff, he or she should contact the Chair, who will take up the matter with the CEO.

Disagreements

- Where a Trustee has a disagreement on any matter, they should raise the matter informally with the Chair or through the normal procedures at a Trust Board meeting. If not resolved, a Trustee may request the matter be taken further by the Chair. If a satisfactory conclusion is not reached, the Trust Board may recommend the appointment of an independent mediator.

Removal from Office

- The Trust Board/Members’ Board (as appropriate), in determining whether to remove a Trustee from office, will make reference to the provisions of the Trust’s Articles of Association and Scheme of Delegation.

In signing this Code of Conduct, I accept the expectations implicit within it and agree to be accountable for my own conduct.

Signed:
Trustee

Full Name: **Dated:**



Reserved Matters

The Reserved Matters are those matters which cannot be delegated and are reserved for decision by the Members' Board (Schedule A) or by the Trust Board (Schedule B) to Greensand Multi Academy Trust ("the Trust"):

Schedule A

The following are reserved for decision by the Members' Board (subject to such other consents/requirements as might be required by law or the Funding Agreement)

1. to change the name of the Trust;
2. to change the Objects (which would require Charity Commission and Secretary of State consent);
3. to change the structure of the Trust Board;
4. to amend the Articles of Association;
5. to pass a resolution to wind up the Trust;
6. to appoint the auditors (save to the extent that the Trustees may make a casual appointment).

Schedule B

The following are reserved for decision by the Trust Board (subject to such other consents/requirements as might be required by law or the Funding Agreement)

7. to change the name of the member schools;
8. to determine the educational character, mission or ethos of the member schools;
9. to adopt or alter the constitution and terms of reference of any committee of the Trust Board;
10. to terminate a supplemental funding agreement for a member school;
11. to establish a trading company;
12. to sell, purchase, mortgage or charge any land in which the Trust has an interest;
13. to approve the annual estimates of income and expenditure (budgets) and major projects;
14. to appoint investment advisors;
15. to sign off the annual accounts;
16. to appoint or dismiss the CEO, the Finance & Operations Director, the Company Secretary or the Trust's Lead Governance Professional;
17. to do any other act which the Funding Agreement expressly reserves to the Trust Board or to another body (including for the avoidance of doubt, terminating the Funding Agreement or any part of it);
18. to do any other act which the Articles expressly reserve to the Trust Board or to another body; or
19. to do any other act which the Trust Board determine to be a Reserved Matter from time to time.



Trustee Declaration 2026/2027

I confirm that I am willing to act as a director of Greensand Multi Academy Trust ("a Trustee").

I further confirm that I am not disqualified from acting as a Trustee of Greensand Multi Academy Trust ("the Trust") by virtue of any provisions of the Trust's Articles of Association, including but not limited to the requirement that I am not disqualified from acting as a charity trustee or director by virtue of section 178 of the Charities Act 2011 (*extract included below*).

I declare that I have read and understood the Trust Board's Terms of Reference and the Trustees' Code of Conduct and I understand the Trust's purposes, vision and values.

I also confirm that any advice given by me to the Trust or its member schools is incidental to my professional expertise and is not given in my professional capacity.

Signed:.....

Dated:.....

Full name:

Address:

.....

.....

Please sign and retain the additional copy of this document with your records.

Greensand Multi Academy Trust: a company limited by guarantee.

Company registration number: 10980776.

Registered office: Pendleton Road, Reigate, Surrey RH2 7NT

Extract from section 178 of the Charities Act 2011

178 Persons disqualified from being charity trustees or trustees of a charity

- (1) A person (“P”) is disqualified from being a charity trustee or trustee for a charity in the following cases—

Case A

P has been convicted of

- (a) an offence specified in section 178A;
- (b) an offence, not specified in section 178A, that involves dishonesty or deception.

Case B

P has been made bankrupt or sequestration of P's estate has been awarded and (in either case)

- a) P has not been discharged, or
- b) P is the subject of a bankruptcy restrictions order or an interim order.

Case C

P has made a composition or arrangement with, or granted a trust deed for, creditors and has not been discharged in respect of it.

Case D

P has been removed as a trustee, charity trustee, officer, agent or employee of a charity by an order made—

- a) by the Commission under section 79(4) or by the Commission or the Commissioners under a relevant earlier enactment (as defined by section 179(5)), or
 - b) by the High Court,
- on the ground of any misconduct or mismanagement in the administration of the charity for which P was responsible or which P knew of and failed to take any reasonable step to oppose, or which P's conduct contributed to or facilitated.

Case E

P has been removed, under section 34(5)(e) of the Charities and Trustee Investment (Scotland) Act 2005 (asp 10) (powers of the Court of Session) or the relevant earlier legislation (as defined by section 179(6)), from being concerned in the management or control of any body.

Case F

P is subject to—

- a) a disqualification order or disqualification undertaking under the Company Directors Disqualification Act 1986 or the Company Directors Disqualification (Northern Ireland) Order 2002 (S.I. 2002/ 3150 (N.I.4)), or
- b) an order made under section 429(2) of the Insolvency Act 1986 (disabilities on revocation of county court administration order).

Case G

P is subject to—

- a) a moratorium period under a debt relief order under Part 7A of the Insolvency Act 1986; or

b) a debt relief restrictions order or interim order under Schedule 4ZB to that Act

Case H

P has been found to be in contempt of court under Civil Procedure Rules for—

(a) making a false disclosure statement, or causing one to be made, or

(b) making a false statement in a document verified by a statement of truth, or causing one to be made.

Case I

P has been found guilty of disobedience to an order or direction of the Commission on an application to the High Court under section 336(1).

Case J

P is a designated person for the purposes of—

(a) **[blank]**

(aa) regulations 8 to 12 of the ISIL (Da'esh) and Al-Qaida (United Nations Sanctions) (EU Exit) Regulations 2019 (S.I. 2019/466),

(c) regulations 11 to 15 of the Counter-Terrorism (International Sanctions) (EU Exit) Regulations 2019 (S.I. 2019/573), or

(d) regulations 11 to 15 of the Counter-Terrorism (Sanctions) (EU Exit) Regulations 2019 (S.I. 2019/577).

Case K

P is subject to the notification requirements of Part 2 of the Sexual Offences Act 2003.

(2) Subsection (1) is subject to sections 179 to 181.