

HOLLINGWORTH LEARNING TRUST

Scheme of Delegation

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1. Vision, Aims and Objectives

Ambitious - We have high expectations for all of our children and staff. They deserve the best we can do.

Positive - We will never fail to believe that people and schools can improve.

Resilient - We never 'give up'. We make long term commitments to pupils, families, communities and schools.

Reflective - We constantly evaluate what we do and improve. We are never complacent.

Principled - We always promote equity, equality and challenge injustice. We always act in the 'best interests' of our pupils.

In order to achieve this, we will adopt the following aims and objectives:

- We will educate the child through a broad and balanced curriculum, with each child thriving and succeeding creatively, emotionally and academically.
- To promote, for the benefit of the inhabitants of Rochdale and the surrounding area, the provision of facilities for recreation or other leisure time, occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances; or for the public at large in the interest of social welfare and with the object of improving the condition of life of the said inhabitants.
- Education will be community based, inclusive and will respect and retain the ethos of each school. The trust has a co-operative set of values and principles incorporating a strong ethos and upholding British values.
- Hollingworth Learning Trust will be underpinned by a top-quality legacy Teaching School, having previously led the Hollingworth Academy Teaching School; we intend to have strong capacity to develop all our staff.
- The cross phase approach will maximise the opportunities for colleagues to work alongside colleagues from different phases to address the 'progress dip' that has potential to occur on all transitions.
- It will mirror existing staff terms and conditions and will recognise from the outset the importance of retaining and attracting staff of the highest calibre.
- We believe in the benefits to the community of local schools and would therefore always attempt to maintain schools subject to their viability.

2. Scheme of Delegation (SoD)

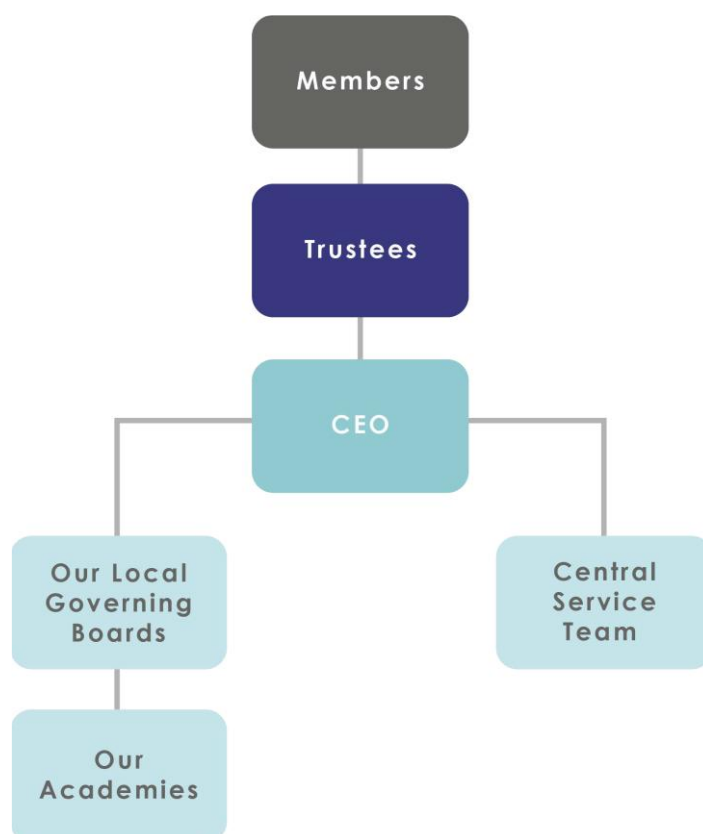
This Scheme of Delegation (SoD) identifies the key decisions required in connection with the overall governance and management of the trust and its academies.

The SoD sets out the delegation by the trustees under Article 105 of the trust's Articles of Association. It is designed to set out clearly the respective roles and responsibilities across all layers of governance. The different layers of governance are explained in more detail in the section relating to Layers of Governance: Roles and Responsibilities of this SoD.

