

# Scheme of Delegation October 2025

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## Introduction

Middlesex Learning Partnership (“the Trust”) operates the MLP group of academies. It is a company limited by guarantee and is an exempt charity which means that although it has the responsibilities that are placed upon charities, it is not required to be registered with the Charity Commission or file documents there. The Trust is constituted under Articles of Association which set out the purposes (“Objects”) and powers of the Trust and how these are to be exercised. The Objects cannot be changed although they can be added to with the approval of the Secretary of State and the Charity Commission.

The Objects are:

- a. to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing “the Academies” offering a broad and balanced curriculum, and
- b. to promote for the benefit of the inhabitants of Middlesex and the surrounding area the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants.

Where the word “schools” is used in this scheme of delegation, it refers to the academy schools which are part of Middlesex Learning Partnership.

As a company limited by guarantee and to meet the requirements of company law the Trust has a dual governance level. It has:

1. Members, the equivalent of shareholders in a commercial limited company, and
2. Trustees who are the directors of the company and who together comprise the Trust Board (“TB”) and who report and are accountable to the Members. The TB has overall responsibility for the operation of the academies. It delegates functions that are specific to the individual academies to committees known as Local Governing Bodies (“LGB”) and it delegates certain of its functions that relate to the Trust as a whole to other committees of the TB. The Chief Executive Officer (“CEO”) and the Chief Financial Officer (“CFO”) have delegated responsibility for the day-to-day operation of the Trust and each school has a Headteacher (“HT”) or Head of School (“HoS”) who reports to the CEO and has delegated responsibility for the operational activities of the individual school. As the Trust grows, it may be that the role of Executive Headteacher (“EHT”) will be created.

An LGB may, but need not, have Trustees as members. LGBs will usually appoint their own members but the TB can also appoint LGB members with full voting rights. In addition, the TB may appoint additional members of other committees on such terms as it thinks appropriate. Such members may be permitted to vote but no vote may be taken unless a majority of those attending the meeting at which the vote is taken are Trustees. This document sets how those various responsibilities are delegated and how the various constituent parts of the Trust are required to operate.

Appendix one shows responsibilities within the scheme of delegation.

Appendix two sets out provisions relating to meetings and voting

Appendix three sets out the Nolan Principles of Public Life.

## Summary of roles

MEMBERS	TRUSTEES	CEO	BOARD COMMITTEES	LGBs	HEADTEACHERS
<p>Guardians of the governance of the trust</p> <p>Appoint and remove trustees to the board</p> <p>Act as ambassadors for the trust</p> <p>High-level monitoring of the overall effectiveness of the trust</p> <p>Approve changes to the articles of association</p> <p>Receive annual accounts of the Trust</p>	<p>Strategic oversight, vision setting and policies for the trust</p> <p>Hold CEO accountable for educational and financial outcomes</p> <p>Ensure appropriate governance and decision making</p> <p>Ensure compliance with all regulatory requirements</p> <p>Oversight of finances and effective use of funds at trust and school level</p> <p>Setting appropriate targets and holding executives to account</p> <p>Promote the success of the Trust</p>	<p>Responsible for leading the development and delivery of the Trust's strategy, culture and ways of working</p> <p>Develop external relationships on behalf of the trust, positioning the organisation to be an influential partner</p> <p>Manage, support, and constructively challenge headteachers and other senior trust leaders</p> <p>Work with headteachers and CFO to develop robust, balanced budgets and shape MTFS for approval by TB.</p> <p>Ultimate responsibility for all day-to-day management decisions and for developing and implementing the Trust's operational plans</p> <p>Responsible to the DfE as Accounting Officer for the Trust</p>	<p>Oversight of:</p> <ul style="list-style-type: none"> <li>Finances</li> <li>Audit</li> <li>Risk management</li> <li>HR and organisational development</li> <li>Operations</li> </ul> <p>Lead review of statutory and other key policies approving / recommending to the board as appropriate</p>	<p>Oversight and constructive challenge to school leaders for delivery of school improvement priorities, including in relation to the areas of responsibility for headteachers.</p>	<p>Provide professional leadership of the school to secure its success and improvement, including in relation to:</p> <ul style="list-style-type: none"> <li>Behaviour and environment for learning</li> <li>Curriculum development and implementation</li> <li>Pupil outcomes and wellbeing</li> <li>Provision and outcomes for children with SEND and vulnerable learners</li> <li>Pupil attendance and safeguarding</li> <li>Staff recruitment, development, capability, capacity, and wellbeing</li> <li>Engagement with parents/carers and the local community</li> <li>Management of the school budget</li> <li>Day-to-day management of health and safety and risk in-school</li> </ul>
<p>MONITORS/RECIEVES REPORTS FROM: Trustees</p>	<p>REPORTS TO: Members</p> <p>MONITORS/RECIEVES REPORTS FROM: Committees/CEO/CFO/LGBs</p>	<p>REPORTS TO: Trustees/committees</p> <p>MONITORS/RECIEVES REPORTS FROM: Headteachers and senior trust leaders</p>	<p>REPORTS TO: Trustee Board</p> <p>MONITORS/RECIEVES REPORTS FROM: CEO, headteachers and senior trust leaders</p>	<p>REPORTS TO: Trustees/committees</p> <p>MONITORS/RECIEVES REPORTS FROM: Headteachers</p>	<p>REPORTS TO: CEO</p> <p>MONITORS/RECIEVES REPORTS FROM: School's SLT</p>

