

# Tithe Academy: Scheme of Delegation

## Key points and summary

This document outlines:

- The requirements of the Articles of Association regarding delegation
- The principles of decision making within the academy trust
- The scheme of delegation within the academy trust
- The respective roles of the Trustees, Headteachers, and Local Governing Bodies

|                            |                                       |
|----------------------------|---------------------------------------|
| Approved by:               | Board of Trustees                     |
| Approved on:               | 18.10.23                              |
| Next Review date:          | Summer 2024 for 2024/25 academic year |
| Responsibility for review: | Chief Executive                       |

# 1. Introduction and statement of intent

The Academy Trust believes that:

- a. Members of the Trust should appoint effective Trustees and hold them to account for the performance of the Trust;
- b. The Board of Trustees should focus upon strategy and policies for the overall trust that would enhance student performance, operational efficiency, or learning between academies;
- c. A Local Governing Body should focus upon the performance of the school(s) that it is responsible for;
- d. Operational and managerial decisions should be delegated to the Chief Executive and Headteachers; and
- e. The Chief Executive and Headteachers should delegate operational decisions among their staff with a view to keeping decision making as close as possible to the operational impacts.

## 2. Scope and applicability

This policy outlines the framework for decision making within the Academy Trust. It applies to all members, trustees, governors, and staff.

## 3. The Articles of Association

The following are the relevant clauses from the Articles of Association that outline what can, and cannot, be delegated. The Articles of Association are DfE standard documents where the following clauses are not adjusted by individual academy trusts.

- Article 93: “Subject to provisions of the Companies Act 2006, the Articles and to any directions given by special resolution, the business of the Company shall be managed by the Trustees who may exercise all the powers of the Company.”
- Article 100: “Subject to these Articles, the Trustees:
  - may appoint committees to be known as Local Governing Bodies for each Academy (and the same Local Governing Body may be appointed for more than one Academy); and
  - may establish any other committee.”
- Article 101: “Subject to these Articles, the constitution, membership and proceedings of any committee shall be determined by the Trustees. The establishment, terms of reference, constitution and membership of any committee of the Trustees shall be reviewed at least once in every twelve months. The membership of any committee of the Trustees may include persons who are not Trustees, provided that (with the exception of the Local Governing Bodies) a majority of members of any such committee shall be Trustees. Except in the case of a Local Governing Body, no vote on any matter shall be taken at a meeting of a committee of the Trustees unless the majority of members of the committee present are Trustees.”
- Article 105: “The Trustees may delegate any of their powers or functions (including the power to sub-delegate) to any Trustee, committee (including any Local Governing Body), the Chief Executive Officer or Principals or any other holder of an executive office. Any such delegation shall be made in writing and subject to any conditions the Trustees may impose, and may be revoked or altered.”
- Article 105A: “A Trustee, committee (including any Local Governing Body), the Chief Executive Officer, the Principals or any other holder of an executive office to whom a power or function of the Trustees is delegated under Article 105 may further sub-delegate those powers or functions (or any of them) to a further person. Where any power or function of the Trustees is sub-delegated by any person to whom it has been delegated, that person must inform the Trustees as soon as reasonably practicable which powers

and functions have been further delegated and to whom, and any such sub-delegation shall be made subject to any conditions the Trustees may impose, and may be revoked or altered.”

- Article 106: “Where any power or function of the Trustees has been exercised by any committee (including any Local Governing Body), any Trustee, the Chief Executive Officer or Principals or any other holder of an executive office, or a person to whom a power or function has been sub-delegated under Article 105A, that person or committee shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.”
  - Article 107: “The Trustees shall appoint the Chief Executive Officer and the Principals of the Academies. The Trustees may delegate such powers and functions as they consider are required by the Chief Executive Officer and the Principals for the internal organisation, management and control of the Academies (including the implementation of all policies approved by the Trustees) and for the direction of the teaching and curriculum at the Academies.”
4. The Board of Trustees will not delegate to any individual or committee the following functions about the operation of trust governance:
- the constitution of the Trust;
  - the appointment or removal of the chair and vice-chair of the Board;
  - the appointment of the clerk to the Board;
  - the suspension of Trustees;
  - the establishment of trust-wide committees.
5. The Academy Trust uses the terms:
- Members to describe individuals who have the right to vote at General Meetings held in accordance with the Articles of Association;
  - Trustees to describe individuals who have the right to vote at Board meetings and who are registered as Directors at Companies House;
  - Governors to describe individuals who have the right to vote at Local Governing Body meetings; and
  - Headteacher rather than Principal.

## **6. Responsibilities under the policy**

### **Board of Trustees**

7. In accordance with Article 93, the Board of Trustees is able to exercise all of the powers of the Academy Trust. It is responsible for the performance of the Trust.
8. The Board of Trustees will always seek to arrive at the best solution for the Trust. To achieve this it will challenge, scrutinise, ask questions, and seek information and options from itself, other committees (including Local Governing Bodies), and employees in order to ensure effective oversight of the Trust and to improve the performance of the Trust. The Board will also offer support, constructive advice, and act as a sounding board for ideas for governors and employees.
9. The Board must designate a named individual as its accounting officer. The accounting officer is responsible to the Board for the overall management of the Trust and personally responsible to Parliament for the resources under their control. John Reavley shall be the accounting officer of the Academy Trust and will fulfil the role of Chief Executive.
10. In accordance with the requirements of the Academies Financial Handbook, the Trust shall appoint a Chief Financial Officer (CFO) to lead the Finance Department. Jacqueline Laverty will be the CFO.

11. The Board expects Members (and Trustees when co-opting Trustees) to appoint individuals with appropriate skills and expertise to enable the Board to discharge its functions effectively. It anticipates that it will include many of the following skills / experiences:

- Leadership / governance of secondary education
- Leadership / governance of primary education
- Special educational needs and disabilities
- Financial management / oversight, accountant / auditor
- Procurement / commercial expertise
- Property management / capital project / construction
- Human resources
- Law
- Broader children’s services (including safeguarding)
- Marketing / communications
- Programme / change management
- Non-executive / governance experience
- Local community expertise

### Committees and sub-committees

12. The Board of Trustees may establish a structure of Committees as appropriate. These Committees will act in an advisory capacity to the Board of Trustees except where powers have been specifically delegated to them by the Board of Trustees.

13. The Board of Trustees shall establish the following committees:

- f. A Local Governing Body each for Rooks Heath School (RHS) and Earlsmead Primary School (EPS); and
- g. An Audit and Risk Committee.

14. The terms of reference for each committee is outlined in Appendix One. Appendix Two outlines Panels that will be convened as required. The functions and proceedings of the committees are subject to regulations made by the Trustees from time to time pursuant to the powers contained in the Articles of Association.

15. Each committee and sub-committee will elect a Chair from amongst its number. The Chair of any committee established at ‘Trust level’ must be a Trustee. Each committee will establish its clerking arrangements.

16. The Board expects that each Local Governing Body will aim to include individuals who bring a variety of suitable skills and experiences that enable the LGB to discharge its responsibilities effectively. It also expects each LGB to include individuals drawn from staff and parent bodies of the school. The following table outlines in the first column the skill sets that may be considered to be beneficial, and in the second column an indication of the type of composition that may be adopted. It is more important to secure the right skill sets, than secure people from particular stakeholder constituencies.

| Desirable skills and experiences   | Potential composition   |
|--|---|
| <ul style="list-style-type: none"> <li>• Educational leadership / governance expertise, including SEND expertise</li> <li>• Expertise in other public services delivering to our community (i.e. health, children’s services)</li> <li>• Financial expertise</li> <li>• Legal expertise</li> <li>• Commercial / contracts expertise</li> </ul> | <ul style="list-style-type: none"> <li>• 1 Headteacher (ex-officio)</li> <li>• 1 or 2 members of staff</li> <li>• 2 – 4 parents</li> <li>• Up to 4 appointed by the Board based on ensuring a breadth of suitable skills</li> </ul> |

|  |  |
|--|--|
| <ul style="list-style-type: none"> <li>• Property expertise (such as surveyor, construction, architect)</li> <li>• Human Resources expertise</li> <li>• Marketing and business development expertise</li> <li>• Local community knowledge and expertise</li> </ul> <p>This list is not exhaustive.</p> |  |
|--|--|

17.The following LGB structure will apply:

|                 | 2021/22  | 2022/23 onwards   |
|-----------------|--|---|
| Joint LGB       | <ul style="list-style-type: none"> <li>• Earlsmead Headteacher</li> <li>• RHS Headteacher</li> <li>• 2 Earlsmead parents</li> <li>• Between 2 and 4 RHS parents</li> <li>• 2 Earlsmead staff</li> <li>• Between 2 and 4 RHS staff</li> <li>• Up to 3 Board appointed Earlsmead governors</li> <li>• Up to 3 Board appointed RHS governors</li> <li>• Up to 4 co-opted governors</li> </ul> |   |
| Earlsmead LGB   | N/A  | 1 Headteacher<br>2 parents<br>Up to 2 staff<br>Up to 3 Board appointed<br>Up to 2 co-opted by the LGB               |
| Rooks Heath LGB | N/A  | 1 Headteacher<br>Between 2 and 4 parents<br>Up to 2 staff<br>Up to 3 Board appointed<br>Up to 3 co-opted by the LGB |

18.All Trustees and Governors are expected to share the values of the Trust, including a commitment to ensuring every child reaches their potential, and a commitment to safeguarding. All Trustees and Governors are also expected to have a commitment to working as an active member of their committee, establish professional relations, to be willing to learn, and to undertake appropriate training to ensure that they can fulfil their responsibilities.

