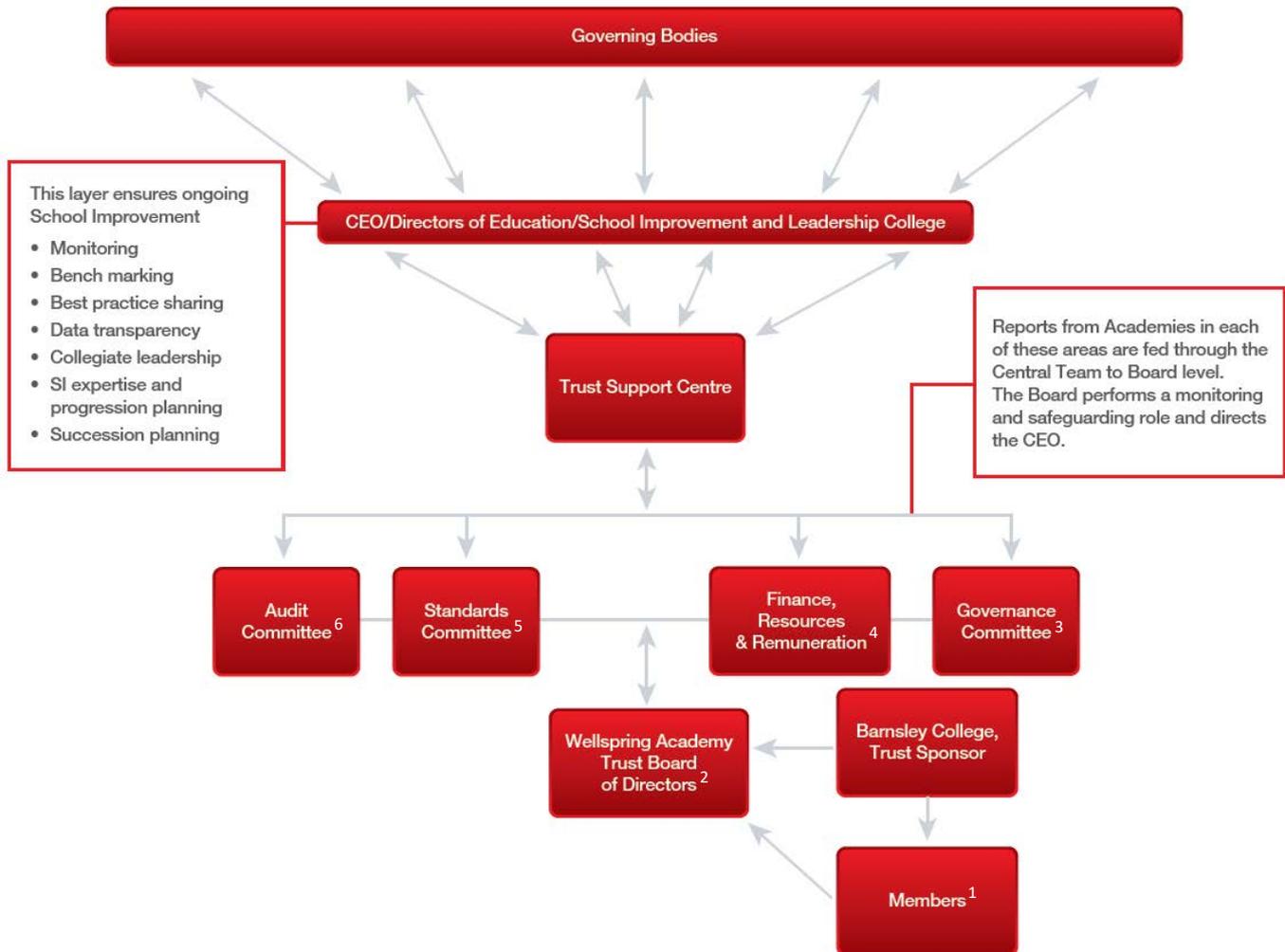


Wellspring Governance Structure



1 - The Trust's Members have a number of very important functions. They have responsibility for overseeing the performance and governance arrangements of the Trust and have specific powers as set out within the Articles of Association, including approving the Articles themselves and any subsequent amendments to them. Some decisions taken by the Board require Special Resolutions to be passed by the Members. There are required to be at least five Members. Members can be appointed by the Trust Board or by Barnsley College, the Trust's Sponsor. The Chair of the Trust Board reports to the Members on a regular basis and may be appointed by the Members to serve as a Member.

2 - The Board of Directors is responsible for the strategic direction of the Trust and oversight of the management of the Trust, ensuring it is solvent, well run and is delivering its charitable objectives. The legal powers of the Board reside with the Trust Board as a whole and not with individual Directors (Trustees). Accountability is a fundamental part of the academies programme and specific duties are placed on Directors (Trustees) to safeguard the Trust's resources, avoid conflicts of interest and promote transparency. Directors may be appointed by the Board itself, by the sponsor College and by the Members. The legal responsibilities of the Trust Board are derived from Company law and Charity law. On appointment, Directors must declare they are eligible to serve in that capacity and sign a declaration of eligibility.

3 - The Governance Committee's remit is to ensure that governance arrangements within the Trust are robust, advising the Board in respect of the Trust's Articles of Association, Schemes of Delegation, Terms of Reference and other governance policies and procedures. The Committee also oversees a range of other matters, including: the recruitment of Directors (Trustees) and academy Governors, training and development and Board / Committee / Governing Body effectiveness.

4 - The Finance, Resources & Remuneration (FRR) Committee's remit is to ensure sound management of the Trust's finances and resources, including planning, monitoring, probity and value for money. The Committee advises the Board regarding the year-end accounts, strategic matters with financial implications, remuneration and other key matters and reports to the Board any decisions taken in accordance with the Schemes of Delegation and delegated powers, including in respect of the Academies' assets and depreciation.

5 - The Standards Committee's remit is to monitor and advise the Board regarding the performance and standards of the Trust's Academies, with reference to a range of matters, including: the quality of the curriculum, key quantitative and qualitative benchmarks and process regarding the Academies' Action Plans.

6 - The Audit Committee's remit is to advise the Board and Accounting Officer (the CEO) regarding the adequacy and effectiveness of the Trust's internal controls, risk management, governance and value for money systems and frameworks. The Committee also advises the Board regarding the appointment of auditors and the planned audit approach, as well as considering reports from the internal and external auditors and other bodies and ensuring that actions are taken where required.