## Roles in detail

### Members

The Members have overall nominal responsibility for the Trust but they exercise their functions through the TB. Each Member guarantees to contribute £10 if the Trust were to become insolvent and be wound up – that is the “guarantee” implied by the term “company limited by guarantee”. The main powers and duties of the Members are to:

1. Appoint and remove Trustees
2. Maintain the Membership and to appoint Members
3. Approve any proposed changes to the Articles of Association
4. Receive the annual accounts of the Trust
5. Appoint external auditors

### Trustees

The Trustees are the directors of the trust and are appointed on the basis of their skills and experience. They are the company directors and their duties are to:

1. Act within their powers
2. Promote the success of the company
3. Exercise independent judgment
4. Exercise reasonable care, skill and diligence
5. Avoid conflicts of interest
6. Not to accept benefits from third parties
7. Declare any interest in proposed transactions or arrangements

Appendix three sets out the Nolan Principles of Public Life and what is required of Trustees and members of LGBs in relation to conflicts of interest.

### CEO

The role of the CEO is to provide strategic and operational leadership of the Trust.

They are ultimately responsible for the internal organisation, management and control of the trust and each of the schools, and specifically for:

1. Development of the Trust’s strategy, culture and ways of working, for approval by the Trust Board
2. Creating the conditions for each school to achieve outstanding outcomes for all students
3. Building a cohesive leadership team for the trust, comprising senior school and trust leaders as appropriate
4. Developing external relationships and positioning the trust to be an influential partner with key organisations and decision makers, including local authorities and the DFE
5. Recognizing areas of underperformance and ensuring that these are addressed in a timely and appropriate manner

6. Working with headteachers and the CFO to develop robust, balanced budgets and to shape the MTFS, for approval by the TB.
7. Ensuring that the CFO delivers robust, accurate and timely financial information for trustees and school leaders
8. Staff appointments not reserved to the TB – which may be delegated to HTs
9. Performance management (including progression) of trust leadership group (TLG) members
10. Authorisation of new posts for recruitment
11. Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement
12. Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion
13. Fulfilling the role of Accounting Officer, responsible to the DfE
14. Reporting to each meeting of the TB

## **CFO**

1. Provide financial leadership of the Trust
2. Secure financial probity and value for money, including compliance with the Academies Financial Handbook.
3. Oversee VAT, tax, pensions, payrolls and statutory returns
4. Deliver/oversee key financial processes, including the preparation and maintenance of the Trust's financial policies and guidance, ensuring that they meet the DfE requirements.
5. Preparing the annual statutory accounts, ensuring compliance with all relevant accounting standards
6. Liaising with internal and external auditors whilst implementing recommendations
7. Ensuring risks to financial health are identified and mitigated
8. Develop the trust's medium and long-term financial strategy and forecasts which support informed decision making for the senior team and trust board
9. Advising the leadership team and Trustees on financial implications of decisions
10. Review the strategic estate management plan with the head teachers to identify capital expenditure whilst incorporating them into the medium-term financial strategy
11. Ensure provision of accurate and timely monthly management information for review with trustees, CEO and headteachers
12. Maximising the resources available to the trust and its schools, working with heads and the CEO to attract external funding
13. Reporting to each meeting of the Finance, Audit and Risk Committee

## **Trust Board**

The TB focuses on the three core functions of governance:

1. Ensuring clarity of vision and setting ethos and strategic direction

2. Holding the CEO to account for the educational performance of the schools and their pupils, and the performance management of staff
3. Overseeing the financial performance of the Trust and making sure its money is well spent

#### **Composition of the Trust Board:**

- Up to 9 Trustees appointed by the Members
- The CEO
- Any Trustees co-opted by those Trustees who are not themselves co-opted Trustees
- Elected Parent Trustees (if any) as determined by the Members In certain circumstances

Quorum: One-third of the total number of Trustees in post, or three if higher.

Meetings: five times a year or as required.

#### **Trust board terms of reference**

1. Deciding upon major strategic and legal aspects of the Trust such as:
  - The vision and strategic direction of the Trust and setting the Trust objectives
  - The general strategic approach to the growth of the Trust: establishing a new school and discontinuing or merging existing ones
  - Disposal of land otherwise than for operational letting or hire purposes
2. Governance:
  - Recommending to Members amendments to the Articles of Association
  - Recommending to Members the appointment of Trustees
  - Co-opting additional Trustees including conducting skills audits as required
  - Determining each year the Scheme of Delegation, including terms of reference and membership of all committees
3. Financial:
  - Approving the annual budgets and accounts of the Trust
  - Determine the investment policy
  - Approving the overall budget for the Trust and arrangements for devolution to each school
  - Procurement requiring the publication of OJEU advertisements
  - Approve contracts in line with the values set-out in the Finance Policy
  - Determine the Trust Pay Policy
4. Monitoring:
  - all aspects of the performance of the academies in relation to Ofsted gradings
  - all aspects of safeguarding including British Values and the operation of the Prevent strategy
  - all equality aspects including the Public Sector Equality Duty
  - all aspects of readiness of inspection

- compliance with statutory and regulatory requirements
- approval of all policies that the Trust by law is required to maintain. A schedule of policies is maintained by the Trust and shows where detailed consideration of each takes place and the review frequency. Policies are reviewed in line with DfE and legislative requirements. If no requirement is stipulated, then policies are reviewed as and when changes occur or at least every three years in the event of no changes.