19.A Local Governing Body may choose to establish Working Groups for specific tasks; any such Working Group will act in an advisory capacity to the LGB that established it.

20.The following is the anticipated annual schedule of meetings. Annex Three sets out the anticipated timing and main agenda items for each meeting.

| Autumn term  | Spring term  | Summer term  |
|--|--|--|
| LGB 1<br>Board of Trustees 1                         | LGB 3<br>Board of Trustees 3                         | LGB 5<br>Board of Trustees 5                         |
| Half-term  |  |  |
| LGB 2<br>BoT Audit and Risk 1<br>Board of Trustees 2 | LGB 4<br>BoT Audit and Risk 2<br>Board of Trustees 4 | LGB 6<br>BoT Audit and Risk 3<br>Board of Trustees 6 |

|           |           |           |
|-----------|-----------|-----------|
| Members 1 | Members 2 | Members 3 |
|-----------|-----------|-----------|

### **Chief Executive, Headteachers and staff**

21. The Chief Executive is responsible for the internal organisation, management and control of the Academy Trust, for advising on and implementing the Trust's strategic framework, and for the implementation of all policies approved by the Trustees.
22. Headteachers are responsible for the internal organisation, management and control of their academy, for implementing policies approved by the Trustees or the relevant LGB, and for the direction of the teaching and the curriculum within the academy.
23. The Chief Executive will work with Headteachers to recommend trust-wide strategy and policy to the Trustees and to ensure that the trust fulfils its charitable objects.
24. The Headteachers will formulate aims and objectives and policies and targets for the academy in consultation with the Chief Executive, and these will be considered by Trustees and Governors as appropriate. The Headteachers will report to the Chief Executive, Governors and Trustees on progress.
25. The Chief Executive, Headteachers and staff are all accountable to governors and Trustees for the performance of each academy and the trust overall.
26. Governors and Trustees will be prepared to explain their decisions and actions to anyone who has a legitimate interest. This may include staff, pupils and parents as well as the local authority or the Secretary of State.
27. The Chief Executive will comply with any direction by the Board. Headteachers will comply with any direction by the Board, Chief Executive, or LGB (in that order of priority).
28. The Chief Executive and Headteachers will agree and monitor appropriate delegations of authority with other staff.
29. The Chief Executive has a standing right of attendance but is not a voting member at all LGB meetings.

### **30. Performance and Risk based approach to delegation**

31. The Academy Trust believes that delegation of functions and levels of delegation should relate to the performance and risk associated with the delegation. High performing schools, with strong and stable leadership, should have the higher levels of delegation.
32. Accordingly, Appendix Five includes 'standard' delegations and 'variable' delegations. Schools that are performing well and with normal levels of risk will receive the 'standard' delegation. If schools are not performing as well, or are considered higher risk, they may have reduced delegation in specified areas to reflect their current situation.
33. The Board may vary the level of financial delegation from the 'standard' delegation that is set out in Appendices Five and Six.
34. The Board will determine the appropriate levels of delegation for each LGB or postholder.
35. The Board will make its decisions based upon any or all of the following:
  - h. External evaluations, which may be of educational performance (such as Ofsted), financial management (such as audit processes or the ESFA), or operational management (such as Health and Safety inspections).

- i. Information available within the academy trust, such as student progress, financial monitoring, staffing information etc
- j. Changes in staffing at a school, in particular of its senior leadership – for example, the change from an experienced Headteacher to a first-time Head of School could increase the risk associated with the school for a period while the new Head of School becomes established.
- k. The advice of the Chief Executive.

36. The table below details the current areas of ‘variable delegation’ applying to each school. These will be reviewed as appropriate, and at least annually through the review of this Scheme of Delegation.

| School                   | Areas of variable delegation |
|--------------------------|------------------------------|
| Earlsmead Primary School | None                         |
| Rooks Heath School       | None                         |

## 37. Appendices

Appendix One: Committee Terms of Reference

Appendix Two: Panels

Appendix Three: Meeting agendas

Appendix Four: Expectations of Members, Trustees, and Governors

Appendix Five: Decision and Responsibility Matrix

Appendix Six: Summary of financial delegations

Appendix Seven: Policy grid

# Appendix One: Committee Terms of Reference

## General notes

All committees have the following responsibilities. To:

- receive reports about matters relating to any of the issues listed in their terms of reference;
- contribute to, monitor and evaluate relevant parts of the academy or Trust self-assessment and improvement / development plans;
- contribute to, monitor and evaluate the policies allocated to them, reporting or making recommendations to the LGB or Board of Trustees as appropriate;
- consider recommendations from relevant external reviews for example audit, Ofsted or local authority review, to agree the actions needed to address any issues identified and to monitor and evaluate regularly the implementation of any plan agreed, reporting or making recommendations to the LGB or Board of Trustees as appropriate;
- consider the views of students when these have been sought;
- consider the impact on equality, and act with regard to the equality duty at all times;
- act in accordance with the requirements of the Articles of Association, Funding Agreements, statutory DfE guidance, and the Nolan principles of public life at all times;
- take appropriate action on any other relevant matter.

## The General Equality Duty

In accordance with the Equality Act, whereby the Academy Trust is a public body, all committees must have due regard to the need to:

- eliminate discrimination, harassment, victimisation and any other conduct that is prohibited by the Act
- advance equality of opportunity between persons who share a relevant protected characteristic and persons who do not share it
- foster good relations between persons who share a relevant protected characteristic and persons who do not share it.

The following are the protected characteristics within the Equality Act:

- Age (not pupils)
- Disability
- Ethnicity and race
- Gender
- Gender reassignment
- Marriage and civil partnership
- Pregnancy and maternity
- Religion and belief
- Sexual identity and orientation

## Nolan 7 principles of public life

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 behaviours. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

## **a) Board of Trustees**

### **Purpose**

The Board of Trustees is accountable for the performance of the Trust. To discharge this accountability it will retain responsibility for:

- setting the vision and strategy for the Trust;
- ensuring the quality of educational provision within the Trust;
- challenging and monitoring the performance of each school within the Trust;
- managing the Trust's resources effectively;
- appointing the Chef Executive, Headteachers, and Chief Financial Officer;
- ensuring that the Trust complies with charity and company law;
- ensuring that the Trust and each school complies with the Funding Agreements; and
- exercising reasonable skill and care in carrying out its duties.

### **Membership, Meetings and Quorum**

Membership: As set out in Articles 46 and 58 of the Articles of Association.

Quorum: As set out in Articles 117 and 119 of the Articles of Association.

Meetings: As set out in Appendix Three with additional meetings as required, noting the requirement in Article 109 of the Articles of Association for at least three meetings a year.

### **Reserved Decisions**

The following Reserved Decisions will not be delegated to any Committee or individual:

- Approval of the vision and strategy for the Trust
- Approval of the annual budget for the Trust;
- Approval of the accounts for the previous financial year and Annual Report;
- Approval of acquisition or disposal of freehold or leasehold interests in land;
- Approval of any proposals for other schools to join the Trust (whether these are existing schools or Free School applications), or for any school to leave the Trust;
- Appointment of the Chief Executive and Chief Financial Officer, and the appointment decision about Headteachers on the advice of the appropriate selection panel; and
- Approval of the policies reserved to the Board, including this Scheme of Delegation, Financial Regulations / Policies, employment policies, and policies relating to child protection / safeguarding and health and safety.

### **Terms of Reference**

The Board will make strategic and key financial / operational decisions to enable the Trust to perform as effectively and efficiently as possible. The Board will make decisions and receive monitoring / evaluation reports (with actions / decisions as necessary) regarding:

- The leadership and management of the trust, including the effective deployment of resources (including money, staff, and infrastructure such as site / buildings and ICT);
- The performance of the trust, including targets and measures of educational, financial, and operational performance; and
- The compliance of the trust with its legal and contractual obligations, including safeguarding (including prevent), health and safety, equalities, and the approach to risk identification and management.

**Chair's Action**

In accordance with Article 102 of the Articles of Association it is recommended that in the event that the Chair, or Vice Chair if the Chair is unavailable, is of the opinion that a matter of urgency exists and a delay in exercising the function would likely be seriously detrimental to the interests of the Trust, any school within the Trust, any pupil or their parent or a person who works at the Trust, then they may exercise any function of the Company which can be delegated to an individual or any function relating to the exclusion of pupils.

## **b) Audit and Risk Committee of the Board of Trustees**

### **Purpose**

The role of the Audit & Risk Committee is to maintain an oversight of the Trust's governance, risk management, internal control and value for money framework. It will report its findings annually to the Board of Trustees and the Accounting Officer as part of the Trust's annual reporting requirements.

The Audit & Risk Committee has no executive powers or operational responsibilities/duties.

### **Membership, Meetings & Quorum**

The membership will consist of at least three members of the Board of Trustees including the Accounting Officer, but excluding the Chair of Trustees who may not be a member of the Committee. The committee may co-opt up to two external members.

The Audit and Risk Committee will be quorate if three members are present and a majority of members present are Trustees.