This SoD should be read in conjunction with the trust's Articles of Association and Terms of Reference.

This SoD will be reviewed on an annual basis by the trust board, or more frequently, if required. In the event that any material changes are proposed to this SoD, the trust board will have regard to any representations of the Local Governing Body LGB. However, this SoD may only be altered or revoked by the trust board.

3. Governance Overview



4. Layers of Governance: Key Roles and Responsibilities

Hollingworth Learning Trust is a company limited by guarantee and in accordance with the Academies Act 2010 is an exempt charity.

The trust's three core layers of governance are members, trustees and local governing bodies. We have set out below an overview of the key roles and responsibilities across the different layers of governance.

4.1. Members

The members have overall nominal responsibility for the trust, but they exercise their functions through the trust board. Each member guarantees to contribute £10 if the trust were to become insolvent and is wound up – that is the “guarantee” implied by the term “company limited by guarantee”.

The main powers and duties of the members in broad terms are:

- They are signatories to the Articles of Association (if they are founding members).
- They can pass a special resolution to:
 - amend the Articles of Association.
 - appoint new members or remove existing members.
 - direct trustees to take a specific action (where trustees are unable or unwilling to act in the best interests of the trust.)

- They can appoint trustees, according to the trust's Articles of Association, and can also remove serving trustees.
- They can appoint and remove auditors.
- They can change the name of the trust.

Members will also:

- Stay informed about how the board is performing.
 - This includes receiving the trust's audited annual report and accounts.
- Have an awareness of when they may need to exercise their powers to ensure effective governance.

4.2. Trustees

The trustees are the directors of the trust and have a similar role to governors in a local authority-maintained school. As company directors their duties are to:

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

Appendix 3 sets out the Nolan Principles of Public Life and what is required of trustees and local governors in relation to conflict of interest.

As mentioned above, the Hollingworth Learning Trust is a company limited by guarantee and an exempt charity. Therefore, trustees must comply with company, education and charity law requirements. This results in the terms 'Trustees' and 'Directors' being used interchangeably. However, the Articles of Association refer to 'Trustees'. The use of the term trustee also distinguishes these individuals from those who are executive officers with the job title of director but who are not actually Companies House registered directors.

The trust board focuses on the three core functions of governance:

1. Ensuring clarity of vision, ethos, and strategic direction.
2. Holding the CEO to account for the educational performance of the academies and their pupils, and the performance management of staff.
3. Overseeing the financial performance of the trust and making sure its money is well spent.

While trustees can serve as members, best practice recognises that the members are responsible for holding the trustees to account. Therefore, there should be separation between the members and trustees.

The trust board is permitted to exercise all the powers of the trust. The trust board will delegate to the CEO responsibility for the day-to-day operations of the trust.

The trustees (with the consent of the members where changes to the trust board are at issue) have the right to review and adapt the trust's governance structure at any time, which includes revoking delegation.

The trust board meets on a half termly (or more frequently if necessary) basis. The trust board also has the three core committees: School Improvement, Finance & Resources and Audit which meet on a termly (or more frequently if necessary) basis, to enable more scrutiny and healthy challenge. These committees are made up of trustees with the relevant skills but,

subject to the consent of the trust board, external advisors, LGB representatives, staff and parent representatives may also attend any committee meetings to make recommendations to the trust board. These additional attendees shall not have voting rights at committee meetings.

Responsibilities retained by the trust board:

Deciding upon major strategic and legal aspects such as:

