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Education Trust

What makes good MAT governance and why is it important?

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A young woman with dark, curly hair is shown from the chest up, looking down at an open book. She is wearing a dark blue school uniform jacket over a white collared shirt. The background is a plain, light-colored wall.

In a multi-academy trust (MAT), the Trust Board is responsible for the academies (schools) within the MAT. However, Members of a MAT have ultimate control with the ability to appoint Trustees and the authority to amend the Trust's Articles of Association. Trustees of a MAT are responsible for three core governance functions which are the setting of the direction for the MAT; holding the MAT CEO to account through support and challenge; and ensuring financial probity. A MAT is both a registered charity as well as a Limited company and therefore Trustees are both Charity trustees and Company Directors. Trustees must therefore ensure that the MAT's governance arrangements fully comply with Charity law and Company law as well as those obligations placed upon them under Education legislation.

Whilst Education legislation underpins the MAT philosophy, the education legislation does not prescribe how MATs are composed and organised. However, regardless of the MAT composition, MAT governance can best be described as ensuring that the MAT's purpose, objectives, values and culture are fully aligned in order to deliver the strategy which is fundamentally about improving pupils' education outcomes. Furthermore, the Department for Education Governance Handbook states that the Board's first core function is to provide strategic leadership which involves setting the MATs overall strategic framework, including its vision and strategic priorities. In addition, Trustees are also responsible for setting, modelling and clearly demonstrating the MATs culture, values and ethos. An effective MAT Board governance framework and model are required to ensure that the MAT is well run and managed effectively. However, poor, ineffective or inappropriate MAT Board governance is highly likely to result in the MAT operating in an inefficient manner which will have a detrimental impact on pupil's educational outcomes!

The Board needs to have a clear purpose, whilst the Trustees should operate under a governance framework that is prudent, ethical and appropriate. An effective MAT will have controls that apply within the approved governance framework, which when implemented correctly, underpins highly effective governance. An integral part of a successful governance framework is ensuring that Trustees are provided with the right reports and information by the CEO and Executive team which present a fair and balanced assessment. These reports should include information provided in a clear format, should not be over-complicated and should include key performance indicators. The information provided to Trustees should include concise reports with sufficient detail to enable scrutiny and assessment of the progress of the MAT. The information received by Trustees should be accurate, clear and unambiguous so that all Trustees are able to undertake their governance role effectively.

Providing Trustees with the right information in timely manner ensures Trustees have time to read, analyse, assess and comment on proposals and in any decision making. This model of information provision demonstrates carefully considered Board decision-making which underpins effective MAT governance. Accurate and timely information provided to Trustees allows the Board to have clear oversight of the MAT so that the Trustees provide effective governance through independent challenge and support which is an integral part of the Board's decision-making. Underpinning an effective governance model though is having the right policies, processes and resources in place that support the provision and distribution of this information to Trustees.





Good MAT governance requires each Trustee to perform effectively within any clearly defined committee operating structure. However, having a clearly defined operating structure, a well-defined Terms of Reference for any committees and sub-committees, role descriptions, up to date policies and other important governance documentation is, in itself, not sufficient, for successful and effective governance. One critical element of effectiveness governance is where Trustees

and the CEO deploy a number of soft skills that include the right people, approach and culture. Effective MAT governance is also generally aligned with an empowered and competent group of Trustees who understand their accountability as individual Trustees as well as collectively as a Board; with scrutiny, challenge and support in the decision-making being a key Trustee function. As part of the decision-making process, Trustees will use a number of their skills, knowledge and experience, including experience of governance, strategy, risk, finance, HR, legal along with technology and social media skills.

All Trustees, as a Board, are collectively responsible for the successful progress of the MAT which includes the setting, implementing and managing ongoing delivery of the MAT's strategic objectives in order to improve pupil outcomes at all academies within the MAT. Trustees should also set a professional example by clearly demonstrating positive behaviours including independence, transparency, openness, impartiality, objectiveness and offering differing perspectives as these characteristics form the heart of what underpins exemplar MAT governance. It is worth noting that there is a clear division of responsibility between the Board Trustees and the Executives of the MAT. The Board determine the MAT strategy and objectives, but it is the Executive team, led by the CEO, which has responsibility for the day-to-day management and operation of the MAT and all the academies within the MAT.

A successful MAT is typified by Trustees who contribute actively to debate through challenge and support whilst using open and transparent decision-making. This evidence of challenge and debate by Trustees should be recorded in the Minutes of the Board meetings as these Minutes provide a clear audit trail of the governance processes followed for each decision made. However, the quality of the decision-making is very much dependent upon the type and quality of information provided to Trustees by the CEO and the Executive team. Whilst MAT Trustees are stewards of the vision, values and culture of the MAT they are also responsible for setting the strategy of the MAT as well as monitoring the implementation and subsequent development through the CEO and the Executive team. Board Trustees set the strategic objectives, ensure that they are clear and SMART, and then regularly measures the progress of the delivery. Effective Trustees take a strategic perspective whilst leaving the CEO and Executive team to focus on the operational aspects of managing MAT on a day-to-day basis. As a result, Trustees will openly scrutinise the work of the CEO and Executive team, providing challenge and support as necessary, whilst holding the CEO to account for delivering the MAT's vision. To put it another way, Board Trustees govern whilst the CEO, through the Executive team, manages the operation of the MAT.