The clerk for the Board of Trustees will clerk this committee.

The Committee shall meet as set out in Appendix Three with additional meetings as required.

### **Terms of Reference**

The duties of the Audit & Risk Committee are to:

- Advise the Board of Trustees and Accounting Officer on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
- Advise the Board of Trustees on the appointment, re-appointment, dismissal and remuneration of the external and regularity auditor.
- Advise the Board of Trustees on the need for, and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of, an internal auditor or other assurance provider to ensure that the Trust meets its legal and contractual requirements.
- Advise the Board of Trustees on an appropriate programme of work to be undertaken through the audit and assurance processes. This programme of work will be derived from the Audit & Risk Committee's regard of the key risks faced by the Trust, the assurance framework in place and its duty to report to the Board of Trustees.
- Review the external auditor's annual planning document and approve the planned audit approach.
- Receive reports (annual reports, management letters etc) from the external auditor and other bodies, for example the ESFA and NAO, and consider any issues raised, the associated management response and action plans. Where deemed appropriate, reports should be referred to the Board or other committee for information and action.
- Monitor outstanding audit recommendations from whatever source and ensure any delays to implementation dates are reasonable.
- Review the Trust's fraud response plan and ensure that all allegations of fraud or irregularity are managed and investigated appropriately.
- Consider any additional services delivered by the external auditor or other assurance provider and ensure appropriate independence is maintained.
- Meet with the external auditor, without management present, at least annually.

## c) Local Governing Body

### Purpose

- To set the curriculum for the schools and monitor standards to ensure that every pupil makes good progress and achieves well.
- To set the School Improvement Plans and monitor implementation to ensure that provision continues to improve.

### Membership, Meetings & Quorum

Membership: As approved by the Board. The LGB may invite other members of staff to attend in a non-voting capacity. There must always be at least two governors who were, at the time of their appointment, parents of children at each school that the LGB serves; if the LGB is unable to recruit parent governors in two consecutive processes of seeking nominations, the Board shall be entitled to appoint individuals in the accordance with Articles 54A and 56.

### Appointment:

- Headteacher / Head of School – ex-officio
- Parents: Parent governors shall be appointed by the following process:
  - Seeking nominations from all parents (including, where relevant, stating any particular skill sets that the LGB would benefit from);
  - If there are fewer nominations than vacancies, and if the nominees have appropriate skills sets, the nominees are appointed by the LGB, and the LGB then seeks to appoint additional parents with appropriate skills as parent governors to fill any vacancies (posts can be held vacant until the following term where the LGB considers this appropriate, such as to enable parents of an incoming year group to be eligible);
  - If there are more nominations than vacancies, Governors will develop a shortlist of the nominations who have appropriate skill sets (and this process may involve meeting nominees), and an election will be held where the parents / carers of each child attending the school on the date that the election starts are entitled to vote (one vote per child) for the shortlisted nominees. The nominee with the largest number of votes will be appointed by the LGB; if there was more than one vacancy this process shall be repeated until all vacancies are filled (i.e. if two vacancies, the two nominees with the most votes shall be appointed).
- Staff: The Board shall appoint following nominations being sought on the basis of required skill sets. If there are not suitable nominees, the Board may approach and, with their consent, appoint eligible individuals. If there are more nominations, the Board shall determine which individual shall join the LGB.??
- LGB Co-opted: Co-opted by ordinary decision of those Governors who are not themselves co-opted based on the skills / experience that is required by the LGB to ensure its effectiveness.
- Board appointed: Appointed by ordinary resolution of the Board based on the skills / experience that is required by the LGB to ensure its effectiveness.

### Term of office:

- Headteacher / Head of School: Ex-officio
- Parent / Staff Governors: 4 years
- LGB Co-opted: LGB to specify a term of (usually) not longer than 4 years
- Board appointed: 4 years. The Board may remove a 'Board appointed governor' at any time (even during their term of office) if they believe that the person has not adequately fulfilled the role of Governor.
- The CEO has standing right of attendance at all LGB meetings but is not a voting member.

Individuals will be eligible for re-election or re-appointment.

All Governors must comply with the provisions within the Articles of Association for ineligibility as if they were Trustees of the Trust.

Governors of the school must declare conflicts of interest in accordance with the Articles of Association as if they were Trustees of the Trust.

Meetings: as set out in Appendix Three with additional meetings as required.

Meetings of the LGB will be quorate if 5 or one-half of Governors are present (whichever is the greater); this provision applies to every part of the meeting.

Each Governor shall have one vote and shall not be able to vote by proxy. All decisions require a majority of the persons present and entitled to vote. The Chair will have a second and casting vote if necessary. Resolutions can be passed in writing, signed by all eligible Governors, and this will be as effective as if the resolution had been passed at a meeting.

Chair and Vice-Chair: Elected by the LGB at the first meeting each school year. The Chair and Vice-Chair must not be employees of the Trust. The Chair and Vice-Chair would be appointed for a two year term.

### **Terms of Reference**

Subject to the provisions of the Articles, this Scheme of Delegation and the Reserved Decisions, the LGB may make any decision necessary to provide high quality education within the school. The objectives of the LGB are to ensure that:

- Student performance, progress and outcomes are maximised;
- Resources of the school(s) are used effectively; and
- The school(s) complies with statutory regulations and the Funding Agreements.

Specifically, the LGB is to:

- Approve the School Improvement Plan and monitor its implementation, ensuring that it focuses upon:
  - Maintaining and, where necessary, improving the quality of teaching;
  - Closing any identified gaps in performance, be these subjects or identified groups of students; and
  - Continuous Professional Development of staff;
- Approve the curriculum and monitor its delivery;
- Recommend educational targets to the Board of Trustees and, once approved, monitor progress towards those targets;
- Monitor and evaluate progress and attainment of students in all year groups / subjects, including for different groups of students (such as PPG, SEND, EAL), and including in comparison with current and historic school, local and national data;
- Evaluate application and impact of the trust's or school's policies and make or recommend changes in accordance with this Scheme of Delegation (this includes safeguarding and SEND policies);
- Ensure effective usage of financial, staff, and land / buildings / infrastructure / ICT resources (including operating within their approved budget and staffing establishment) so as to maximise impact upon student progress and well-being in accordance with this Scheme of Delegation;
- Receive, and respond to, feedback from students and parents, and from external reviews of provision; and
- Review and adopt policies in accordance with this Scheme of Delegation.

#### **d) Chief Executive Performance Review Committee**

Two or three trustees to meet annually with an external reviewer to set and review objectives for the Chief Executive and review the Chief Executive's salary.

#### **e) Headteacher / Head of School Performance Review Committee**

Two trustees to meet annually with the Chief Executive (and School Improvement Partner where agreed) to set and review objectives for the Headteacher / Head of School and to make a recommendation to Trustees regarding the Headteacher / Head of School's salary.

#### **f) Pay Committee (one per LGB)**

##### **Purpose**

The Committee is responsible for determining the pay and undertaking the pay review for staff in accordance with the trust's Pay Policy.

##### **Membership, Meetings and Quorum**

Membership: Up to 5 Governors, with no Governors who are employees being eligible for this Committee due to conflicts of interest.

Quorum: 3 Governors who are entitled to vote.

Meetings: As required.

##### **Terms of Reference**

The committee's principal duty is to determine the pay and undertake the pay review for staff (except Headteacher) in accordance with the trust's Pay Policy. In order to carry out this duty, the committee will:

1. Determine as set out in the Pay Policy:
  - a. taking account of the recommendation of the Headteacher, the pay progression of each eligible teacher at the annual review carried out by the Pay committee in accordance with the Pay Policy;
  - b. the award of points on the Leadership Pay Spine for the Headteacher and leadership team;
  - c. progression on to and on the Upper Pay Range;
  - d. all other discretionary payments as set out in the Pay Policy;
2. Report to the Board of Trustees:
  - a. that a meeting has taken place and the general purpose and outcome of that meeting without identifying specific individuals;
  - b. in respect of its decisions in relations to staff pay without identifying specific individuals so that the annual pay budget can be determined from time to time;
3. Have regard to the School Improvement Plan and any budget information (including views of the Board of Trustees) when determining discretionary payments;
4. Minute clearly the reasons for all decisions and report the fact of these decisions (on an anonymised basis) to the next meeting of the Board of Trustees;
5. Provide anonymised information to the LGB and Board of Trustees from the last three years, which shows the patterns of progression of teachers.

## Appendix Two: Panels

The following Panels may be convened as required.

1. Complaints Panel – convened as required and subsequent report to the next BoT or LGB meeting, including any lessons learned for the Trust or school and / or recommendations for policies or procedures.
2. Employment Appeals Panels – convened as required for grievance, dismissal, or dismissal appeal hearings and report and report to the next LGB / Board meeting as appropriate, including any lessons learned for the school and / or recommendations for policies or procedures.
3. Chief Executive / Headteacher / Head of School / Deputy Headteacher appointment Panel – convened as required and report to the next LGB / Board meeting as appropriate, including any lessons learned for the school and / or recommendations for policies or procedures.
4. Pupil Exclusions Panel – convened as required and report to the next LGB meeting, including any lessons learned for the school and / or recommendations for policies or procedures.

