



PRESTON HEDGES ACADEMY TRUST

SCHEME OF DELEGATION

EFFECTIVE DATE: 1st October 2020

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INTRODUCTION

- 1.1** Preston Hedges Academy Trust (referred to herein as the “**Trust**”) was established on 6th November 2012 by Preston Hedges Primary School. In consequence of it entering into both a Master Funding Agreement and a number of Supplemental Funding Agreements (the “**Funding Agreements**”), the Trust is a multi-academy trust capable of operating and maintaining a number of academies (the “**Academies**”).
- 1.2** The Trust is both a company limited by guarantee, registered at Companies House (Company Number 8282041) and, by virtue of its charitable object “to.... advance, for the public benefit, education in the United Kingdom. by establishing schools” i.e. the Academies, is a charity. The Trust is not a registered charity but an “exempt” charity, regulated by the Secretary of State for Education, who acts as the principal regulator.
- 1.3** The Trust’s constitution is set out in its “**Articles of Association**” and this Scheme of Delegation has been put in place in accordance with the provisions of the Articles and should be read in the light of them.
- 1.4** The purpose of this Scheme of Delegation is to provide clarity as to the role and responsibilities of those who contribute to the governance and oversight of the Academies and the Trust itself. All those with governance and management responsibilities must be familiar with this Scheme of Delegation so that appropriate steps can be taken to ensure there is sufficient and proper challenge of those with leadership responsibilities, to ensure that senior leaders are held to account for the performance of the Academies and that there is financial stability within the Trust.
- 1.5** The Trustees reserve the right (in their absolute discretion) to review and alter this Scheme of Delegation and the level of delegated responsibility at anytime, noting that it is likely to be reviewed for its effectiveness at least annually. Whilst the Scheme cannot take the form of a legally binding contract between the Trust and the Academies and is subject to the overriding duty on the Trustees of the Trust to act freely and in the best interest of the Trust and the Academies, in so far as the Trustees are able they agree to abide by the provisions of it and will consult on any significant changes.
- 1.6** The Effective Date of this Scheme of Delegation is 1st September 2020

2. VISION AND VALUES

2.1 Vision and Values

Purpose:

We believe that every child deserves an excellent education.

Our family of schools collaborate, support and innovate to give every child the best start in life.

We are proudly committed to improving the standards of education in Northamptonshire and Milton Keynes.

The education we provide is based on the ethos of Fun, Creativity and Achievement:

FUN – creating happy confident learners

CREATIVITY – providing exceptional curriculum experiences that sparks curiosity, imagination and encourages life-long learning

ACHIEVEMENT – Fulfilling every child's potential with the highest academic outcomes and preparing them as confident, tolerant and compassionate citizens in a global environment

Vision:

To be a high performing Trust, comparable to other Outstanding Trusts nationwide.

With top quintile pupil outcomes and Ofsted ratings of Good or Outstanding.

For each of our schools to be distinct to its context, supporting their community and making a positive difference locally.

To maintain a culture where people make the difference and matter the most. Ensuring our team are provided with the absolute best opportunities and experiences to develop and learn, through exceptional CPD.

To ensure that well-being is central to what we do.

To be a model of best practice and operational excellence across all aspects of our Trust.

Strategic Pillars:

Growth
People
Educational Excellence
Operational Excellence

Our strategic pillars guide are work and shape our strategy for each academic year.

2.2 Principles for Effective Partnership

The Academies, and those responsible for the governance and management of the Trust and the Academies, have committed to working in partnership, supporting one another and there are clear underlying principles around how that partnership will work:

Equal Partners

The Academies are equal partners within the Trust and at all times the partners will strive for consensus in decision making, recognising that each Academy has both strengths and weaknesses. The Academies will seek to preserve and protect each other's distinctiveness and will be respectful of each Academy's respective ethos. The Academies will work collaboratively with each other, sharing resources, knowledge and best practice, to fulfil the Trust's mission, vision and values.

2.2.1 Transparency

All those involved in the running and oversight of the Trust and the Academies will be open and honest in their dealings with each other, at all times acting in good faith and recognising the value of independence and separation in relation to decision making.

2.2.2 Subsidiarity

Decisions are to be taken at the level nearest to those affected by those decisions which is compatible with the principles of solidarity and support for the common good, avoiding unnecessary bureaucracy and aiming in so far as possible to make changes to established practices only where it can be demonstrated there is a reasonable need and in order to learn from experience or adapt to changing circumstances. Where governance responsibility is delegated appropriate decision making authority will be given. The

parameters of such authority will be clear and those to whom responsibility is given will be required to report to those who retain overall responsibility

2.2.3 Solidarity

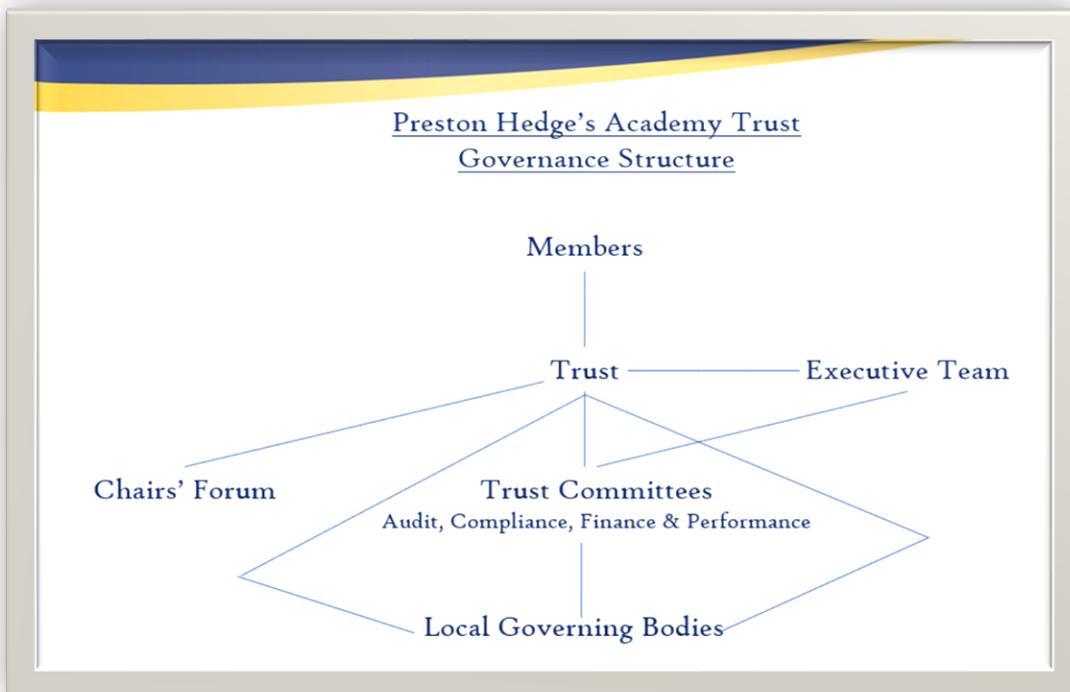
All those with responsibility for the Trust and the Academies share a particular commitment to the mutual support of all Academies for whom the Trust is responsible, especially those that are in need of assistance at any particular time.

2.2.4 The Common Good

All recognise their responsibility towards the common good, not just of the Academies for whom the Trust is responsible, but of all of the families and communities in the areas served by the Trust. The Trustees will ensure that common action and collaboration is conducted at the correct level and that the balance between subsidiarity and solidarity serves the common good in the most appropriate way.

3. ACCOUNTABILITY: GOVERNANCE AND MANAGEMENT STRUCTURES

3.1 Overall Structure



3.2 The Role of Members

- 3.2.1 The nature of the Trust as a company running multiple academies means there are many governance and management layers.
- 3.2.2 The “**Members**” of the Trust are equivalent to shareholders of a trading company but as the Trust is charitable with no power to trade or distribute profit to shareholders, the Members are best viewed as guardians of the constitution, ensuring the charitable object is fulfilled. Each Member’s liability is limited to £10 and, in view of the limited liability and therefore scope for accountability, they have limited governance and no day to day management responsibilities.
- 3.2.3 The corporate management and both “trustee” and “director” responsibility for the Trust is vested in the “**Trustees**”, who will also be trustees for charity law purposes and company directors registered with Companies House. The Trustees are personally responsible for the actions of the Trust and the Academies and are accountable to the Members, the Secretary of State for Education and the wider community for the quality of the education received by all pupils of the Academies and the expenditure of public money. The Trustees are required as trustees and pursuant to the Funding Agreements to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Trust. The Trustees meet as a board of Trustees, generally known as the “**Trust Board**”. All Trustees have the same responsibility to act in the best interests of the Trust and the Academies, irrespective of their role on the Board i.e. whether appointed in an executive capacity, such as the “**Chief Executive Officer**”, or nominated by one or more of the Academies.
- 3.2.4 The Trustees oversee the management and administration of the Trust and the Academies run by the Trust and delegate authority and responsibility to others, including executive officers and school leadership teams who can undertake the day to day management of the Academies. The Trust Board will continue to have the necessary strategic and legal oversight of the Trust and will monitor all activities; determining the strategic direction of the Trust, assessing the performance of the Academies and establishing and reviewing the policies and practices governing the life of the Academies.
- 3.2.5 Articles 101–104 provide for the appointment by the Trustees of committees or working groups to whom the Trust Board may delegate certain functions and responsibilities. In addition to the committees referred to later in this Scheme of Delegation, the Trust Board

has established “**Local Governing Bodies**” for the Academies to support the Trust Board and the leadership teams within the Academies. The Local Governing Bodies are accountable to the Trust Board in relation to any matter delegated to it.

