

SCHEME OF GOVERNANCE & DELEGATION



The People's Learning Trust: Scheme of Governance & Delegation

Policy Title:	Date Approved:	Approved by:	Review Date:
Scheme of Governance & Delegation (Version 1) – matrix version	18.06.24	Board of Trustees	12.09.24
Scheme of Governance & Delegation (Version 2) – matrix & commentary	12.09.24	Board of Trustees	September 25
Scheme of Governance & Delegation (Version 3) – removal of listed schools	13.03.25	Board of Trustees	September 25

SCHEME OF GOVERNANCE & DELEGATION



Contents:

1. INTRODUCTION	3
2. MISSION STATEMENT, VALUES & GOALS	4
3. MEMBERS' POWERS AND RESPONSIBILITIES	5
4. TRUSTEES' POWERS AND RESPONSIBILITIES	6
5. EDUCATION BOARD	7
6. CHIEF EXECUTIVE OFFICER	8
7. EXECUTIVE GROUP	8
8. AUDIT & RISK COMMITTEE	9
9. QUALITY OF EDUCATION COMMITTEE	9
10. FINANCE & RESOURCES COMMITTEE	9
11. CONSTITUTION & FUNCTION OF THE LGB	10
12. SENIOR LEADERSHIP TEAM (SLT)	17
13. DELEGATED POWERS	17
14. OPERATIONAL MATTERS	26
15. ANNUAL REVIEW	27
16. RESERVATIONS OF POWERS	27
Appendix 1: Matrix Scheme of Governance & Delegation	29
Appendix 2: Local Governing Board (additional info)	44
Appendix 3: Reservation of Powers (additional info)	53
Appendix 4: Governance of the Trust	56
Appendix 5: Interim Executive Boards (IEB)	57

SCHEME OF GOVERNANCE & DELEGATION



1. INTRODUCTION

The People's Learning Trust ("the Trust") is an exempt charitable company limited by guarantee with company number 07664278, governed by its Members and a Board of Trustees. The Trustees are responsible for, and oversee the general control, management and administration of the Trust and the Academies run by the Trust.

Each Academy within the Trust will have a '**Local Governing Board**' (LGB), which is locality-based and is established to complement and support the work of the Trustees within this Scheme of Governance and Delegation set by the Trust. An LGB may have responsibility for one or more Academy. The LGBs have a focus on the quality of education, culture, and wider curriculum within each setting, whilst also ensuring they fulfil the other responsibilities delegated to them within this Scheme of Governance and Delegation. Where appropriate a shared LGB may be set up where the Trustees judge the context to support this.

The local tier of governance performs an important role in the overall governance model as LGBs are the 'eyes and ears of the Trustees within the individual Academies. They are expected to have a close working knowledge of the Academy, the experience of the students who attend it and the views of parents, staff, and other stakeholders. They will be guided in their work by the Education Inspection Framework, but not limited by this. LGBs are not encumbered with the higher level regulatory, compliance and strategic responsibilities that lie with the Trustees and can have a sharp focus on the provision within their Academy. LGBs must, however, always be mindful to be, 'eyes on, hands off' and not interfere with or subvert the professional domain of those leading the Academy. Curiosity, creativity, challenge, and support are all welcome.

A crucial role of the LGB is engagement with the local community, including parents, residents, local businesses, and other stakeholders. All our Academies have a commitment to working to support their local communities and develop relationships that can enhance the curriculum and wider experience of our children.

Although LGBs are focused on 'their' Academy they are expected to recognise and engage with the wider work of the Trust and help share its commitment to support all our students, not just those they see in their own setting. Collaboration is encouraged and supported at all levels across our Trust, including at governance level. "We are our Trust."

The governance arrangements of the Trust are detailed within this agreement and are summarised in Appendix 1.

SCHEME OF GOVERNANCE & DELEGATION



The Members and Trustees are accountable to the Department for Education (DfE) for the quality of the education they provide, and they are required to have systems in place through which they can assure themselves of quality, safety, and good practice.

The Trust is an exempt charity under the Academies Act 2010 and as such is accountable to the Charity Commission.

This Scheme of Governance and Delegation explains the ways in which the Members, Trustees and Governors of the LGB's fulfil their responsibilities for the leadership and management of the academies and the commitments to each other to ensure the success of the academies.

This Scheme of Governance and Delegation has been put in place by the Trustees from the Effective Date in accordance with the provisions of the Trust's Articles of Association (the "**Articles**") and it should be read in conjunction with those Articles.

2. MISSION STATEMENT, VALUES & GOALS

Mission Statement:

We are committed to creating a compassionate, collaborative, and innovative environment where inclusivity, trust, positive relationships, and a love of learning empower individuals to excel and contribute positively to our global community.

Top 5 Values:

1. **Inclusivity:** Emphasises equality, inclusion, and nurturing, ensuring everyone is valued and supported.
2. **Collaboration:** Promotes teamwork, mutual support, and positive relationships, fostering a cooperative environment.
3. **Respect:** Essential for communication and trust, ensuring everyone is treated with dignity and consideration.
4. **Trust:** Foundational for building strong, positive relationships and effective collaboration.
5. **Community:** Encompasses the sense of belonging, caring environment, and relationships, fostering a supportive and inclusive atmosphere.

SCHEME OF GOVERNANCE & DELEGATION



Our Goals:

We are confident that every student can achieve their greatest ambitions. Our academies play a crucial role in shaping their life prospects, and we believe that fostering leadership and autonomy is the best way to prepare them for the future.

3. MEMBERS' POWERS AND RESPONSIBILITIES

- 3.1 The Members of the Trust provide challenge to and scrutiny of the Trustees in relation to the governance and operation of the Trust. The Members also have the power to appoint Trustees and remove those Trustees. The Members operate independently of the Trustees and have a financial liability to the Trust, if it is wound up.
- 3.2 The Trust has **three** Members, who have been appointed on the basis that they have the skills, experience and independence required to serve the needs of all the Academies operated by the Trust in the best interests of the young people they care for.

Further appointments of Members of the Trust will be based on recommendations received, interviews and the passing of a special resolution of the Members to appoint such additional Members as they think fit.

- 3.3 Members present and entitled to vote at each Members' meeting will elect, by ordinary resolution, one of their number to be the chair.
- 3.4 Subject to the Articles, Members will meet on a tri-annual basis: once in the Autumn term to review the outcomes of the Trust's Academies; once in the Spring term and once in the Summer term to consider the Trust's strategic plan and its alignment with the agreed Mission, Values and Goals of the Trust.

In addition to these meetings, there will also be the Annual General Meeting (AGM) of the Trust. The AGM provides an opportunity for the Members to question the Trustees regarding the progress made towards its strategic goals and fidelity to the Trust values.

SCHEME OF GOVERNANCE & DELEGATION



4. TRUSTEES' POWERS AND RESPONSIBILITIES

- 4.1 Subject to the Articles, the Trustees are responsible, among other things, for **three** core strategic functions:
1. Setting the ethos, vision and strategic direction for the Trust and its Academies;
 2. Holding the CEO and Executive Group to account for the educational performance of the Academies and their pupils and the ethical and effective support and management of staff; and
 3. Ensuring financial probity by making sure the Trust is solvent, well-run and delivering the Trust's charitable outcomes for the benefit of the public.
- 4.2 Subject to the Articles, the Members may intervene or mediate where the Trustees are unable to reach agreement. Medium and short-term strategic planning, management of Trust functions and the setting of policy for the Trust is carried out by the Trustees.
- The Trustees will be engaged in business planning, monitoring of budgets, performance monitoring, the setting of standards and the implementation of quality management processes. The Trustees have the power to direct change where required at individual Academies, if this is seen to be in the best interests of the young people concerned.
- 4.3 The Trustees will carry out an annual review to consider its structures and practice, making use of the experiences of other similar organisations and periodically seeking external expertise.
- 4.4 The Trustees have a duty to act in the fulfilment of the Trust's objects, as set out in the Articles ("the Objects").
- 4.5 Trustees will have regard to the interests of the other Academies for which the Trust is responsible in deciding and implementing any policy or exercising any authority in respect of each Academy.
- 4.6 The Members may appoint up to 12 Trustees.
- 4.7 The Articles including inter alia Article 100 provide for the appointment by the Trustees of committees to whom the Trustees may delegate certain functions of the Trustees.

SCHEME OF GOVERNANCE & DELEGATION



In further recognition of the Trustees' power to delegate under Article 105, responsibility for the running of each Academy from the date decided by the Trustees at their absolute discretion will be delegated to the committee established by this Scheme of Governance and Delegation and which will be known as the **Local Governing Board** (LGB) of the Academy.

- 4.8 The constitution, membership and proceedings of each committee or subcommittee is determined by the Trustees and this Scheme of Governance and Delegation.
- 4.9 The constitution, membership and proceedings of the LGB is determined by the Trustees and this Scheme of Governance and Delegation expresses such matters as well as acknowledges the authority delegated to the LGB to enable the LGB to support the Trust and the Executive Group as is hereinafter defined in running the Academy.
- 4.10 The Trustees retain authority and responsibility for those areas detailed in Appendix 3. The Scheme of Governance and Delegation may be varied in response to the individual circumstances of the Academy, for example following an Ofsted category Three / Four Judgement and / or in relation to the loss of key leaders and/or the risk of prejudice to the education of the young people attending the Academy.

Any change to the Scheme of Governance and Delegation will require and be subject to the approval of the Trustees. Any changes to the Governance of the Trust as detailed in Appendix 4 will require and be subject to the approval of the Members.

5. EDUCATION BOARD

This Board does not form part of the formal governance structure and is engaged in an advisory capacity.

- 5.1 The Education Board (“**EB**”) is an advisory body made up of the chairs of the LGBs of all Academies operated by the Trust, along with Members and Trustees. It is not intended that the EB is a committee of the Trust Board.
- 5.2 The EB meets once a term and provides an opportunity for each LGB to share best practice and to agree items it wishes the Trustees to consider. The EB is chaired by the Chair of the Trustees to ensure all views are heard and there is direct feedback to the Trustees from the LGBs.

SCHEME OF GOVERNANCE & DELEGATION



- 5.3 The Chief Executive Officer of the Trust and members of the central team will be entitled to attend EB meetings but will not be entitled to vote on any matter.
- 5.4 Although not part of the formal governance structure of the Trust, the EB provides useful guidance to the Trustees and ensures that all Academies have their voice heard by the Trustees.