In each situation, the Panel will include the appropriate number of Trustees or Governors (as specified in the relevant policy or, if not specified, three individuals) who have not previously been involved with the incident and have no prior knowledge of the incident concerned. For complaint hearings, the panel shall include an individual who is independent from the management and running of any school within the Trust.

Each Panel will have an appropriately trained and experienced clerk.

The Panel will follow procedures as set down in the relevant policy or as set out in law as appropriate.

If a second or appeal panel is required, this shall include three different Governors.

If a Headteacher / Head of School or the Chief Executive is the subject of the staffing issue or complaint, the roles above undertaken by governors will instead be undertaken by Trustees.



## Appendix Three: Meeting agendas

This appendix will apply from the commencement of the 2022/23 academic year.

| Autumn term  | Spring term  | Summer term  |
|--|--|--|
| LGB 1<br>Board of Trustees 1                             | LGB 3<br>Board of Trustees 3                               | LGB 5<br>Board of Trustees 5                             |
| Half-term  |  |  |
| LGB 2<br>BoT Audit 1<br>Board of Trustees 2<br>Members 1 | LGB 4<br>Bot Audit 2<br>Board of Trustees 4<br>Bot Audit 2 | LGB 6<br>Bot Audit 3<br>Board of Trustees 6<br>Members 2 |

| Meeting  | Main agenda items   |
|--|---|
| LGB 1<br><br>1 <sup>st</sup> week of<br>October                      | <ul style="list-style-type: none"> <li>• Elect chair and vice chair; appoint lead governors</li> <li>• Agree educational targets for this academic year</li> <li>• Approve School Improvement Plan (inc LGB objectives)</li> <li>• Approve School Evaluation Form (SEF)</li> <li>• Whether to consult on changes to admissions policy</li> <li>• Exam / national test results for previous academic year</li> <li>• Initial outturn for previous financial year</li> <li>• Start of year update (pupil numbers, staffing etc)</li> <li>• DfE / Ofsted etc policy updates</li> </ul> |
| Board of<br>Trustees 1<br><br>3 <sup>rd</sup> week in<br>October     | <ul style="list-style-type: none"> <li>• Approve Trust educational targets for this academic year</li> <li>• Approve Trust Improvement Plan</li> <li>• Approve Trust Evaluation Form</li> <li>• Exam / national test results for previous academic year for all schools</li> <li>• Initial outturn for previous financial year</li> <li>• Start of year update (pupil numbers, staffing etc)</li> <li>• DfE / Ofsted etc policy updates</li> </ul>  |
| LGB 2<br><br>2 <sup>nd</sup> / 3 <sup>rd</sup> week<br>in November   | <ul style="list-style-type: none"> <li>• Safeguarding and well-being review (inc absence / exclusions / behaviour)</li> <li>• School risk register</li> <li>• Month 2 Finance Report, staffing data</li> <li>• Admissions preferences for next year (Y7)</li> </ul>   |
| Board Audit<br>and Risk 1<br><br>4 <sup>th</sup> week in<br>November | <ul style="list-style-type: none"> <li>• Recommendations to LGBs / BoT arising from audits / internal scrutiny and risk registers</li> <li>• Term 1 internal scrutiny report</li> <li>• School and trust risk registers</li> <li>• Review of extended assurance reports from previous year</li> <li>• Draft Annual Report and Accounts, including issues from audit</li> </ul>  |
| Board of<br>Trustees 2<br><br>2 <sup>nd</sup> week of<br>December    | <ul style="list-style-type: none"> <li>• Annual Report and Accounts</li> <li>• Any issues from audits</li> <li>• Month 2 Finance Report, staffing data</li> </ul>   |

|   |  |
|---|--|
| Members 1<br>Immediately<br>after BoT 2   | <ul style="list-style-type: none"> <li>• Annual Report and Accounts</li> <li>• Any Member decisions required (Trustee appointments, Special Resolutions)</li> <li>• Trust performance update (educational, financial, operational) from position at end of previous academic year</li> </ul>   |
| LGB 3<br><br>3 <sup>rd</sup> / 4 <sup>th</sup> week<br>in January                   | <ul style="list-style-type: none"> <li>• Approve Admissions Policy for next year + 1 (by 18/2)</li> <li>• Term 1 pupil data pack (educational performance, safeguarding, absence, exclusions, behaviour etc) + SIP term 1 report</li> <li>• Month 4 Finance Report / staffing data</li> <li>• RaiseOnline review</li> <li>• Admissions preferences for next year (YR)</li> <li>• Destination data for previous cohort</li> <li>• SEF update</li> </ul> |
| Board of<br>Trustees 3<br><br>1 <sup>st</sup> / 2 <sup>nd</sup> week<br>in February | <ul style="list-style-type: none"> <li>• Term 1 pupil data pack (educational performance, safeguarding, absence, exclusions, behaviour etc) + SIP term 1 reports</li> <li>• Month 4 Finance Report / staffing data</li> <li>• RaiseOnline review</li> <li>• Admissions preferences for next year</li> <li>• Destination data for previous cohort</li> </ul>  |
| LGB 4<br><br>Mid March  | <ul style="list-style-type: none"> <li>• SEND + Vulnerable pupils review</li> <li>• H&amp;S review</li> </ul>  |
| Board Audit<br>and Risk 2<br><br>2 <sup>nd</sup> / 3 <sup>rd</sup> week<br>in March | <ul style="list-style-type: none"> <li>• Review waivers and virements</li> <li>• Review risk register</li> <li>• Review internal audit themes</li> <li>• Review major contracts</li> <li>• Term 2 internal scrutiny report</li> </ul>  |
| Board of<br>Trustees 4<br><br>2 <sup>nd</sup> / 3 <sup>rd</sup> week<br>in March    | <ul style="list-style-type: none"> <li>• Budget approach for next year (Central Service Charge, assumptions regarding costs etc)</li> <li>• Month 6 Finance Report / staffing data</li> <li>• Staff and Leadership Development + succession planning</li> </ul>  |
| LGB 5<br><br>1 <sup>st</sup> / 2 <sup>nd</sup> week<br>of May                       | <ul style="list-style-type: none"> <li>• Term 2 pupil data pack (educational performance, safeguarding, absence, exclusions, behaviour etc) + SIP term 2 report</li> <li>• Projected national test performance</li> <li>• Review of major school contract performance (catering, cleaning, grounds)</li> <li>• Initial budget for next year</li> </ul>   |
| Board of<br>Trustees 5<br><br>Week after<br>May half-term                           | <ul style="list-style-type: none"> <li>• Term 2 pupil data pack (educational performance, safeguarding, absence, exclusions, behaviour etc) + SIP term 2 reports</li> <li>• Projected national test performance</li> <li>• Month 8 Finance Report / staffing data</li> <li>• Draft budget for next year</li> </ul>   |
| LGB 6<br><br>Last week in<br>June   | <ul style="list-style-type: none"> <li>• Month 8 or 9 Finance Report / staffing data</li> <li>• Proposed budget for next year</li> <li>• 3 year budget</li> <li>• Review of the school year</li> <li>• Priorities for School Improvement Plan</li> <li>• Review of LGB performance, including LGB targets / priorities for next year</li> </ul>  |
| Board Audit<br>and Risk 3<br><br>By end of 2 <sup>nd</sup><br>week in July          | <ul style="list-style-type: none"> <li>• Themes / actions from extended assurance reports</li> <li>• Themes / issues / risks from financial / educational / safeguarding / staffing data</li> <li>• Trust risk register</li> <li>• Term 3 internal scrutiny report</li> </ul>  |

|   |   |
|---|---|
| <p>Board of Trustees 6</p> <p>2<sup>nd</sup> week in July</p> | <ul style="list-style-type: none"> <li>• Month 9 Finance Report / staffing data</li> <li>• Budget for next year</li> <li>• 3 year budget</li> <li>• Term 3 internal scrutiny report</li> <li>• Review of the school year</li> <li>• Priorities for Trust Improvement Plan</li> <li>• Pay policy</li> <li>• Review of LGB performance, including LGB targets / priorities for next year</li> </ul> |
| <p>Members 2</p> <p>Immediately after BoT6</p>                | <ul style="list-style-type: none"> <li>• Review of Board and Trustee performance</li> <li>• Any Member decisions required (Trustee appointments, Special Resolutions)</li> <li>• Trust performance (educational, financial, operational), including following year budget / priorities</li> </ul>   |

## **Appendix Four: Expectations of Members, Trustees, and Governors**

### **The Role of a Member**

The Members fulfil a role similar to that of shareholders - their main role is to appoint Trustees, but they also have to approve changes to the name of the Academy Trust and the Articles of Association.

Each Member is liable for up to £10 if the Trust becomes insolvent.

### **Obligations of Members**

To use their skills, knowledge, and experience to:

1. Ensure that Members are actively involved in their decision making, including that General Meetings are quorate, and that Members who are inactive and so hinder the ability of Members to act are removed;
2. Appoint additional suitable individuals as Members if required to ensure that there are five Members;
3. Appoint individuals as Trustees in accordance with the Articles of Association who bring skills, knowledge and / or experience to the Board of Trustees that will improve the ability of the Board to lead the Trust effectively;
4. Remove Member appointed Trustees where they cease to be eligible to remain as Trustees in accordance with the Articles of Association;
5. Review performance of the Board of Trustees, including Member appointed Trustees, and challenge, and if necessary remove, Member appointed Trustees where those individuals have not, in accordance with the Articles or in the reasonable opinion of the Members, contributed sufficiently to the leadership of the trust;
6. Consider requests from the Board for decisions reserved to Members (such as changing the name of the trust, changing the Articles of Association of the trust); and
7. Challenge the strategy and performance of the Board through General Meetings.