#### 5. Oversight of LGBs:

- Can appoint LGB members
- Remove LGB members and Chairs in appropriate circumstances
- Challenge and support the work of the LGBs
- Oversee LGBs' application of policies and procedures and compliance with the Scheme of Delegation

#### 6. Other:

- Appoint internal auditors.
- Receive, review and challenge outcomes on achievements and progression to ensure alignment with the strategic direction of the MAT.
- Determining admission arrangements for each school and monitoring compliance with the Admissions Code
- Dealing with formal complaints against the TB in accordance with the Trust complaints policy
- Overall accountability for Health and Safety, Safeguarding and Data Protection
- Ensuring that all Trustees are appropriately trained
- Performance management of CEO/EHT and determine remuneration package for CEO/EHT.
- Disciplinary, capability and grievance aspects relating to CEO, EHT, CFO and HT/HoS
- Appointment and removal of CEO
- Participation in, under the leadership of the CEO, the appointment of HT, EHT, CFO, clerk

## **Chair's Emergency Powers**

The Chair, or in the absence of the Chair the Vice-Chair, may take such action as the Chair may think fit to protect the interests of the Trust, any school within the Trust, any student or employee of the Trust or any other member of the school community in circumstances where, in the opinion of the Chair, it would not be reasonably possible to convene a meeting of the TB or a relevant Committee or LGB in the time necessary to protect such interests.

## **Delegated Responsibilities.**

All decisions taken under delegated authority must be reported to the next available Trust Board meeting. This should be done by way of a minute of the decision or of the meeting at which the decision was taken.

## Finance, Audit and Risk Committee

### 1. Powers of the trust board of trustees

- 1.1. The board of trustees shall establish the Finance, Audit and Risk (FAR) Committee, as empowered by the trust's articles of association.
- 1.2. The trustees shall determine and approve the committee's terms of reference and shall review the terms at the start of each academic year.
- 1.3. The trustees shall determine and approve the delegation of powers, responsibilities and duties to the committee and shall review this scheme of delegation at the start of each academic year.

### 2. Purpose of the committee

- 2.1. The purpose of the committee is to provide the board with assurance concerning the trust's position as a well-managed going concern. As such its remit includes:
  - Ensuring that the trust meets or exceeds the requirements of the [Academy Trust Handbook](#).
  - Oversight of all financial matters, including in-year and medium-term financial management, both capital and revenue.
  - Identification and oversight of key risks and issues facing the trust.
  - Oversight of audit, both internal and external.

### 3. Powers of the committee

- 3.1. The committee has delegated responsibility to consider and respond to key policies, processes and requirements relating to the financial leadership, risk management and probity of the trust, including:
  - Setting a budget framework and medium-term financial forecast for individual schools and the trust for the coming year and recommending this to the Board for approval
  - Approving funds to be spent on prescribed capital projects subject to overall Trust priorities and DfE / statutory regulations
  - Regularly reviewing and challenging budget monitoring and cashflow reports for the trust
  - Making financial / procurement decisions as prescribed under the Scheme of Delegation
  - Approving any debt write-offs and asset disposals in line with the Scheme of Delegation authority
  - Commissioning the tender for, and recommending to the Board the appointment or reappointment of, both external and internal auditors
  - Agreeing with the external and internal auditors the nature and scope of audits, and discuss with the auditor any issues arising from audits
  - Receiving reports from the Accounting Officer, CFO, internal and external auditors and ensuring follow-up action in response to findings and recommendations
  - Advising Trustees on the effectiveness of the Trust's governance, compliance, risk management and internal control systems, including in relation to anti-fraud / anti-corruption / anti-bribery
  - Managing the Trust risk register and ensuring adequate oversight of both financial and non-financial risks
  - Approving policies as required by the Scheme of Delegation



- Liaising with and receive reports from other committees as appropriate and making recommendations to those committees about the financial aspects of matters being considered by them

#### **4. Composition and appointment of the committee**

4.1. The composition of the committee shall be as follows:

- At least three (3) and not more than six (6) members, at least three of whom must be trustees appointed by the trust board
- Up to two (2) co-opted members with relevant expertise who will be appointed by the trust board

#### **5. Term of office and responsibilities of committee members**

5.1. The term of office for all members is one year, unless the member's term of office on the trustee board ends sooner.

