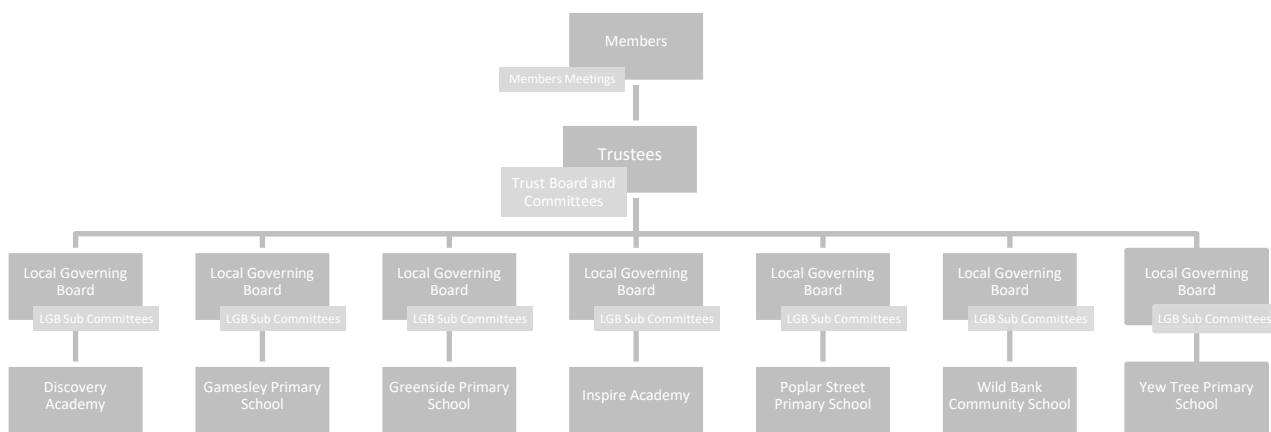




Structure of the Trust

The structure meets the minimum requirements stated in the Academies Financial Handbook (a Trust Board) and the Articles of Association, which require a Local Governing Board for each Academy. This ensures local accountability and responsibility, whilst ensuring the strategic direction and approach of the Trust.

1



Members

As charitable companies limited by guarantee every Trust has Members who have a similar role to the shareholders of a company limited by shares. They:

- are the subscribers to the Trust's Memorandum of Association (where they are founding Members);
- may amend the Articles of Association (the Articles include a definition of the Trust's charitable objects and governance structure) subject to any restrictions in the Articles or in the Trust's funding agreement or charity law;
- have powers to appoint and remove Trustees in certain circumstances; and
- appoint the Trust's auditors and receive the Trust's audited annual accounts (subject to the Companies Act).

Responsibility to conduct the business of the trust in accordance with company and charity law sits with the Trustees and so members are 'eyes on and hands off' to avoid compromising the board's discretion in exercising its responsibilities.

Trustees

The Trustees of the academy trust are also its company directors. They are referred to as Trustees, in recognition of the charitable status of trusts.

The board of Trustees manages the business of the Trust and focuses strongly on the three core functions of governance:

- ensuring clarity of vision, ethos and strategic direction;
- holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff; and

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- overseeing the financial performance of the organisation and making sure its money is well spent.

The Trustees ensure compliance with the Trust's charitable objects and with company and charity law, and adherence to the Trust's funding agreement with the Secretary of State.

The board of Trustees must comply with their statutory duties as company directors as set out in the Companies Act 2006. These comprise the duties to:

2

- act within their powers;
- promote the success of the company;
- exercise independent judgement;
- exercise reasonable care, skill and diligence;
- avoid conflicts of interest;
- not to accept benefits from third parties; and
- declare interest in proposed transactions or arrangements.

At this early stage in the development of the Trust we are proposing to grow primarily with schools that have been rated as Good by Ofsted joining the Trust. The Trustees have determined that additional Trustees may be recruited from the Governing Boards of schools joining the Trust, where they have the skills and expertise to assist in the development of the Trust. The Trust Board is expected to comprise 9 – 11 Trustees in total.