

## NORTHWORTHY ACADEMY TRUST

### SCHEME OF DELEGATION AND TERMS OF REFERENCE

#### Introduction

Northworthy Academy Trust (“the Trust”) initially operates two academy schools, namely The Long Eaton School and Lees Brook Community School with the intention over time of adding other schools. 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 a school offering a broad and balanced curriculum (“the Academy”)*
- b) *To promote for the benefit of the inhabitants of Long Eaton 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.

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.

The Trust has a Chief Executive Officer (“CEO”), who has overall responsibility for internal organisation management and control of the Trust and each academy has a Headteacher (“HT”) who reports to the CEO and has delegated responsibility for the operation of the individual academy. Each HT will also be

expected to contribute to the overall performance of the Trust irrespective of the HT's specific school and this expectation will be reflected in the HT's performance management.

In addition the Trust will designate Directors of Services (DoS) reporting to the CEO and to the Trust Committee relevant to their spheres of operation. The initial Director of Service is the Director of Human Resources (DoHE) and Interim Director of Finance (CFO)

## **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 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 the equivalent of governors in a local authority-maintained school. As company directors 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

## **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 6.8a 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

In addition, all Members, 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.

The TB Code of Conduct for Trustees and Local Governing Board members is annexed at Appendix Four

### **Delegation Principles**

The overall delegation principle is that functions will be delegated down to the most appropriate level for the function in question to be discharged. Specific delegation will reflect the strengths and capacity available to the Trust. Where a school entering the trust has proven governance capacity it will be provided with a Local Governing Body with significant decision-making powers. Where a school entering the Trust cannot show such capacity the Local Governing Body will initially act in a primarily

advisory and monitoring capacity but a strategic objective of the Trust will be to develop local capacity so that greater delegation becomes sustainable.

### **Trust Board**

The Trust Board focuses on the three core functions of governance:

1. Ensuring clarity of vision, ethos and strategic direction;
2. Holding the Executive Principal 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.

It exercises these functions through its retained responsibilities and delegation as set out in this Scheme

Composition: Up to 6 Trustees appointed by the Members, the CEO, any co-opted Trustees (who are co-opted by those Trustees who are not themselves co-opted Trustees) and elected parent Trustees (if any) as determined by the Members. The Trust is only required to have elected Parent Trustees if there is not provision for each LGB to have at least 2 elected Parent Local Governors.

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:
  - Establishing a new academy
  - Discontinuing or merging existing ones
  - Disposal of land otherwise than for operational letting or hire purposes
  - Amending the Articles of Association
- Adopting the strategic plan for the Trust which will include individual strategic plans for each academy
- Procurement requiring the publication of OJEU advertisements
- Financial responsibility in accordance with the TB Financial Manual which is set out in Part Three of Appendix One 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
- 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 CEO. A schedule of policies is attached as Appendix Two and shows where detailed consideration of each 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
- Establishing arrangements for independent appeals against refusals to admit pupils to an academy
- Establishing arrangements for independent review panels to review permanent exclusions
- Appointment of:
  - CEO
  - CFO
  - DoHE
  - HT
  - Other Directors of Services

### **Chair's Emergency Powers**

The Chair, or in the absence of the Chair the Vice-Chair, may take such action 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 as the Chair may think fit 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

### **Finance and Premises Committee**

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities:

- Detailed consideration of the annual budget including consideration of
  - The extent to which funds are retained for central services not directly related to individual academies
  - The allocation of central funds for the purposes of each individual academy, including an envelope for staffing, which will be based mainly but not solely on pupil numbers
  - The allocation of funds to each individual academy to be applied at the discretion of the headteacher
- 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
- Financial responsibility in accordance with the TB Financial Manual Monitoring all aspects of Health and Safety
- Monitoring all aspects relating to premises including PFI issues
- Detailed consideration of those policies within its remit