6. CHIEF EXECUTIVE OFFICER

- 6.1 The Trustees will appoint the Chief Executive Officer of the Trust who will also be the Accounting Officer of the Trust.
- 6.2 The Chief Executive Officer will be responsible and accountable to the Trust for the discharge of his or her executive functions. As Accounting Officer, they will be responsible and accountable to Parliament.

7. EXECUTIVE GROUP

The Executive Group ("EG") consists of the Headteachers / Principals of the Academies and members of the Trust Central Team (which is comprised of the CEO and CFOO). Other posts will be added as the Trust expands. Other colleagues can attend from time to time, as directed by the CEO.

The Central Team is made up of colleagues who work for the Trust but are not based in a particular Academy. They deliver on the Trust's central functions and support all Academies and settings.

- 7.1 The EG plays a vital role in the day-to-day running and organisation of the Trust. It is not intended that the EG is a committee of the Trust Board. Although it is not part of the formal governance structure, the EG advises and informs the Trustees through the CEO who chairs meetings of the EG.
- 7.2 The EG will consider how the Trust can work better to serve the needs of all the Academies and prepare information, reports and recommendations for consideration by the Trustees.
- 7.3 The EG will meet on a termly basis.

SCHEME OF GOVERNANCE & DELEGATION



8. AUDIT & RISK COMMITTEE

- 8.1 The Audit and Risk Committee is a standing committee of the Trustees that provides assurance over the suitability of, and compliance with, the Trust's financial systems and controls. It meets to consider the financial security of the Trust and its approach to risk management in all aspects of its activities. The members of the Audit and Risk Committee will include those Trustees with specific audit and finance experience. The Audit and Risk Committee will consider reports from internal and external auditors employed to work on their behalf by the Trust.
- 8.2 The Audit and Risk Committee will meet at least three times a year and report back to the Members and the Trustees. The committee has a key function in ensuring the legitimate and effective use of public money and holding to account the values of probity and transparency and the guidance in the Academy Trust Handbook.

9. QUALITY OF EDUCATION COMMITTEE

- 9.1 This Committee focuses on standards, outcomes and provision within all Academies. The Committee receives a report from the CEO and other colleagues (to be defined as The Trust grows) and is tasked with providing both support and challenge to the Trust in its central role of delivering on its mission to nurture ambition, delivering excellence and enriching children's lives.

The Committee will focus on Academies "at risk" and / or within an Ofsted category and whether the Trust resources have been used effectively to support rapid improvement.

10. FINANCE & RESOURCES COMMITTEE

- 10.1 This Committee looks at all matters in relation to the effective and efficient use of physical, financial and people resources across the Trust. This will include scrutinising financial monitoring, planning and budget setting, capital planning and people strategies.

The Committee will be key to the Trust's work in identifying and utilising resources to fulfil the Trust's Mission, Values and Goals.

SCHEME OF GOVERNANCE & DELEGATION



11. CONSTITUTION & FUNCTION OF THE LGB

This level operates as Decision Level 2.

11.1 The LGB

The LGB has responsibility for their designated Academy in accordance with this Scheme of Governance and Delegation. The Trust expects the LGB to operate as the 'eyes and ears' of the Trustees and to ensure that the Academy is led and managed effectively, in accordance with the powers delegated to it as set out herein.

This tier of LGB governance is in place to ensure the Mission, Values and Goals of the Trust as a whole are delivered. The LGB will be constituted in accordance with this Scheme of Governance and Delegation. Appointment of governors to the LGB must be through, and from, the Trustees who have a duty to ensure that the LGB is configured appropriately to meet the needs of the Academy and the Trust.

The LGB operates under powers delegated to it by the Trustees and these powers may be withdrawn by the Trustees if, in the opinion of a majority of the Trustees (whose decision on the issue will be final and binding), the LGB has demonstrated that it is not fit for purpose.

11.2 Composition of the Local Governing Board (LGB)

11.2.1 The number of governors who will sit on each LGB will be at least **seven**.

11.2.2 The LGB will have the following governors:

- governors, appointed under clause 11.3.1;
- up to two staff governors, appointed under clause 11.3.2;
- at least two, but no more than one third of the total number of governors, may be parent/carers governors elected or appointed under clause 11.3.5; discretion may be applied where the total number of governors is less than 9-11, and
- Up to three co-opted governors selected to enhance the skills, experience and diversity of the Board, appointed under clause 11.4¹

¹ The number of governors who are parents with children at the Academy should not exceed 1/3, not including the Headteacher

SCHEME OF GOVERNANCE & DELEGATION

- the Headteacher / Principal of the Academy.

- 11.2.3 The Trustees (all or any of them) will also be entitled to serve on the LGB and attend any meetings of the LGB. Any Trustee attending a meeting of the LGB will count towards the quorum for the purposes of the meeting and will be entitled to vote on any resolution being considered by the LGB
- 11.2.4 If Trustees sit on the LGB as part of the substantive board, they would be counted as a LGB member in terms of the constitution of the board detailed under 11.2.
- 11.2.5 All persons appointed or elected to the LGB will give a written undertaking to the Trustees that they will perform their role in line with the expectations set out by the Trust in the “Academy Trust Governance Guide” or any update revision or replacement thereof.

11.3 Appointment of governors to the LGB.

- 11.3.1 The Trust acting by its Trustees may appoint as many persons to serve as governors on each LGB as it thinks fit, ensuring that the governors on the LGB between them have an appropriate range of skills and experience enabling them to make a significant contribution to the governance of the Academy and ensuring that due attention is given to succession planning.
- 11.3.2 The LGB may appoint up to two persons who are employed at the Academy to serve on the LGB as ‘staff representatives’ through such process as they may determine, being up to one from the teaching staff and up to one from the non-teaching staff. This is provided that, in doing so, the total number of governors on the LGB who are employees of the Trust (including the Headteacher / Principal and staff representatives) is a maximum of three of the total number of governors on the LGB.
- 11.3.3 Unless the Trustees agree otherwise, in appointing persons to serve on the LGB who are employed at the Academy, the LGB will invite nominations from, as appropriate, all teaching or non-teaching permanent staff team members, employed under a contract of employment at the Academy (excluding the Headteacher / Principal) and, where there are any contested posts, will hold an election by a secret ballot.

All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate will be determined by the LGB.

SCHEME OF GOVERNANCE & DELEGATION



- 11.3.4 The Headteacher / Principal will be an ex officio governor of the LGB (i.e., a full governor by virtue of their position as Headteacher / Principal).
- 11.3.5 Subject to clause 11.3.9, the parent / carer governors of the LGB will be elected by parents and carers of registered pupils (i.e., the school admissions register, also known as the school roll) at the Academy. He or she must be a parent or carer of a pupil at the Academy at the time when he or she is elected.
- 11.3.6 The LGB will make all necessary arrangements for, and determine all other matters relating to, an election of the parent / carer governors of the LGB, including any question of whether a person is a parent or carer of a registered pupil at the Academy. Any election of persons who are to be the parent / carer governors of the LGB which is contested will be held by secret ballot.
- 11.3.7 The arrangements made for the election of the parent / carer governors of the LGB will provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if they prefer, by having their ballot paper returned to the Academy by a registered student at the Academy.
- 11.3.8 Where a vacancy for a parent / carer governor of the LGB is required to be filled by election, the LGB will take such steps as are reasonably practical to ensure secure that every person who is known to them to be a parent or carer of a registered pupil at the Academy is informed of the vacancy. Also, that it is required to be filled by election, informed that they are entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
- 11.3.9 If the number of parent / carer governors of the LGB is less than two and the number of parents / carers standing for election is less than the number of vacancies, the LGB may appoint one or more parent or carer governors to fill the vacancies left after the election until there is two serving parent / carer governors.
- 11.3.10 In appointing a person to be a parent / carer governor of the LGB, the LGB will appoint a person who is the parent or carer of a registered pupil at the Academy; or where it is not reasonably practical to do so, a person who is the parent or carer of a child of compulsory school age.
- 11.3.11 The first parent and staff governors of the LGB may be those people who filled those positions on the governing body of the predecessor school at its

SCHEME OF GOVERNANCE & DELEGATION

closure on transfer to the Trust (provided they remain eligible under this Scheme of Governance and Delegation).
In addition, they will serve on the LGB for the remainder of the term(s) of office for which they were elected to the governing body of the predecessor school.

11.4 Co-opted governors of the Local Governing Board (LGB).

- 11.4.1 The LGB may appoint up to three persons to be “Co-opted” to the LGB subject to the approval of the Trustees. A person who will be “Co-opted” to the LGB means a governor who is to serve on the LGB without having been appointed or elected to serve on it.

The LGB may co-opt a person who is employed at the Academy or within the wider Trust provided that in doing so the total number of governors on the LGB who are employees of the Trust (including the Headteacher / Principal and staff representatives) is less than one third of the total number of governors on the LGB.

- 11.4.2 LGB's are encouraged to ensure that no more than half of Governors have children at the Academy. External challenge and objectivity is an important aspect of all governance.

11.5 Term of Office.

- 11.5.1 Subject to clause 11.3.11, the term of office for any governor on the LGB will be four years, save that this time limit will not apply to the Headteacher / Principal and persons who are “Co-Opted” to the LGB who will serve for 1 year.

Subject to remaining eligible to be a particular type of governor on the LGB, any person may be re-appointed or re-elected (including being “Co-opted” again) to the LGB.

A person serving on the LGB (other than the Headteacher/Principal) should serve a maximum of two terms in any one capacity but can go on to be a governor on the LGB of another of the Trust's Academies.

Co-opted Governors are not limited to two terms of office as this would prevent them serving for any more than two years.

SCHEME OF GOVERNANCE & DELEGATION



11.6 Resignation and removal.

11.6.1 A person serving on the LGB will cease to hold office if he / she resigns his office by notice to the LGB (but only if at least seven persons will remain as governors on the LGB when the notice of resignation is to take effect).

11.6.2 A person serving on the LGB will cease to hold office as such if they are removed by the person(s) who appointed them.