Quality governance is dependent upon a clearly documented Scheme of Delegation that is approved by the Board. This Scheme of Delegation determines how the MAT operates and what functions and responsibilities, if any, are delegated to Board committees. Trustees have complete discretion over what, if anything, is delegated and these should be clearly stated in an unambiguous way in the Scheme of Delegation. Trustees can delegate a number of governance functions to an academy's Local Governing Body (LGB), thereby engaging individuals from the local community in the academy's decision making. However, if Trustees do delegate any governance functions to a LGB, it is still the Board that remains accountable and responsible for these functions. As a result, everyone involved in the MAT governance arrangements needs to ensure that they understand what their role is, and their level of responsibility. Trustees delegating any functions to a LGB will need to be satisfied that the LGB members have the time, experience and ability to adequately undertake these delegated functions.

Baroness Elizabeth Berridge, Parliamentary Under Secretary of State for Schools, stated in the Foreword of the Governance handbook (October 2020) that the MAT governance duty is, above all, to drive relentless ambition for the young people served by our schools system, whatever the circumstances. Good MAT governance therefore is critical to the successful education of pupils and as a result, Trustees and the CEO must have the skills, knowledge and experience to run and govern a MAT effectively and efficiently so that all pupils in the academies of the MAT benefit.





MAT trustees have responsibility for three core functions which are providing clarity and guidance on vision, ethos and strategic direction; holding the CEO, along with other Executive leaders, to account for pupil's educational performance, along with the performance management of all employees; and overseeing and ensuring effective financial performance.

It is also beneficial to good governance if Trustees are seen to be setting an example by conducting themselves in the highest standards of conduct and probity whilst ensuring that robust MAT governance exists, is understood and is consistently applied. These are critical aspects for effective management of financial resources and can be used to demonstrate compliance with the Academies Trust Handbook. As a result, Trustees need to have the right skills, experience, qualities and capacity whilst a regular evaluation of the governance model will identify where improvements can be made to continue to deliver quality governance which will have a positive impact across the MAT and supports all pupils receiving a quality education.

Furthermore, corporate governance concepts include transparency, independence, accountability, responsibility, fairness and social responsibility. The Committee on Standards in Public Life in 1995 published the Nolan Principles of selflessness, integrity, objectivity, accountability, openness, honesty and leadership; all of which apply to MAT Trustees. As a result, Trustees must keep these Nolan Principles firmly in mind when considering Board actions and in their decision making. However, each MAT has to determine how good governance for their MAT is actually put into practice. Furthermore, a MAT governance will vary according to the MAT's maturity model, as well as the composition of the academies within the MAT. In addition, whilst the governance framework applies regardless of the number of academies within the MAT, the actual governance model used will need to evolve and be adapted to reflect the number of academies within a MAT.

A MAT comprising one or two Primary academies is highly unlikely to have the same governance framework as a MAT with ten secondary academies regardless of location of the academies. Adding a geographical dimension to the governance framework further adds a level of complexity to ensuring a good governance model appropriate to the MAT is followed.

The CEO of a MAT is an integral partner with the Board on the successful governance of the MAT as well as being the MAT's Accounting Officer. As a result, one of the key responsibilities of the MAT Board, is appointing the CEO and then effectively managing the CEO's performance. Whilst the relationship between the Board and the CEO is central to the success of the MAT, the relationship between the Board's Chair and CEO is a critical part of determining this success. Whilst the Chair and CEO need to have a close working relationship, any such relationship must be at a business level with appropriate challenge and support. Whilst it would be reasonable to expect the majority of the proposals submitted by the CEO to be approved by the Board, the Board needs to avoid giving a perception that the Board is solely there to rubber stamp these proposals, which is definitely not the case. An effective relationship between the Chair and CEO must be established based upon professional and constructive discussion using an open relationship with respect and a mutual understanding. An effective Trust Board ensures that all Trustees provide sufficient scrutiny, challenge including rigorous debate of the information the CEO presents to the Board. However, the Board must be cognisant and alert to the fact that the management and day to day operation of the MAT is the sole responsibility of the CEO.

A MAT needs to have a governance structure that is fit-for-purpose as a fundamental requirement. However, whatever MAT governance model is originally adopted, the governance structure can, and will change and evolve, as the MAT grows, although any revised MAT governance structure has to be appropriate for the additional responsibilities that come with increasing the number of academies within the MAT.



Any MAT that is looking to grow through taking on additional academies will need to ensure that there is a robust framework in place that can evolve with the MAT, including ensuring that the Board have proper oversight over each individual academy in the MAT. In order to ensure that a MAT functions properly requires a Scheme of Delegation that is appropriate and allows for an appropriate degree of Board approved delegated responsibility to any sub-committee including a Local Governing Body. However, despite any delegated responsibility, the Board retains a crucial supervisory role over all academies in the MAT in order to ensure that pupils at each academy receive a quality education regardless of any diversity in style, location and size.

In summary, effective MAT governance depends upon the complex inter-relationships between various stakeholders, including Trustees, CEO and the MAT Executive team; processes, including any detailed Scheme of Delegation; and Systems, which are used to manage the overall MAT governance model. The mix of, and inter-relationship between people, processes and systems will determine the effectiveness of MAT governance. It is worth noting that any governance framework will evolve and develop with practical operational experience, but also as the MAT increases the number of academies within the MAT.