### **Self-Evaluation, Audit and Risk ("SEAR") Committee**

Composition: as determined by the Trust Board but to include each HT ex officio

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities:

### **General**

- Assuring the TB that management is exercising full and effective control and that risk management is an embedded and effective process across the Trust. More specifically, the Committee is expected to undertake the following
- Receive reports from and monitor the actions of the SEAR sub-committees of each LGB
- Detailed consideration of those policies within its remit

### **Curriculum**

- All aspects of the curriculum and curriculum delivery
- Monitoring student issues including behaviour and exclusions
- Monitoring all aspects of SEN
- Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy
- Monitoring educational outcomes including RoL
- Monitoring all equality aspects including the Public Sector Equality Duty

### **Examination Results and Analysis**

- Receive an annual report from the CEO on the performance trust-wide of students in Year 11 and 13 in national qualifications.
- Monitor the performance of students trust-wide in relation to school targets, external predictive data and national performance tables and measures.
- Review and challenge where necessary the actions and judgements of management in relation to the analysis of past, current and predictive data on student outcomes and progress.

### **Quality of provision**

- Receive reports from the CEO as a result of self-evaluation exercises as described in the Trust's Self Evaluation policy.
- Monitor the implementation of the Self Evaluation policy, including the use of external benchmarking or expertise where appropriate.
- Review and challenge where necessary the actions and judgements of management in relation to the outcomes of the self-evaluation exercises.

### **Risk and Audit**

- 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 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 Trust including each constituent academy 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 Trust;
- to consider the Trust's risk profile relative to current and future 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 Trust of the findings of the internal audits or the external audits
- verifying that information that is submitted to DfE, the EfA or any other body to whom the Trust is required to report is accurate and compliant

### **Complaints**

- Dealing with formal complaints relating to the Trust and not falling to be dealt with by the LGB of an individual academy in accordance with the Trust complaints policy including convening the necessary panel to include one independent person as required under the Education (Independent School Standards) Regulations applicable from time to time

### **Human Resources (HR) Committee**

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities

- Monitoring all Human Resource aspects
- Determination of staff pay and conditions
- Performance management of CEO, CFO, HT and DoS
- Staff disciplinary, capability and grievance aspects allocated to the Governing Body under the related policies relating to CEO, CFO, HT and DoS and to all staff below HT level other than those employed to work solely in one academy

- Detailed consideration of those policies within its remit
- Dealing with the final stage of all complaints against the TB and senior staff down to and including HT including convening the necessary panel to include one independent person as required under the Education (Independent School Standards) Regulations applicable from time to time

### **Pay Committee**

Composition: at least 3 Trustees. No employee of the TB is eligible for appointment

Quorum: 2 with Chair's casting vote

Meetings: at least once a year

Delegated responsibilities:

- Approving individual pay settlements that fall to be determined by the Committee under the TB's pay policy
- Dealing with pay appeals as provided for in the TB's pay policy

### **CEO**

- Provide strategic and operational leadership of the Trust
- The CEO will establish an Executive Team comprising the CEO, CFO, each HT, each DoS and such other personnel as the CEO considers appropriate and the remit of the Executive Team will be to work collaboratively in the overall interests of the Trust. The CEO has the power to delegate functions to the Executive Team or any member or members
- Responsible for the internal organisation management and control of each of the academies and specifically:
  - Development of Trust-wide strategies and strategies for individual academies for Trust Board approval
  - Determining and implementing curriculum provision and assessment
  - Appointment and performance management (including progression) of all staff below HT level
  - Disciplinary, capability and grievance aspects relating to all staff for whom the TB is the main base including discharging all functions allocated to the Headteacher under the related policies
  - Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement
  - Financial responsibility in accordance with the TB Financial Manual
  - Maintenance of the Risk Register
  - 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

### **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 for Trust Board approval
- Financial responsibility in accordance with the TB Financial Manual
- Development of traded services
- Leadership (including performance management) of School Business Managers and supporting HT's of individual academies in the performance management of School Business Managers when appointed
- Reporting termly to Finance Committee