- Establishing a new academy.
- Discontinuing or merging existing ones.
- Disposal of land otherwise than for operational letting or hire purposes.
- Recommending amendments to the Articles of Association.
- Adopting the strategic plan for the trust which will include individual strategic plans for each academy.
- Procurement requiring the DFE tendering portal.
- Approving the overall budget for the trust and its devolution to each academy.
- Approving the trust Financial Procedures Manual.
- General oversight of all premises-related aspects.
- Approving the annual accounts of the trust.
- Ensuring that all regulatory requirements are met.
- Recommending appointment of members, trustees and members of LGB and co-opting additional trustees including conducting skills audits as required.
- Securing that all trustees and members of LGB are appropriately trained.
- Approving all policies that the trust, by law, is required to maintain. All policies originate from the CEO. A schedule of policies is attached as Appendix one and shows where detailed consideration of each takes place and with whom consultation takes place.
- Determining each year the Scheme of Delegation and Terms of Reference including approving the membership of all committees.
- Determining admission arrangements for each academy.
- Ensuring and monitoring compliance with the Admissions Code.
- Establishing arrangements for independent appeals against refusals to admit pupils to an academy.
- Establishing arrangements for independent review panels to review permanent exclusions.
- Dealing with formal complaints against an academy in accordance with the trust complaints policy.
- Appointment of:
 - CEO
 - COO
 - Headteacher

Chair's Emergency Powers

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

4.3. Payment to trustees

Very importantly, because the trust is a company and an exempt charity, trustees are bound to comply with charity and company law as well as the requirements of the Academies Financial Handbook. Charity law expects individuals and organisations to become involved with a charity purely for altruistic purposes. The law does not envisage, or normally allow, for a profit to be made by a trustee or a member simply for acting in accordance with the role that they have taken on. The trust's Articles of Association set out specific provisions relating to

payment of trustees. In short, there are three circumstances in which trustees may be paid by the trust:

1. **Reimbursement of reasonable expenses, properly incurred when acting on behalf of the trust.** Please note that this is at the discretion of the trust board. Permission should be sought in advance of incurring any expenses and receipts must be provided. Only reasonable expenses can be reimbursed and any expenses incurred may be subject to scrutiny by the ESFA.
2. **Payment for services provided outside the role of a trustee.** This is subject to very strict rules and legal advice must be sought when considering payment of this kind.
3. **Payment of salary to staff trustees in their capacities as employees and not as trustees.**

In summary, payment to trustees must be considered carefully and properly documented fully taking into account the Articles of Association and the Academies Financial Handbook.

This SoD only sets out a very brief summary of the issues surrounding payment to trustees and is not intended to be a substitute for detailed advice on this subject.

4.4. Trustees' Conflicts of Interest

A conflict of interest is any situation in which a trustee's personal interests (or those of a person or body connected to them), influence or appear to influence or affect that individual's decision-making.

As trustees of an exempt charity, the trustees have two sets of similar duties to avoid conflicts of interest. The first duty derives from the charity law duty imposed on trustees by virtue of their positions as Charity Law trustees. The second duty arises from company law and is imposed on trustees by virtue of their position as Directors under company law.

Essentially, the trustees have a legal obligation to act in the best interests of the trust and in accordance with the trust's Articles of Association, and to avoid situations in which there is an actual conflict of interest or where it is reasonably perceivable that an actual conflict could emerge.

4.5. The Trust's Committees

There are three committees, as follows:

4.5.1. Standards Committee:

Works with the executive team to set the overall vision and mission for the MAT and holds the executives to account on school improvement. The committee is made up of three trust board members and the CEO and meets at least three times a year.

4.5.2. Finance, Audit & Risk Committee:

The Finance, Audit & Risk Committee ensures that the financial, human, IT and estates resources of the MAT are being effectively managed. The committee also provides guidance to the trust board, CEO and COO on all matters relating to trust resources.

The committee will be responsible for ensuring the MAT complies with Health and Safety in line with current legislation and policies, the Risk and Issues Register is utilised to ensure transparency, and any issues or risks are being managed. The committee is made up of

three trust board members, CEO and COO. The committee will meet at least three times a year.

The committee will monitor the integrity of the MAT's financial statements, financial performance, internal financial controls, internal control and risk management; along with reviewing the effectiveness of the internal audit, function. The committee will report back to the board on how it has discharged its responsibilities.

The committee is made up of three trust board members. The Chair of the board will be invited to attend each meeting. The accounting officer and other relevant senior staff will routinely attend the committee to provide information and participate in discussion. Employees of the trust will not be members of the committee. The committee will meet at least three times a year.