- 3.2.6 Article 107 states that the responsibility for appointing the Chief Executive Officer and any Principal of an Academy (“**Principal**”) is vested in the Trust Board and under Article 105 the Trust Board may delegate such power and responsibility to such persons as are required for the proper management and organisation of the Trust and the relevant Academy as the case may be. All Principals will report to the Chief Executive Officer, who in turn reports to the Trust Board. Notwithstanding this, the Local Governing Bodies will play an active part in supporting the Principal and will liaise as appropriate with the Chief Executive Officer and the Trust Board more generally in relation to the oversight of executive officers and leadership teams within the Trust.
- 3.2.7 The Members are the guardians of the constitution, determining the governance structure of the Trust and providing oversight and challenge of the Trustees to ensure the charitable object of the Trust is being fulfilled. Whilst the Members have limited legal and financial responsibility for the affairs of the Trust, the Department for Education recommends that there is some separation between the Members and the Trustees as “this enables members who are independent of the trustees to provide challenge and scrutiny to the board” (Governance Handbook November 2015).
- 3.2.8 The Department for Education recommends that the Trust has five members, but fewer may be possible and the Articles only require three. Some of the Members may also be Trustees. Where five are appointed, the remaining two shall be entirely independent of the Trustees and the Local Governing Bodies.
- 3.2.9 The Members’ key responsibilities are:
- 3.2.9.1 to ensure the Objects of the Trust are met, the Annual Report should address this which will be presented to the Members either at a General Meeting of the Trust held in accordance with the Articles of Association or by other means;
- 3.2.9.2 to determine the Trust’s constitution and governance structure, i.e. the Articles; and
- 3.2.9.3 exercising either a direct power under the Articles or a statutory power under the Companies Act 2006 to appoint and remove Trustees (noting any power also of the Trust Board to make such appointments), the latter being exercised sparingly given the management responsibility is vested in the Trust Board.

3.2.10 Notwithstanding any provision of the Articles, the Members hereby delegate to the Trustees a power and responsibility to appoint and remove Trustees, which appointments will be ratified at the next General Meeting of the Members. Any removal by the Trust Board of a Trustee appointed by the Members shall only be undertaken with the consent of the Members.

3.3 Role of the Trustees and the Trust Board

3.3.1 The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and maintaining of the Academies (which includes taking existing schools into the Trust and opening new schools). The Trustees have the power to direct change where required.

3.3.2 As trustees of a charity, the Trustees have a fiduciary duty to act in good faith in the best interests of the charity. This duty includes a responsibility to do the following:

3.3.2.1 to ensure compliance with any legal obligations;

3.3.2.2 to report on the charity's activities (the Trust must prepare accounts in accordance with the Statement of Recommended Practice for Charities, the so called "**Charity SORP**" and any reporting requirements of the Education Funding Agency);

3.3.2.3 to fulfil the charitable object of the charity as set out in its constitution (i.e. the **Articles of Association**) and to act in a way which is compliant with the rules of the charity contained in the Articles;

3.3.2.4 to act with integrity and to avoid any personal conflicts of interest and not to misuse any charity funds or assets;

3.3.2.5 to act prudently in the financial management of the Trust, avoiding putting any assets, funds or reputation of the Trust at undue risk;

3.3.2.6 to exercise reasonable care and skill, using personal knowledge and experience to ensure the Trust is well run and efficient; and

3.3.2.7 to act responsibly, getting advice from others, including professional advisors, where appropriate.

3.3.3 The Trustees must act independently and in the best interest of the Trust, even if those interests conflict with those of the body or organisation that might have appointed or nominated such Trustee to serve on the Trust Board. This will include a conflict of loyalty where there is no obvious benefit involved, as well as a conflict of interest. The Trust Board has adopted a formal **Conflict of Interest Policy**, attached to this Scheme of Delegation as Appendix 8, in order to assist all those involved in the running of the Trust at every level to avoid and manage conflicts. Specific attention must be given to any arrangement whereby a Member or Trustee will personally benefit from an arrangement and the Conflict of Interest Policy makes reference to the EFA's guidance on "related party transactions" which all those involved in the running of the Trust must have regard to. This does recognise however the fundamental and necessary relationships between the Members, the Trustees and the Academies in both governance and management terms and that individuals may serve in a number of capacities and at numerous levels within the Trust.

3.3.4 The specific tasks and responsibilities of the Trust Board are as follows:

3.3.4.1 to determine and fulfil the shared vision and ethos of the Trust and the Academies, acknowledging the uniqueness of each individual Academy and the needs of the communities they serve;

3.3.4.2 to develop a strategic plan for the Trust and to effectively communicate that plan so this can be implemented across the Trust and all the Academies, including deciding on any future expansion of the Trust and developing the relationship that the Trust has with the Secretary of State for Education (including also the Department for Education, the Education Funding Agency and Ofsted);

3.3.4.3 to develop and support strategic partnerships with other bodies and organisations, including service providers and government agencies, which will further the Trust's strategic plan;

3.3.4.4 to provide challenge and support to the Chief Executive Officer and the Principals;

3.3.4.5 to determine and ensure the implementation of policies and procedures which it is intended will achieve a consistently high standard of education and financial prudence across the Trust dealing with (but not limited to) the following:

- Human Resources/Employment
- Audit & Risk Management
- Financial Management
- Contingencies and Reserves
- Governance
- Health & Safety
- Safeguarding
- Standards and Educational Performance
- Operational Matters
- Data Management
- Complaints and Appeals
- Legal Compliance

3.3.4.6 to make or facilitate the making of suitable appointments of individuals who will serve on the Local Governing Bodies, including removing such individuals who fail to fulfil the expectations of them as set out in this Scheme of Delegation (Trustees are not expected to serve on a Local Governing Body but occasional overlap is permitted);

3.3.4.7 to approve the overall Trust budget and the heads of expenditure within the Academies establishing an Audit, Finance and Performance Committee to support the Trust Board in this function adopting the terms of reference set out in Appendix 7.

3.3.4.8 to supervise the effectiveness of the Academies and the Principals, ensuring there is regular reporting through the Chief Executive Officer and proper management of outcomes and objectives, intervening if necessary in accordance with the procedures set out in this Scheme of Delegation;

- 3.3.4.9 to formally appoint the Chief Executive Officer and the Principals, supporting or undertaking their performance management by the Chief Executive Officer (as appropriate) and ensuring there are programmes in place for the professional development and review of performance of all staff;
 - 3.3.4.10 to ensure there is a comprehensive system of support in place within the Academies, emphasising the benefits of collaborative working across the Academies and procurement efficiencies for common services and resources;
 - 3.3.4.11 to ensure there is a proper system for the internal audit of the accounts of the Trust (including the Academies) and the financial procedures followed by the Academies, facilitating the preparation of the Trust's and the Academies' accounts and carrying out periodic internal audits of the Academies' financial processes, procedures and accounting records (a separation of the finance and audit function may be undertaken at some stage);
 - 3.3.4.12 to act as the ultimate decision maker in relation to any appeals by staff following disciplinary or grievance procedures;
 - 3.3.4.13 to ensure proper advice is available to the Trust and the Academies in relation to legal and compliance matters;
 - 3.3.4.14 to ensure that insurance or risk protection cover is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and Trustee liability.
- 3.3.5 The **Code of Conduct and Role Responsibilities for Trustees** is set out in Appendix 3. Specific skills may be needed if a Trustee is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Trust. A regular skills audit will be undertaken annually and Trustees should expect to be able to articulate their contribution to the success of the Trust and the Academies.