## HT

- Responsibility (subject to direction by the CEO and reporting to the CEO and LGB) for the internal organisation management and control of the relevant academy
- Responsibility to contribute to the overall development and strategic direction of the Trust including support for any other academy within the Trust
- Management of the academy local budget
- Financial responsibility in accordance with the TB Financial Manual
- Disciplinary, capability and grievance aspects relating to all staff below HT level for whom the academy is the main base including discharging all functions allocated to the Headteacher under the related policies

## **LGB [Note that these terms of reference may vary from academy to academy depending on the degree of earned autonomy granted to that 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
- Determination of the annual spend of that part of the Trust budget delegated to be managed by the academy
- Financial responsibility in accordance with the TB Financial Manual
- Monitoring of educational outcomes in the academy
- Specific Health and Safety and premises aspects relating to the academy including where relevant PFI issues
- Monitoring all aspects of safeguarding, SEN, equality and student welfare

- Maintaining appropriate links with parents and the local community to ensure that local conditions and concerns are brought to the attention of the TB
- 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
- Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LGB
- Dealing with the final stage of all complaints against the academy and its staff below HT level including convening the necessary panel to include one independent person as required under the Education (Independent School Standards) Regulations applicable from time to time
- 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

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

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities in relation to the academy:

- Monitoring the financial performance of the academy and holding the HT to account for this
- Monitoring the use of the pupil premium and other earmarked or dedicated funds
- Financial responsibility in accordance with the TB Financial Manual Ensuring that expenditure on staff does not exceed the amount specified in the staffing envelope determined by the TB Finance and Premises Committee
- Monitoring all aspects of Health and Safety
- Monitoring all aspects relating to premises including PFI issues

#### **Self-Evaluation, Audit and Risk Sub-Committee of the LGB**

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities

- Assuring the LGB and SEAR Committee of the TB that management of the academy is exercising full and effective control and that risk management is an embedded and effective process across the academy. More specifically, the Committee is expected to undertake the following

#### **- Examination Results and Analysis**

- Receive an annual report from the HT on the performance of students in Year 11 and 13 in national qualifications.
- Monitor the performance of students in relation to school targets, external predictive data and national performance tables and measures.
- Review and challenge where necessary the actions and judgements of management in relation to the analysis of past, current and predictive data on student outcomes and progress.
- **Quality of provision**
  - Receive reports from Curriculum Team Leaders and the leaders of other teams in the school as a result of self-evaluation exercises as described in the school's Self Evaluation policy.
  - Monitor the implementation of the Self Evaluation policy, including the use of external benchmarking or expertise where appropriate.
  - Review and challenge where necessary the actions and judgements of management in relation to the outcomes of the self-evaluation exercises.
- **Curriculum**
  - All aspects of the curriculum and curriculum delivery
  - Monitoring student issues including behaviour and exclusions
  - Monitoring all aspects of SEN
  - Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy
  - Monitoring educational outcomes including RoL
  - Monitoring all equality aspects including the Public Sector Equality Duty

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

Composition: as determined by the Trust Board

Quorum: as determined by the Trust Board

Meetings: as determined by the Trust Board

Delegated responsibilities

- All aspects of HR other than those within the remit of the CEO
- Discharging all functions relating to all staff below HT level for whom the academy is the main base regarding staff disciplinary, capability and grievance aspects allocated to the Governing Body under the related policies

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

Composition: at least 3 members of the LGB. No employee of the TB is eligible for appointment

Quorum: 2 with Chair's casting vote

Meetings: at least once a year

Delegated responsibilities:

- Approving individual pay settlements that fall to be determined by the Sub-Committee under the TB's pay policy
- Dealing with pay appeals as provided for in the TB's pay policy

#### **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 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 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