### **Requirements of Members**

The five requirements of Members are to:

1. To understand the strategy of the trust and the broader educational context that it is operating within;
2. To understand the requirements of the Member role and appoint suitable individuals as Members, or remove Members if that is necessary;
3. To understand the requirements of the Trustee role and appoint suitable individuals as Member appointed Trustees, or remove Member appointed Trustees if that is necessary. Members' are expected to take account of the skills, knowledge and experience already on the Board when appointing Trustees, and also to consider the skills that are most necessary in order to deliver the strategy of the trust;
4. To attend General Meetings, and ensure that they have read any associated reports in advance and so are able to contribute effectively; and
5. To be involved in other processes that require Member decisions, whether by General Meeting or written resolution.

### **Likely Time Commitment for Members**

In terms of the time commitment, it is likely to be:

1. Attendance at two scheduled General Meetings a year

2. Involvement in processes for appointing or removing Members or Trustees, which may involve attending a General Meeting or completion of written resolutions – this is likely to have a limited time requirement.
3. Involvement in other processes that require Member resolutions – this is likely to have a limited time requirement.

### **Person Specification for Members**

An effective Member will demonstrate:

1. A commitment to securing the best educational outcomes for all children;
2. A commitment to the vision, values, and objectives of the trust;
3. An ability to question effectively;
4. An ability to appoint effective trustees, with appropriate skill sets, to ensure the success of the trust;  
and
5. The decisiveness to remove Trustees where they are ineffective.

## The Role of a Trustee

The individuals on the Board of Trustees are called Trustees (while the individuals on a Local Governing Body are called Governors).

The Board of Trustees is accountable for the performance of the Trust. It is responsible for the leadership of the Trust, and for establishing delegations to LGBs and to Headteachers for the day to day operational management of the schools within the Trust.

To discharge its accountability the Board will retain responsibility for:

1. setting the vision and strategy for the Trust;
2. ensuring the quality of educational provision within the Trust;
3. challenging and monitoring the performance of each school within the Trust;
4. managing the Trust's resources effectively;
5. appointing the Chief Executive, Headteachers, and Chief Financial Officer;
6. ensuring that the Trust complies with charity and company law;
7. ensuring that the Trust and each school complies with the Funding Agreements; and
8. exercising reasonable skill and care in carrying out its duties.

The role of a Trustee is not to manage operations – that is the role of Headteachers and senior staff; the role of Trustees is to set strategy and hold the Headteachers to account for delivery of that strategy and performance (including compliance).

## Obligations of Trustees

It is important that Trustees understand their responsibilities under company and charity law, as well as the role of being the legal Governing Body for all schools within the trust.

The latest version of the DfE 'Governance Handbook' (<https://www.gov.uk/government/publications/governance-handbook>) identifies the three key roles of the Governing Body as being:

1. Ensuring clarity of vision, ethos and strategic direction;
2. Holding the headteacher to account for the educational performance of the school and its pupils, and the performance management of staff; and
3. Overseeing the financial performance of the school and making sure its money is well spent.

The responsibilities for Trustees / Directors under charity and company law are to:

|   |   |
|---|---|
| Trustee responsibilities are to: <ul style="list-style-type: none"><li>• ensure the charity is carrying out its purposes for the public benefit;</li><li>• comply with the charity's governing document and the law;</li><li>• act in the charity's best interests;</li><li>• manage the charity's resources responsibly;</li><li>• act with reasonable care and skill; and</li><li>• ensure the charity is accountable</li></ul> | Director responsibilities are to: <ul style="list-style-type: none"><li>• act within their powers;</li><li>• promote the success of the company;</li><li>• exercise independent judgment;</li><li>• exercise reasonable care, skill and diligence;</li><li>• avoid conflicts of interest;</li><li>• not to accept benefits from third parties; and</li><li>• declare any interest in proposed transactions or arrangements.</li></ul> |
|---|---|

## Requirements of Trustees

There are three key requirements for each Trustee:

## **Be prepared**

1. Get to know the Trust through reading, discussion, and meeting the Headteachers and Chair of Trustees.
2. Read the legal framework for the Trust and the operations of the Trust by reading material issued to you (Articles of Association, Funding Agreement, Scheme of Delegation, Ofsted inspection framework) and seek clarification where necessary.
3. Reading educational news articles in the press.
4. Commit to training and development opportunities organised by or through the Trust, including safeguarding and prevent training.

## **Actively participate**

1. Attend meetings of the Board of Trustees, and any committees or working groups that you are part of.
2. Read all papers for meetings in advance of the meetings and then ask questions that are either clarifications or that aid further understanding of the issues and so help discussion about the decisions required.
3. Contribute at meetings, ensuring that you speak, act, and vote in what you believe to be the best interests of the Trust.
4. Agree to undertake a 'Lead Trustee' role and fulfil it diligently.

## **Act appropriately**

1. Work as a member of a team.
2. Respect confidentiality of information and opinions and the need for the Board to have in-depth and private discussions.
3. Act within the framework of the policies of the Trust and its legal obligations.
4. Respect all Board decisions and support them in public.

## **Lead Trustee roles**

In addition to being part of the Board, Trustees will be expected to have a 'Lead Trustee' role which will involve developing a greater understanding of a particular aspect of the Trust. The Trustee will be expected to meet relevant staff and ask questions and seek evidence (including dip-sampling / audit of information) to ensure that policies and procedures are being followed and that performance is as reported to the Board and is acceptable.

The anticipated Lead Trustee roles are:

1. Chair of the Board – to support and challenge the Chief Executive and liaise with Headteachers and Chairs of LGBs; to be responsible for relationships with major partners.
2. Pupil performance – to understand and review student progress and performance across schools within the Trust and compared to similar other schools; to co-ordinate an annual workshop / training session for Lead Governors with oversight of pupil performance.
3. SEND and vulnerable pupils – to review provision for and progress of pupils with SEND or who are vulnerable to underperformance, and contribute to reviews of trust policies to ensure that provision remains effective; to co-ordinate an annual workshop / training session for Lead Governors with oversight of for SEND and vulnerable pupils.
4. Child protection and safeguarding – to review child protection issues / cases, to ensure that statutory and trust policies are being followed, and contribute to reviews of trust policies to ensure that they remain effective, and understand and challenge the Trust's relationship with external agencies; to co-ordinate an annual workshop / training session for Lead Governors with oversight of child protection and safeguarding.
5. Finance – to understand the school budgets, to understand and challenge Management Accounts, to seek evidence of the compliance, effectiveness and efficiency of significant procurements / contracts of the trust (including capital projects); to co-ordinate an annual workshop / training session for Lead Governors with oversight of finance.

6. HR – to understand the staffing establishment, issues, and opportunities for the Trust, including seeking evidence for any trends, to be involved in engagement with the recognised trade unions and professional associations, and to contribute to the review of HR policies.
7. Chair of Audit and Risk Committee – to lead the Committee in identifying, considering, and responding to strategic risks facing the trust, ensuring that adequate inspection and audit regimes are in place for the management of risks (including financial risks); to co-ordinate an annual workshop / training session for Lead Governors with oversight of risk.

### **The role of the Chair of Trustees**

The Chair of Trustees has a key strategic role. In addition to the obligations and requirements upon all Trustees that are outlined above, the Chair of Trustees will:

1. Meet with the CEO monthly to understand current performance, issues and opportunities;
2. Be available for the CEO as required in the event of urgent situations, and – where necessary – authorise Chairs' Action;
3. Liaise with the CEO and Clerk to set the agenda for Board meetings and to ensure that decisions taken at meetings are implemented and that actions are undertaken \*;
4. Support the CEO in engagement with major partners, such as the Local Authority, including attendance at and contribution to events organised for Chair of Governors / Trustees \*;
5. Support the CEO in engaging with schools that may join the Trust \*;
6. With the CEO, lead engagement with the Members, including regarding any vacancies on the Board to ensure that Members' understand the necessary skills / knowledge / experience that the Board requires;
7. Meet with each new Trustee as part of their induction and ensure that they are able to quickly add value to the Board;
8. Agree annual priority areas for focus for each of the Trustees, and have an individual annual meeting with each Trustee to review their contribution and agree areas for focus and development during the following year;
9. Meet with the Chairs and Vice Chairs of each LGB with appropriate regularity to ensure effective engagement, understanding, support and challenge within the Trust \*

Items marked with an asterisk (\*) may be undertaken by or with the Vice Chair by agreement. All items may be undertaken by the Vice Chair in the absence of the Chair.

### **Likely Time Commitment for Trustees**

In terms of the time commitment, for those Trustees other than the Chair and Vice Chair it is likely to be:

- Attendance at approximately nine Board or Audit and Risk Committee meetings as well as two meetings a year with the Members;
- Attendance at any additional ad-hoc Trustee meetings required during the year;
- An at least termly visit as part of your Lead Trustee role to meet with the relevant member(s) of staff (monthly for the Chair to meet with the CEO);
- Attendance at any agreed training sessions;
- Attendance at any necessary Trustee Panels – these are set up as required and are not expected to be required often; and
- The CEO may request attendance from Trustees at events for staff or students and Trustees at one school or combined between several schools within the Trust and Trustees are encouraged to attend if possible.