4.6. CEO

The CEO is the accounting officer with overall responsibility for the operation of the trust's financial responsibilities and must ensure that the organisation is run with financial probity, effectiveness, and stability, avoiding waste and securing value for money.

The CEO has been delegated responsibility for the operation of the trust, including the performance of the trust's academies and is responsible for all staff across the trust.

The CEO reports to the trust board on the performance of the trust, including performance of the trust's academies, which is also supplemented by monitoring reports from the LGBs.

4.7. COO

The COO is the principal finance officer of the trust, ensuring that the trust's financial responsibilities are run with financial probity, effectiveness, and stability, avoiding waste, and securing value for money.

The COO is company secretary. Advising the trust board and members on their legal obligation.

The COO ensures that the trust's Central Service Team is providing an efficient and reliable service to all its schools and reports to the CEO on strategic/development opportunities for this service.

4.8. Headteacher

The academy Headteachers are responsible for the day-to-day management of their academies. Headteachers are directly line managed by and accountable to the CEO.

Headteachers will co-produce and deliver the aims, vision and values of the trust alongside the trust board. The Headteachers will work with the School Improvement Committee to establish standards, sharing school development and improvement plans.

4.9. Local Governing Bodies

The Local Governing Bodies (LGBs) are committees of the trust board and have delegated decision-making powers in accordance with this SoD and their Ofsted grading (see Table of Responsibilities). The LGBs shall each hold at least three meetings in every school year.

There are eight elements to effective governance:

1. The right people around the table.
2. Understanding the role and responsibilities.
3. Good chairing.
4. Professional clerking.
5. Good relationships based on trust.
6. Knowing the school – its data, staff, parents, children and community.
7. Commitment to asking challenging questions.
8. Confidence to have courageous conversations in the interests of the pupils.

Each LGB meeting shall be minuted and a copy of those minutes must be provided to the trust board within 14 days of the meeting. If the minutes cannot be provided, the Chair of trustees must be notified immediately.

The trustees recognise that information must flow both ways and therefore copies of the trust board's meeting minutes will be made available to the LGBs electronically on request via the Clerk of trustees.

The minutes of the proceedings of a meeting of the LGB shall be drawn up and entered into a book, kept specifically for this purpose, by the person authorised to keep the minutes of the LGB. They shall be signed (subject to the approval of the members of the LGB) at the same meeting, or the subsequent meeting, by the person acting as the Chair of the respective meeting.

The minutes shall include a record of all appointments of officers made by the LGB. They shall also include a record of all proceedings at meetings of the LGB, and of committees of the LGB, including the names of all persons present at each meeting.

The Chair/Clerk shall ensure that copies of minutes of all meetings of the LGB shall be provided promptly to the trust board when requested.

As set out in the trust's Articles of Association, the trust board establishes the LGBs and ensures that, as a minimum, two parents are elected or appointed to them. The trust board will determine what will be delegated to the LGBs.