**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.**

**Appendix One**

**TABLE OF DELEGATION**

**Part one**

**Decisions always reserved to Trust Board or Senior Executive Team**

Key:

Level 1: Members

Level 2: Trust Board

Level 3: Trust Board Committees

- Finance & Premises (F)
- Self-Evaluation, Audit and Risk (S)
- HR (H)

Level 4: Chief Executive Officer (“CEO”)

Level 5: Chief Financial Officer (“CFO”)

COLUMN IDENTIFIED: Action to be undertaken at this level

<b>Key Function</b>	<b>Task</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
Governance	Approve changes to the Governance structure, Terms of Reference, Schemes of Delegation		X			
	Approve changes to the Articles or Funding Agreement (with EFA approval sought)	X				
	Appoint and remove the Chair and Vice Chair of the Board		X			
	Establish Trust committees		X			
	Establish LGB committees		x			

	Appoint and remove the Chairs of TB Committees other than LGBs		x			
	Appoint and remove Trust Board members including carrying out Trust Board skills audit	x				
	Approve the appointment of Clerk		x			
	Review performance of the Board		x			
	Review performance of Board committees and LGBs		x			
	Review committee membership to ensure each have a diverse and appropriate skill set		x			
	Ensure access to training for TB and LGB members and monitor take-up		x			
	Change of Trust name	x				
	Organise calendar meetings for TB and LGB				x	
Finance (and refer to the Financial Handbook)	Approve Financial Scheme		x			
	Approve the overall Trust budget for financial year		x			
	Allocation of budgets centrally and to each school		x			
	Review the Trust budget throughout the financial year			F		
	Review all academy budgets throughout the financial year					x
	Fillings at Companies House and the Charity Commission				x	
	Approve the appointment of external auditors		x			
	Appoint the CEO		x			

Staff & Performance Management	Appoint Headteachers		x			
	Appoint other staff				x	
	Performance review and implementation of capability policy of and in relation to the CEO			H		
	Suspend the CEO or a Headteacher (in accordance with policies and procedures)		x			
	End the suspension of the CEO or a Headteacher (in accordance with policies and procedures)		x			
	Dismiss the CEO or a Headteacher (in accordance with policies and procedures)		x			
	Appointment/ dismissal of Directors of Services (in accordance with policies and procedures)		x			
	Appointment of other staff (in accordance with policies and procedures)				x	
	Performance review of staff other than CEO				x	
	Propose staff, HR, pay, performance and disciplinary policies				x	
	Approve staff, HR, pay, performance and disciplinary policies		x			
	Implementation of capability policy (in accordance with policies and procedures) for staff for whom the Trust is the main base				x	
	Approve changes to school staffing structures including recruitment and terms and conditions (outside of agreed budget or staffing envelope)			F		
	Approve re-grading of job roles for central Trust posts				x	
Approve redundancies and staff restructures of central Trust posts			H			
Performance Curriculum &	Propose Trust 3 year Strategic Plan				x	
	Approve Trust 3 year Strategic Plan		x			

	Approve Academy Development Plan			S		
	Review progress across against all Academy Development Plans				x	
	Propose the Trust curriculum policy				x	
	Approve the Trust curriculum policy			S		
Discipline/ Exclusions	Propose pupil behaviour policies				x	
	Approve pupil behaviour policies			S		
	Establish Independent Review Panels for permanent exclusions		x			
Admissions	Approve admissions policy		x			
	Establish Independent Admission Appeal Panels		x			
Premises & Insurance	Propose premises-related policies				x	
	Approve premises-related policies			F		
	Propose Trust premises & capital strategy				x	
	Approve Trust premises & capital strategy		x			
	Approve appropriate insurance cover for all schools in the Trust			F		
Health & Safety	Propose Health & Safety Policy					x
	Approve Health & Safety Policy		x			
	Monitor implementation of H&S Policy			F		
	Develop a Risk Management Plan				x	