### **Person Specification for Trustees**

An effective Trustee will demonstrate:

- A commitment to securing the best educational outcomes for all children;



- A commitment to the vision, values, and objectives of the trust;
- Strong communication skills in listening, speaking and writing;
- An ability to evaluate and make use of a wide range of information and data;
- The capacity to develop specific knowledge and understanding of the trust and its community;
- The ability to question in a manner that encourages reflection and helps move discussion forward;
- A sense of fairness;
- A commitment to equalities;
- Tact and diplomacy;
- An ability to work as a member of a team;
- An ability to respect confidentiality; and
- A commitment to participate in training and self-evaluation.

## **The Role of a Governor**

The individuals on a Local Governing Body are called Governors (while the individuals on the Board of Trustees are called Trustees).

The Local Governing Body is collectively accountable to the Trustees for the performance of the school(s) that it oversees, and is accountable for decisions that it makes under delegated authority from the Trustees.

The objectives of the LGB are to ensure that:

- Student performance, progress and outcomes are maximised;
- Resources of the school(s) are used effectively; and
- The school(s) complies with statutory regulations and the Funding Agreements.

Specifically, the LGB is to:

- 1) Approve the School Improvement Plan and monitor its implementation, ensuring that it focuses upon:
  - a) Maintaining and, where necessary, improving the quality of teaching;
  - b) Closing any identified gaps in performance, be these subjects or identified groups of students;
  - c) Continuous Professional Development of staff;
- 2) Approve the curriculum and monitor its delivery;
- 3) Recommend educational targets to the Board of Trustees and, once approved, monitor progress towards those targets;
- 4) Determine and implement the admissions policy and arrangements for the school in accordance with admissions law and DfE codes of practice;
- 5) Monitor staff and financial resources in accordance with this Scheme of Delegation; and
- 6) Review and adopt policies in accordance with this Scheme of Delegation.

The role of a Governor is not to:

- Manage operations – that is the role of the Headteacher and senior staff; the role of Governors is to set strategy and hold the Headteacher to account for delivery of that strategy and performance
- Assess the quality of teaching, or the quality of individual staff – that is the role of the Headteacher / Head of School through teaching and learning and performance management processes; the role of Governors is to ensure that students are making appropriate progress and that educational and HR policies are appropriate and being implemented

## **Requirements of Governors**

There are three key requirements for each Governor:

### **Be prepared**

1. Get to know the school(s) through reading, discussion, and meeting the Headteacher and Chair of Governors.
2. Read the legal framework for the school and the operations of the Trust by reading material issued to you (Articles of Association, Funding Agreement, Scheme of Delegation, Ofsted inspection framework) and seek clarification where necessary.
3. Reading educational news articles in the press.
4. Commit to training and development opportunities organised by or through the Trust, including safeguarding and prevent training.

### **Actively participate**

1. Attend meetings of the Local Governing Body, and any working groups that you are part of.

2. Read all papers for meetings in advance of the meetings and then ask questions that are either clarifications or that aid further understanding of the issues and so help discussion about the decisions required.
3. Contribute at meetings, ensuring that you speak, act, and vote in what you believe to be the best interests of the school (while some Governors are elected by a particular part of our community, the responsibility of all Governors is to the school as a whole).
4. Agree to undertake a 'Lead Governor' role and fulfil it diligently.

### **Act appropriately**

1. Work as a member of a team.
2. Respect confidentiality of information and opinions and the need for the LGB to have in-depth and private discussions.
3. Act within the framework of the policies of the Trustees, Local Governing Body and legal requirements.
4. Respect all Local Governing Body decisions and support them in public.

### **Lead Governor roles**

In addition to being part of the LGB, Governors will be expected to have a 'Lead Governor' role which will involve developing a greater understanding of a particular aspect of school life. The Governor will be expected to meet relevant staff and ask questions and seek evidence (including dip-sampling / audit of information) to ensure that policies and procedures are being followed and that performance is as reported to the LGB / Board and is acceptable.

The anticipated Lead Governor roles would include areas (and where the LGB oversees more than one school, there may be Lead Governor roles, besides Chair of the LGB, for each school):

- Chair of the LGB – to support and challenge the Headteacher and liaise with the Board of Trustees. Monthly visit / as necessary.
- Pupil performance – to understand and review the profile of students in each cohort, the performance of cohorts and different groups of students (including PPG), and the effectiveness of support and intervention strategies. Bi-annual visit.
- Pupil behaviour – to understand the behaviour data and systems in place to encourage appropriate behaviour including sanctions and rewards, monitoring effectiveness of policies in place. Bi-annual visit.
- Child protection and safeguarding – to review child protection issues / cases, to ensure that statutory and trust policies are being followed, to contribute to reviews of trust policies to ensure that they remain effective, Termly visit.
- Extra curricular – to review extra curricular and other offer including Student Voice and Careers provision, ensuring that offer is inclusive and comprehensive, and that legislative requirements are met. Bi-annual visit.
- Vulnerable pupils and SEND – to understand the strategy/ies for supporting vulnerable pupils including those with SEND; to monitor performance of those pupils and seek evidence for the effectiveness of the school support for these pupils; and to contribute to the review of SEND provision and strategies. Termly visit.
- Finance – to understand the school budget and Management Accounts, to be cited on significant procurement processes, to seek evidence about the management of contracts. Bi-annual visit.
- Risk Management – to have oversight of, and undertake auditing of, approach to Risk Management and risk assessments, including those for educational visits, health and safety, and premises inspections; to seek evidence of implementing recommendations and learning lessons. Termly visit.

### **The role of the Chair of Governors**

The Chair of Governors has a key role within the LGB. In addition to the obligations and requirements upon all Governors that are outlined above, the Chair of Governors will:

1. Meet with the Headteacher / Head of School monthly to understand current performance, issues and opportunities;
2. Be available for the Headteacher / Head of School as required in the event of urgent situations;
3. Liaise with the Headteacher / Head of School and Clerk to set the agenda for LGB meetings and to ensure that decisions taken at meetings are implemented and that actions are undertaken \*;
4. Support the Headteacher / Head of School in engagement with major partners, such as the Local Authority, including attendance at and contribution to events organised for Chair of Governors \*;
5. With the Headteacher / Head of School, lead engagement with the Trustees, including regarding any Board appointed vacancies on the LGB to ensure that Trustees' understand the necessary skills / knowledge / experience that the LGB requires;
6. Meet with each new Governor as part of their induction and ensure that they are able to quickly add value to the LGB;
7. Agree annual priority areas for focus for each of the Governors, and have an individual annual meeting with each Governor to review their contribution and agree areas for focus and development during the following year;
8. Meet with the Chairs and Vice Chairs of the other LGBs and the Chair and Vice Chair of Trustees with appropriate regularity to ensure effective engagement, understanding, support and challenge within the Trust \*;
9. Items marked with an asterisk (\*) may be undertaken by or with the Vice Chair by agreement. All items may be undertaken by the Vice Chair in the absence of the Chair.

### **Likely Time Commitment for Governors**

In terms of the time commitment, for those Governors other than the Chair and Vice Chair it is likely to be:

- Approximately 6 – 8 LGB meetings a year plus;
- An at least termly visit into school as part of your Lead Governor role to meet with the relevant member(s) of staff;
- Attendance at any agreed training sessions;
- Attendance at any necessary Governor Panels (such as for staff or student matters) – these are set up as required and are not expected to be required often; and
- The Headteacher may request attendance from Governors at school events for staff or students and Governors are encouraged to attend if possible (such as new parents' evenings, school shows, staff training days).

### **Person Specification for Governors**

An effective Governor will demonstrate:

- A commitment to securing the best educational outcomes for all children;
- A commitment to the vision, values, and objectives of the school(s);
- Strong communication skills in listening, speaking and writing;
- An ability to evaluate and make use of a wide range of information and data;
- The capacity to develop specific knowledge and understanding of the school(s) and its community;
- The ability to question in a manner that encourages reflection and helps move discussion forward;
- A sense of fairness;
- A commitment to equalities;
- Tact and diplomacy;
- An ability to work as a member of a team;
- An ability to respect confidentiality; and
- A commitment to participate in training and self-evaluation.

## Appendix Five: Decision and Responsibility Matrix

This Appendix sets out significant decisions and responsibilities. For each thematic section, text introduces the philosophy and ethos of the trust, which sets the context for the subsequent decisions / accountabilities.

The key to the table is:

**BoT** – Board of Trustees or a committee with delegated powers

**LGB** – Local Governing Body or a sub-committee with delegated powers

**CEO** – Chief Executive

**AO** – Accounting Officer

**HT** – Headteacher of an academy within the Trust (and HoS means Head of School of an academy within the Trust)

**CFO** – Chief Financial Officer via the Accounting Officer

**BM** - Business or Finance Manager at an academy via the Headteacher or CFO.

A = Accountable via delegated powers from Board of Trustees

R = Responsible for undertaking the activity and reporting to the Accountable individual / Committee

Note: Actions taken by a properly constituted committee, or delegated to an individual director or to CEO / Headteacher, are taken on behalf of the Board of Trustees.