Whilst acknowledging that no reason needs to be given for the removal of a governor from the LGB by a person(s) who appointed them, any failure to uphold the Mission, Values or Goals of the Trust and / or the Academy and / or to act in a way which is inappropriate considering this Scheme of Governance and Delegation will be considered when deciding upon such removal.

11.6.3 The Trustees may remove a governor from the LGB after they have given due regard to any representations by the LGB.

11.6.4 If any person who serves as a governor on the LGB in their capacity as an employee at the Academy ceases to work at the Academy, then they will be deemed to have resigned (and will cease to serve) as a governor on the LGB automatically on termination of their employment at the Academy.

11.6.5 Where a governor on the LGB resigns or is removed from their office as governor, that person (or, where they are removed from office, those removing them) will give written notice thereof to the LGB who will inform the Trustees.

11.7 Suspension.

11.7.1 The Trustees or the LGB, may, by resolution passed at a meeting of the Trustees or the LGB (as the case may be), suspend a person for all or any meetings of the LGB, or of a committee or a task group of the LGB, for a fixed period of up to 6 months where that person has, in the opinion of a majority of the Trustees or LGB acted in a way that is inconsistent with the Mission, Values or Goals of the Trust or Academy. This would include a failure to undertake training appropriate to their role, whether or not directed to do so by the board of Trustees, and / or has brought or is likely to bring the Trust or the Academy into disrepute.

SCHEME OF GOVERNANCE & DELEGATION



- 11.7.2 A resolution to suspend a person does not have effect unless the matter is specified as an item of business on the agenda for the meeting.
- 11.7.3 Before a vote is taken on a resolution to suspend, the Trustee or governor (as the case may be) proposing the resolution, must at the meeting state the reasons for doing so. In addition, the person who is the subject of the resolution must be given the opportunity to make a statement in response before withdrawing from the meeting.
- 11.7.4 A person may not be disqualified from continuing to hold office as a governor on the LGB for failure to attend any meeting of the LGB under clause 11.8.1 below while suspended under this clause 11.7.
- 11.8 Disqualification of members of the Local Governing Board (LGB).**
- 11.8.1 No person will be qualified to serve as a governor on the LGB unless they are aged 18 or over at the date of election or appointment. No current pupil of any Academy will be entitled to serve as a governor on any LGB.
- 11.8.2 A person serving as a governor on the LGB will cease to hold office as such if they become incapable, by reason of mental disorder, illness or injury of managing or administering their own affairs.
- 11.8.3 A person serving as a governor on the LGB will cease to hold office if they are absent without the permission of the chair of the LGB from either:
- all the full meetings of the LGB held within a consecutive period of six months; or
 - more than 75% of the full meetings of the LGB held within a consecutive period of 12 months; and the LGB resolves that their office be vacated.
- 11.8.4 A person will be disqualified from serving as a governor on the full meetings of the LGB held within a period of six months if:
- they have been declared bankrupt and / or their estate has been seized from their possession for the benefit of creditors and the declaration or seizure has not been discharged, annulled or reduced or they are the subject of a bankruptcy restrictions order or an interim order.

SCHEME OF GOVERNANCE & DELEGATION

- 11.8.5 A person will be disqualified from serving as a governor on the bankruptcy restrictions order at any time when they are subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order or any equivalent order or undertaking under any statutory re-enactment or modification of those provisions).
- 11.8.6 A person serving as a governor on the LGB will cease to hold office as such if they would cease to be a director by virtue of any provision in the Companies Act 2006 or are disqualified from acting as a Trustee by virtue of sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision) or would otherwise be found to be unsuitable by the Secretary of State for Education under the provisions of the relevant funding agreements.
- 11.8.7 A person will be disqualified from serving as a governor on the LGB if they have been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity, for which they were responsible or to which they were privy, or which they by their conduct contributed to or facilitated.
- 11.8.8 A person will be disqualified from serving as a governor on the LGB where they have, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence, except where a person has been convicted of any offence which falls under sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 11.8.9 After the Academy has opened, a person will be disqualified from serving as a governor on the LGB if they have not provided to the chair of the LGB a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997 (or any statutory re-enactment or modification of that provision). If the certificate discloses any information which would in the opinion of either the chair of the LGB or the Headteacher/Principal confirm their unsuitability to work with children that person will be disqualified from serving as a governor on the LGB.

If a dispute arises as to whether a person will be disqualified from serving as a governor on the LGB, a referral will be made to the Secretary of State for

SCHEME OF GOVERNANCE & DELEGATION



Education to determine the matter. The determination of the Secretary of State for Education will be final.

- 11.8.10 Where, by virtue of any provision in this Scheme of Governance and Delegation, a person becomes disqualified from serving as a governor on the LGB on which they were, or were proposed to so serve, they will upon becoming so disqualified give written notice of that fact to the LGB who will inform the Trustees.
- 11.8.11 All members of the LGB (and Trust Board) must act in the best interests of all the children in the Trust, not just those in the Academy in which they serve.

12. SENIOR LEADERSHIP TEAM (SLT)

This level operates as Decision Level 3.

- 12.1 The Senior Leadership Team (SLT) of each Academy consists of the Headteacher / Principal, and other senior leaders, as appropriate.
- 12.2 The Headteacher / Principal, supported by the other members of the SLT for each Academy, will take responsibility for day-to-day operational decisions, enforce policy and oversee processes at an individual Academy level.
- 12.3 The SLT will work with a collaborative mindset, acting with professional generosity to share ideas, innovate and drive continuous improvement across all Academies within the Trust
- 12.4 As a key interface with families and local communities, the SLT will visibly demonstrate the Trust's Values of collaboration, integrity and respect and work in the best interests of the children served by each Academy within the Trust. It is incumbent upon the SLT to escalate any emerging critical issues to the Trust.

13. DELEGATED POWERS

13.1 General Provisions

- 13.1.1 Subject to Clause 16 below and in accordance with the provisions of the Companies Act 2006, the Articles and to any directions given by the Members of the Trust following a special resolution, the management of the business of the Academy may be delegated by the Trustees to the LGB, who may then exercise delegated powers as instructed by the Trust in so far as they relate to the Academy.

SCHEME OF GOVERNANCE & DELEGATION



The Trustees delegate the day-to-day responsibility for the quality of education provided by the Academy.

The quality of education will be judged in relation to the current Education Inspection Framework, or any subsequent framework or regulations introduced by the Government's regulator for schools, and our mission to nurture ambition, deliver excellence and enrich children's lives.

The running of the Academy on a day-to-day basis is the responsibility of the Headteacher / Principal and their team with oversight from the Trust Central Team reporting to the CEO.

Although the Trustees are ultimately accountable for the quality of education across all the Academies, LGBs are expected to act as the "eyes and ears" of the Trust and provide day-to-day challenge and support to the Academy leadership team. In carrying out their role, LGBs will need to gain accurate insights into the work of the institution by regular engagement with leaders, staff, pupils and parents and review appropriate data and information provided by the Academy and Trust.

13.1.2 In general terms, the responsibility of the Trustees in so far as the business of the Academy is concerned is to:

- Ensure that the Mission, Values and Goals of the Trust are central to leadership at all levels and an appropriate culture is developed and maintained.
- Monitor the quality of education provided by the Academy and ensure attention and resources are directed to those most in need.
- Ensure the implementation of the policy and procedures of the Academy and to consider and respond to strategic issues.
- Ensure that the services the Trust has agreed to provide centrally are delivered effectively.
- Ensure that the Academy works within determined budgetary limits.
- Ensure that key areas of risk and compliance, including safeguarding and health and safety are managed consistently across the Academy and other Academies and different settings

SCHEME OF GOVERNANCE & DELEGATION

within the Trust.

- Ensure that all Academies work together for the mutual benefit of all within the Trust.
- Engage in a level of shared planning and strategic oversight expressed in a Strategic Plan for the Trust. Whilst the Trustees are free to decide what constitutes a strategic issue, having regard to all the circumstances, unless a matter is identified as a strategic issue and / or is identified as being the responsibility of the Trustees under this Scheme of Governance and Delegation, the responsibility for such matter will be delegated to the LGB.

Examples of strategic issues are:

- An increase in planned admission numbers / an expansion of the Academy's capacity;
- Significant change in staffing levels or structure, including leadership; or
- Significant change in the curriculum which could make it non-compliant with DfE / Ofsted guidance or the Trust's Mission, Values and / or Goals.

13.1.3 Except as provided for in this Scheme of Governance and Delegation, in addition to all powers hereby expressly conferred upon the LGB and without detracting from the generality of the powers delegated, the LGB will have the following powers, namely:

- to expend certain funds of the Trust as permitted by this Scheme of Governance and Delegation and included in the Academy's local annual income and expenditure budget agreed with the Trust, in such manner as the LGB will consider most beneficial for the achievement of the Trust's agreed Mission Values and Goals, and
- to enter into contracts on behalf of the Trust in so far as they relate to the Academy and are within the financial limits and have complied with all the processes and procedures set out in the then current Finance Policy and Procedures document.

SCHEME OF GOVERNANCE & DELEGATION



- 13.1.4 In the exercise of its powers and functions, the LGB must consider any advice given by the Chief Executive Officer and any other member of the Trust's Central Team as identified on its website from time to time and will act in accordance with any advice, instruction and/or direction given by the Trustees and / or the Chief Executive Officer.
- 13.1.5 Any bank account in which any money of the Trust in so far as it relates to the Academy is deposited will be operated by the Trust on behalf of the Academy. All cheques and orders for the payment of money from such an account will be signed by at least two signatories authorised by the Trust.
- 13.1.6 In the event of an LGB exceeding their delegated powers the Trustees and / or the CEO will request the LGB to report, explain and justify their actions to the Trust Board at their next meeting.
- 13.1.7 The LGB may set up 'task groups' to consider particular issues or development areas that then report back to the full LGB where decisions are made.
- 13.1.8 The LGB will be responsible for ensuring that the Academy is conducted in accordance with the Mission Values and Goals referred to in clause 2 hereof.
- 13.1.9 In particular, but not by way of limitation, the LGB will always act in a way that reflects their responsibility for all the children in the Trust, not just those in the Academy or setting for which they have direct responsibility.
- 13.1.10 At all times, the Trustees and LGB will ensure that the Academy is conducted in accordance with the Objects, and any agreement entered into with the Secretary of State for Education for the funding of the Academy.
- 13.1.11 In acknowledgement of the receipt by the Trustees of funds in relation to the Academy (which are provided by the Secretary of State for Education, donated to the Trust and generated from the activities of the Trust), the Trustees delegate to the LGB the responsibility to manage and expend all monies received on account of the Academy for the purposes of the Academy that are included in the Academy's local annual income and expenditure budget agreed with the Trust.