	Approve a Risk Management Plan			S		
	Report on Risks to Board			S		
	Propose Asset Management policy and plan				x	
	Approve Asset Management policy and plan			F		
School Organisation	Trust website				x	
Policy Note: all policies in this section are proposed by the CEO	Complaints policy			s		
	Child welfare and safeguarding policy		x			
	Expenses policy			F		
	Gifts and hospitality policy			F		
	Pay policy			F		
	Whistle blowing policy		x			

## Part Two

### Decisions that may be delegated to Local Governing Boards or reserved to the Trust Board

**Note that this table includes all decisions other than those which are always be reserved to the Trust Board. Initially it is intended that each LGB should have the same degree of autonomy so this Part relates to both current academies. If in the future different degrees of delegation are to be adopted in the light of the capacity of the relevant LGB a separate table should be used for each LGB or category of LGB**

Key:

Level 1: Trust Board

Level 2: Trust Board Committee

- Finance & Premises (F)
- Self-Evaluation, Audit and Risk (S)
- HR (H)

Level 3: Local Governing Board including its sub-committees

Level 4: Chief Executive Officer (“CEO”)

Level 5: Academy Headteacher (“HT”)

COLUMN TICKED: Action to be undertaken at this level

Key Function	Task	1	2	3	4	5
Governance	Appoint and remove the Chairs of Local Governing Bodies			x		
Finance	In accordance with Financial Handbook					
	Appointment staff below HT (in accordance with policies and procedures)				x	

Staff & Performance Management	Dismissal of staff below HT (dependent on and in accordance with policies and procedures)			x		
	Implementation of capability policy (in accordance with policies and procedures) for staff below HT for whom the academy is the main base					x
	Approve changes to academy staffing structures including recruitment and terms and conditions (within agreed budget and staffing envelope)			x		
	Approve re-grading of job roles for posts where the post-holder has the academy as the main base			x		
Performance & Curriculum	Propose Academy Development Plan			x		
	Approve Academy Development Plan		S			
	Review progress against Academy Development Plan			x		
	Propose the Academy curriculum policy			x		
	Approve the Academy curriculum plan		S			
	Propose pupil premium plan					x
	Approve pupil premium plan			x		
	Review pupil premium plan			x		
Discipline/ Exclusions	Monitor implementation of pupil behaviour policies			x		
	Review of exclusions in accordance with statutory requirements (via LGB exclusions sub-committee)			x		
	Review permanent exclusion on reference from Independent Review Panel (via LGB exclusions sub-committee)			x		
Admissions	Consult annually before setting an Admissions Policy			x		
	Propose admissions policy			x		

	Admissions application decisions (via LGB admissions sub-committee)			x		
Health & Safety	Monitor implementation of H&S Policy			x		
School Organisation	Approve times of school day and dates of school terms and holidays			x		
	Extended services on site			x		
	School uniform			x		
	School website			x		
Policy Note: all policies in this section are proposed by the HT	Sex education policy			x		
	Teaching and learning policy			x		
	Religious Education policy			x		
	Educational Visits policy			x		
	Letting policy			x		

**Part Three**

**The Trust Financial Handbook**

## Appendix Two

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

**Note: all required policies are initiated by CEO at the direction of CEO. All policies are to be reviewed every three years unless shown otherwise or a change of legislation or policy requires a sooner review. The Trust Board will set a review timetable to secure a rolling cycle of review.**

**Those policies that are required under statute or are referenced in statutory guidance are marked (S)**

### 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)**

Investment Policy

**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 (see below)

**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

## APPENDIX THREE

### Provisions relating to meetings and voting

**NB. The Articles contain very detailed provisions regarding the calling of meetings, how they are conducted and voting. What follows is a brief summary and reference should be made to the Articles if particular questions arise.**

#### 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 to right to appoint a proxy.

There must be a quorum present – normally specified in 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 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 will only rarely be needed) and 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**

**TB Code of Conduct for Trustees and Local Governing Board Members**