3.4 Role of the Chief Executive Officer and the Executive Team

3.4.1 The “**Executive Team**” is the executive arm of the Trust Board, focusing on operations and resources (including HR, finance and policies) and supporting the educational performance of the Academies. It operates under the leadership and direction of the “**Chief Executive Officer**”. The Executive Team works directly with the staff in each Academy to ensure that the Trust’s strategic plan (incorporating the Academies development plans) is being implemented and the required outcomes are achieved in accordance with the direction and vision of the Trust Board. Any member of the Executive Team may be asked to report to the Trust Board and attend meetings of the Trustees but, except for the Chief Executive Officer, will not serve as Trustees.

3.4.2 The key responsibilities of the Chief Executive Officer are set out in Appendix 5. The Chief Executive Officer will be the “**Accounting Officer**” for the Trust, who is personally responsible to Parliament and to the accounting officer of the EFA for the resources under the control of the Trust. The essence of the role is a personal responsibility for the propriety and regularity of the public finances for which they are answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance; for ensuring value for money; and for the efficient and effective use of all the resources in their charge. Essentially the Accounting Officer must be able to assure Parliament and the public of high standards of probity in the management of public funds.

3.4.3 The primary responsibilities of the Executive Team are:

to manage the processes for schools joining the Trust (including carrying out appropriate due diligence and identifying any actions required to address areas of weakness or opportunities for improvement)

3.4.3.1 to advise on and facilitate or provide (as required) the necessary operational and management support to each Academy, advising on policies in core areas of the operation in accordance with the requirements of the Trust Board. These core areas include legal compliance, risk management, teaching and learning/standards, training (Governor and staff), financial management, HR, payroll and ICT;

- 3.4.3.2 to specify management controls and reporting requirements, audit the associated processes, procedures and outcomes in each Academy, identify and deliver appropriate training and support and (as the Chief Executive Officer) report to the Trust Board on progress and concerns
- 3.4.3.3 to provide operational and management support to the Principals and senior leadership teams within the Academies (including advising on expenditure and target setting), as well as assist the Local Governing Bodies in achieving the collective strategic aims and objectives;
- 3.4.3.4 to approve staffing structures within the Academies, identifying areas where collaboration will lead to improvements in teaching and learning and/or efficiencies;
- 3.4.3.5 to implement and review systems for the benchmarking of the Academies across the group (including financial as well as educational performance), developing systems for cross fertilisation and supporting the Trust Board in maximising the opportunities for resource sharing and collaboration;
- 3.4.3.6 to ensure that insurance or risk protection cover is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and director/trustee liability;
- 3.4.3.7 to undertake the strategic management of the whole school estate, advising the Trust Board on areas of risk and assessing the Trust's overall safeguarding responsibilities, including drawing up a long term estate plan which identifies areas in need of expansion and/or development and areas likely to be surplus to requirements;
- 3.4.3.8 to take a lead on any capital bids and allocations, supporting the Academies' premises teams to carry out works safely and cost effectively; and
- 3.4.3.9 putting forward budgets for the Trust (and each of the Academies) for the Trust Board to approve.
- 3.4.4 The Executive Team under the direction of the "Finance Director" will also supervise and facilitate the production of accounts (both at Academy and Trust level) and the auditing of those accounts for disclosure purposes and will report on the activities of all the Academies to the relevant statutory bodies.

3.4.5 The cost of the functions undertaken by the Executive Team and the Trust Board (including the Chief Executive Officer) are generally funded on a fair and equal basis by the Academies by the contribution of a percentage of the government funding provided for each Academy (the “**Support Cost Contribution**”). This contribution will be set each year against a budget for the shared costs approved by the Trust Board. The percentage may vary according to the level of activity carried out by the Executive Team. Additional funding received by the Trust from other sources (such as government grants and income received from other schools and organisations in return for traded services) will contribute directly to the shared costs and will offset the Support Cost Contribution required from the Academies. An Academy may be asked to reimburse any third party costs payable to consultants where additional support has been agreed or has been necessary.

3.5 Role of the Local Governing Body

3.5.1 The role of those serving on a Local Governing Body is an important one, ensuring there is local accountability for the performance of the Trust and the Academies and that the Academies serve their communities. The Trust Board has established Local Governing Bodies for each of the Academies (following any transitional arrangements), for the most part made up of individuals drawn from the Academy’s community, both as elected and appointed members.

3.5.2 Those serving on such Local Governing Bodies are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the Academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience. As with the Trustees, the members of the Local Governing Body must comply with the Trust’s Conflict of Interest Policy.

3.5.3 The **Code of Conduct for members of a Local Governing Body** is set out in Appendix 3. Specific skills may be needed if an individual is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Local Governing Body. A regular skills audit will be undertaken and members of the Local Governing Body should expect to be able to articulate their contribution to the success of the Trust and the Academies.

3.5.4 The specific tasks and responsibilities of the members of the Local Governing Body are as follows, with further detail set out in Section 4 of this Scheme of Delegation:

3.5.4.1 to monitor how the Academy fulfils the vision and ethos of the Trust in so far as it relates to the Academy and achieves the aims and ambitions it has for its pupils, having regard in particular to the benefits of being part of a family of schools which stresses the importance of collaboration and mutual support;

- 3.5.4.2 to monitor the implementation of the Academy's strategy for improvement as set out in its development plan, focussing on the Academy's performance and any curriculum and budgeting priorities identified by the Chief Executive Officer;
- 3.5.4.3 to support the Principal and senior leadership team in monitoring pupil progress and analysing any performance data in the light of the Academy's strategy for improvement and performance targets;
- 3.5.4.4 to support the Trust Board in providing scrutiny of the Academy's senior leadership team for all aspects of the Academy's performance;
- 3.5.4.5 to monitor the expenditure of the Academy's annual budget in line with the appropriate risk and financial management policies and practices including in particular any adopted by the Trust Board for application across all the Academies;
- 3.5.4.6 to support the Chief Executive Officer and the Principal in the development and review (from time to time) of an appropriate staffing structure for the Academy, feeding back any experiences which may contribute to robust and accountable monitoring of the performance of staff in line with any policies relating to staff adopted by the Trust Board;
- 3.5.4.7 to support the Trust Board in its monitoring and evaluation of the delivery of any central or shared services and functions provided or procured by the Trust for the Academies, reporting any issues or concerns to the Chief Executive Officer and, if necessary, the Chair of the Trust Board;
- 3.5.4.8 to contribute to the development and review of any Academy policies which the Trust Board has indicated should be formulated at Academy level;
- 3.5.4.9 to promote the benefits of collaboration with the other Academies and to actively seek opportunities to work together either with the aim of improving economic efficiencies within the Academies or identifying and implementing best practice;
- 3.5.4.10 to develop effective links within the Academy's community, communicating openly and frequently as appropriate contributing to meeting its responsibilities to the community and serves the community's needs in relation to the safeguarding and education of its pupils; and to engage fully and openly with any inspection of the Academy, whether by the Trust Board, Ofsted or any other appropriate public body to whom the Academy is accountable, supporting the Chief Executive Officer and the Trustees in providing the necessary background and local context in respect of the Academy and its performance in line with objectives and against targets.

3.5.4.11 The Trust Board also recognises the role that the Academies play in their communities and the Local Governing Body is free to decide how such support and patronage is given. The Local Governing Body shall ensure that any support is not inconsistent with the objects of the Trust and the restrictions on the use of its charitable resources and any advice or restriction placed on the Trust by the Secretary of State. The Local Governing Body shall ensure that any formal collaboration or support with third parties, including with those with whom the Trust has a strategic partnership is appropriately documented and the details notified to the Chief Executive Officer and Finance and Audit Committee to assess effectiveness and where financial support is provided for accounting reasons.

3.6 Committees and Further Delegation

3.6.1 Subject to the provisions of the Articles of Association, in addition to the Local Governing Bodies the Trust Board may establish any other committee or working group to advise and inform the Trustees to support them in their decision making.

3.6.2 The Local Governing Bodies are not expected to establish any sub- committees but may establish a working group to deliver a specific project, whether in conjunction with the Trust Board or alone, subject to the approval of the Trust Board.

3.6.3 Provided such power or function has been delegated to the Chief Executive Officer, the Chief Executive Officer may further delegate to the Principal or any other holder of an executive or leadership post, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions or requirements the Trust Board may impose and shall be consistent with any policy or statement of recommended practice issued from time to time by the Trust Board and may be revoked or altered by the Trust Board at any time.

3.6.4 Where any power or function of the Trust Board is exercised by the Chief Executive Officer or the Principal or any other holder of an executive or leadership post (as the case may), that person shall report to the Trust Board in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trust Board immediately following the taking of the action or the making of the decision.