The Trust will deduct an annually agreed charge for centralised services, staffing and initiatives and the total allocation of Devolved Formula Capital received from the Secretary of State for Education. These amounts will be determined each year by the Trustees, acting reasonably.

SCHEME OF GOVERNANCE & DELEGATION



The Trustees may, after consulting with their Academies, decide to 'pool' elements of funding to allow it to fairly address needs across the Trust.

- 13.1.12 The Trust will aim to hold minimum reserves as per the Reserves & Investment policy.
- 13.1.13 Whilst the LGB will, within the Academy's local annual income and expenditure budget agreed with the Trust, have the power to enter into contracts on behalf of the Trust or the power to delegate that power to the Headteacher / Principal and / or Business Manager of the Academy, in so far as they relate to the Academy, the LGB will first obtain the written consent from the Trust acting by its Chief Finance and Operating Officer (CFOO) or CEO, as per the Trust's Financial Delegations policy.

Reference must be made to the Financial Delegations and / or Finance Policy and Procedures for all contracts that are proposed to be entered into and the LGB must ensure compliance with all the relevant limitations and required procedures.

- 13.1.14 The accounts of the Trust will be the responsibility of the Trustees, but the LGB will provide such information about the finances of the Academy as often and in such format as the Trustees and / or the CFOO will require.
- 13.1.15 The LGB will ensure that procedures are put in place for the safeguarding of delegated funds and that the requirements of the Academy Trust Handbook are always observed as well as any requirements and recommendations of the Trustees, the CEO, the CFOO and / or the Secretary of State for Education.
- 13.1.16 The LGB will inform the Trustees and the CFOO of any need for significant unplanned expenditure and in advance of incurring such expenditure, will discuss with the Trustees and CFOO (and others as the Trustees and / or the CFOO will require) options for identifying available funding.
- 13.1.17 The LGB will comply fully with the Trust risk management strategies and will always adopt financial prudence in managing the financial affairs of the Trust in so far as these relate to the Academy.

Where the management of delegated financial affairs of the Academy will result in a budget deficit or when the Academy is (or in the opinion of the CEO would be if an Ofsted inspection was carried out) placed in "special measures" or deemed to have "serious weaknesses" or any equivalent Ofsted rating, the Trustees have the power to withdraw financial delegation.

SCHEME OF GOVERNANCE & DELEGATION



- 13.1.18 The LGB must always comply with the Trust's Financial Policy and procedures which are reviewed and approved on an annual basis by the Trust Board. The Trust's financial policies and procedures are drawn up to ensure that the individual Academies operate appropriately within this Scheme of Governance and Delegation and in line with the regulatory duties of the Trust Board set out by the ESFA.

13.2 Premises

- 13.2.1 The routine maintenance of the buildings and site of the Academy is the responsibility of the LGB working with the leaders of the setting. Although overall responsibility for Health and Safety lies with the Trust, LGBs are the 'eyes and ears' of the Trust and are expected to take responsibility for the day-to-day safety of people on site.

The Trust's Director of Estates² has the overall responsibility for identifying capital spending priorities and ensuring compliance and H&S systems are in place. LGBs are responsible for ensuring that the systems and processes set out by the Trust are followed at local level.

- 13.2.2 The Trust's Director of Estates must be consulted before any significant building / planning approval is committed (as per the Trust's Financial Delegations policy).

Procurement of such works must comply with the Trust's Procurement Policy and be approved by the Director of Estates to ensure value for money and the long-term interests of the Trust's estates and premises.

The LGB will, in conjunction with the Trustees, the CFOO and Director of Estates, develop a five-year estate management strategy that will identify the suitability of building and facilities considering long-term curriculum needs and the need for and availability of capital investment to meet the LGB's responsibility to ensure the buildings and facilities are maintained to a good standard.

- 13.2.3 The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trustees.

² The CFOO currently performs the role of Director of Estates which will continue until the role is appointed.

SCHEME OF GOVERNANCE & DELEGATION



- 13.2.4 Ensuring the land and buildings used by the Academy and / or joining the Risk Protection Arrangement operated by the Department of Education in this regard will be the responsibility of the Trustees who will recover the cost from the budget delegated to the LGB.

13.3 Resources

Key Staff:

- The Trustees will work with the LGB, supported by the Director of People ³ to appoint / approve the appointment of the Headteacher / Principal and the Deputy Headteacher(s) of the Academy.

The Trustees will also, where they deem appropriate, appoint / approve to senior roles within the central team, such as the Chief Finance and Operating Officer and other Chief roles that may be required. The Trustees may also, where deemed appropriate, appoint / approve Director level positions within the central team.

The Trustees and the LGB may delegate such powers and functions as they consider are required by the Headteacher / Principal for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Trustees and the LGB and for the direction of the teaching and curriculum at the Academy).

- The Trustees may dismiss the Headteacher / Principal and form appeals panels in respect of the same if required.
- The dismissal of other staff employed by the Academy must only be considered following consultation and advice through the CEO and / or CFOO.

³ The CFOO currently performs the role of Director of People which will continue until the role is appointed.

SCHEME OF GOVERNANCE & DELEGATION

Other Staff:

The LGB will normally be responsible for the appointment of all other staff, supported by the Trust central team, to be employed at the Academy **and** the LGB will:

- take account of any pay terms set by the Trustees and comply with all policies dealing with staff issued by the Trustees from time to time;
- adopt any standard contracts or terms and conditions for the employment of staff issued by the Trustees;
- re-direct any claims and / or disputes with staff members to the CEO and / or CFOO who may delegate such duties, where appropriate, to other members of the Executive teams, in their role as the Employer.

The LGB will ensure that the performance review of all staff is provided, including the Headteacher / Principal, whose performance review will be the responsibility of the CEO. The Chair of the LGB will put in place procedures for the proper professional and personal development of staff in line with Trust policies and procedures.

Notwithstanding the foregoing, the Trustees reserve the right to be part of the selection panel including being a majority thereof of any appointment.

13.4 Curriculum and Standards

- 13.4.1 The LGB will be responsible for the setting, implementation and review of the curriculum but will comply with any views of the Trustees in recognition of the Trustees' obligation to the Secretary of State for Education to provide a broad and balanced curriculum.

All LGBs must ensure that the curriculum is at least as broad and challenging in scope and content as the National Curriculum whilst also reflecting the unique nature of each Academy's context and the needs of the children and families they serve.

The curriculum in every Academy must reflect our Trust's Mission, Values and Goals.

- 13.4.2 The LGB will be responsible for the standards achieved by the Academy and the pupils attending the Academy but will follow such advice and recommendations of the Trustees as they might issue from time to time.

SCHEME OF GOVERNANCE & DELEGATION



13.4.3 The LGB will be responsible for the annual review of the Academy's admissions policy and making any recommendations for any changes to the Trustees.

13.4.4 The LGB will review and, if necessary, consult on the admissions arrangements for the forthcoming academic year, subject to prior agreement with the Trustees of the admissions policy and criteria to be adopted and / or consulted on. These arrangements and any new admissions policy and criteria must be agreed with the Trustees before being adopted for the Academy.

13.4.5 Any decision to expand the Academy will be that of the Trustees who will have regard to the views of the LGB. Trustees must be consulted on and approve any "significant change" application made to the Regional Schools Director / DfE.

13.5 Extended Schools and Business Activities.

13.5.1 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 would be the responsibility of the LGB, this will only be undertaken in a manner consistent with any policy set by the Trustees and any direction or instruction issued by the CFOO 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 for Education.

13.6 Regulatory Matters

13.6.1 The responsibility for the satisfaction and observance of all regulatory and legal matters will be that of the Trustees but the LGB will do all such things as the Trustees may specify as being necessary to ensure that the Trust is meeting its legal obligations.

SCHEME OF GOVERNANCE & DELEGATION



14. OPERATIONAL MATTERS

- 14.1 The LGB will comply with the obligations set out in Appendix 2 which deals with the day-to-day operation of the LGB.
- 14.2 The LGB will adopt and will comply with all policies of the Trustees communicated to the LGB from time to time.
- 14.3 Both the Trustees and all members of the LGB have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Trust and the Academy.
- They will be open and transparent about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential to the Trust.
- 14.4 The LGB will review the implementation and effect of Trust policies and practices on a regular basis and suggest any changes to the policies and procedures to the Trustees to ensure that the governance of the Academy is best able to adapt to the changing educational, political and / or legal environment(s).
- 14.5 The LGB will provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees, the CEO and / or the CFOO may require from time to time.
- 14.6 The LGB will work closely with and will promptly implement any advice or recommendations made by the Trustees, the CEO and / or the CFOO in the event that intervention is either threatened or is carried out by the Secretary of State for Education and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the LGB under this Scheme of Governance and Delegation in such circumstances.
- 14.7 The Trustees reserve the right to direct staff (by negotiation) to work in other areas of the Trust than their current employment on tasks and activities which are commensurate with their skills and experience.
- This is intended to provide career and professional development opportunities for staff and allow the Trust to meet its responsibilities to all its Academies.

SCHEME OF GOVERNANCE & DELEGATION



15. ANNUAL REVIEW

- 15.1 This Scheme of Governance and Delegation will operate from the date specified by the Trustees in respect of each Academy.
- 15.2 Trustees have the absolute discretion (but not the obligation) to review this Scheme of Governance and Delegation at least on an annual basis and to alter any provisions of it.
- 15.3 In considering any material changes to this Scheme of Governance and Delegation or any framework on which it is based, the Trustees will have regard and give due consideration to any views of the EB but will not be limited or bound by the same.