5.2. On appointment, members are each required to familiarise themselves and to agree to comply with the following documents:

5.2.1. Trust articles of association

5.2.2. Trust financial regulations

5.2.3. Academies trust handbook

5.2.4. These terms of reference

#### **6. Meetings of the committee**

6.1. The committee shall meet at least once per term and in particular;

6.1.1. The committee shall meet at the appropriate times set out in the trust governance calendar

6.1.2. The members will receive notice of each meeting seven clear days before the date of the meeting

6.1.3. The agenda, papers and minutes of committee meetings will be made available at least 7 days before each meeting

6.1.4. Minutes will be signed by the committee chair at the next meeting to verify that the minutes are a true record.

6.2. Quorum for a meeting of the committee will be half the members and a majority of members present being trustees (not counting ex officio trustees).

6.3. Each question to be decided at a meeting of the committee shall be determined by a majority of votes of members present and eligible to vote on the question. The chair shall have the casting vote in the case of equal votes for and against a decision.

#### **7. Appointment of the committee chair and vice chair**

7.1. The trust board shall appoint the chair and vice chair.

7.2. The trust board shall have the right to remove the chair and/or vice chair, specifically in circumstances where they have cause for concern.

7.3. The term of office for chair and vice-chair will be one year and they shall be appointed at the first meeting of each school year.

## **Human Resources and Organisational Development Committee**

### **1. Powers of the trust board of trustees**

- 1.1. The board of trustees shall establish the HR & Organisational Development (OD) Committee, as empowered by the trust's articles of association.
- 1.2. The trustees shall determine and approve the committee's terms of reference and shall review the terms at the start of each academic year.
- 1.3. The trustees shall determine and approve the delegation of powers, responsibilities and duties to the committee and shall review this scheme of delegation at the start of each academic year.

### **2. Purpose of the committee**

- 2.1. The purpose of the committee is to provide the board with assurance concerning the delivery of the work programme and plans for implementing the trust's people and organisation development strategies (including the OD strategy and any additional strategies for strategic workforce planning, human resources management, learning and development and leadership development). The committee will ensure these policies and strategies support the effective development and delivery of the trust's mission – for all our young people to benefit from an inclusive, purposeful and broad education, no matter their background or needs.
- 2.2. In addition, the committee shall be delegated powers to review and approve trust HR policies and pay awards, as set out in section 3.

### **3. Powers of the committee**

- 3.1. The committee has delegated responsibility to consider and respond to proposed policies relating to the trust's employment of staff, including;
  - 3.1.1. Workforce planning including recruitment, retention and wellbeing
  - 3.1.2. Pay & remuneration
  - 3.1.3. Re-structuring & redundancy
  - 3.1.4. Disciplinary, grievance, whistleblowing and safeguarding
  - 3.1.5. Changes to terms and conditions and/or collective agreements
  - 3.1.6. Adoption of transferring policies and collective agreements
  - 3.1.7. Teachers annual pay award and progression proposals
  - 3.1.8. Chief Executive's pay and performance review
  - 3.1.9. All other policies related to the employment life-cycle.
- 3.2. The committee shall receive assurances with regards to the implementation of appropriate strategies to ensure that all staff are trained to a relevant level, depending on their role, with regards to wellbeing and health and safety.

### **4. Composition and appointment of the committee**

- 4.1. The composition of the committee shall be as follows:
  - 4.1.1. Three (3) trustees appointed by the trust board
  - 4.1.2. Up to two (2) co-opted members with relevant expertise who will be appointed by the trust

board.

## **5. Term of office and responsibilities of committee members**

- 5.1. The term of office for all members is one year, unless the member's term of office on the trustee board ends sooner.
- 5.2. On appointment, members are each required to familiarise themselves and to agree to comply with the following documents:
  - 5.2.1. Trust articles of association
  - 5.2.2. Trust financial regulations
  - 5.2.3. Academies trust handbook
  - 5.2.4. these terms of reference
  - 5.2.5. And to be aware of the Burgundy Book, teachers' pay and conditions, and the Green Book for support staff.

## **6. Meetings of the committee**

- 6.1. The committee shall meet at least once per term and in particular;
  - 6.1.1. The committee shall meet at the appropriate times set out in the trust governance calendar.
  - 6.1.2. The members will receive notice of each meeting seven clear days before the date of the meeting.
  - 6.1.3. The agenda, papers and minutes of committee meetings will be uploaded to GovernorHub in advance of each meeting.
  - 6.1.4. Minutes will be signed by the committee chair at the next meeting to verify that the minutes are a true record.
- 6.2. Quorum for a meeting of the committee will be three trustees.
- 6.3. Each question to be decided at a meeting of the committee shall be determined by a majority of votes of committee members present and eligible to vote on the question. The chair shall have the casting vote in the case of equal votes for and against a decision.

## **7. Appointment of the committee chair and vice chair**

- 7.1. The trust board shall appoint the chair and vice chair.
- 7.2. The trust board shall have the right to remove the chair and/or vice chair, specifically in circumstances where they have cause for concern.
- 7.3. The term of office for chair and vice-chair will be one year and they shall be appointed at the first meeting of each school year.

## Local Governing Body

All MLP schools will have a local governing body. This may be specific to an individual school, or a single LGB may cover a number of schools. The appropriate alignment of governing bodies to schools will be determined by the trustee board.