4. TERMS OF REFERENCE FOR THE LOCAL GOVERNING BODIES AND THE ROLE OF THE PRINCIPAL

4.1 Delegated Authority and Responsibilities

4.1.1 Those to whom delegated responsibility is given must acknowledge the limitations on their authority and must not act outside of their authority. Any wilful disregard of the matters expressed in this Scheme and in particular the Terms of Reference for the Local Governing Body is likely to lead to a removal of delegated authority. No alteration of the Articles or change to the Scheme or removal of delegated authority shall invalidate any prior act of the Local Governing Body which would have been valid if that alteration or withdrawal had not been made.

4.1.2 As a matter of general principle, the Local Governing Body and the Academy more generally will adopt and will comply with all policies adopted by the Trust Board and will comply with any direction issued by the Trust Board and have regard to any advice given.

4.2 School Budget

4.2.1 The Local Governing Body shall oversee the exercise of the following powers which have been delegated to the Principal and the Academy's senior leadership team, namely:

4.2.1.1 to expend the funds of the Trust approved by the Trust Board in such manner as the Local Governing Body shall consider most beneficial for the running of the Academy; and

4.2.1.2 to enter into contracts on behalf of the Trust in so far as they relate to the Academy and are within the scope of the Principal's and/or Local Governing Body's responsibility as set out in this Scheme of Delegation

subject to compliance with the policies and procedures set out in the "**Academies Financial Handbook**" annexed to this Scheme of Delegation as Appendix 1, which amongst other things deals with the following:

- (a) authorisations for expenditure;
- (b) procurement and approval of contracts;

- (c) policies for the safeguarding of funds and assets; and
 - (d) the management of claims and losses.
- 4.2.2 Each Academy will have its own bank account, opened by the Trust when the Academy joined the Trust, and authority to expend monies delegated to the Academy, subject to compliance with the Financial Regulations Manual. All cheques, BACS and orders for the payment of money from such account shall be signed by or authorised in accordance with the Financial Regulations Manual.
- 4.2.3 No Trust monies (whether or not authority to expend has been devolved to the Academy) shall be paid into any bank account other than a bank account authorised by the Trust Board.
- 4.2.4 The Trust's accounts shall be the responsibility of the Trust Board but the relevant Principal shall provide such information about the Academy, as often and in such detail and format as the Chief Financial Officer and/or the Finance and Audit Committee shall reasonably require, in order to carry out an internal audit of the Academies in accordance with the requirements of the Academies Financial Handbook. Without prejudice to the above, the Principal shall provide management accounts in an approved format to the Chief Financial Officer and/or the Finance and Audit Committee at least once per term (three times per year) or as requested by the Finance and Audit Committee.
- 4.2.5 The Local Governing Body shall monitor how the Academy follows the Trust's controls, policies and procedures to ensure the safeguarding of funds and assets, satisfying the requirements of the Academies Financial Handbook and the obligations on the Trust in the Funding Agreements as well as any requirements and recommendations of the Chief Financial Officer and/or the Finance and Audit Committee and the Education Funding Agency.
- 4.2.6 The Trust Board acknowledges the Local Governing Body's right and intention to use any voluntary (i.e. non grant) funds (including any restricted funds) raised by the Academies for the purposes for which they have been raised and otherwise solely at the discretion of the Local Governing Body provided this is within the charitable object of the Trust. Proper accounts will be kept by the Principal showing the receipt and use of such funds and the extent to which such funds are restricted, in the light of the obligation on the Trust to note these funds separately in the Trust accounts.

- 4.2.7 The Trust Board also acknowledges that from time to time the Academies themselves may seek to generate additional funds by undertaking certain activities, such as: lettings, the provision of sporting and recreational facilities, running a nursery and/or providing childcare, teacher training, providing and supporting ICT and other administrative services. In some cases and particularly where such activities do not fall within the charitable object of the Trust, these may need to be channelled through a trading subsidiary, decisions about which will be made by the Trust Board. Any income generated from such activities will be reported separately and retained centrally for the benefit of all the Academies in the Trust.
- 4.2.8 The Local Governing Body acknowledges that sufficient funds will be retained by the Trust to allow the Trust to put in place insurance or risk protection cover as is necessary to protect the Academy and the Trust from loss and other risks that shall include (but shall not be limited to) the following, such insurance or risk protection cover to be placed either with a reputable insurance company or through the Education Funding Agency as directed by the Trust Board:
- 4.2.8.1 land, buildings and contents;
 - 4.2.8.2 public, employer's and hirer's liability;
 - 4.2.8.3 trustees'/directors' and governors' liability and professional indemnity;
 - 4.2.8.4 personal accident and school journeys;
 - 4.2.8.5 terrorism and business interruption;
 - 4.2.8.6 money and fidelity;
 - 4.2.8.7 legal expenses, libel and slander;
 - 4.2.8.8 engineering.
 - 4.2.8.9 The Local Governing Body will ensure the Principal fulfils any requirements of the Executive Team and notifies the Finance Director (or as directed) as soon as reasonably practicable following the occurrence of an event where loss has been suffered or is threatened. The responsibility for notifying the insurers or the ESFA (as the case may be) is the Principal. The Finance Director and the Principal will provide each other with all necessary information and assistance as may be helpful in the management of any claims.

4.3 Curriculum and Standards

- 4.3.1 The Chief Executive Officer shall be responsible for the setting and review of the education plan outlining the curriculum priorities for the Academies in recognition of the Trust Board's obligation to the Secretary of State to provide a broad and balanced curriculum.
- 4.3.2 Whilst the Principal shall be responsible for the standards achieved by the Academy and the pupils attending the Academy, the Local Governing Body shall support the Principal of the Academy in setting targets and reviewing the performance data, both following such advice and recommendations of the Chief Executive Officer as they might issue from time to time in relation to benchmarking and locally agreed priorities.
- 4.3.3 The Principal will be responsible for the curriculum on a day to day basis and for implementing any strategic plan for the improvement of standards and attainment at the Academy, with the support of the Local Governing Body.
- 4.3.4 The Principal shall develop and with the support of the Chief Executive Officer implement any action plan designed to address any area in need of improvement in the Academy and the Local Governing Body shall support the Principal, promoting any necessary action and helping to communicate messages to staff and parents as need be.
 - 4.3.4.1 Where school outcomes are below Trust Board expectations or were below in last academic year, the executive team will under the direction of the CEO direct all aspects relating to Teaching, Learning and standards in the school.
 - 4.3.4.2 The Local Governing Body will develop appropriate links with other local schools or education organisations to promote best practices in learning and development and to facilitate peer to peer review and support. The Local Governing Body will also promote and develop links with local businesses and community organisations which are designed to enrich the school life of pupils and foster citizenship.

4.4 Personnel

- 4.4.1 The formal power to appoint all staff, including the Principal of each Academy, is vested in the Trust Board, who will delegate appointment decisions to the Chief Executive Officer, involving the relevant Principal for Academy staff or further delegating appointment decisions to the Principal where agreed.
- 4.4.2 The Trust Board may delegate such powers and functions as they consider are required by the Principal for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Trust Board for the direction of the teaching and learning and curriculum at the Academy).
- 4.4.3 The appraisal and performance management of the Principal will be undertaken by the Chief Executive Officer in conjunction with Trust Performance Review Group. Any disciplinary action or capability review will be undertaken by the Trust Board (at the request of the Chief Executive Officer and with their involvement).
- 4.4.4 The appraisal and performance management of all other staff will be undertaken by the Principal, with the support of the Chief Executive Officer as directed. Any disciplinary action or capability review will be undertaken by the Chief Executive Officer in conjunction with the Principal (with a right of appeal to the Trust Board).
- 4.4.5 The Local Governing Body will monitor the Principal ensuring that he or she will:
- 4.4.5.1.1 implement and comply with all policies dealing with staff issued by the Trust Board from time to time;
 - 4.4.5.1.2 take account of any pay terms set by the Trust Board;
 - 4.4.5.1.3 adopt any standard contracts or terms and conditions for the employment of staff issued by the Trust Board;
 - 4.4.5.1.4 adopt appropriate and transparent procedures for the recruitment of staff;
 - 4.4.5.1.5 manage any claims and disputes with staff members having regard to any advice and recommendations given by the Executive Team and/or the Trust's insurers or the ESFA;
 - 4.4.5.1.6 bring to the attention of the Chief Executive Officer and, if required, the Trust's insurers and/or the EFA without delay any claims or disputes with staff that may require a hearing by a panel of members of the Local Governing Body or the Trust Board where escalation is necessary;
 - 4.4.5.1.7 seek the advice of the Chief Executive Officer where any significant cost is contemplated

either in relation to the appointment or resignation of a member of staff, including in relation to ill health retirement or the settlement of any claims or grievances.

4.4.5.1.8 The Principal shall put in place procedures for the proper professional and personal development of staff taking into account any training and support available from or procured by the Executive Team.

