

## **Responses to FAQ from the South York Multi-Academy Trust Consultation**

### **What does the conversion process involve?**

The conversion process involves five main stages although the actual process will be determined by the nature and status of the schools joining the MAT and any issues that emerge during the application and conversion process. The main stages are:

- the setting up of a charitable company known as the academy trust with a memorandum, articles of association and scheme of delegation – this memorandum and these articles and scheme of delegation define the governance arrangements of the MAT and its overall organisation, including establishing the powers delegated to individual schools and their governing bodies.
- putting in place a funding agreement between the academy trust and the Secretary of State for the running and funding of the academy school(s) – this will include a clause guaranteeing protection of the character of each type of school joining the MAT.
- transferring the employment of the staff of the school(s) from the local authority or governing body (as applicable) to the academy trust in accordance with TUPE – this is done on the basis of existing pay and conditions.
- negotiating a commercial transfer agreement for the transfer of assets and contracts of the school(s) from the local authority and/or governing body to the academy trust.
- arranging for the academy trust to have use of the land and buildings of the school(s), usually either by way of a 125 year lease with the local authority or the transfer of the freehold of the land, as applicable.

Voluntary aided and voluntary controlled schools will need to enter into a church supplemental agreement with the Secretary of State and their diocese, which sets out the use of any church lands by the academy trust and protection of the religious designation of the school.

There are particular issues and additional documentation that will need to be drafted and negotiated between the governing body, academy trust, local authority and the contractor, for any schools with PFI status.

### **What are the memorandum and articles of association?**

The academy trust is a charitable company limited by guarantee. Like all companies, the

academy trust will have a memorandum and articles of association. The memorandum sets out the names of the initial members of the academy trust and the articles are the rules that will govern the running of the company.

### **Who are the members?**

Members of a company limited by guarantee (like the academy trust) are similar to the shareholders in a company limited by shares. They are the 'guarantors' of the academy trust and act on an unpaid voluntary basis. They usually meet on an annual basis.

The role of a member is a 'hands-off, eyes on' role, broadly similar to the governance role of the local authority in maintaining standards and quality assuring a maintained school. Members will have limited powers which will include the right to wind up the academy trust, amend the articles of association, appoint other members and appoint and remove one or more trustees.

The DfE have clear preferences regarding members which state that:

- Members must not be employees of the trust unless permitted by the articles of association
- Retaining some distinction between the two layers ( members and trustees) ensures that members, independent of trustees, provide oversight and challenge.
- The DfE encourages trusts to have at least five members in total. The status and identity of the members will be determined in discussion with the schools forming the MAT, the Diocese and the Regional Schools Commissioner. Initial discussions have agreed two members will be appointed by the Diocese with two appointed by the schools and one member being drawn from a Higher Education Institution, potentially York St John University.

### **Who are the trustees?**

The individuals appointed to make strategic decisions about the day to day running of the academy trust have three names:

- they are directors because the academy trust is a company
- they are trustees because the academy trust is a charity (albeit one that is exempt from registering with the Charity Commission)
- they are governors because the academy trust is responsible for running the schools.

The trustees come together to form the board of trustees ('board') and act on a voluntary, unpaid basis. The role of the board is broadly similar to that of a governing body of a

maintained school. However, there are additional statutory duties under company and charity law that they will also be responsible for undertaking.

The trustees will largely be determined by the schools forming the MAT in discussion with the RSC and the members. The trustees will be appointed on a skills basis rather than on a stakeholder model. This is to ensure they govern in the best interests of the MAT as opposed to being representatives of individual schools. The strength of the skills set in our current governing bodies means we are confident we have the ability to recruit several of our existing governors into positions as trustees.

### **How will individual schools be governed and led?**

Each academy school will have its own local governing body (LGB) and sub-committee structure. The powers delegated to individual schools will be formalised into a scheme of delegation. This will operate on the basis of 'earned autonomy' where maximum autonomy within the MAT is delegated to successful schools.

Each school will retain its own Headteacher with the Headteacher of one of the schools also acting as the Executive Principal/CEO/Accounting Officer for the MAT. The Executive Principal/CEO/Accounting Officer is responsible for the standards and financial management of the MAT and is directly responsible to the MAT board. Appointment to this post and the level of remuneration will be determined by the members and the MAT board and will operate within an agreed pay range.

### **What will happen to pay and conditions for staff?**

The Transfer of Undertakings (Protection of Employment) Regulations 2006 (commonly known as 'TUPE') protects employees' terms and conditions of employment when their employment is transferred from one employer to another. In the case of an academy conversion, the employment of staff will transfer from the local authority or governing body of the school to the academy trust.

All staff will transfer to the academy trust on their existing terms and conditions of employment. This includes the protection of accrued pension rights for those in teaching and local government pension schemes.

### **What will happen to the school's land and buildings?**

This will depend on the type of school and the current ownership of the land:

- community schools – generally the land is owned by the local authority. The academy trust will occupy the school site by way of a 125 year lease and the local authority will become the landlord of the academy trust.

- church schools – land ownership is often split between the local authority and the diocese. For any land owned by the local authority, the academy will occupy that part of the school site through a 125 year lease. Where the diocese own the land, it is usual for the diocese to grant the academy trust a licence to use the land under the church supplemental agreement.
- trust schools – the freehold of the land will be transferred from the current foundation to the academy trust so that the academy trust will be the outright owner of the land.

Any sale of any school land will be, as now, subject to Secretary of State approval and is subject to strict conditions e,g, maintaining a required area of playing fields.

### **What will happen to admissions?**

Admissions arrangements will remain unchanged and will operate, as now, through the Local Authority for most schools in the MAT. Where CoE schools currently act as their own Admission Authority the existing admissions criteria will apply and admissions will still be co-ordinated via the LA . The MAT will have the power to control its own admissions but we will retain the existing catchment areas and admissions criteria.

There are already several MATs in operation within the city who all work effectively with the Local Authority on admissions issues and that have maintained the existing catchment arrangements. The MAT will be continue to be bound by the statutory Admissions Code.