### Composition:

Each LGB is a committee of the TB. LGBs will usually appoint their own members, but the TB can also appoint LGB members with full voting rights. Each LGB shall have up to thirteen governors. The total number of governors per LGB may be exceeded so long as there are at least 50% Co-opted Governors. The membership must include at least 50% Co-opted Governors and one Parent Governor from each school represented by the LGB, one Staff Governor from each school, and the Head(s) of School (ex officio).

**Quorum:** One half of current membership rounded up to next whole number (not including vacancies).

**Meetings:** At least one per term.

## Local Governing Body Terms of Reference

The TB has delegated to the Local Governing Body the following areas of responsibility:

1. Reporting on the overall performance of the school.
2. Monitoring of educational outcomes in the school including all aspects of the curriculum and curriculum delivery.
3. Monitoring student issues including wellbeing, behaviour and exclusions.
4. Monitoring all aspects of readiness for inspection, including robust self-evaluation against the current Ofsted framework.
5. Monitoring all aspects of safeguarding, including British Values and the operation of the Prevent strategy, SEND, equality including the Public Sector Equality duty, and student welfare.
6. Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LGB.
7. Liaising with the Trust Board, CEO and CFO on all aspects of policy setting as they may respectively require.
8. Monitoring the annual spend of any part of the Trust budget delegated to be managed by the school.
9. Dealing with formal complaints against the school in accordance with the Trust complaints policy.
10. Appointment of LGB members including arranging election of elected members of the LGB in accordance with the Articles of Association.

## Governors' Admissions Committee of the LGB

**Composition:** The membership is determined by the TB in accordance with statutory requirements. The Clerk or appropriate trust officer will convene a panel of a minimum of three LGB members other than employees of the Trust.

**Quorum:** two for decisions on individual applications.

**Meetings:** in accordance with statutory requirements.

### Governors' Admissions Committee of the LGB Terms of Reference

1. Consider and decide upon individual applications for a place at the school.

## **Governors' Discipline Committee of the LGB**

**Composition:** The membership is determined by the TB in accordance with statutory requirements. The Clerk or appropriate trust officer will convene a panel of (usually) three LGB members other than employees of the Trust. Meetings may proceed with two governors on the panel if there is no likelihood of convening a panel of three governors within a reasonable timescale. In the interests of justice, if a panel comprising two governors cannot agree their decision, the status quo will prevail (ie. the child will be reinstated) on the basis that the balance of probability test has not been passed. The panel may comprise members from any trust LGB or the TB and, in some circumstances, members may be drawn from Governing Bodies outside of the Trust.

**Quorum:** Two governors

**Meetings:** In accordance with statutory requirements

### **Governors' Discipline Committee of the LGB Terms of Reference**

1. To consider any parental representations made in relation to any pupil exclusion of five days or fewer in one term.
2. To consider any parental representations made in relation to any pupil exclusion of more than five but not more than fifteen days in one term.
3. To meet to review the following, whether or not the parents make representations or exercise the right to attend:
  - permanent exclusions
  - fixed period exclusions, individually or in aggregate, in excess of fifteen days in one term
  - exclusions where the pupil would miss a public examination/national curriculum

## **Headteacher**

1. Establishing the culture and ethos of the school, in line with the Trust's vision, values and ways of working
2. Setting behaviour standards and leading the creation of an environment for learning
3. Ensuring the school is inclusive and welcoming, including the development of provision which meets the needs of children with SEND and vulnerable learners
4. Determining and implementing curriculum provision and assessment
5. Leading staff development, setting standards and supporting wellbeing
6. Engaging with parents/carers and the local community
7. All other aspects of the day-to-day organisation, and management of the school, including in regards to risk management and health and safety
8. Management of the budget allocated to the school by the TB
9. Staff appointments as delegated and authorised by the CEO
10. Preparing the school for Ofsted

## Appendix One: Responsibilities within the scheme of delegation

This scheme of delegation sets out the MAT's approach to delegations between the different layers of governance and leadership within the trust. It is divided into four sections.

- Strategy and leadership
- Education and curriculum
- Financial
- HR and operations

This scheme of delegation has been prepared using the RASCI responsibility matrix. In the table below, the letters used have the corresponding messages.

<b>R</b>		Means <b>Responsible</b> . The individual/group that has responsibility for undertaking or completing the task delegated to them and reporting on its delivery at suitable intervals. In the case of the CEO, this reporting will be at board level. In the case of the principal/head, this will be at School LGB level.
<b>A</b>		Means <b>Accountable</b> . The individual/group that has the ultimate or final responsibility for ensuring completion of the task. This will include determining how the MAT and/or academies (as appropriate) should undertake the task, including determining appropriate milestones and targets to be reported against.
<b>S</b>		Means <b>Support</b> . The individual/group who should provide support during the implementation of the task.
<b>C</b>		Means <b>Consult</b> . The individual/group that should be consulted as part of the process of the completing the task because they can provide valuable advice and/or input.
<b>I</b>		Means <b>Inform</b> . The individual/group that should be kept up-to-date about the progress of the task and/or the decisions in the task.