## Governance

The Board is accountable for all decisions of the Trust, and the performance of all schools within the Trust. The CEO is accountable to the Board for performance of the Trust and effective use of public funds. Each LGB and Headteacher is responsible for the performance of their school(s).

The Board of Trustees approves the Scheme of Delegation for the Trust, and this details the committee structure along with terms of reference and membership, and outlines who is able to make what decisions (including approving policies). The Scheme of Delegation is reviewed at least annually. The Scheme of Delegation allows for the Trustees to vary the delegation to each LGB or office holder in response to the performance of and risk associated with that school.

Each committee (such as Board or LGB) elects its own chair and determines its detailed working arrangements within the framework set by the Scheme of Delegation.

|   | Standard delegation |                   |          |          |     |                          | Potential variation   |
|---|---------------------|-------------------|----------|----------|-----|--------------------------|---|
|   | BoT                 | LGB               | CEO / AO | HT / HoS | CFO | Other                    |   |
| Appointing / removing Members   |                     |                   |          |          |     | Members                  |   |
| Appointing / removing Trustees (besides CEO)  |                     |                   |          |          |     | Members                  |   |
| Approving the Articles of Association   |                     |                   |          |          |     | Members and Sec of State |   |
| Approving a change of name of the Trust   |                     |                   |          |          |     | Members                  |   |
| Appointing / removing the Chair and Vice-Chair of Board of Trustees                                     | ✓                   |                   |          |          |     |                          |   |
| Appointing / dismissing the clerk to the Board  | ✓                   |                   |          |          |     |                          |   |
| Appointing / dismissing the clerk to a Committee  |                     |                   |          |          |     | Each committee           |   |
| Appointing the Chair of a committee, Local Governing Body, or sub-committee                             |                     |                   |          |          |     | Each committee           | Board appoint Chair of LGB / Committees                           |
| Appointing and removing co-opted Trustees   | ✓                   |                   |          |          |     |                          |   |
| Establishing additional committees or Working Groups etc (including Terms of Reference and membership)  | ✓<br>Trust level    | ✓<br>School level |          |          |     |                          | Board remove LGB ability to sub-delegate / create committees etc. |
| Approving the Scheme of Delegation (including the committee structures, delegations, and "policy grid") | ✓                   |                   |          |          |     |                          |   |
| Approving the Annual Report and Accounts  | ✓                   |                   |          |          |     | Members receive          |   |
| Determine whether other school(s) should join, or whether any school(s) should leave, the Trust         | ✓                   |                   |          |          |     |                          |   |
| Approving the 'role description' for Trustees and Governors   | ✓                   |                   |          |          |     |                          |   |

## Financial management

The Board is accountable for the financial performance of the Trust, including receipt of all income due to the Trust and for the effective and efficient expenditure of public funds. The Accounting Officer is accountable to the Board and DfE for expenditure of public money, and the Chief Financial Officer leads the finance function to ensure that the financial policies and procedures approved by the Board are implemented consistently. The Board will approve assurance work to verify that these controls operate appropriately.

It is expected that the budget setting and budget monitoring processes are a combination of ‘bottom up’ and ‘top down’ processes – ie the Board would set the approach to central service charge and the delegated funds for each school (which would be expected to be the remainder of the funds provided for that school via the GAG and other government funding streams), each school would then develop a budget within its delegated funds in conjunction with the CFO and CEO, and the overall budget for the schools within the Trust would then be approved by the Board. Budget monitoring would similarly be undertaken at school and Trust level and reported to CFO/CEO, LGBs and the Board throughout the year, with a focus upon any potential variances and actions required to ensure that expenditure is within approved levels.

The Accounting Officer is accountable to the Board for compliance of the Trust with the Funding Agreements and the Academies Financial Handbook; the CFO is responsible for ensuring this compliance.

|   | Standard delegation |     |          |          |             |                               | Potential variation |
|---|---------------------|-----|----------|----------|-------------|-------------------------------|---------------------|
|   | BoT                 | LGB | CEO / AO | HT / HoS | CFO         | Other                         |                     |
| Maintaining a register or pecuniary and business interests of staff, governors, trustees and members                            |                     |     |          |          | ✓ for Staff | Clerk for BoT / LGB / Members |                     |
| Approving financial procedures (including treasury and accounting policies)   | ✓                   |     |          |          |             |                               |                     |
| Approving appointment of external auditors  | ✓                   |     |          |          |             |                               |                     |
| Approving programme of internal scrutiny  | ✓                   |     |          |          |             |                               |                     |
| Approving actions following external audit recommendations / findings   | ✓                   |     |          |          |             |                               |                     |
| Approving banking arrangements  | ✓                   |     |          |          |             |                               |                     |
| Approving the approach to cross-charging / central service charge   | ✓                   |     |          |          |             |                               |                     |
| Approving the budget each financial year in accordance with DfE timeframes (including use of any historic accumulated reserves) | ✓                   |     |          |          |             |                               |                     |
| Approving the submission of applications for revenue or capital grants  | ✓                   |     |          |          |             |                               |                     |
| Approving lettings policy and fees  | ✓                   |     |          |          |             |                               |                     |

|   | Standard delegation |     |          |          |     |                                    | Potential variation  |
|---|---------------------|-----|----------|----------|-----|------------------------------------|--|
|   | BoT                 | LGB | CEO / AO | HT / HoS | CFO | Other                              |  |
| Approving applications for business / procurement cards   |                     |     |          |          | ✓   |                                    |  |
| Submitting HMRC returns as required   |                     |     |          |          | ✓   |                                    |  |
| Authorising expenditure for approved budgets, where financial procedures (such as procurement) have been followed |                     |     |          |          |     | As set in financial procedures     | Alter level of financial authority of Headteacher and / or LGB |
| Approving procurement waivers   |                     |     |          |          |     | As set out in financial procedures | Alter level of financial authority of Headteacher and / or LGB |
| Approving the use of a projected in year underspend (Vs approved budget)  | ✓                   |     |          |          |     |                                    |  |
| Approving virements between budgets   |                     |     |          |          |     | As set out in financial procedures | Alter level of financial authority of Headteacher and / or LGB |
| Approving expenses  |                     |     |          |          | ✓   | Chair for HT and CEO               | Alter level of financial authority of Headteacher and / or LGB |
| Approving any disposal of non-land assets   |                     |     |          |          |     | As set out in financial procedures | Alter level of financial authority of Headteacher and / or LGB |
| Approving any writing off of debts  |                     |     |          |          |     | As set out in financial procedures | Alter level of financial authority of Headteacher and / or LGB |
| Entering into or granting a freehold or leasehold interest in land  | ✓                   |     |          |          |     |                                    |  |
| Investigating potential financial irregularities (not involving a Headteacher / Head of School, or CFO or CEO)    |                     |     | ✓        |          |     |                                    |  |
| Investigating financial irregularities (involving a Headteacher / Head of School, or CFO or CEO)                  | ✓                   |     |          |          |     |                                    |  |



## HR / Staffing

For Headteachers, the Articles require that Trustees appoint a Headteacher, but it is expected that the selection panel would include the CEO, Governors and Trustees, and that this selection panel would make a recommendation to the Trustees about whether to appoint and, if so, who. Similarly, Headteacher performance management would involve the CEO and Governors with a salary recommendation to Trustees. CEO performance management would be undertaken by Trustees, seeking input from Headteachers.

For Leadership and TLR posts, it is expected that any posts that become vacant would be discussed by the Trust SLT to consider the needs of the school and the overall trust. It would be the CEO's decision about whether to recruit for the same or a different post, and to instigate any consequent changes to budgets. Headteachers would make recruitment decisions for other staff within their schools, with an expectation that they would – through Trust SLT – collaborate with other schools to ensure a staffing structure that is as effective, efficient, and resilient as possible; this may include establishing new joint posts across two or more schools.

For other HR decisions, the principle is that decisions should generally be made by Headteachers where they affect that school only, and by the CEO where they affect the overall Trust, with Governors and Trustees involved for decisions regarding leadership posts or staff in those posts.