4.5 Admissions and Exclusions

4.5.1 The Chief Executive Officer shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no material change will be made to the admissions criteria without the approval of the Trust Board.

4.5.2 Any decision to expand the Academy shall be that of the Trust Board but who shall have regard to the views of the Principal, the Local Governing Body and the Chief Executive Officer.

4.5.3 Any appeal against admissions shall be heard by an independent appeal panel established and authorised by the Trust Board.

4.5.4 The Local Governing Body shall consider any decision by the Principal to exclude any pupil and will be the appropriate body for reconsidering any decision to readmit required by any independent panel hearing.

4.6 Premises

- 4.6.1 The day to day maintenance and care of the buildings and facilities used in respect of the Academy is the responsibility of the Trust Board (with management responsibility being delegated to the Principal and the Trust Operations Manager), who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of the Trust (and/or any others) as owner of such buildings and facilities.
- 4.6.2 The Principal shall support the Executive Team in developing a long term estate management strategy that will identify the suitability of building and facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the Trust's legal responsibility to ensure the buildings and facilities used by each Academy are maintained to a good standard. The Local Governing Body will support the Principal in the implementation of the agreed strategy and will monitor its effectiveness, advising on any change in circumstances which might necessitate a review by the Trust Board.
- 4.6.3 Short term lettings and day to day uses of the school buildings and playing fields will be the responsibility of the Trust Board but managed by the Principal.
- 4.6.4 The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trust Board who will delegate management responsibility to the Executive Team.

4.7 Community Activities and Community Engagement

- 4.7.1 Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income, will be the responsibility of the Principal, this shall only be undertaken in a manner consistent with any policy set by the Trust Board and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of the Trust's charitable objects and any threat to funding provided by the Secretary of State. The financial implications are noted above. Any activities which form part of extended school's agenda such as wrap around care are subject to approval and direction of the Trust Board.
- 4.7.2 The Local Governing Body is responsible for all community engagement and consultation and will acknowledge and reinforce the vision of the Trust in all communications. The importance of building and maintaining good relations with other local schools, businesses and organisations is acknowledged.
- 4.7.3 The Local Governing Body may establish Parent Stakeholder Groups to ensure the Academy is meeting the needs of its community and to engage parents and carers in meaningful discussion, particularly with regard to the daily life of the Academy and how the Trust is fulfilling its mission.
- 4.7.4 Where an individual academy has a community centre or building within its grounds, the Local Governing Body will agree an annual community use schedule. This will be reviewed annually.

5. SUPERVISION AND INTERVENTION - RISK MANAGEMENT

5.1 Supervision and Reporting

- 5.1.1 Notwithstanding the level of delegated responsibility, the Trustees remain legally responsible for all matters in connection with the Academies and they are required to have systems in place through which they can assure themselves of quality, safety and good practice in the Academies. The Trust has adopted a Risk Management Policy, which is set out in Appendix 2.
- 5.1.2 The Local Governing Body has been established to advise the Trustees and provide support to the Chief Executive Officer and Principal. It will advise on any risks in the operation of the Academy at such times and adopting such format specified by the Trust Board from time to time.
- 5.1.3 Particular emphasis is given to circumstances which might lead to prosecution or other litigation or public criticism or adverse publicity or damage to the reputation of the Trust. In such events and in order to minimise risk, the Chair of the Local Governing Body or the Principal will immediately advise the Chief Executive Officer or other deputy acting on behalf of the Trust Board, including;
- 5.1.3.1 any event leading to loss of life or critical injury on the premises of the academy or during an event off the premises organised or supervised by Academy staff;
 - 5.1.3.2 any sexual or violent or illegal act against a child committed by any adult while on the premises of the Academy or by a member of staff under any circumstances;
 - 5.1.3.3 the suspension or summary dismissal of any member of staff;
 - 5.1.3.4 any safeguarding issue;
 - 5.1.3.5 any matter or circumstance which involves or might reasonably involve the authorities, including the police, the Counter Terrorism Unit (or any similar body) the local authority and/or the Secretary of State for Education;
 - 5.1.3.6 any event that requires a report to the Health and Safety Executive or that results in the service of a legal notice on the Academy alleging a breach of fire or health or safety law or regulations;
 - 5.1.3.7 any event that requires a formal hearing by a panel of representatives of the Academy or that results in the service of a legal notice on the Academy alleging a breach of employment law or regulations.

5.2 Intervention

- 5.2.1 The Trust Board is accountable for the performance of the Academies, but the responsibility for oversight of the Academies' senior leadership team is shared with the Local Governing Body who play an important part in monitoring performance and supporting the senior leadership team.
- 5.2.2 In the event that intervention is either formally threatened or is carried out by the Secretary of State, the Trust Board expressly reserves the unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme of Delegation in such circumstances.
- 5.2.3 The Trust Board and the Local Governing Body acknowledge the value of maintaining a good working relationship and agree to discuss openly any weaknesses or any situation which may in the opinion of either potentially lead to a threat of intervention by the Secretary of State and to use all reasonable endeavours to agree the measures to be taken to improve standards and the performance of the Academy and to support each other in the implementation of those measures, including involving the Chief Executive Officer and Principal who will support and advise on steps to be taken and facilitate additional support if needed.

6. FUNCTIONING OF THE LOCAL GOVERNING BODY

6.1 Constitution of the Local Governing Body

| Type of member | Number | Term of office | How they are elected |
|-----------------------------|--------|----------------|---|
| CEO | 1 | Indefinite | n/a |
| Principal | 1 | Indefinite | n/a |
| Appointed Governors | 9 | 4 years | By the Academy Trust Board. The Board will take into consideration any representation made in relation re-election by the Governing Body. |
| Teaching Staff Governor | 1 | 2 years | Secret ballot |
| Support Staff Governor | 1 | 2 years | Secret ballot |
| Parent Governor | 2 | 4 years | Parent Election – Secret ballot |
| Clerk to the Governing Body | 1 | Indefinite | Appointed by LGB |

6.1.1 A Local Governing Body shall be established for each of the Academies comprising up to 9 members appointed by the Local Governing Body in accordance with any policy adopted from time to time by the Trust Board. During the first two years of an Academy being within the Trust, it may operate a smaller Transition Board. The composition of the Transition board will be decided by the Trust Board.

6.1.2 All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Trust Board to uphold the object and mission of the Trust.

- 6.1.3 There is no power to co-opt members to the Local Governing Body but advisers (including other members of staff in the Academy) may attend meetings provided they do not take part in any decision making.
- 6.1.4 No member of the Governing Body whether an Appointed or Parent Governor shall be able to serve on the Friends Fund Raising group of the school.
- 6.1.5 Organisation of all recruitment of Appointed and Parent Governors will be managed centrally by the Trust's Governance Lead.
- 6.1.6 In line with the Conflict of Interest Policy (Appendix 4), no Governors are to be appointed who serve as Senior Leaders within another school or MAT without approval of the Trust Board.
- 6.1.7 No Senior Leader within the Trust (Assistant Principal, Principal or Chief Executive Officer) will be part of the Governing Body or Trust Board of another school or MAT.

6.2 Term of office

- 6.2.1 The term of office for any person serving on the Local Governing Body shall be 4 years save that this time limit shall not apply to the Principal or any post which is held ex officio, who will serve for as long as he or she remains in office. Subject to remaining eligible to be a particular type of member, any person may be re-appointed or re-elected to the relevant body.

6.3 Resignation and Removal of members of the Local Governing Body

- 6.3.1 A person serving on the Local Governing Body shall cease to hold office if he or she resigns his or her office or is removed by the Trust Board (which the Trustees reserve the power to do without the need to provide any reasons for removal). Any vacancy on a Local Governing Body will trigger an appropriate appointment or election.
- 6.3.2 Any person who would not be eligible to be a Trustee in accordance with the Trust's Articles of Association will not be eligible for appointment or election to the Local Governing Body.
- 6.3.3 If any person who serves on the Local Governing Body in his or her capacity as an employee ceases to be employed and/or work at the Academy or if staff member is subject to any disciplinary or capability, then he or she shall be deemed to have resigned and shall cease to serve on the Local Governing Body automatically on termination of his or her work at the Academy.
- 6.3.4 Where a person who serves on the Local Governing Body resigns his or her office or is

removed from office, that person or, where he or she is removed from office, those removing him or her, shall give written notice thereof to the Chair of the Local Governing Body.

6.4 Appointment of the Chair and Vice-Chair

6.4.1 The members of the Local Governing Body shall each school year, at their first meeting in that year, subject to the approval of the Trust Board, elect a Chair and a Vice-Chair from among their number except any person who is employed by the Trust to work at any of the Academies.