STRATEGY AND LEADERSHIP	Trustees		CEO	LGB		Headteacher	
Set strategic objectives of the Trust	R /	A	S	C /	I	C /	I
Set strategic objectives of the schools	A		S	R		S	
Develop the character, mission and ethos of the Trust	A		S	C /	S	C /	S
Develop the character, mission and ethos of the schools	A		S	C /	S	C	
<b>Scrutiny: performance</b> – review and challenge progress of the Trust against its strategic objectives and KPIs	A		R	C		S	
<b>Scrutiny: ethos</b> – operation of the Trust and schools against the agreed <b>character, mission and ethos</b>	A		R	C		S	
<b>Compliance: funding agreement</b> – comply with all obligations including the Academies Financial Handbook	A		R	S		S	
<b>Compliance: regulatory</b> – with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety)	A		R	S		S	
<b>Compliance: financial oversight</b> – ensuring there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds	A		S	S		S	
<b>Compliance</b> – completing the register of trustees’ business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions	A		S				

STRATEGY AND LEADERSHIP	Trustees		CEO	CFO	LGB		Principal/Head
<b>MAT risk register</b>	A		S	R	S		S
<b>Appointments of trustees</b> – ensuring processes in place for appointment of trustees (including ensuring that the trustees have the skills to run the Trust)	A /	R	S				
<b>Appointment and removal of governors</b> – ensuring processes in place for appointment of governors (including ensuring that the governors have the skills to run the academies)	A /	C / R	S		A /	R	S
<b>Register of interests</b>	A /	R			A /	R	
<b>Appointment of clerk – Board and LGB</b>	A /	R	S				
<b>Appointment of clerk – Governors</b>	A /	R	S				
<b>Policies – review and approval of Trust wide policies</b> (including admissions, DBS, charging and remissions policies, health and safety and safeguarding)	A		R		A /	R	S
<b>Prepare terms of reference for LGBs and committees</b>	A		R		C		C
<b>Training programme for trustees</b>	A	R	R				
<b>Training programme for governors</b>	A		R		R		S



STRATEGY AND LEADERSHIP	Trustees	CEO	CFO	LGB	Principal/Head
<b>Academy development plan</b> – for each academy in line with strategic aims of the Trust	A	R		C	S
<b>Key performance indicators</b> – setting and reviewing performance of the Trust and the academies	A	R		C	I
<b>Quality of teaching</b> – ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes	A	R		C	R
<b>Curriculum</b> – setting the curriculum for the academies and reviewing its effectiveness	A	R		C	S
<b>Pupil Premium</b> – reviewing and challenging the value for money/ROI of the pupil premium in terms of educational outcomes and narrowing the achievement gap	A	R		C	R
<b>Collective worship</b> arrangements for schools without religious character	C	C		C	R

EDUCATION AND CURRICULUM	Trustees		CEO	LGB	Headteacher
<b>Set admissions policy</b>	A /	R	S	I	I
<b>Admission decisions</b>	C		I	R	S
<b>Review</b> – considering and evaluating performance of the academies by: <ul style="list-style-type: none"> <li>• Reviewing progress against agreed KPIs</li> <li>• Holding each school's leadership to account for academic performance, quality of care and quality of provision</li> <li>• Monitoring the overall effectiveness and efficiency of leadership and management at the academies</li> <li>• Receiving reports on the quality of teaching and learning and making recommendations to the Board</li> </ul>	A		S	R	S
<b>Self-evaluation</b> – carrying out the self-evaluation process to identify areas for improvement with regard to outcomes and success criteria	A		C	S	R
<b>Review priorities</b> – considering the aims and priorities for raising standards of achievement in each of the academies' strategic plans	A		C	S	R
<b>Report</b> – termly to Board on performance	A		R	R	S
<b>Student issues</b> (including attendance, exclusions, punctuality and disciplinary matters for each school)	C		C	A	R
<b>School hours</b> – setting the opening and closing times for the academies	A		S	C	R

EDUCATION AND CURRICULUM	Trustees	CEO	LGB	Headteacher
<b>Term dates and length of school day</b>	A	S	S	R
<b>School lunch</b> – ensure they meet appropriate nutritional standards		S	A	R
<b>Provision of free school meals to those meeting criteria</b>		S	A	R
<b>Safeguarding</b> – including ensuring each school has appointed a designated safeguarding lead, ensuring compliance with statutory guidance and maintenance of single central record	A	S	R	S
<b>Stakeholder engagement</b> <ul style="list-style-type: none"> <li>Promoting partnership working between parents/carers and the academies to promote high standards of attendance, behaviour and learning by students</li> <li>Undertaking consultation with students, parents/carers and other stakeholders as part of a programme of regular self- evaluation by the academies to assess its performance against its stated aims and objectives</li> </ul> <p>Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall student experience</p>	A	S	R	S
<b>Ofsted inspections Trust support Note change to headteacher responsibility to ‘R’ from ‘S’</b> <ul style="list-style-type: none"> <li>Board will liaise with Ofsted where MAT is inspected and will assist with an school inspection</li> <li>CEO will ensure Trust is prepared for inspection and manage the process from a Trust perspective where the impact of the Trust is under review</li> </ul> <p>CEO will support LGBs and principals/headteachers for individual school inspections</p>	A	R	S	R