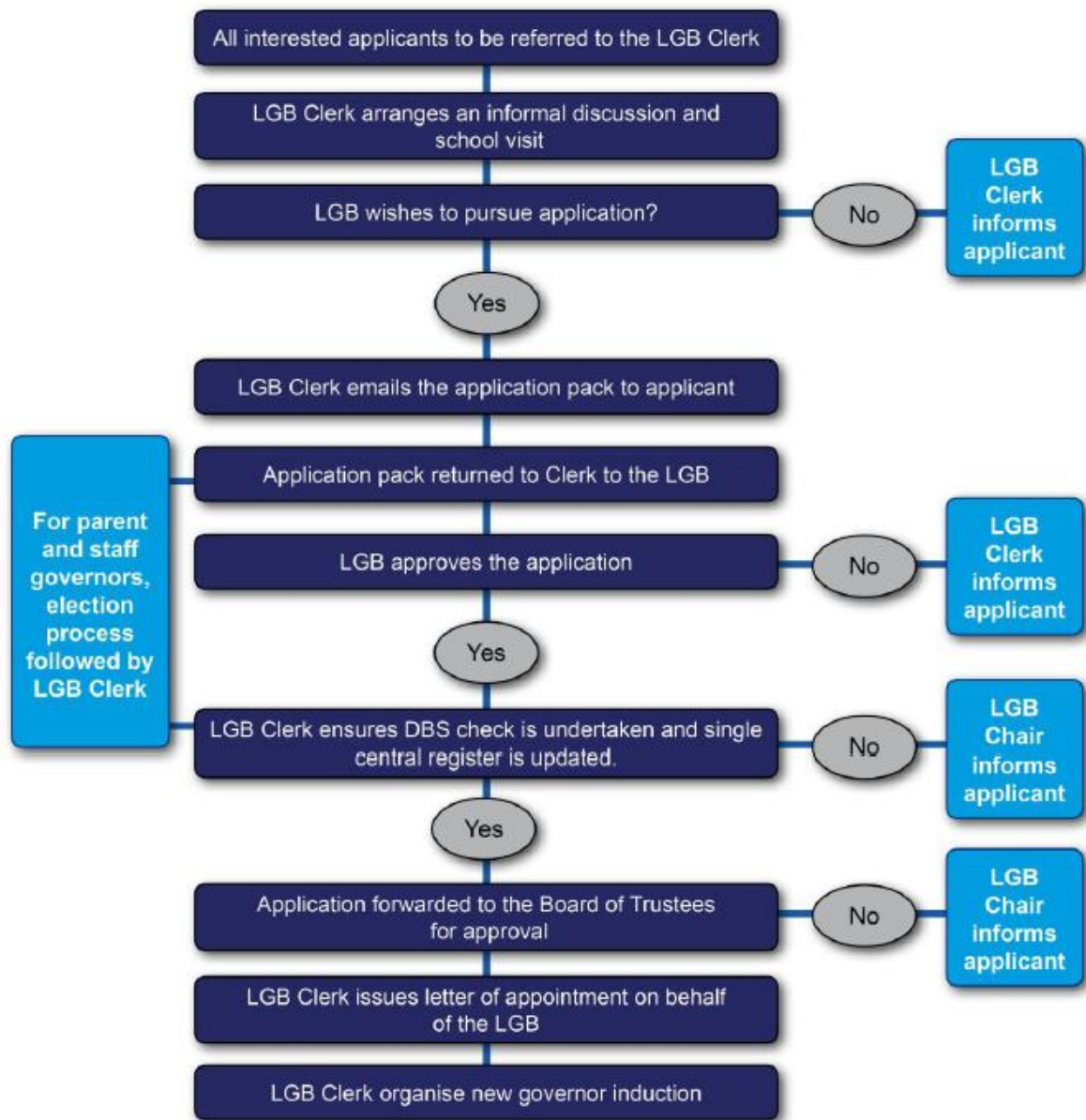
4.10. Clerking

Each LGB and the trust board has a Clerk. The Clerk to the trustees supports the Clerk to the LGBs. As a team, these bodies will communicate appropriately to facilitate sharing of best practice, strategies, common processes and systems. They may discuss documentation needed to be produced, and will provide support, guidance, and assistance to each other when needed. To support governance across the trust, there will be a recognised 'Governance Professional' who will lead the clerks and support the trust and LGB boards. This is currently the Compliance and Governance Manager at the trust.

The Clerks to the LGBs are given a window of time within which meetings must be arranged to allow flexibility. The LGB meeting minutes must be available for the trust's board meetings and the LGB Committee meeting minutes must be available for the relevant trust Committee meetings.

The meeting minutes must be sent to the Clerk to trustees no later than a week before the relevant Board of trustees meeting. This enables all meetings to interlink, which facilitates a robust, clear reporting structure.

5. LGB Appointment Process



6. Composition of Local Governing Bodies

The number of employees of the trust on the LGB cannot exceed one third of the total number of governors on the LGB. When seeking to find new governors to join the LGB, the existing LGB governors should seek to ensure that the governors serving on the LGB between them have an appropriate range of skills and experience and that due attention is given to succession planning.