|  | Standard delegation |               |               |          |          |       | Potential variation                                     |
|--|---------------------|---------------|---------------|----------|----------|-------|---|
|  | BoT                 | LGB           | CEO / AO      | HT       | CFO      | Other |   |
| Approving the staffing establishment for the Trust   | ✓                   |               |               |          |          |       |   |
| Approving the staffing establishment for a school  | ✓                   |               |               |          |          |       |   |
| Appointing the CEO and CFO   | ✓                   |               |               |          |          |       |   |
| Appointing Headteachers / Heads of School  | Decision            | Involved      | Involved      |          |          |       |   |
| Performance management of the CEO  | ✓                   |               |               |          |          |       |   |
| Performance management of the Headteachers and Heads of School (including salary)  | ✓<br>Salary         | ✓<br>Involved | ✓<br>Involved |          |          |       |   |
| Performance management of the CFO  |                     |               | ✓             |          |          |       |   |
| Approving the commencement of recruitment for posts on Leadership scale, TLR 1 or 2 scales, or support staff on the Leadership Team of a school  |                     |               | ✓             | Involved | Involved |       | CFO to give financial approval before CEO / AO decision |
| Approving the commencement of recruitment for posts other than posts appointed by the Board or CEO that are within the approved staffing establishment (i.e. like for like replacements or approved new posts) |                     |               | ✓             | Involved | Involved |       | CEO decision with CFO and HT involvement                |
| Appointing Deputy Headteachers   |                     | Involved      | ✓             | Involved | Involved |       |   |

|  | Standard delegation |          |                                |                     |           |                                       | Potential variation   |
|--|---------------------|----------|--------------------------------|---------------------|-----------|---------------------------------------|---|
|  | BoT                 | LGB      | CEO / AO                       | HT                  | CFO       | Other                                 |   |
| Appointing other teaching staff (including NQTs)   |                     |          |                                | ✓                   | Involved  |                                       | At RHS Head may delegate to Deputy Heads  |
| Appointing other support staff   |                     |          | ✓<br>Trust                     | ✓<br>School         | ✓<br>RHS  | CFO / FM<br>involved as<br>necessary  | At RHS Head and CFO may delegate to SLT   |
| Approving HR policies  | ✓                   |          |                                |                     |           |                                       |   |
| Authorising payroll provision  |                     |          |                                |                     | ✓         | FM                                    |   |
| Authorising payroll  |                     |          |                                |                     | ✓         | CFO                                   | Head in absence of CFO  |
| Initiating a review of staffing structures / arrangements  |                     |          | ✓                              | ✓<br>Involve<br>d   |           |                                       | CEO or HT to initiate as appropriate (CEO approval if include Leadership / TLR posts) |
| Approval to implement changes to staffing structures / arrangements                                      | ✓                   |          | ✓                              | ✓                   |           |                                       | Board only if include redundancies : CEO if no redundancies                           |
| Suspending or dismissing the CEO, CFO or a Headteacher(s)  | ✓                   | Involved |                                |                     |           | LGB involved as appropriate           |   |
| Suspending staff besides the CEO, CFO or a Headteacher   |                     |          | Involved                       | ✓                   | ✓         |                                       | Most senior member of staff on site   |
| Dismissing staff besides the CEO, CFO, or a Headteacher  |                     |          | ✓<br>if<br>Leadership<br>/ TLR | ✓<br>Involve<br>d   |           | This includes during probation period | Substantive appointee Heads only  |
| Approving any leaving payments (redundancy, dismissal, early retirement) in accordance with trust policy |                     |          | ✓                              | ✓<br>Involve<br>due | ✓Involved | Report to LGB / BoT as appropriate    | CFO to give financial approval before CEO / AO decision                               |

## Educational provision and student matters

It is expected that the LGB and Headteacher of a school will determine the educational provision and student matters, with accountability to the CEO and Board for progress and performance of students. The LGB will recommend targets to the Board.

|  | Standard delegation |              |               |    |     |       | Potential variation |
|--|---------------------|--------------|---------------|----|-----|-------|---------------------|
|  | BoT                 | LGB          | CEO / AO      | HT | CFO | Other |                     |
| Propose and determine changes to the school age-range, or the addition / removal or nursery or SEN provision                 | ✓                   |              |               |    |     |       |                     |
| Approving the school day and year  | ✓                   |              |               |    |     |       |                     |
| Excluding a pupil (fixed term)   |                     |              |               | ✓  |     |       | CEO involvement     |
| Excluding a pupil (permanently)  |                     |              | Consulted     | ✓  |     |       |                     |
| Consulting on and determining an admissions policy for the school  |                     | ✓            | ✓<br>Involved |    |     |       |                     |
| Determining who will be offered a place in accordance with the admissions policy for the main entry year (ie YR, Y7, or Y12) |                     | ✓            |               |    |     |       |                     |
| Approving in-year admissions in accordance with the admissions policy  |                     |              |               | ✓  |     |       |                     |
| Objecting to a SEN Statement / EHCP naming the school  |                     |              | ✓<br>Involved | ✓  |     |       | CEO decision        |
| Approving any actions required following any external assessments of school performance                                      | ✓                   | ✓            |               |    |     |       |                     |
| Approving the attendance, progress and attainment targets for the school   | ✓<br>Approve        | ✓<br>Propose |               |    |     |       |                     |

## Appendix Six: Summary of financial delegations

| Role                           | Bank forms and government returns  | BACS Approval / cheque signing *  | Purchasing, Procurement and Contract Processing  | Budget / Virements   | Investments  | Write Offs / Disposals  |
|--------------------------------|--|---|--|--|--|---|
| Board of Trustees              | <ul style="list-style-type: none"> <li>Approve government returns</li> <li>Approve banking arrangements (and mandates for Trust account(s))</li> </ul> |   | <ul style="list-style-type: none"> <li>Chair: Approve expenses of the CEO, BoT and LGB members</li> <li>Approve staffing establishment</li> <li>Approve all orders and contracts above valued delegated to LGB or CEO for Trust-level expenditure</li> <li>Approve waivers requiring the specified number of quotations / tenders for contracts of any value</li> <li>Approve annual staffing establishment</li> </ul> | <ul style="list-style-type: none"> <li>Approve and monitor budget</li> <li>Approve virements over values delegated to LGB</li> </ul>   | <ul style="list-style-type: none"> <li>£100k and over</li> </ul> | <ul style="list-style-type: none"> <li>All debts £500 and over</li> </ul> |
| LGB                            |  |   | <ul style="list-style-type: none"> <li>Approve orders and contracts between Headteacher / CEO level and £100k (secondary schools) and £50k (primary schools)</li> <li>Approve any necessary procurement waivers for urgent contracts for the same values as for orders and contracts</li> </ul>  | <ul style="list-style-type: none"> <li>Monitor revenue and capital budgets</li> </ul>  | <ul style="list-style-type: none"> <li>Up to £100k</li> </ul>    | <ul style="list-style-type: none"> <li>Debts up to £500</li> </ul>        |
| CEO                            | <ul style="list-style-type: none"> <li>Approve bank mandates</li> </ul>  | <ul style="list-style-type: none"> <li>Cheque approver / signatory (A/B)</li> </ul> | <ul style="list-style-type: none"> <li>Approve contracts up to £50k</li> <li>Approve purchase orders up to £50k-</li> <li>Approve CFO and Headteacher / Head of School expenses</li> <li>Approve establishment of new temporary staff posts</li> <li>Authorise monthly payroll in CFO absence</li> </ul>   | <ul style="list-style-type: none"> <li>Approve unlimited virements between staff budgets (CEO)</li> <li>Approve virements up to £25k (secondary schools) and £10k (primary schools) for other budgets</li> </ul> |  |   |
| Headteachers / Heads of School |  | <ul style="list-style-type: none"> <li>BACS / cheque approver</li> </ul>            | <ul style="list-style-type: none"> <li>Approve contracts up to £40k(secondary school headteachers / Heads of School), up to £25k (primary school headteachers and Heads of School)</li> </ul>  | <ul style="list-style-type: none"> <li>Waivers up to: £25k Secondary School £10k Primary School</li> </ul>   |  |   |

| Role                  | Bank forms and government returns  | BACS Approval / cheque signing *   | Purchasing, Procurement and Contract Processing   | Budget / Virements  | Investments   | Write Offs / Disposals   |
|-----------------------|--|--|---|---|---|--|
|                       |  | / signatory (A/B)  | <ul style="list-style-type: none"> <li>Approve purchase orders up to £40k (secondary school headteachers / Heads of School), up to £25k (primary school headteachers / Heads of School), unlimited for CEO</li> </ul>   |   |   |  |
| Deputy Headteacher(s) |  | <ul style="list-style-type: none"> <li>Cheque / BACS approver / signatory (A)</li> </ul> |   |   |   |  |
| CFO                   | <ul style="list-style-type: none"> <li>Prepare and submit returns (inc VAT)</li> </ul> | <ul style="list-style-type: none"> <li>BACS approver / signatory (B)</li> </ul>          | <ul style="list-style-type: none"> <li>Approve purchase orders up to £20k</li> <li>Approve Contracts up to £25k</li> <li>Certify goods receipt and authorise invoices for payment**</li> <li>Authorise new starters / payroll amendments</li> <li>Authorise monthly payroll***</li> </ul> |   | <ul style="list-style-type: none"> <li>Funds in treasury account or in current account</li> </ul> | <ul style="list-style-type: none"> <li>All disposals (non-land)</li> </ul> |
| Finance Manager       |  |  | <ul style="list-style-type: none"> <li>Approve contracts up to £10k</li> <li>Approve purchase orders up to £500</li> </ul>  | <ul style="list-style-type: none"> <li>Action approved virements</li> </ul> |   |  |
| Budget Holders        |  |  | <ul style="list-style-type: none"> <li>Approve purchase orders up to £500</li> </ul>  |   |   |  |

\* Cheques on each school's official account will be signed by one person from Group A up to £10,000, or two people for £10,000 and above. BACS authorisation will follow the same model. Cheques on any unofficial account will be signed from one person from Group B. Authorised signatories must not sign a cheque / authorise a payment relating to goods or services for which they have also authorised the expenditure.

\*\* Any person who receives goods and certifies invoices for payment shall be independent of those who negotiated prices and terms and placed the official order

\*\*\* There needs to be a separation of duties between processing payroll adjustments and authorising payroll; if the CFO is to process adjustments then authorisation needs to be by CEO/HT/HoS.

## Appendix Seven: Policy grid