

# Scheme of Delegation

## Introduction

Middlesex Learning Partnership (“the Trust”) operates 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.

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 current Executive Headteacher acting as Chief Executive Officer (“CEO”) and the Operations Trust Board Member acting as Chief Financial Officer (“CFO”) have delegated responsibility for the day to day operation of the Trust and each academy has a Headteacher (“HT”) or Head of School (“HoS”) who reports to the Executive Head teacher and has delegated responsibility for the operational activities of the individual academy. As the Trust grows it may be that a Chief Executive overall will be appointed as the CEO and the role of Executive Headteacher (“EH”) will be created.

An LGB may, but need not, have Trustees as members and the power of the TB to appoint LGB members (who have full voting powers) is unrestricted. In addition, the TB may appoint additional members (“AM”) 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 the delegation process for a range of decisions that arise and [Appendix Three](#) sets out the general requirements in relation to calling and attending meetings and voting.

## Summary of Roles

A Multi-Academy Trust has a structure which is new to education. At each level there are specific accountabilities and functions which combine to form the leadership of the Trust. This summary outlines the key differences in these roles.

MEMBERS	TRUSTEES	CEO	BOARD COMMITTEES	LGBs	HEADS OF SCHOOLS
Guardians of the governance of the Trust	Strategic oversight, setting vision and policies for the Trust	Responsible for leading the development and delivery of the Trust's strategy	Oversight of: - Standards - Finances - Operations	Oversight of running of the academies in terms of learning, standards, safety and wellbeing	Provide professional leadership for the academy and secure its success and improvement
Appointing Trustees to the Board	Hold CEO accountable for educational and financial outcomes	Ultimate responsibility for all day-to-day management decisions and for implementing the Trust's operational plan	Report to Board	Holding local academy leadership to account for academic performance, quality of care and provision	Ensuring high quality education for all its pupils and good standards of learning and achievement
Acting as ambassadors for the Trust	Ensuring appropriate governance and decision making	Accounting Officer for Trust with financial responsibility	Make recommendations to board		Provide leadership and management of the academy and its staff
Removing Trustees	Ensuring compliance with all regulatory requirements				
High-level monitoring of the overall effectiveness of the Trust	Oversight of finances and effective use of funds				
To approve changes to Articles of Association	Setting appropriate targets and holding executive to account				
To approve changes to Articles of Association	Promote the success of the Trust				
To receive annual accounts of the Trust					
MONITORS/RECEIVES REPORTS FROM: Trustees	REPORTS TO: Members MONITORS/RECEIVES REPORTS FROM: Committees/CEO/CFO and LGBs	REPORTS TO: Trustees/Committees MONITORS/RECEIVES REPORTS FROM: Executive Team & Principals	REPORTS TO: Trustees MONITORS/RECEIVES REPORTS FROM: CEO, Executive Team & LGBs	REPORTS TO: Trustees/Committees MONITORS/RECEIVES REPORTS FROM: Principals	REPORTS TO: CEO MONITORS/RECEIVES REPORTS FROM: Academy SLT

## **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 in broad terms are:

1. To appoint and remove Trustees
2. To maintain the Membership and to appoint Members
3. To approve any proposed changes to the Articles of Association
4. To receive the annual accounts of the Trust

### **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:-

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

Appendix Four sets out the Nolan Principles of public life and what is required of Trustees and Local Governors in relation to conflicts of interest.

### **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 academies and their pupils, and the performance management of staff; and
3. Overseeing the financial performance of the Trust and making sure its money is well spent.