In the case of the Chair of the LGB, they shall be elected by a majority vote of the LGB governors. Where there is an equal division of votes, the appointment shall be made by a majority vote of the trust board. However, the trust board reserves the right to remove or appoint a chair if the need arises. The Chair of the LGB must not be an employee of the trust.

The quorum for any meeting of the LGB will be 50% of the constitution of the LGB / LGB Committees unless stated otherwise in the committee terms of reference.

A person appointed to the LGB must be over 18 years of age at the date of appointment. In addition, no current pupil of the academy is entitled to serve as an LGB governor.

Whilst the LGBs are responsible for proposing the constitution and membership of their own LGB, the trust board is still ultimately accountable and, therefore, the trust board must approve the constitution of the LGB, including any changes to its constitution or membership. The trust board view the following composition as good practice:

- The total number of governors on the LGB shall not be less than seven but shall not be subject to a maximum. The trust board recommends, that with the correct mix of skills and possible additional sub-committees required, the LGB should be a stable 11 governors.

Local Governing Body			
Type of Governor	Number	Terms of Office	How they are appointed
Headteacher	1	Indefinite	By employment
Parent Governors	4	4 years	Parent governors shall be appointed or elected by the parents of the academy. In the event that the number of parents standing for election is less than the number of vacancies, the trust board may appoint parent governors.
Staff Governor	Max 3	4 years	Staff governors shall be elected by the staff of the academy. In the event that the number of staff standing for election is less than the number of vacancies, the trust board may appoint staff governors. Staff governors cannot be more than a third of the LGB.
Co-opted Governors	3	4 years	Co-opted governors are recommended by the LGB but are subject to approval by the trust board.

LAAP (Local Authority Appointed Person) will not be 20% or more of the LGB.

The LGB could delegate to sub-committees based on the key headings for their responsibilities. The LGB structure and changes should be presented to the trust board for approval.

7. LGB Removals and Disqualifications

A governor shall no longer serve on the LGB if they;

1. Resign by giving notice in writing to the Chair of the LGB, who must forward a copy of the letter to the Chair of the trustees.
2. Are removed by the trust board, with notice given in writing; a copy of the notice is then forwarded to the Chair of the LGB.

3. Are the subject of a recommendation to be removed, sent to the trust board by the Chair of the trust. They are then removed by the trust board, with notice given in writing, and a copy of the notice is then forwarded to the Chair of the LGB.
4. Becomes incapable, by reason of mental disorder, illness or injury, of managing or administering their own affairs.
5. Are absent without the permission of the Chair of the LGB from all meetings of the LGB held within a period of six months, and the LGB resolves that their office be vacated.
6. Are a staff governor and no longer works for the academy of which they are a governor.
7. Are a parent governor but their child no longer attends the academy of which they are a governor.
8. Has had their estate sequestrated, and the sequestration has not been discharged, or is subject to a bankruptcy restrictions order;
9. Are subject to a disqualification order under the Company Directors' Disqualification Act 1986, or to an order made under the Insolvency Act 1986.
10. Are subject to an order of the Charity Commission removing them from the Office of Charity trustee, on the grounds of misconduct or mismanagement in the administration of the charity for which they were responsible, or to maladministration of which their conduct contributed.
11. Are included in the list kept by the Secretary of State under Section One of the Protection of Children Act.
12. Are disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000.
13. Are barred from regulated activity relating to children within the meaning of the Safeguarding of Vulnerable Groups Act 2006.
14. Have a direction made against them under section 142 of the Education Act 2002, or they are subject to a prohibition order which takes effect as if contained in this direction.
15. 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 an offence which falls under the Charities Act 1993, Section 72.
16. Do not provide the Chair of the LGB with a criminal records certificate at an enhanced disclosure level. If the certificate discloses information which, in the opinion of the Chair, confirms that person's unsuitability to work with children, that person shall be disqualified.

The removal and disqualification of trustees is set out in the trust's Articles of Association.