6.4.2 The role of the Chair of the Local Governing Body is an important one, demanding yet worthwhile. Whilst the Chair is elected by the members of the Local Governing Body, because of the vital link and the importance of maintaining a strong and effective relationship between the Local Governing Body and the Trust Board, the appointment following election is subject to the approval of the Trust Board. The Chair must be approachable, readily accessible and ready to take issues and ideas raised by the Local Governing Body seriously.

6.4.3 The Chair's specific duties are to:

6.4.3.1 provide a clear lead and direction for the Local Governing Body, understanding the aims of the Academy, the roles played by all those involved and the vision of the Trust in relation to its Academies;

6.4.3.2 build an effective team, attracting individuals to the Local Governing Body with necessary skills and experience, promoting equality and diversity, ensuring priority is given to those who can make a positive contribution to driving school improvement and supporting their development to maximise the benefit of their contribution;

6.4.3.3 work closely with the Principal and the Chief Executive Officer to ensure there is proper challenge and encouragement;

6.4.3.4 ensure that school improvement is the focus of all policy and strategy for the Academy, reminding the members of the Local Governing Body of this as often as necessary;

6.4.3.5 hold the members of the Local Governing Body to account, ensuring the business of the Local Governing Body is conducted efficiently and effectively, chairing meetings ensuring all members have the opportunity to contribute and are listened to with clear decisions being made when necessary

6.4.3.6 be available when there is a need to act quickly, taking or supporting the Head of Academy

- in taking urgent action and making decisions, subject to subsequent ratification by the Local Governing Body (or the Trust Board as the case may be).
- 6.4.4 The Chair or Vice-Chair may at any time resign his office by giving notice in writing to the Local Governing Body. The Chair or Vice-Chair shall cease to hold office if:
- 6.4.4.1 he or she ceases to serve on the Local Governing Body;
 - 6.4.4.2 he or she is employed by the Trust whether or not at the Academy;
 - 6.4.4.3 he or she is removed from office in accordance with this Scheme of Delegation; or
 - 6.4.4.4 in the case of the Vice-Chair, he or she is elected in accordance with this Scheme of Delegation to fill a vacancy in the office of the Chair.
- 6.4.5 Where by reason of any of the matters referred to in paragraph 6.6.4, a vacancy arises in the office of Chair or Vice-Chair, the members of the Local Governing Body shall at its next meeting elect one of their number to fill that vacancy.
- 6.4.6 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice-Chair shall act as the Chair for the purposes of the meeting.
- 6.4.7 Where in the circumstances referred to in paragraph 6.4.6. the Vice- Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chair, the members of the Local Governing Body shall elect one of their number to act as a chair for the purposes of that meeting.
- 6.4.8 The clerk to the Local Governing Body shall act as chair during that part of any meeting at which the Chair is elected.
- 6.4.9 Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.
- 6.4.10 The Chair or Vice-Chair may be removed from office by the Trust Board at any time.

6.5 Meetings

- 6.5.1 The minutes of the proceedings of a meeting of the Local Governing Body shall be drawn up and entered into a book (electronic or otherwise) kept for the purpose by the person authorised to keep the minutes of the Local Governing Body and shall be signed (subject to the approval of the members of the Local Governing Body) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:
- 6.5.1.1 all appointments of officers made by the Local Governing Body; and
 - 6.5.1.2 all proceedings at meetings of the Local Governing Body and of committees of the Local Governing Body including the names of all persons present at each such meeting.
- 6.5.2 The Chair shall ensure that copies of minutes of all meetings of the Local Governing Body shall be provided to the Chief Executive Officer as soon as reasonably practicable after those minutes are approved.
- 6.5.3 Subject to this Scheme of Delegation and provided the Local Governing Body complies with any requirements of the Trust Board regarding specific business to be conducted, the Local Governing Body may regulate its proceedings as it sees fit, provided at all times that there is openness and transparency in matters relating to the Local Governing Body. The Local Governing Body is expected to meet once a term.
- 6.5.4 Meetings of the Local Governing Body shall be convened by the clerk to the Local Governing Body.
- 6.5.5 Any three members of the Local Governing Body may, by notice in writing given to the clerk, requisition a meeting of the Local Governing Body; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.
- 6.5.6 Each member of the Local Governing Body shall be given at least seven clear days before the date of a meeting:
- 6.5.6.1 notice thereof and sent to each member of the Local Governing Body at the email address provided by each member from time to time; and
 - 6.5.6.2 a copy of the agenda for the meeting;

provided that where the chair or, in his absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.

6.5.7 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received notice of the meeting or a copy of the agenda thereof.

6.5.8 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Body shall not be proposed at a meeting of the Local Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

6.5.9 A meeting of the Local Governing Body shall be terminated forthwith if:

6.5.9.1 the members of the Local Governing Body so resolve; or

6.5.9.2 the number of members present ceases to constitute a quorum for a meeting of the Local Governing Body in accordance with paragraph 6.6.1.

6.5.10 Where in accordance with paragraph 6.5.9 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

6.5.11 Where the Local Governing Body resolves in accordance with paragraph 6.5.10 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Body shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and it shall direct the clerk to convene a meeting accordingly.

6.6 Quorum for meetings

6.6.1 The quorum for a meeting of the Local Governing Body, and any vote on any matter thereat, shall be three.

- 6.6.2 The Local Governing Body may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.
- 6.6.3 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Local Governing Body shall have one vote, with the Chair having a casting vote in the event of a tie.
- 6.6.4 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Body, shall be valid and effective as if it had been passed at a meeting of the Local Governing Body duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Body and may include an electronic communication by or on behalf of the member indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Body in writing of the email address or addresses which the member will use.
- 6.6.5 Subject to paragraph 6.6.6, the Local Governing Body shall ensure that a copy of:
- 6.6.5.1 the agenda for every meeting of the Local Governing Body;
 - 6.6.5.2 the draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;
 - 6.6.5.3 the signed minutes of every such meeting; and
 - 6.6.5.4 any report, document or other paper considered at any such meeting, are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.
- 6.6.6 There may be excluded from any item required to be made available in pursuance of paragraph 6.6.5, any material relating to:
- 6.6.6.1 a named teacher or other person employed, or proposed to be employed, at the Academy or the Trust;

- 6.6.6.2 a named pupil at, or candidate for admission to, the Academy; and
- 6.6.6.3 any matter which, by reason of its nature, the Local Governing Body is satisfied should remain confidential.
- 6.6.7 Any member of the Local Governing Body shall be able to participate in meetings of the Local Governing Body by telephone or video conference provided that:
 - 6.6.7.1 he or she has given notice of his intention to do so detailing the telephone number on which he or she can be reached and/or appropriate details of the video conference suite from which he or she shall be taking part at the time of the meeting at least 48 hours before the meeting; and
 - 6.6.7.2 the Local Governing Body has access to the appropriate equipment, and if after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference the meeting may still proceed with its business provided it is otherwise quorate.

6.7 Notices

- 6.7.1 Any notice to be given to or by any person pursuant to this Scheme of Delegation (other than a notice calling a meeting of the Local Governing Body) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In this Scheme of Delegation, “address” in relation to electronic communications, includes a number or address used for the purposes of such communications.
- 6.7.2 A notice may be given by the Local Governing Body to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his or her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Governing Body by the member. A member whose registered address is not within the United Kingdom and who gives to the Local Governing Body an address within the United Kingdom at which notices may be given to him, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him or her at that address, but otherwise no such member shall be entitled to receive any notice from the Local Governing Body.
- 6.7.3 A member of the Local Governing Body present, either in person or by proxy, at any meeting of the Local Governing Body shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 6.7.4 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

APPENDIX 1

FINANCIAL REGULATIONS MANUAL

Delegated Approval Limits

Preston Hedge's Academy Trust has delegated approval limits at both School and Trust level. The table below summarises key controls for the School and the Trust. Further detail and guidance are found in the Trusts financial policies such as Budget Management and Procurement.

Procurement

| Authority | Finance Director | Principal | CEO | Chair of Governors | LGB Minutes | Trust Minutes | Chair of Trust | Number of Approvers Required |
|---------------------------------|------------------|-----------|-----|---------------------------|-------------|---------------|-----------------------------|------------------------------|
| Less than £5,000 | Yes | Yes | Yes | N/A | N/A | N/A | | 1 |
| Above £5,000 Less than £10,000 | N/A | Yes | Yes | Yes | N/A | N/A | Yes (Central Fund Only) | 2 |
| Above £10,000 Less than £20,000 | N/A | Yes | Yes | Yes | Yes | N/A | Yes | 4 |
| Above £20,000 | Yes | Yes | Yes | Can sign on behalf of LGB | Yes | Yes | Can sign on behalf of Trust | 5 |

Payment AUTHORITY Levels

a. BACs & Cheque Payments

The Trust will make the majority of payments via BACs, with the below authority levels:

<£20,000 – 2 signatories/approvers required – Finance Director and CEO

>£20,000 – 3 signatories/approvers required – Finance Director, CEO and Pineham Barns Principal

Single payments above £20,000 must be signed/approved by the Finance Director, CEO and Chair of Governors appropriate to the School or the Chair of Trust for the Central Fund.