### **Composition:**

- 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 3 if higher

Meetings: At least three each year convened on seven clear days’ notice except in emergency as determined by the Chair

### Responsibilities retained by the TB

- Deciding upon major strategic and legal aspects such as:
  - o The general strategic approach to the growth of the Trust
  - o Establishing a new academy
  - o Discontinuing or merging existing ones
  - o Disposal of land otherwise than for operational letting or hire purposes
  - o Recommending amendments to the Articles of Association
- Adopting the strategic plan for the Trust which will include individual strategic plans for each academy
- Agreeing the strategic Trust direction annually and setting the Trust objectives
- Monitoring
  - o All aspects of the performance of the academies in relation to Ofsted gradings
  - o all aspects of safeguarding including British Values and the operation of the Prevent strategy
  - o all equality aspects including the Public Sector Equality Duty
  - o all aspects of readiness of inspection
- Procurement requiring the publication of OJEU advertisements
- Approving the overall budget for the Trust and its devolution to each academy
- Approving the annual accounts of the Trust
- Ensuring that all regulatory requirements are met
- Recommending appointment of Members, Trustees and members of LGB and co-opting additional Trustees including conducting skills audits as required
- Removal of Chairs and members of LGBs in appropriate circumstances
- Dealing with formal complaints against the TB in accordance with the Trust complaints policy
- Securing that all Trustees and members of LGB are appropriately trained
- Approving all policies that the Trust by law is required to maintain. All policies originate from the ET. A schedule of policies is attached and shows where detailed consideration of each takes place and with whom consultation takes place
- Determining each year the scheme of delegation and terms of reference including approving the membership of all committees
- Determining admission arrangements for each academy
- Ensuring and monitoring compliance with Admissions Code
- Performance management of CEO
- Disciplinary, capability and grievance aspects relating to CEO, EH, CFO and HT
- **Appointment of:**  
CEO

**Participation in, under the leadership of the CEO/EHT, the appointment of:**

- o EHT (if appointed)
- o CFO
- o HT
- o HoS

**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 academy 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

Note: 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.

**Operations Committee**

Composition: as determined by the TB

Quorum: as determined by the TB

Meetings: as determined by the TB

Delegated responsibilities:

- Detailed consideration of the annual budget including consideration of
  - o The extent to which funds are retained for central services not directly related to individual academies
  - o The allocation of central funds for the purposes of each individual academy, which will be based mainly but not solely on pupil numbers
  - o The allocation of funds to each individual academy to be applied at the discretion of the HT, but in line with benchmarks provided by the Trust
- Monitoring the financial performance of the Trust and holding the CFO to account for this
- Monitoring the use of the pupil premium and other earmarked or dedicated funds
- Overall management of procurement processes
- All premises and facilities management aspects including PFI issues
- All marketing aspects
- Determination of the Trust pay policy
- Overall monitoring of pay decisions through the pay and salaries committee
- Managing appeals as provided under the Trust pay policy
- Monitoring all Human Resource aspects
- Detailed consideration of those policies within its remit

### **Pay and salaries Committee**

Composition: as determined by the TB

Quorum: as determined by the TB

Meetings: as determined by the TB

Delegated responsibilities:

- Detailed consideration of those policies within its remit
- Monitoring of performance management processes

### **Audit Committee**

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities:

- To consider the appointment of the external auditor, the audit fee and any questions of resignation or dismissal;
- To discuss with the external auditor before the audit commences the nature and scope of the audit;
- To review the annual financial statements before submission to the TB, focusing particularly on: - any changes in accounting policies and practices - areas involving a significant degree of judgement - significant adjustments resulting from the audit - the going concern assumption - compliance with accounting standards - compliance with legal requirements - the clarity of disclosures - the consistency of accounting policies from year to year;
- To discuss problems and reservations arising from the audit and any matters the external auditor may wish to discuss (in the absence of the management where necessary);
- To act as the body to whom the head of internal audit reports on the internal audit function and to discuss any issue that the head of internal audit may wish to raise (in the absence of the management where necessary);
- To review the internal audit function, consider the major findings of internal audit investigations and the management's response, and ensure co-ordination between the internal and external auditors;
- To keep under review the effectiveness of internal control systems, and in particular review the external auditor's management letter and the management's response;
- To develop and keep under review risk management and measurement strategies across the Academy Trust together with the procedures for monitoring the adequacy and effectiveness of those processes;
- To review the action and implementation of risk management policy across the Academy Trust;
- To consider the Academy Trust's risk profile relative to current and future Academy Trust strategy and identifying any such trends, concentrations or exposures and any requirement for policy change;
- To receive and review risk management and relevant regulatory information and reports
- To consider material breaches of the agreed risk limits, review the actions taken in response and to prevent a repeat occurrence;
- To consider the effect on the rights of the Academy Trust of the findings of the internal audits or the external audits;

- To review, on a regular basis, its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness. In discharging these duties, the aims of the Committee are to:
- facilitate good communication between the Academy Trust and its external auditor;
- increase the credibility and objectivity of financial reporting;
- strengthen the independence of the audit function and
- improve the quality of the accounting and auditing functions.