8. Intervention Triggers

The trust is ultimately responsible for all aspects of the provision of education in accordance with its legal obligations. The trust desires to delegate many areas of decision making to individual academies but reserves the right to change the level of authority delegated in order to fulfil its legal obligations.

For academies Ofsted rated level 1 (Outstanding) and level 2 (Good), the trust board delegates high levels of autonomy to the LGB as set out in section 9 (Table of Responsibilities).

However, if at any time:

- a) Ofsted rate the academy as a level 3 (Requires Improvement) or 4 (Inadequate);
- b) the academy is predicted to have or has an in-year material deficit budget, except where any such deficit is planned and has been approved in advance by the trust board;

- c) an event occurs at or in relation to the academy which is significantly damaging to the reputation of the trust;
- d) the LGB does not act in a way which would be considered appropriate behaviour for a governing body; or
- e) any event analogous to the above events occurs at, or in relation to, the academy;

the trust board may alter or revoke the authority delegated to the LGB until such time as the trust board is satisfied that the event that has occurred has been rectified or ceases to cause concern. When making such decisions, the trust board shall have regard to any representations made by the LGB.

In addition, the school improvement teams will use key performance indicators (KPIs) as a tool for determining where support is required. If, having identified support, the academy's performance continues to be of concern, the trustees may revoke delegated authority.

9. Table of Delegation

The following Table of Delegation sets out the accountability and decision-making within Hollingworth Learning Trust. It details which tasks are carried out by the members, trustees and trust board committees, the Central Service Team, the Local Governing Board and the Headteachers.

The key to the table of delegation is:

I	IMPLEMENT	This person or body completes the activity to a high standard and seeks approval person or body.
C	CONSULT	This person or body is fully consulted in a meaningful way on the activity.
R	RECOMMEND	This person or body confidently presents material following review to a more senior.
A	APPROVE	This person or body receives and has the final decision-making power.
M	MONITOR	This person or body actively engages in quality assuring the activity or task.

Section 1	ETHOS	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
1.1	Set over-arching key trust Vision and Ethos	C	A				I & R	C	C
1.2	Embed over-arching key trust Vision and Ethos	M	M				I	M	I
1.3	Set school values and traditions		C				C	A	I & R
1.4	Embed school values and traditions		M				M	M	I
1.5	Ensure appropriate means of communication and engagement with all stakeholders local to the school		M				C	M	I
1.6	Complete annual surveys for key stakeholders		M				C	M	I & R
1.7	Ensure British Values are taught and understood in school		M				C	M	I
1.8	Manage first stage complaints against the local school							M	I
1.9	Manage second stage complaints against the local school		M				C	I & R	I
1.10	Ensure safeguarding is compliant at school level		M				C & M	I	I
1.11	Maintain Academy Website		M				C & M	M	I
1.12	Maintain Academy Prospectus		M				M	M	I

Section 2	HUMAN RESOURCES	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
2.1	Appoint new Directors of the Board/Remove Directors of the Board	I & A	R & I				C		
2.2	Appoint CEO as trustee/Director	I & A	R						
2.3	Appoint / suspend / dismiss CEO/COO	C	I & A						
2.4	Appoint /suspend / dismiss Headteachers and Deputies of School		A				R & I	C	
2.5	Appoint / suspend / dismiss Senior Leaders in the school.		M				A	R	I
2.6	Appoint local school staff		M				C		I
2.7	Suspend local school staff		M				C		I
2.8	Dismiss local school staff (CEO can delegate responsibility)		M				A (C)	R (A)	I (A & I)
2.9	Undertake Performance Management for CEO/COO		I & A						
2.10	Undertake Performance Management for Executive Team		A			C & M	I & R		C
2.11	Undertake Performance Management for Headteacher of local school with support of panel including Chair of LGB						C & I	A	
2.12	Ensure effective Performance Management for trust central staff					A	C & I		
2.13	Ensure effective Performance Management system for all school-based staff (not Headteachers)						C	M	I & A
2.14	Assess competency of a Local Governing Body		I & A				M & R	C	C
2.15	Approve terms of reference for trust Committees and Local Governing Bodies		I & A				R	C	
2.16	Approve membership of trust Committees		I & A				R		
2.17	Oversee disciplinary matters relating to Headteacher supported by the Board		M				I	C	
2.18	Manage all staff internal disciplinary matters except the Headteacher		M				C	M	I
2.19	Manage staff appeals against LGB decisions		I				C		