16. RESERVATIONS OF POWERS

The Trustees, having overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of the Academies for which the Trust is responsible, may exercise themselves any or all functions and powers delegated to the LGB under this Scheme of Governance and Delegation in accordance with the provisions of Appendix 3 and in particular, but not by way of limitation, upon any one of the following circumstances occurring:

- 16.1 the Academy is placed in Special Measures following an Ofsted inspection;
- 16.2 the Academy is advised of “Serious Weaknesses” following an Ofsted inspection;
- 16.3 the Academy is advised that it is “Inadequate”, or “Requires Improvement” following an Ofsted inspection and does not have the capacity to rapidly improve to ‘good or outstanding’.
- 16.4 the Academy has a significant change in leadership at senior level which, in the view of the CEO and Trustees, prejudices its ability to deliver appropriate outcomes for young people;
- 16.5 the Trustees believe that significant safeguarding concerns exist that have not been prevented or remedied by the Academy;
- 16.6 the Trust’s annual standards’ review reveals that the Academy is failing to thrive as a result of significant failures in leadership and governance;

SCHEME OF GOVERNANCE & DELEGATION



- 16.7 in the absolute discretion of the Trustees, the Academy is deemed not to be acting in accordance with this Scheme of Governance and Delegation or is otherwise not acting in accordance with the Mission, Values and Goals of the Trust as set out in clause 2;
- 16.8 where the CEO presents evidence to the Trustees that not to override provisions relating to delegation to the LGB would be prejudicial to the effective education of children in the Trust's care as further described in Appendix 3;
- 16.9 if the LGB does not have the capacity to improve the Academy, and the quality of education is being impacted, Trustees can choose to put in place an Interim Executive Board ("**IEB**") in place of the LGB.

The operation and delegated powers of the LGB will be suspended for as long as the IEB is in place. The IEB will be constituted by the Trustees from key personnel drawn from the Trustees, the Executive and / or LGBs of other Academies operated by the Trust or external consultants / experts as approved by the Trustees. This may also include one or more members of the LGB.

- 16.10 such other circumstances as the Trustees will in their absolute discretion deem necessary to ensure the Trust will meet its Objects.

SCHEME OF GOVERNANCE & DELEGATION



Appendix 1: Matrix Scheme of Governance & Delegation

Introduction

The table included, named Appendix 1 (“**Matrix**”), more particularly describes the delegation of powers and responsibilities by the Trustees to the LGBs and Senior Leadership Teams referred to elsewhere in the Scheme of Governance and Delegation.

The Matrix will be reviewed annually. The Academy and the LGB will also be kept continually under review by the Trustees. The Trustees will therefore be entitled to adjust the Matrix, as appropriate, between each annual review where such continual review reveals matters which merit adjustment to achieve the effective operation of the Academy.

The CEO and Trustees will use their shared knowledge of the Academies operated by the Trust to work proactively to ensure that the Scheme of Governance and Delegation is reactive to the needs of the Academy at any given stage.

Where any Academy is assessed at being “at risk” by the Quality of Education Committee of the Trust or directly by the CEO, the Matrix will be adjusted, with the consent of the Trust Board, to adapt to the circumstances of the specific Academy. This could, in a situation where the education and welfare of young people is seriously jeopardised and / or weak leadership is identified as a barrier to the Academy’s improvement, involve the powers delegated under the Scheme of Governance and Delegation and the LGB being removed on a temporary basis.

In these circumstances, an Interim Executive Board (“IEB”), described in Appendix 5, will be formed by the Trustees to support the Academy.

The IEB will be constituted by the Trustees from key personnel drawn from the Trustee Board, the Executive and the LGBs of other Academies operated by the Trust (but may also include one or more members of the LGB). This action is prescribed under the “Reservations of Powers” within Sections 11 and 16 above and further detailed in Appendix 3.

SCHEME OF GOVERNANCE & DELEGATION

Delegation Key: A – Approves (some have 2 levels – detail below); C – Completes; R – Recommends; I – Informs

Section 1 – Strategy:

		Delegation Levels					
		MAT Level				Academy Level	
		M – Members; T - Trustees					
Area & Decision		M	T	CEO	CFOO	LGB	HT
Trust Strategic Development	Set strategic objectives of the Trust		A	C	R	I	I
	Delivery of Trust Strategy & Strategic Development Plan		A	C	C	I	R
	Financial strategy, including the management of Trust reserves & assets		A	A	C & R		I
	Provision of financial advice for strategy development		A	A	C & R		R
	Monitoring of progress against strategic targets	A1	A2	C	C	I	I
	Admission of Academies to MAT		A	C & R	C & R		R
	Provision of advice in relation to due diligence for the admission of Academies to MAT		A	C & R	C & R		
	Develop character, mission and ethos of Trust		A	C	R	I	I
	Develop character, mission and ethos of Academies		A1	I	I	A2	C & R

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Financial	Entering into DfE / ESFA funding arrangements		A	R	C	I	I
	Agree a funding model across the Trust in order to secure financial health		A	C	C	I	I
	Approval and submission of Trust annual report and accounts		A	C	C	I	I
	Appointment of external auditors	A1	A2	R	R		
	Formulating and setting the Trust's annual budgets		A	C	C	I	I
	Formulating and setting Academy annual budgets			R	R & A1	A2	C
	Management of individual Academy budgets, through production of monthly management accounts and forecasts, ensuring appropriate expenditure and delivery within budget and accountability for variances that arise				A	I	C
	Financial oversight: maintain appropriate financial controls to ensure regularity, probity and value for money in relation to management of public funds		A	C	C	I	I
	Setting Trust wide procurement policy in accordance with Funding Agreements and Academy Trust Handbook		A	C	C	I	I
	Entering into contracts / leases or other legal arrangements (as per SoD and Academy Trust Handbook)		A	R	C & R	I	C & R
	Agree commissioning levels for each Academy (where appropriate)		A1		C & R	A2	C & R
	Development of annual top-slice or amount per pupil plans		A	R	C & R	I	R

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Academy Strategic Development	Implementation of Academy Improvement Plan		I	A	I	R	C
	Reviewing progress against Academy Improvement Plan and reporting to Trust on progress (ongoing)		A1	R	R	A2	C
	Reviewing progress against Academy Improvement Plan and reporting to LGB on progress (ongoing)		R			A	C
	Highlighting risk to Trust Board by exception		I	C & R	C & R		
	Review overall effectiveness of Academy Improvement Plan		A1	R		A2	C

Section 2 – Risk Management:

Area & Decision		M	T	CEO	CFOO	LGB	HT
Risk Management	Strategic oversight of risk: Strategic, Operational, Financial & Reputational		A	R	R	I	I
	Delivery of risk management: Strategic, Financial, Operational & Reputational		I	C	C	I	C
	Preparation and delivery of Trust Risk Register	I	A	C	C	I	R
	Preparation and delivery of Academy Risk Register			I	I	A	C

SCHEME OF GOVERNANCE & DELEGATION

Section 3 – Governance & Compliance:

Area & Decision		M	T	CEO	CFOO	LGB	HT
Governance	Appointment of Trustees	A	A CO-OPTED	R	R		
	Removal of Trustees	A	A CO-OPTED	R	R		
	Approval of Terms of Reference for Trust committees		A	R	C & R		
	Approval of Terms of Reference for formation of Trust Sub-Committees		A	C & R	C & R	I	I
	Approval of Terms of Reference for LGBs		A	C & R	C & R	I	I
	Recruitment procedures for co-opted governors for Academy LGBs		A	R	R	C	R
	Appoint Chair of Academy LGBs		A1	R		A2	R
	Remove & replace Chair of Academy LGBs in Academies providing cause for concern		C & A	R		I	I
	Removal of Local Academy LGB		C & A	R		I	I
	Suspension or removal of a Local Academy governor		A	R		C & R	I
	Approval / amendment of Scheme of Delegation		A	C	C	I	I
	Maintain register of interests for LGB			I	I	C & A	R
	Maintain register of interests for Trust Board		A & C	I	I		
	Appointment of Clerk for Trust Board		A & C	R	R		
	Appointment of Clerk for LGB			R	R	A & C	R
	Monitor training programme for Trustees and LGBs		A	C	C	C	I

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Policies	Approval of MAT policies		A	R & C	R & C	I	I
	Approval of Academy policies			A1	A1	A2	C & R
	Monitoring the effectiveness and impact of policies		A1	R & C	R & C	A2	C & R

Area & Decision		M	T	CEO	CFOO	LGB	HT
Other Areas	Set term dates and INSET dates (may differ between Academies)		I	I		A	C
	Length / organisation of Academy day			I		A	C
	Academy Fixed Term exclusions			I		A	C
	Academy Permanent exclusions			I		A	C
	Academy Exclusions appeals			I		A	C
	Admissions policies and criteria		A1			A2	C
	Admissions decisions					A	C
	Review the use of Exclusions and to decide whether to confirm all permanent exclusions and fixed term exclusions where the pupil is either excluded for more than 15 days in total in a term or would lose the opportunity to sit a public examination			A		I	R
	Pupil issues (including attendance, punctuality and disciplinary matters for each Academy)			I	I	A	C
	School lunch – ensure provided to appropriate nutritional standards					A	C
	Provision of free school meals to those meeting criteria					A	C
	Provision of school uniform for pupils (design, distribution of second-hand free uniform etc.)					A	C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Other Areas	Ensuring staff and pupil records are maintained appropriately (school register etc.) and reports (such as census) are made accurately and in a timely manner and are compliant with statutory requirements.			I	I	A	C
	Ensuring the Trust website is maintained with accurate and up-to-date information and is fully compliant with statutory requirements.		A	C	C	I	I
	Ensuring each Academy website is maintained with accurate and up-to-date information and is fully compliant with statutory requirements.			R	R	A	C

Area & Decision		M	T	CEO	CFOO	LGB	HT
GDPR	Approval of Trust data protection and associated policies		A	C & R	C & R		
	Ensuring that Trust data protection practices reflect the Trust data protection policy		A	C & R	C & R	C	C
	Responsibility for ensuring Academy local practice reflects Trust policies		A	R	R	C	C
	Monitoring data protection systems and practice at local academy level to ensure they fulfil the requirements of the Trust Policy – reporting any concerns to the Trust Board		A	C		C	C

SCHEME OF GOVERNANCE & DELEGATION

Section 4 – Educational Performance:

Area & Decision		M	T	CEO	CFOO	LGB	HT
Outcomes & Attendance	Setting Academy targets based upon previous performance		A	C		I	R
	Monitoring of progress against targets and ensuring that outcomes are in line with Local & National standards and monitoring specific groups (PPG, SEND, Gender)		A	C		I	R
	Analysing Trust educational performance and identifying areas of underachievement		A	C & R		I	I