#### **CEO/EHT**

- Provide strategic and operational leadership of the Trust
- Responsible for the internal organisation management and control of each of the academies and specifically:
  - o Development of Trust-wide strategies and strategies for individual academies for Trust Board approval
  - o Creating the conditions for each Academy to achieve outstanding outcomes for all students
  - o Preparing each academy for Ofsted and the aim to produce excellent education in each academy across the Trust
  - o Development and dissemination of Trust vision values and mission
  - o Developing a growth strategy and Trust wide marketing strategy
  - o Responsible for developing external links with key decision makers eg RSC and DFE
  - o Developing a recruitment and retention strategy which is applicable Trust wide
  - o To recognize areas of underperformance and address these in a timely and appropriate manner
  - o Ensuring that the CFO delivers financial security for the Trust and that Trust benchmarks are achieved
  - o Determining and implementing curriculum provision and assessment
  - o Staff appointments not reserved to the TB – which may be delegated to HT or HoS in relation to staff employed to work only at a designated academy
  - o Performance management (including progression) of all staff, including EH, CFO, HT and HoS.
  - o Authorisation of posts for recruitment in all academies
  - o Disciplinary, capability and grievance aspects relating to all staff below HT or HoS level
  - o Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement
  - o Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion
- Reporting termly to the Trust Board
- [Other specific responsibilities including spending and contracting authorities]

#### **CFO**

- Provide financial leadership of the Trust
- Secure financial probity and value for money including compliance with the Academies Financial Handbook
- Prepare and maintain the Trust's Financial Manual
- Prepare budget for the Trust, including allocation of funds for centrally-maintained services, determining envelope of funding allocated to individual academies and determining sums to be delegated to each LGB for local spending, for Trust Board approval
- Monitoring the management of budget shares by HT

- Managing the budget share of individual academies where this is not delegated to an HT
- Reporting termly to Operations Committee
- [Other specific responsibilities including spending and contracting authorities]

#### **HT**

- Dissemination and promotion of the Trust's mission vision and values
- Internal organization management and control of the academy
- Management of the budget share allocated to the academy by the TB
- Managing resources in line with the benchmarks of the Trust
- Staff appointments as delegated and authorised by the CEO

#### **HoS**

- Dissemination and promotion of the Trust's mission vision and values
- Managing resources in line with the benchmarks of the Trust
- Internal organization management and control of the academy
- Staff appointments as delegated and authorized by the CEO

#### **LGB for each academy**

Note – it is intended initially that there will be a single LGB to cover both primary academies and a separate LGB for the secondary academy

Composition: as determined by the Trust Board but so as to include at least 2 elected parent local governors.

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities:

- Reporting to the Trust Board on the overall performance of the academy
- Monitoring the annual spend of that part of the Trust budget delegated to be managed by the academy
- Monitoring of educational outcomes in the academy including all aspects of the curriculum and curriculum delivery
- Dealing with formal complaints against the academy in accordance with the Trust complaints policy
- Monitoring student issues including behaviour and exclusions
- Monitoring all aspects of readiness of inspection
- Monitoring all aspects of safeguarding, including British Values and the operation of the Prevent strategy SEN, equality including the Public Sector Equality duty and student welfare
- Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LGB
- Liaising with the Trust Board, CEO and CFO on all aspects of policy setting as they may respectively require
- Arranging election of elected members of the LGB in accordance with the Articles of Association

#### **Admissions Sub-Committee of the LGB**

Composition: All LGB members and such others as may be appointed by the Trust Board