Expenses must be pre-approved by the Principal of each school and should not exceed £300. Expenses will be paid via the monthly payroll, unless the payment is considered urgent, in which case under exceptional circumstances a BACs payment may be arranged.

b. Inter Account Transfer

This is for posting balances between bank accounts belonging to the Trust only. There can be no posting of funds to external bank accounts.

Finance Director - <£20,000

CEO Authority - >£20,000

c. Payroll

The monthly payroll should be approved by the Principal of each school and the CEO for the Central Team.

Budget Approval

School Budget

| Authority | Draft Budget | Draft 3 Year Plan | Final Budget & 3 Year Plan |
|----------------------|--------------|-------------------|----------------------------|
| Local Governing Body | Yes | Yes | No |
| CEO | Yes | Yes | No |
| Trust Board | N/A | N/A | Yes |

Trust Budget (including Central Fund)

| Authority | Draft Budget | Draft 3 Year Plan | Final Budget & 3 Year Plan |
|-------------------|--------------|-------------------|----------------------------|
| Finance Committee | Yes | Yes | No |
| Trust Board | N/A | N/A | Yes |

Budget Virement

Budget

| Authority | Finance Director | Principal/ CEO | LGB | Trust |
|-----------|------------------|----------------|-----|-------|
| <£10,000 | Yes | | | |
| >£10,000 | | Yes | | |
| <£20,000 | | | | |

| | | | | |
|----------|--|--|-----|-----|
| >£20,000 | | | Yes | |
| <£30,000 | | | | |
| >£30,000 | | | | Yes |

Authorising budget variation between Departmental Headings results on the over-all surplus / (deficit) of the budget not changing. Enhanced processes and authority are introduced where Departmental Headings need to be made but can only be resourced from Reserves. **Where a School proposes to do so it is important that their Governance is aware of any change and supports its deployment.**

Write Off Limits

All debt Write Offs must be approved by the Trust.

Signed: _____
 Chair of the Trust Board
 Becky Hickford

Signed: _____
 Chair of Finance Committee
 David Hughes

Signed: _____
 Chief Executive Officer
 Paul Watson

Signed: _____
 Chair of Governors
 Print Name:

Appointment of Staff

| Role | Value | Delegated Authority | Method | Review Period |
|----------------------|------------------------------|--|---|----------------------|
| Appointment of Staff | Up to senior leadership team | Principal | Controlled by school in line with Safer Recruitment. | Annual |
| | Assistant Principals | Principal and SLT with approval of CEO | To be advertised across the MAT unless agreed by the CEO. | Annual |
| | Principal | Trust Board and the Chief Executive | To be advertised externally unless agreed by Chair of Trust | Annual |

Assets

| Role | Value | Delegated Authority | Method | Review Period |
|----------------------|--------------|----------------------------|---|----------------------|
| Fixed asset register | Over £1,000 | Site Lead & Principals. | All assets to the value of £1,000 either individually or as a group will need to be recorded in the asset register. | Monthly and annually |

APPENDIX 3

RISK MANAGEMENT POLICY

Principles

The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and maintaining of the Academies (which includes taking existing schools into the Trust). The Trustees have the power to direct change where required.

The Trustees have delegated certain responsibilities for the running of each of the Academies to a Local Governing Body and to the Principal and senior leadership team who are responsible for the internal organisation, management and control of the Academy on a day to day basis. The responsibilities of the Local Governing Body are set out in the Trust's "Scheme of Delegation".

Risk management must prioritise and protect:

- The safeguarding of high quality and effective education of the young people in the Academies;
- The reputation and ethos of the Trust and the Academies;
- The common good in terms of the interests of the families in the communities served by the Academies and the pupils of the future;
- The Scheme of Delegation and the balance struck between central management and local responsibility.

The responsibility of each Local Governing Body

It is the responsibility of each Local Governing Body to implement, monitor and verify such policies and procedures to facilitate an annual statement of compliance on those risks identified by the Trust Board. The Local Governing Body should take such steps needed to support leadership and assist the Trust Board in meet its legal obligations including the requirements of the Department for Education (or any successor body) as they relate to the

operation of the Academies. The Local Governing Body and the Principal should provide resources to mitigate identified risks and declare any non-compliance to the Trust Board. The Trustees will commission on a regular basis external verification of internal systems so as to ensure the systems fitness for purpose and compliance to current standards.

The responsibilities of the Trustees

It is the responsibility of the Trustees to identify those risks which arise from academy status and membership of a multi-academy trust and develop policies and procedures which mitigate these risks (taking account of the principles identified above). To mitigate financial risk the Trustees will require all Academies to use approved banking arrangements, audit arrangements, financial management systems, and premises insurance and building surveyors. Rigorous safeguarding policies are also a requirement for all Academies.

Beyond these areas the Trustees will identify risks common to all Academies, set policy frameworks but seek not to impose specific control mechanisms for those risks which are the responsibility of the Local Governing Body. The Trustees should receive compliance reports from the Principal, which shall be collated and monitored by the Chief Executive Officer, with appropriate acknowledgements from the Local Governing Body (and declarations of non-compliance) and develop systems to support individual Academies to mitigate risk to the Trustees and the Trust generally.

Operation of the Risk Management Policy

To assist the Trust Board in fulfilling its function, the Audit Committee will dedicate time to review the Risk Register and through an annual review at Trust Board level. It is the duty of the Trust Board to review self-assessments made by individual Academies' Local Governing Bodies and its committees and consider how to support Academies to mitigate identified risks and report to the Trust Board each term on the risks identified.

The Nature of the Risks

- **The safeguarding of those involved in the enterprise**

The Trustees and Local Governing Bodies will be required to have safeguarding (including safer recruitment and e-safety) policies which comply with the requirements of the appropriate Safeguarding Board.

- **The employment of those involved in the enterprise**

The Trustees and individual Academies should have a suite of legally compliant and common personnel policies, supported by advice and insurance.

- **The stewardship of the premises and site and the health, safety and welfare of those who use the site**

The Trustees reserve the right to direct individual Academies with regard to the insurances of Trust property (buildings, land and assets) and to approve and be kept informed of planned capital works. The Academies should develop comprehensive health, safety and welfare policies to include systems to monitor compliance with regulation and good practice and to externally assess these at a regular period.

- **The vision and values of the Trust and the academic standards attained**

The Principal should report to the Trustees on any OFSTED or other inspections and reports. Equally the Trustees should be informed of trends and actual academic outcomes and other key indicators identified by OFSTED (or any successor body) in order that the Trustees may broker support and advice from within (or beyond) the Trust to minimise the possibility of the Secretary of State using his reserve powers in relation to one of the Academies for which the Trust is responsible.

- **The financial integrity of individual academies**

The Trustees reserve the right to direct the Academies to bank with a named bank and to direct the Academies to use the services of agreed auditors. The Trust Board reserves the right to have annual agreed budget plans, termly budget summaries and annual outturn statements reported to it. Academies will not be permitted to operate deficit budgets without specific approval from the Trust Board. The Local Governing

Bodies will agree such policies as required to comply with DfE requirements on the operation of academies, including in relation to the procurement of goods and services. The Trust Board will appoint a suitably experienced “responsible officer” to work in the Academy who will oversee the financial integrity of the Academy with a particular reference to levels of delegation and the avoidance of over-reliance upon key individuals.

- **The capacity of the Trust Board and the Local Governing Bodies to discharge their duties**

The Trust Board and individual Local Governing Bodies will be expected to make an annual self-assessment of the skills and experience they require and their capacity to fulfil those requirements. Plans to mitigate deficiencies should be passed to the relevant Local Governing Body and the Trust Board. All Trustees and members of the Local Governing Bodies are required to hold an enhanced Criminal Records Bureau certificate and to make a declaration of interests at the beginning of each meeting. The Trust will operate a Conflicts of Interest policy. The Trust will ensure that good quality legal advice is available to the Trust Board, the Academies and those responsible for running the Academies on a day to day basis.

APPENDIX 3

CODE OF CONDUCT FOR TRSUTEES AND GOVERNORS

Dear Trustees/ Governors

In order to provide effective Governance within Preston Hedges Academy Trust, you are required to adopt a Code of Conduct. This code details the behaviour and professional standards required by all our Trustees and School Governors to carry out work in school and in the community. The Code is anchored in the Seven Nolan Principles of Public Life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership. These supports ethical decision making and a collective responsibility within our Trust and LGBs.