Area & Decision		M	T	CEO	CFOO	LGB	HT
Quality of Teaching & Learning	Monitoring the quality of teaching and learning in the Academy and reporting to the LGB			R		A	C
	Reporting to Trustees on the quality of teaching and learning		A	C & R		I	C

Area & Decision		M	T	CEO	CFOO	LGB	HT
Curriculum	Curriculum planning, implementation and review			R		A	C
	Monitoring the impact of curriculum on standards (Academies performing to an acceptable standard)			C & R		A	C
	Ensuring the delivery of a broad and balanced curriculum		A1	R		A2	C
	Ensuring the effectiveness of Pupil Premium		A1	R		A2	C
	Ensuring that the legal requirements for children with special needs are met and that they are given support for learning		A1	R		A2	C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Assessment	Provide regular, reliable and validated assessments			R		A	C
	Provide overview of Trust educational performance		A	C & R		I	I
	Provide an assessment framework for all Academies		A	R		I	C & R
	Produce dashboard proformas for Academies (for Trust / LGBs)			I	I	A	C
	Complete MAT dashboard overview for Trustees		A	C & R	C & R		

Section 5 – Human Resources / People:

Area & Decision		M	T	CEO	CFOO	LGB	HT
Staff Planning	Central Team - Approval of annual CT budget		A	R	C		
	Approval of annual staffing budgets – Academy Level		A1	R	A2	I	R & C
	Job Description sign off Grade of posts (Trust central services staff)		A	C & R	C & R		
	Job Description sign off Grade of posts (Academy teaching & support staff)			R	A	I	C
	Approval / variation of basic employment terms and conditions at Trust level		A1	A2 & R	A2 & R & C		
	Approval / variation of basic employment terms and conditions at Academy level			A1	A1	A2	R & C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Recruitment	Appointing Headteacher / Principal at each Academy		A (PANEL)	A (PANEL)		A (PANEL)	I
	Appointing Deputy Headteacher and Assistant Headteacher			A (PANEL)		A (PANEL)	A (PANEL)
	Appointing Academy SLT (excluding Headteacher, Deputy & Assistant Headteacher)			A1	A1	A2	R & I
	Appointing Academy Staff (excluding SLT)				A1	A2	R & A2
	Appointing Academy Finance and Admin Staff				A (PANEL)	A	A (PANEL)
	Appointing of Trust Central Staff (in line with recruitment policy)		A (PANEL)	A (PANEL)	A (PANEL)	I	I
	Dismissing CEO, CFOO and other senior/Trust staff (in accordance with the Trust disciplinary and capability policies)		A	I	I	I	I
	Dismissing other central Trust staff (in accordance with the Trust disciplinary and capability policies)		I	A1	A2		
	Dismissing Headteachers (in accordance with the Trust disciplinary and capability policies)		A	R & C		C	
	Dismissing Academy staff (in accordance with the Trust disciplinary and capability policies)		I	I	I	A	C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Pay Policies	Reviewing Trust discipline and grievance policy		A	R & C	R & C	I	I
	Establishing and maintaining Trust wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations		A	R & C	R & C	I	I
	Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust's pay policy and all statutory regulations)		A	R & C	R & C	I	R
	Setting Terms and Conditions of Employment and MAT behaviour policies (Staff Code of Conduct)		A	C	C	I	I
	Annual approval of pay policy		A	R	R	I	I
	Determination of pay ranges – Central Team		A	R & C	R & C		
	Determination of pay ranges – Academy HT		I	A1	R & A2	R	
	Determination of pay ranges – Academy SLT			A1	R & A2	I	C
	Annual pay progression and Appraisal process for CEO		A & C		R		
	Annual pay progression and Appraisal process for MAT Exec Team (CFOO)		A	R & C			
	Annual pay progression and Appraisal process for MAT Central Leadership team (Directors)			A	R & C		
	Annual pay progression and Appraisal process for Academy HT		A	R & C	R		
	Annual pay progression & Appraisal process - other Academy staff					A	R

SCHEME OF GOVERNANCE & DELEGATION

Section 6 – Safeguarding:

Area & Decision		M	T	CEO	CFOO	LGB	HT
Policy	Approval of Trust safeguarding policy		A	C & R		I	I
	Responsibility for ensuring the Trust safeguarding policy is reflected in local practice			R		A	C
	Approval of individual Academy safeguarding policy			R		A	C

Area & Decision		M	T	CEO	CFOO	LGB	HT
Practice	Ensuring each Academy has appointed a Designated Safeguarding Lead with at least one Deputy Designated Safeguarding Lead			R		A	C
	Maintenance of single central record and register of interests at Academies			R	R	A	C
	Maintenance of Trust single central record and register of interests at the Trust		A	C	C		
	Ensuring Academy practices reflect local academy safeguarding policy			R		A	C
	Maintaining effective systems for the identification and reporting of safeguarding concerns			R		A	C
	Ensuring all Members / Trustees receive appropriate training in relation to safeguarding, including safer recruitment		A	R	R		
	Ensuring all staff and governors receive appropriate training in relation to safeguarding, including safer recruitment		A	C & R		A	C
	Ensuring safer recruitment procedures are completed in accordance with Trust policy			R	A1	A2	C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Concerns	Reporting an overview of safeguarding behaviour and attendance at Academy level on a termly basis			I		I & A	C
	Reviewing safeguarding matters and holding senior leaders to account for safeguarding			C		I	I

Area & Decision		M	T	CEO	CFOO	LGB	HT
Health & Safety	Approval of Trust health and safety policy		A	C	C	R	R
	Ensuring the adequacy of health and safety practice throughout the Trust		A	C	C	R	R
	Health and Safety Accident reporting				I	A	C
	Health and Safety RIDDOR reporting		I	I	I	A	C
	Reviewing systems in place to ensure compliance with health and safety policy and minimising risk. Reporting of Medium – High levels of risk to Trust Board		A	C	C	R	R
	Responsibility for ensuring health and safety throughout the Trust		A	C	C	R	R
	Responsibility for ensuring that staff receive appropriate health and safety training			A	R		C
	Responsibility for ensuring statutory compliance checks are undertaken (asbestos, legionella, PE equipment etc.)			A	R	R	C

SCHEME OF GOVERNANCE & DELEGATION

Area & Decision		M	T	CEO	CFOO	LGB	HT
Health & Safety (cont.)	Responsibility for ensuring risk assessments are completed (using external contractors where appropriate) and recommended actions are completed			A	R	R	C
	Ensuring that the level of risk for school visits is acceptable and obtaining approval from the LGB for any residential visits			I		A	C
	Approval of residential risks			I		A	C

Area & Decision		M	T	CEO	CFOO	LGB	HT
Business Continuity	Implementation of Critical incident management planning at Academy level		A	R	R	I	C
	Ensuring suitable critical incident plans are in place, monitoring compliance and reviewing the effectiveness of the policy at Academy level		A	R	R	I	C
	Developing Critical Incident Management Policy		A	R	R	I	C
	Checking adequate measures are in place to manage Critical Incident Management planning		A	R	R	I	C

SCHEME OF GOVERNANCE & DELEGATION



Key to Matrix:

CEO – Chief Executive Officer

CFOO – Chief Finance & Operating Officer

HT – Headteacher / Principal of each Academy

LGB – Local Governing Body

Approval Levels:

A2 - this is the initial level of approval, normally responsible for evaluating and approving the item. The decision made at this level is, however, subject to ratification by Level A1.

A1 - this is the level for approving the item or ratifying the approval granted by Level A2 and serves as the ultimate decision-making authority. This ensures thorough oversight and adherence to established standards at both approval levels.

A (Panel) – ultimate decision maker (veto)

Level Definitions (Summary)

Trust Level - Level 1

Although a power and / or responsibility may be delegated, it is the Trust Board that holds ultimate accountability for the exercise of that power and / or responsibility. The Trust Board comprises of the Chair of Trustees, Trustees and CEO. Authority may be delegated to the LGB, or Senior Leadership Team levels of responsibility.

Local Governing Board (LGB) - Level 2

It is the responsibility of the LGB to ensure that the policies agreed by the Trust are correctly administered for their Academy. The LGBs are appointed to act as the “eyes and ears” of the Trustees with a sharp focus on the quality of education within both their individual and Trust wide Academies.

Headteacher / Principal Senior Leadership Team (SLT) – Level 3

Responsibility to make operational decisions, enforce policy and oversee processes at an individual Academy.

SCHEME OF GOVERNANCE & DELEGATION

Appendix 2: Local Governing Board (additional info)

FUNCTIONING OF THE LOCAL GOVERNING BOARD (LGB)

1. CHAIR AND VICE-CHAIR OF THE LGB

- 1.1 The members of the LGB will each school year, at their first meeting in that year, elect a chair and a vice-chair from among their number to serve until a successor is appointed or a vacancy occurs as envisaged in paragraph 1.3.

Each such appointment will be subject to approval by the Trustees. A person who is employed by the Trust (whether or not at the Academy) will not be eligible for election as chair or vice-chair of the LGB.

- 1.2 When an Academy is first established, an interim chair and interim vice-chair of the LGB will be appointed by the Trustees.
- 1.3 Subject to paragraph 1.4, the chair or vice-chair of the LGB will hold office as such until his / her successor has been elected in accordance with this clause 1.
- 1.4 The chair or vice-chair of the LGB may at any time resign his / her office by giving notice in writing to the Trustees.

The chair or vice-chair of the LGB will cease to hold office if:

- 1.4.1 They cease to serve as a governor on the LGB;
- 1.4.2 They are removed from their office as chair or vice-chair of the LGB (as the case may be) in accordance with this Scheme of Governance and Delegation; or
- 1.4.3 in the case of the vice-chair of the LGB, they are elected in accordance with this Scheme of Governance and Delegation to fill a vacancy in the office of chair of the LGB.
- 1.5 Whereby reason of any of the matters referred to in paragraph 1.4, a vacancy arises in the office of chair or vice-chair of the LGB, the governors of the LGB will at its next meeting elect one of their number to fill that vacancy.