FINANCIAL	Trustees		CEO	CFO	LGB	Principal/Head
<b>Ofsted inspections: schools</b>	A		S		R	R
<b>Appointment of the audit and risk committee</b>	A /	R		S		
<b>Appointment of the accounting officer and chief financial officer</b>	A /	R	A /	R		
<b>Recommend appointment of external auditors to the members</b>	A			R		
<b>Appointment of the internal auditors</b>	A			R		
<b>Approve annual accounts</b>	A /	R	S	S		
<b>Scheme of financial delegation and financial policies</b> – establishing policies and procedures to ensure compliance with the Trust’s financial and reporting requirements	A		S	R	C	S
<b>Bank accounts</b> – authorising the establishment of bank accounts and approve bank mandates in the name of the Trust	A		S	R		
<b>Funding model</b> – agreeing a funding model across the Trust and develop an individual funding model for the academies to secure the Trust’s financial health in the short and long term	A		R	S	C	S
<b>Trust annual budget</b> – formulating and setting the Trust wide budget	A		R	S	C	S

FINANCIAL	Trustees	CEO	CFO	LGB	Principal/Head
<b>School annual budgets</b> – formulating and determining the proportion of the overall budget to be delegated to each school (including uses of contingency funds/balances)	A	R	S	C	S
<b>Expenditure and ensuring delivery of annual budgets</b>	A	R	S	S	S
<b>Investments</b> – agreeing the investment policy in line with the academies financial handbook and scheme of financial delegation	A	R	S		

HR AND OPERATIONS	Trustees	CEO	CFO	LGB	Principal/Head
<b>Appointing the CEO</b>	A /	R			
<b>Appointing the principals at each school</b>	A	R		C	
<b>Appointing of cross-Trust staff</b> (in line with recruitment policy)	A	R		C	
<b>Appointing school SLT</b> (excluding principal/head)		S		A	R
<b>Appointing school staff</b> (excluding SLT and principal/head)				A	R
<b>Establishing Trust wide HR policies</b> (including recruitment, discipline, capability, grievance and absence policies) in accordance with appropriate regulations	A	R	S	C	

HR AND OPERATIONS	Trustees		CEO	CFO	LGB	Principal/Head
<b>Setting appraisal performance management policy together with pay reviews</b> (in line with the Trust's pay policy and all statutory regulations)	A		R	S	C	S
<b>Setting terms and conditions of employment and staff handbook</b>	A		R	S	C	S
<b>Dismissing CEO</b> (in accordance with the Trust disciplinary and capability policies)	A /	R				
<b>Dismissing cross-Trust staff</b> (in accordance with the Trust disciplinary and capability policies)	I		A /	R		C
<b>Dismissing headteachers</b> (in accordance with the Trust disciplinary and capability policies)	I		A /	R		S
<b>Dismissing all other staff</b> (in accordance with the Trust disciplinary and capability policies)			C	S	A	R
<b>Reviewing discipline and grievance policy</b>	A /	R	S	S	I	I
<b>Setting Trust wide procurement policies</b> (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the funding agreement, Academies Financial Handbook and the Trust's procurement policy	C		C	A /	R	I
<b>Setting school specific procurement policies</b> – in accordance with the funding agreement, Academies Financial Handbook and the Trust's procurement policy	C		C	A /	R	I

HR AND OPERATIONS	Trustees	CEO	CFO	LGB	Principal/Head
<b>Determining and allocating central services provided to the academies by the Trust</b>	A	R	S	I	I
<b>Overseeing the effectiveness of services provided centrally by the Trust</b>	A	R	S	C	C
<b>Asset and premises maintenance strategy</b> – determining use of academies’ premises and ensuring premises are adequately maintained	S	S	A / R	C	I
<b>Acquiring and disposing of Trust land</b>	A	R	S	C	
<b>Changing use of assets</b>	A	R	S	C	
<b>Media and PR</b> – overseeing public relations activities to project the activities of the Trust and the academies to the wider community	A	R	S	S	S
<b>Information management</b> – including adopting and following policies for information security and compliance with FoI and data protection legislation and maintaining accurate staff and student records	A	R	S	S	S
<b>Setting school specific procurement policies</b> – in accordance with the funding agreement, Academies Financial Handbook and the Trust’s procurement policy	A	I	R		I
<b>Enter into contracts</b> – up to limit of delegation set out in scheme of financial delegation	A	R	S	S	I

HR AND OPERATIONS	Trustees	CEO	CFO	LGB	Principal/Head
Arranging Trust insurance/access to risk protection arrangement (RPA)	A	I	R		
School prospectus			S	A	R
Trust prospectus and website	A	R	S		



## **Appendix two: Provisions relating to meetings and voting**

The Articles of Association set out how the Trust is governed. Article 101 gives the Trustees power to determine the constitution, membership and proceedings of any committee, and to review these at least every twelve months. The Trustees have agreed the key provisions relating to meetings and voting:

### **Convening and minuting meetings**

- Meetings of Members, Trustees and Governors are convened by the Clerk.
- An agenda and accompanying reports is circulated before the meeting (in accordance with the timescales given below) and the meeting is minuted.