This code is supported by the National Governance Association.

Please read this Code of Conduct carefully and sign at the end.

Thank you

As governors / trustees, we will focus on our strategic functions:

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff
3. overseeing the financial performance of the organisation and making sure its money is well spent

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, values, and objectives for the school(s)/trust
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff
- Engaging with stakeholders
- Contributing to school self-evaluation

Overseeing financial performance, by:

- Agreeing the budget
- Monitoring spending against the budget
- Ensuring money is well spent and value for money is obtained
- Ensuring risks to the organisation are managed

We recognise the following as the fourth core function of governance:

Ensure that other key players with a stake in the organisation get their voices heard by:

- Reaching out to the school's wider community and inviting them to play their part.
- Using the views of stakeholders to shape the school's culture and the underpinning strategy, policies and procedures.

As individuals on the board we agree to:

Fulfil our role & responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day to day management.
2. We will develop, share and live the ethos and values of our school/s.
3. We agree to adhere to school/trust policies and procedures as set out by the relevant governing documents and law.

4. We will work collectively for the benefit of the school/s.
5. We will be candid but constructive and respectful when holding senior leaders to account.
6. We will consider how our decisions may affect the school/s and local community.
7. We will stand by the decisions that we make as a collective.
8. Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
9. We will only speak or act on behalf of the board if we have the authority to do so.
10. We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
11. When making or responding to complaints we will follow the established procedures.
12. We will strive to uphold the school's / trust's reputation in our private communications (including on social media).

Demonstrate our commitment to the role

1. We will involve ourselves actively in the work of the board, and accept our fair share of responsibilities, serving on committees or working groups where required.
2. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the school/s well and respond to opportunities to involve ourselves in school activities.
5. We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
6. When visiting the school in a personal capacity (i.e. as a parent or carer), we will continue to honour the commitments made in this code.
7. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

Build and maintain relationships

1. We will develop effective working relationships with school leaders, staff, parents and other relevant stakeholders from our local community/ communities.
2. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
3. We will support the chair in their role of leading the board and ensuring appropriate conduct.

Respect confidentiality

1. We will observe complete confidentiality both inside and outside of school when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any governing board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.

Declare conflicts of interest and be transparent

1. We will declare any business, personal or other interest that we have in connection with the board's business and these will be recorded in the Register of Business Interests.
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
4. We accept that the Register of Business Interests will be published on the school/trust's website.
5. We will act in the best interests of the school/trust as a whole and not as a representative of any group.
6. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
7. We accept that information relating to board members will be collected and recorded on the DfE's national database of governors (Get information about schools), some of which will be publicly available.

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions.

Adopted by : (Name of school governing board / board of trustees) on (date)

Signed (Chair of board)

The governing board / board of trustees agree that this code of conduct will be reviewed annually, upon significant changes to the law and policy or as needed and it will be endorsed by the full governing board.

APPENDIX 4

CONFLICT OF INTEREST POLICY

Why we have a Policy

Trustees of a charity have a legal obligation to act in the best interests of the charity. For the purposes of charity law, the trustees are those people who are responsible for the general control and management of the administration of the charity. The Trust is an “exempt” charity, the Principal Regulator being the Secretary of State for Education. The Articles of Association explain what the Trustees must do to avoid situations where there may be a potential conflict of interest. An identical obligation is placed on the Members of the Trust.

Conflicts of interests may arise where an individual's professional, personal or family interests and/or loyalties conflict with those of the Trust. Such conflicts may create problems; they can:

- inhibit free discussion;
- result in decisions or actions that are not in the interests of the Trust; and
- risk the impression that the Trust has acted improperly.

The aim of this policy is to protect both the organisation and the individuals involved from any appearance of impropriety. This Policy operates without prejudice to any of the provisions in the Trust's Articles of Association relating to conflicts of interest.

Appointment to Local Governing Bodies

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To avoid a conflict of interest arising where an individual is employed as a Senior Leader within another school or MAT, such appointments will only be made to Local Governing Bodies when approved by the Trust.

Where the Trust deems that there is a conflict of interest within a Governing Body where a Governor is employed as a Senior Leader at another school or MAT, they will be removed from the Governing Body using the powers outlined in 6.3.1 of this document.

The Declaration of Interests

We are asking Members of the Trust, the Trustees, members of the Local Governing Bodies and all staff to declare their interests, and any gifts or hospitality received in connection with their role in the Trust. A declaration of interests form is provided for this purpose, listing the types of interest

you should declare. All interests, including gifts of a value over £50, must be notified to the Trust Chair and a Register of Interests will be maintained by the Trust.

To be effective, the declaration of interests needs to be updated at least annually and also when any changes occur.

If you are not sure what to declare, or whether/when your declaration needs to be updated, please err on the side of caution. If you would like to discuss this issue, please contact the Trust Chair for confidential guidance.

Data Protection

The information provided will be processed in accordance with data protection principles as set out in the Data Protection Act 1998. Data will be processed only to ensure that the Members, Trustees, members of the Local Governing Bodies and all staff act in the best interests of the Trust. The information provided will not be used for any other purpose.

What to do if you face a Conflict of Interest

If you have a direct or indirect interest in:

- a) a proposed transaction with the Trust; or
- b) any transaction or arrangement entered into by the Trust which has not previously been disclosed;

you must disclose the nature and extent of that interest, whether or not you receive any actual benefit as a consequence of the interest. You may have an indirect interest in a matter if a family member or friend has an interest in the matter.

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As good practice, every Member, Trustee and member of the Local Governing Body should declare any private interest which he or she has in an item to be discussed at the beginning of every meeting, and certainly before any discussion of the item itself. You should not be involved in decisions in which it is possible that a conflict will arise. You should declare your interest at the earliest opportunity and withdraw from any subsequent discussion.

If you fail to declare an interest that is known to the Clerk and/or the Trust Chair or the Chair of the Local Governing Body, the Clerk or Chair will declare that interest.

Decisions taken where an individual has an Interest

In the event of the Trust Board having to decide upon a question in which a Member, Trustee, member of the Local Governing Body or member of staff has an interest because of a duty or loyalty (however indirect) that they owe to another organisation, they will do so by vote, with a

simple majority required. The conflicted individual may be present when the matter is discussed but must not take part in the discussion or vote on any matter relating to the discussion and a quorum must otherwise be present for the discussion and decision.

An individual will generally not have a conflict of interest or loyalty simply by virtue of the fact that he or she has been appointed or nominated to the Trust Board or to the Local Governing Body by a third party or the Trust itself and the Trust has dealings with that third party, but if any undue influence is exerted by that third party or the individual has an interest in the matter for a reason other than mere appointment or nomination, then the circumstances will need to be reconsidered.

All decisions made where there has been a declared conflict of interest will be recorded by the Clerk and reported in the minutes of the meeting. The report will record:

- the nature and extent of the conflict;
- an outline of the discussion;
- the actions taken to manage the conflict.

Where either a Member or Trustee benefits from the decision, this will be reported in the Annual Report and Accounts in accordance with the current Charities SORP making reference also to any potential conflict situation recognised in this Conflicts of Interest policy. All payments or benefits in kind to Members and Trustees will be reported in the Trust's Accounts and Annual Report, with amounts for each Member and Trustee listed for the year in question.

Where a member of the Trust's staff are connected to a party involved in the supply of a service or product to the Trust, this information will also be fully disclosed in the Annual Report and Accounts again making reference also to any potential conflict situation recognised in this Conflicts of Interest policy. The Trust formally acknowledges the Education Funding Agency's guidance on "related party transactions".

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Independent external moderation will be used where conflicts cannot be resolved through the usual procedures.

Managing Contracts

If you have a conflict of interest, you must not be involved in managing or monitoring a contract or transaction in which you have an interest. Monitoring arrangements for such contracts will include provisions for an independent challenge of bills and invoices, and termination of the contract if the relationship is unsatisfactory.

Notified Conflicts of Interest

Without prejudice to any of the obligations on individuals as expressed in this Policy, the Trustees have identified the following as matters where relevant individuals will have an interest in the matter and such interest has not been expressly authorised in the Articles of Association but is considered to be a matter which is in the best interest of the Trust and is authorised provided the principles of this policy are observed (particularly in relation to discussions, decisions and management of the matter where there is a genuine conflict):

- The appointment or nomination of individuals by the Local Governing Body to serve on the Trust Board;
- The appointment or nomination of individuals by the Trust Board to serve on the Local Governing Body; and
- The fact that some of the Trustees might also be Members of the Trus