SCHEME OF GOVERNANCE & DELEGATION

- 1.6 Where the chair is absent from any meeting of the LGB or there is at the time a vacancy in the office of the chair, the vice-chair of the LGB will act as the chair of the LGB for the purposes of the meeting.
- 1.7 The chair or vice-chair of the LGB may only be removed from office by the Trustees at any time or by the LGB in accordance with this Scheme of Delegation.
- 1.8 A resolution to remove the chair or vice-chair of the LGB from office which is passed at a meeting of the LGB will not have effect unless:
 - 1.8.1 it is confirmed by a resolution passed at a second meeting of the LGB held not less than fourteen days after the first meeting; and
 - 1.8.2 the matter of the chair's or vice-chair's removal from office (as the case may be) is specified as an item of business on the agenda for each of those meetings.
- 1.9 Before a resolution is passed by the LGB at the relevant meeting as to whether to confirm the previous resolution to remove the chair or vice-chair of the LGB from office, the person(s) proposing his removal will at that meeting state their reasons for doing so and the chair or vice-chair of the LGB (as the case may be) will be given an opportunity to make a statement in response.

2. CONFLICTS OF INTEREST

- 2.1. Any governor of the LGB who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with their duties as a governor of the LGB will disclose that fact to the LGB and the Trustees as soon as they become aware of it.

A person must absent themselves from any discussions of the LGB in which it is possible that a conflict will arise between their duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

- 2.2. For the purpose of paragraph 2.1, a person has a Personal Financial Interest if they are in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the Academy.
- 2.3. In any conflict between any provision of this Scheme of Governance

SCHEME OF GOVERNANCE & DELEGATION

and Delegation and the Articles, the Articles will prevail.

- 2.4. Any disagreement between the governors of the LGB, the Headteacher and/or any subcommittee of the LGB will be referred to the Trustees for their determination.

3. THE MINUTES

- 3.1. The minutes of the proceedings of a meeting of the LGB will be drawn up and entered into a file kept for the purpose by the person authorised to keep the minutes of the LGB and will be signed (subject to the approval of the governors of the LGB) at the same or next subsequent meeting by the person acting as chair of the LGB.
- 3.2. The chair of the LGB will ensure that copies of minutes of all meetings of the LGB are shared with the Trustees through the CEO and / or CFOO.

4. TASK GROUPS

- 4.1 Subject to this Scheme of Governance and Delegation and the Articles, the LGB may assign tasks to subsets of the LGB who may work independently of the LGB to develop plans, review provision or form recommendations. These groups will not have delegated powers to make decisions on behalf of the LGB but will simply feed back to the Trustees who may or may not act on their recommendations.

5. DELEGATION

- 5.1 Provided such power or function has been delegated to the LGB, the LGB may further delegate to the Headteacher/Principal or any other holder of an executive office, 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 either the Trustees or the LGB may impose and may be revoked or altered.

6. MEETINGS OF THE LOCAL GOVERNING BODY (LGB)

- 6.1. Subject to this Scheme of Governance and Delegation, the LGB must follow the "Guidance for Governors" provided by the Trust.
The LGB will meet five times in every school year. LGB meetings must be set to align with the termly meetings of the Trustees so that reports from the LGBs can be considered by the Trustees. Meetings of the LGB will be convened by the secretary or clerk to the LGB.

SCHEME OF GOVERNANCE & DELEGATION

In exercising their functions under this Scheme of Governance and Delegation, the secretary or clerk will comply with any direction:

- 6.1.1. given by the Trustees or the LGB; or
- 6.1.2. given by the chair of the LGB or, in their absence or where there is a vacancy in the office of chair, the vice-chair of the LGB, so far as such direction is not inconsistent with any direction given as mentioned in 6.2.1 above.
- 6.2. Any three governors of the LGB may, by notice in writing given to the secretary or clerk, requisition a meeting of the LGB and it will be the duty of the secretary or clerk to convene such a meeting as soon as is reasonably practicable.
- 6.3. Each governor of the LGB will be given at least seven clear days before the date of a meeting of the LGB:
 - 6.3.1. notice in writing thereof, signed by the Clerk, and sent to each governor of the LGB at the address provided by each governor from time to time; and
 - 6.3.2. a copy of the agenda for the meeting; provided that where the chair of the LGB or, in their absence or where there is a vacancy in the office of chair, the vice-chair of the LGB, so determines on the ground that there are matters demanding urgent consideration, it will be sufficient if the written notice of a meeting and the copy of the agenda thereof are given within such shorter period as he/she directs.
- 6.4. The convening of a meeting and the proceedings conducted thereat will not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.5. A resolution to rescind or vary a resolution carried at a previous meeting of the LGB will not be proposed at a meeting of the LGB unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.6. A meeting of the LGB will be terminated forthwith if:
 - 6.6.1. the governors of the LGB so resolve; or

SCHEME OF GOVERNANCE & DELEGATION

- 6.6.2. the number of governors of the LGB who are present ceases to constitute a quorum for a meeting of the LGB in accordance with paragraph 6.10, subject to paragraph 6.12.
- 6.7. Where, in accordance with paragraph 6.7, 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 will 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.
- 6.8. Where the LGB resolves in accordance with paragraph 6.7 to adjourn a meeting before all the items of business on the agenda have been disposed of, the LGB will, 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 they will direct the secretary or clerk to convene a meeting accordingly.
- 6.9. Subject to paragraph 6.12, the quorum for a meeting of the LGB, and any vote on any matter thereat, will be any three of the governors of the LGB or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office as governors on the LGB at the date of the meeting.
- 6.10. The LGB may act notwithstanding any vacancies on its board, but, if the numbers of persons serving as governors on the LGB 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 further meeting of the LGB.
- 6.11. The quorum for the purposes of:
- 6.11.1. appointing a parent governor of the LGB;
- 6.11.2. any vote on the removal of a governor from the LGB in accordance with this Scheme of Governance and Delegation;
- will be any two-thirds (rounded up to a whole number) of the governors of the LGB who are at the time persons entitled to vote on those respective matters plus a Trustee.
- 6.12. Subject to this Scheme of Governance and Delegation, every question to be decided at a meeting of the LGB will be determined by a majority of the

SCHEME OF GOVERNANCE & DELEGATION

votes of the persons present and entitled to vote on the question. Every governor of the LGB will have one vote.

- 6.13. Any decision to remove the chair of the LGB will be at the sole discretion of the Trustees but the LGB may advise the Trustees in relation to the same.
- 6.14. Subject to paragraphs 6.10 – 6.12, where there is an equal division of votes at a meeting of the LGB, the person acting as chair of the LGB at that meeting will have a casting vote in addition to any other vote he / she may have.
- 6.15. The proceedings of the LGB will not be invalidated by
 - 6.15.1. any vacancy on the board; or
 - 6.15.2. any defect in the election, appointment or nomination of any person serving as a governor on the LGB.
- 6.16. A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the LGB [or of a sub-committee of the LGB], will be valid and effective as if it had been passed at a meeting of the LGB [or (as the case may be) a sub-committee of the LGB] 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 LGB and may include an electronic communication by or on behalf of the LGB indicating their agreement to the form of resolution providing that the member has previously notified the LGB in writing of the email address or addresses which the member will use.
- 6.17. Subject to paragraph 6.18, the LGB will ensure that a copy of
 - 6.17.1. the agenda for every meeting of the LGB,
 - 6.17.2. the draft minutes of every such meeting, if they have been approved by the person acting as chair of the LGB at that meeting,
 - 6.17.3. the signed minutes of every such meeting and
 - 6.17.4. any report, document or other paper considered at any such meetingare, as soon as is reasonably practicable, made available at the Academy to

SCHEME OF GOVERNANCE & DELEGATION

persons wishing to inspect them.

These items must also be made available to the Trustees as soon as practicable via the Director of Compliance / Governance.⁴

- 6.18. There may be excluded from any item required to be made available in pursuance of paragraph 6.17, any material relating to:
- 6.18.1. a named teacher or other person employed, or proposed to be employed, at the Academy;
 - 6.18.2. a named pupil at, or candidate for admission to, the Academy; and
 - 6.18.3. any matter which, by reason of its nature, the LGB is satisfied should remain confidential.
- 6.19. Any governor on the LGB will be able to participate in meetings of the LGB by telephone or video conference provided that:
- 6.19.1. They have given notice of their intention to do so detailing the telephone number on which they can be reached and/or appropriate details of the video conference suite from which they will be taking part at the time of the meeting at least 48 hours before the meeting; and
 - 6.19.2. the LGB has access to the appropriate equipment.
 - 6.19.3 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.
- 6.20 The Headteacher / Principal will be an ex-officio governor on the LGB and has the same voting rights as any other governor on the LGB. The Clerk, Business Manager and other school leaders of the Academy may attend meetings of the LGB as observers, at the invitation of the Principal / Headteacher, but will not have any voting rights.

⁴ The CFOO is acting as the Director of Compliance / Governance which will continue until the role is appointed.

SCHEME OF GOVERNANCE & DELEGATION

7. DELEGATION

- 7.1. Any notice to be given to or by any person pursuant to this Scheme of Governance and Delegation (other than a notice calling a meeting of the LGB) will be in writing or will be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. "Address" in relation to electronic communications, includes a number or address used for the purposes of such communications.
- 7.2. A notice may be given by the LGB to its governors either personally or by sending it by post in a prepaid envelope addressed to the governor at their 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 LGB by the governor.

A governor of the LGB whose registered address is not within the United Kingdom and who gives to the LGB an address within the United Kingdom at which notices may be given to them, or an address to which notices may be sent using electronic communications, will be entitled to have notices given to them at that address, but otherwise no such member will be entitled to receive any notice from the LGB.

- 7.3. A governor of the LGB present, either in person or by proxy, at any meeting of the LGB will be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 7.4. Proof that an envelope containing a notice was properly addressed, prepaid and posted will 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 will be conclusive evidence that the notice was given.

A notice will be deemed to be given at the expiration of 48 hours after the envelope containing it was posted by guaranteed next day delivery or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

SCHEME OF GOVERNANCE & DELEGATION



8. INDEMNITY

- 8.1 Subject to the provisions of the Companies Act 2006 every governor of the LGB or other officer or auditor of the Trust acting in relation to the Academy will be indemnified out of the assets of the Trust against any liability incurred by them in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.