Quorum: 2 for decisions on individual admission applications, 3 for all other meetings

Meetings: As required on seven days' notice other than meetings to determine individual admission applications which may be convened without notice

Outline of responsibilities:

- To advise the Trust Board on any aspects of admissions and the admission arrangements for the academy that may be relevant including reporting on admission patterns and matters of concern
- To respond when required by the Trust Board to any proposal to amend the admission arrangements
- To manage any local consultation required in relation to any proposed amendment to the admission arrangements or otherwise to secure compliance with the Admissions Code
- To consider and decide upon each application for a place at the academy including reviewing and confirming the ranking of applications as advised by the local authority at the points of normal entry to the academy, i.e. at Year R and/or Year 7

Pupil Exclusions Sub-Committee of the LGB

Composition: All LGB members other than employees of the Trust and such others as may be appointed by the Trust Board

Quorum: 3

Meetings: In accordance with statutory requirements

Outline of responsibilities:

- To consider all parental representations in relation to any pupil exclusion
- To meet to review all fixed period exclusions individually or in aggregate in excess of five days and all permanent exclusions whether or not parents make representations or exercise the right to attend

## APPENDIX ONE

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 Academy 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	Principal/Head
<b>Set strategic objectives of the Trust</b>	R / A	S	C / I	C / I
<b>Set strategic objectives of the academies</b>	A	S	R	S
<b>Develop the character, mission and ethos of the Trust</b>	A	S	C / S	C / S
<b>Develop the character, mission and ethos of the academies</b>	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 academies 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
Collective worship arrangements for schools without religious character	C	C		C	R

EDUCATION AND CURRICULUM	Trustees	CEO	CFO	LGB	Principal/Head
<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 academy’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 academy)	C	C		A	R
<b>Academy hours</b> – setting the opening and closing times for the academies	A	S		C	R
<b>Term dates and length of school day</b>	A	S		S	R

EDUCATION AND CURRICULUM	Trustees	CEO	CFO	LGB	Principal/Head
<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 academy 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> <li>Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall student experience</li> </ul>	A	S		R	S
<b>Ofsted inspections Trust support</b> <ul style="list-style-type: none"> <li>Board will liaise with Ofsted where MAT is inspected and will assist with an academy 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> <li>CEO will support LGBs and principals/headteachers for individual academy inspections</li> </ul>	A	R		S	S

FINANCIAL	Trustees	CEO	CFO	LGB	Principal/Head
<b>Ofsted inspections: academies</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>Academy annual budgets</b> – formulating and determining the proportion of the overall budget to be delegated to each academy (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 academy</b>	A	R		C	
<b>Appointing of cross-Trust staff</b> (in line with recruitment policy)	A	R		C	
<b>Appointing academy SLT</b> (excluding principal/head)		S		A	R
<b>Appointing academy 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	
<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

HR AND OPERATIONS	Trustees		CEO	CFO	LGB	Principal/Head
<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	I
<b>Setting academy specific procurement policies</b> – in accordance with the funding agreement, Academies Financial Handbook and the Trust's procurement policy	C		C	A / R	I	I
<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	

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

## APPENDIX TWO

### Policies maintained by the Academy Trust requiring Trust review and adoption

Policies to be reviewed in line with DfE and legislative requirements. If no requirement is stipulated then policies should be reviewed as and when changes occur or at least every 5 years in the event of no changes.

#### CURRICULUM AND PUPIL-RELATED POLICIES

##### Admissions Arrangements (S)

Review frequency: Arrangements to be determined annually. Any changes must be consulted on and where no changes are made consultation is required at least every seven years.

##### Attendance Policy and Plan

##### Charging and Remissions (S)

##### Child Welfare and Safeguarding Policy and Procedures (S)

Review frequency: Annually

##### Pupil Premium (S)

##### Religious Education

##### School Trips

##### School Behaviour including Exclusions (S)

##### Sex Education (S)

##### Special Educational Needs (S)

Review frequency: The SEN Information Report should be updated annually and any changes to the information occurring during the year should be updated as soon as possible.