### **Remote participation in Member and Trustee meetings**

- Under the Articles, a meeting of Members or Trustees can be convened with people taking part remotely via video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. Members may also “attend” Members’ meetings by giving another person a proxy vote but Trustees and LGB members cannot do this.
- A resolution of the Members/Trustees that all Members/Trustees agree with can be passed by getting each Member/Trustee to sign a copy of the resolution and without having to hold a physical meeting – you can have several copies as long as, in total, every Member/Trustee has signed.
- There is no provision for making decisions by email or by separate telephone conversations.

### **Conflicts of interest – Trustees and Governors**

- Trustees and Governors must complete an annual Register of Interests form and update it with any in-year changes. The Register is maintained by the Clerk.
- Whether or not an interest has been recorded on the Register of Interests, a Trustee/Governor must declare any relevant interests at a meeting and will be required to withdraw from a discussion where they:
  - Stand to gain financially from a matter under consideration.
  - Have a personal interest in a matter under discussion.
  - Are a relative of a student, parent or employee being discussed.
- (See also Appendix Three – Conflicts of Interest and the Nolan Principles)

### **Meetings of Members**

- Members must hold an Annual General Meeting each year. The Trustees decide when and where the meeting is to take place and the Trustees may also call a General Meeting if required. This would normally be to decide on the appointment or removal of Trustees or the amendment of the Articles. The Trustees must call a General Meeting if the Members require them to do so.
- Fourteen clear days’ notice must be given or shorter notice can be given if agreed to by a majority of Members having at least 90% of the right to attend and vote. That means that unless there are 10 Members, a meeting can only be called on short notice if all agree.
- The notice of the meeting must state time and place of the meeting and should indicate in general terms what business is to be discussed. It should also state the right to appoint a proxy.
- There must be a quorum present of two people entitled to vote upon the business to be transacted. Although all Trustees are entitled to attend and speak at any Members’ meeting they are not entitled to vote and therefore those Trustees who are not also Members do not count in the quorum.
- The Members present appoint the Chair of the meeting. There is no formal position of Chair of the Members.

### **Meetings of Trustees (TB and Committees)**

- The minimum number of meetings is specified in the Terms of Reference (pages 3-10 above).
- The TB/Committee will annually elect from among their number a Chair and Vice-Chair.
- In the absence of both Chair and Vice-Chair, the TB/Committee will elect from among its number to chair the meeting.
- The Chair (or Vice-Chair in the absence of the Chair) and any three Trustees may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable.

- Seven (or fourteen where specified in the Articles) clear days' notice, together with the agenda, must be given of meetings. The Chair (or Vice-Chair in the absence of the Chair) can direct shorter notice on the grounds of urgency.
- For any vote there must be a quorum present as specified in the Terms of Reference.
- Each member present is entitled to vote and in the event of a tied vote the Chair shall have a second and casting vote.

### **Meetings of Governors (LGB)**

- Each LGB must meet at least three times in each school year.
- Each LGB will annually elect from among their number a Chair and Vice-Chair. An employee of the school cannot be Chair or Vice-Chair. In the absence of both Chair and Vice-Chair, the LGB will elect from among its number to chair the meeting.
- If both Chair and Vice-Chair resign a special meeting will be held within fourteen days to elect their successors.
- Any three LGB members may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable.
- Seven clear days' notice, together with the agenda, must be given of meetings.
- There must be a quorum present of one half of current membership (rounded up to the next whole number and not including vacancies). If a meeting is or becomes inquorate no decision can be made and any items may be placed on the next meeting agenda.
- Any governor who does not attend a meeting or send apologies for six months will be automatically removed from the LGB. Apologies sent after a meeting are not valid.
- Decisions are made by a majority vote by show of hands. In the event of a tied vote, the Chair has a second and casting vote.
- The quorum required for a vote to remove a Governor or to remove the Chair is two-thirds of those present and entitled to vote.
- Meetings will be limited to a maximum of two hours with the exception of Governors Days.
- Non-confidential minutes will be made available for public inspection on request to the Clerk.
- The Chair, or in their absence Vice-Chair, may make urgent decisions between meetings provided delaying the decision would be seriously detrimental and a meeting could not be convened in sufficient time to deal with the matter. Any urgent actions must be reported to the next meeting.

## Appendix three: Conflicts of Interest and the Nolan Principles

### Conflicts of Interest

Trustees and all who have delegated responsibility are required to ensure that no conflict of interest arises. They are required to disclose and declare any business interests. The current Articles provide:-

“Any [Trustee] who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a [Trustee] shall disclose that fact to the [Trustees] as soon as he becomes aware of it. A [Trustee] must absent himself from any discussions of the [Trustees] in which it is possible that a conflict will arise between his duty to act solely in the interests of the School Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).”

A “Personal Financial Interest” is defined in Articles 6.5 to 6.8A and is widely drafted to include companies in which the Trustee has an interest as well as interests of family members and those with whom the Trustee has business or other close relationships.

### The Nolan Principles

All Trustees and those with delegated responsibility are required to observe the Nolan Principles which are:-

1. Selflessness  
Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.
2. Integrity  
Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.
3. Objectivity  
In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.
4. Accountability  
Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.
5. Openness  
Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.
6. Honesty  
Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.
7. Leadership  
Holders of public office should promote and support these principles by leadership and example.