SCHEME OF GOVERNANCE & DELEGATION

Appendix 3: Reservation of Powers (additional info)

RESERVATION OF POWERS

The Trustees reserve the right to deliver themselves any or all of the powers and functions, as delegated under this Scheme to the LGB and in particular, but not by way of limitation, in the following circumstances:

1. **Academy in Special Measures:**

- 1.1 In the event that the Academy is placed in Special Measures, the Trustees may exercise any or all powers delegated to the LGB under this Scheme of Governance and Delegation which the Trustees, in their absolute discretion, deem necessary to operate the Academy.
- 1.2 The Trustees, in their absolute discretion, may allow the LGB to continue to operate the Academy on a day-to-day basis, subject to regular consultation with the Chair of Trustees and CEO.

2 **Academy with "Serious Weaknesses".**

- 2.1 In the event that the Academy is notified of "Serious Weaknesses" following an Ofsted inspection, the Trustees may:
 - withhold the right of the LGB to appoint staff;
 - require the LGB to refer all major financial decisions to the Trustees for approval;
 - require their prior approval of any and all decisions by the LGB to enter into contracts, further to clause 10 of this Scheme of Governance and Delegation;
 - review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.
- 2.2 The Trustees, in their absolute discretion, may allow the LGB to continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but will keep the Trustees and Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

SCHEME OF GOVERNANCE & DELEGATION

3 Academy with “Inadequate” or “Requiring Improvement”

Academy being ‘Inadequate’, or “Requiring Improvement” following an Ofsted inspection and does not have the capacity to rapidly improve to ‘good or outstanding’.

3.1 In the event that the Academy is deemed to be “Inadequate” or “Require Improvement”, the Trustees may:

- withhold the right of the LGB to appoint staff;
- review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

3.2 The Trustees, in their absolute discretion, may allow the LGB to continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but will keep the Trustees and the Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

4. Trustees' discretion

4.1 The Trustees may override provisions relating to delegation to the LGB contained in this Scheme of Governance and Delegation where, in their absolute discretion, they deem it necessary for the efficient operation of the Academy or the Trust.

4.2 If the Trustees decide to exercise their power under this clause 4, the Chair of Trustees and the Chief Executive Officer of the Trust will be authorised to exercise this right.

5. CEO's Recommendation

5.1 The Trustees may override provisions relating to delegation to the LGB where the CEO presents evidence that not to do so would be prejudicial to the effective education of children in the Trust's care.

Such evidence may include:

SCHEME OF GOVERNANCE & DELEGATION

- Documented evidence of malpractice or misconduct by the Headteacher / Principal or LGB.
- Data and other evidence showing a clear decline in standards over a significant period.
- Significant risks regarding safeguarding.
- The prolonged or recurrent absence of the Headteacher / Principal.

5.2 Where the Academy is assessed as being 'at risk' by the Quality of Education Committee of the Trust or directly by the CEO, the Matrix will also be adjusted by the Trustees to the circumstances of the Academies.

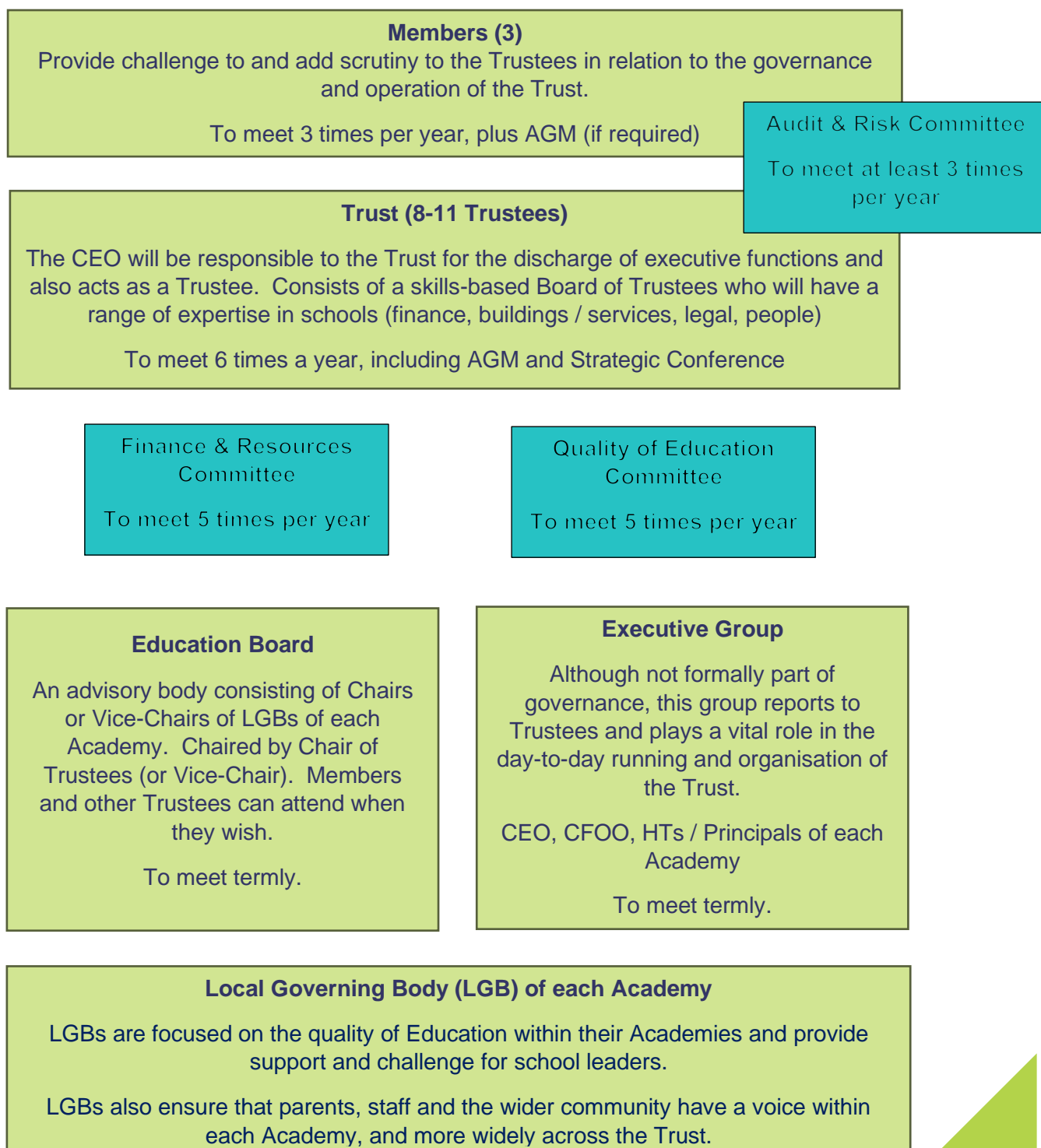
This could, in a situation where the education and welfare of young people is seriously jeopardised and / or weak leadership is identified as a barrier to the Academy's improvement, involve the Scheme of Governance and Delegation and the LGB being removed on a temporary basis.

In these circumstances, an Interim Executive Board ("**IEB**"), described in appendix 5, will be formed by the Trustees to support the Academy.

The IEB will be constituted by the Trustees from key personnel drawn from the Trustees, the Executive and the LGBs of other academies operated by the Trust [but may also include one or more members of the LGB]. This action is prescribed under the 'Reservations of powers' within clause 16 of the Scheme of Governance and Delegation.

SCHEME OF GOVERNANCE & DELEGATION

Appendix 4: Governance of the Trust



SCHEME OF GOVERNANCE & DELEGATION

Appendix 5: Interim Executive Boards (IEB)

An IEB is normally associated with a Local Authority (LA) school where there is a need to rapidly bring about change in the quality of leadership, management, and governance at an individual Academy.

As a Trust we have adopted this term to describe an interim arrangement by which the Trust exerts its authority to run an Academy directly without a Local Governing Board (LGB). The CEO will only recommend to Trustees an IEB when the Academy is in a situation where educational standards and / or the safety and wellbeing of children and staff is at risk as a consequence of leadership issues.

- 1) The IEB's function is to provide interim expertise and high-quality governance to support future improvement in the Academy and this should include the promotion of high standards in terms of the quality of education provided by the Academy.
- 2) The safety and wellbeing of children and staff should be given the highest priority by the IEB.
- 3) In making judgements they should be guided by the current Ofsted Inspection Framework and any other additional standards the Trust has adopted for its Academies.
- 4) While an IEB is in place, it qualifies as the LGB of the Academy and assumes the role normally delegated by the Trust to the Accountable Body (AB). The Trustees remain the accountable body for the Academy.
- 5) The IEB will take on the responsibilities of a normally constituted LGB as set out in the Trust's scheme of delegation. The members of the IEB will carry out their duties in line with the Objects and in compliance with the Academies Financial Handbook.
- 6) The number of interim executive members must not be less than two. Once the IEB has been established, further interim executive members can be appointed at any time by the Trustees or CEO.

SCHEME OF GOVERNANCE & DELEGATION

- 7) An IEB should be a focused group appointed for the full period of time expected to make sufficient improvements in the Academy. Members of an IEB should be chosen on a case by- case basis, depending on the needs of the Academy, but should normally include individuals with financial skills and experience of transformational educational improvement.
- 8) In most cases we would not expect existing governors who are vacating office to be nominated as IEB members.
- 9) Interim executive members may be removed by the Trust if they feel they are no longer acting in the best interests of the Academy or the Trust.
- 10) The IEB must ensure that the views of stakeholders are heard in ensuring that the Academy meets the needs of its children, satisfies parents and demonstrates the Trust commitment to being the 'employer of choice'.
- 11) At all times the IEB will behave ethically and uphold both the Nolan Principles of standards in public life and the Trust's own values.
- 12) In most cases a Chief of School Improvement and/or an Executive Headteacher will form part of the IEB and provide up to date professional knowledge and guidance to the IEB in carrying out its work.
- 13) The Trust will ensure that an appropriate member of the finance team is present at each meeting to provide guidance and support on all financial matters.
- 14) The IEB will work closely with the Trust Central team to review staffing and ensure any appointments made are affordable, appropriate and of high quality.
- 15) The aim of the IEB will be to hand back the Academy to a properly constituted and appropriately skilled AB in as short as time as possible. At this point the scheme of delegation will revert to the normal setting with a higher level of self-determination at Academy level.