##### Supporting Pupils with Medical Conditions (S)

##### Teaching and Learning

#### STAFFING POLICIES

##### Allegations of Abuse Against Staff (S)

##### Capability of Staff

##### Restructuring and Redundancy (S)

##### Staff Discipline, Conduct and Grievance (S)

## **Staff Appraisal**

### **Staff Pay and Remuneration including job roles, salary and grading**

Review frequency: Annually

### **Whistle Blowing (S)**

### **Data Protection**

Review frequency: At least every two years (Registration is annual)

## **FINANCE AND RELATED POLICIES**

### **Accessibility Plan (S)**

### **Asset Management (S)**

### **Health and Safety (S)**

## **GOVERNANCE POLICIES**

### **Complaints (S)**

### **Data Protection (S)**

### **Equality Information and Objectives (public sector equality duty) statement for publication (S)**

Review frequency: Every four years and publish information annually

### **Freedom of Information (S)**

### **Governors' Allowances Scheme**

### **Register of Business Interests**

Review frequency: Ongoing requirement to keep updated

### **Scheme of Delegation and Terms of Reference (S)**

Review frequency: Annually

### **School information published on a website (S)**

Review frequency: Live – must be updated as soon as possible after a change and at least annually

### **Governors' Code of Conduct**

## **APPENDIX THREE**

### **Provisions relating to meetings and voting**

#### **Calling meetings**

Meetings of Members and of Trustees are convened by the Clerk.

#### **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.

14 clear days' notice must be given, i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday two weeks before. However, 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 – normally specified by the Articles as two people entitled to attend and vote. 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**

The Trustees must meet at least three times in each school year.

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 (Check the Articles as in some cases the notice required is 14 days) clear days' notice, together with the agenda, must be given i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday one week before, but the Chair (or Vice-Chair in the absence of the Chair) can direct shorter notice on the grounds of urgency.

There must be a quorum present which is normally whichever is the greater of three Trustees or one-third (rounded up) of the total number of Trustees holding office at the time – i.e. don't count vacant positions. The quorum required for a vote to remove a Trustee or to remove the Chair is two-thirds of those present and entitled to vote. Note that there are special procedures set out in the Articles that have to be followed to remove the Chair or Vice-Chair from office.

## What is a Meeting?

Under the Articles, the definition of a meeting covers not just the situation when all are present but also a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. In other words, a meeting can be convened with people taking part remotely. That covers meetings of the Members (which usually will only rarely be needed) and the more regular meetings of the Trust Board. Members may also “attend” Members’ meetings by giving another person a proxy vote but Trustees and LGB members cannot do this.

The condition for being entitled to attend remotely is that the person concerned has given notice of the intention to do so by giving appropriate contact details at least 48 hours before the meeting. Of course, this also depends on having the necessary equipment! Note that this is a right that an individual Trustee has. The other Trustees can agree not to insist on the 48 hours’ notice.

There is also a provision under which a resolution of the Trustees that all Trustees agree with can be passed by getting each 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 Trustee has signed.

Note that there is no provision for making decisions by email or by separate telephone conversations.

## Generally

So far as LGBs are concerned, the Trust Board can specify the procedures to be adopted. Normal good practice indicates that LGBs should follow the same rules. Again as a matter of good practice all meetings of Members, Trustees, LGBs and their respective committees should be clerked. This is especially important in relation to exclusion reviews.

All meetings should be minuted. Minutes should be concise and impersonal. They should record the topics discussed, the main points raised, the conclusions reached and, briefly if appropriate, the reasons for decisions. Where questions and answers need to be minuted as evidence of challenge, it is better practice that the questioner is not identified but the respondent should be.

Reporting back should be by way of tabled minutes. All decisions taken under delegated authority (which **does not** extend to internal organisation management or control of the AT or any constituent academy) must be reported also to the next Trust Board meeting. Minutes of those decisions should, therefore, be reported to the Clerk who will ensure that they are tabled for the AT.

## APPENDIX FOUR

### 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 Academy 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 6.9 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.