Section 2	HUMAN RESOURCES	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
2.20	Manage Academy Employees request for Leave of Absence						C		I
2.21	Manage Headteacher request for Leave of Absence						I	M	
2.22	Manage trust Employees request for Leave of Absence			M			I		
2.23	Manage Academy Employees Appeals against Leave of Absence decisions						C	I	R
2.24	Manage Headteachers Appeals against Leave of Absence decisions		I				R		
2.25	Manage trust Employees Appeals against Leave of Absence decisions		I				R		
2.26	Set the pay for the Headteacher of a local school		A				R & I	C	
2.27	Ensure that the school has an effective Staff CPD programme						C & M	M	I
2.28	Ensure effective staffing structure and deployment of school staff		M				M & R	M	I
2.29	Determine the Pay and Appraisal policies for the trust and ensure they are statutorily compliant		A				R & I	C	C
2.30	Review Pay Policy annually		A				R & I		C
2.31	Determine appropriate salary ranges and starting salaries for senior staff if outside current pay structure		A				R & I	C	R
2.32	Determine appropriate salary ranges and starting salaries for staff below LP and SLT level, if outside current pay structure		M				A	C	I
2.33	Determine school's staffing structure annually		M				A	C	R & I
2.34	Determine Central trust staffing structure annually		A				R & I		
2.35	Appoint/ suspend / dismiss Central trust Staff Employee		C				I & A		
2.36	Approve applications to be paid on the upper pay range						C	A	R
2.37	Approve annual pay progression for headteacher		M				R & I	A	
2.38	Approve annual pay progression for support staff		M					A	R

Section 2	HUMAN RESOURCES	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
2.39	Determine the application of national inflationary increases as required		M				I		
2.40	Ensure appropriate Job descriptions and person specifications are held for each post						C & M		I
2.41	Ensure all new and current Support Staff Job roles have had a Job Evaluation						A & M		I
2.42	Receive annual confirmation of issue of annual pay statements		M				I		M
2.43	Oversee staff recruitment and appointment procedures		M				I	C	C
2.44	Oversee employment contractual matters		M				I	C	C
2.45	Ensure staff wellbeing and retention strategies are in place at school level		M				M	M	I
2.46	Ensure staff absence is tracked and managed effectively		M				M & R	M	I
2.47	Ensure SCR is compliant		M				M & R	M	I
2.48	Ensure good staff morale		M				M & R	M	I
2.49	Make Redundancy/ Restructure staff		A				I	C	R

Section 3	LEADERSHIP & MANAGEMENT	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
3.1	Ensure strong 3 year strategic plan for trust in place	M	A				I & R	C	C
3.2	Retain legal responsibility for all schools within the MAT		I				I	M	M
3.3	Ensure the effectiveness of the Board	I	C				M & R		
3.4	Ensure Skills audits are completed for all trustees and Local Governors		M				C	I	
3.5	Make changes to the Articles of Association	A	I & R				R		
3.6	Make changes to the Funding Agreement	I	R						
3.7	Make changes to a school's category	I	R				C	R	
3.8	Determine speed and scope of development of the trust		I				R	C	C
3.9	Determine educational KPIs for schools		A				I & R	R	I & R
3.10	Performance manage schools via the Ethos School Health checks	M	I				I		
3.11	Performance manage schools via the Finance and Premises School Health checks	M		A			I		
3.12	Performance manage schools via the Quality of Education, Personal Development, Behaviour & Attitudes, and Leadership & Management School Health checks	M			A		I		
3.13	Performance manage schools via the Human Resources School Health check	M		A			I		
3.14	Ensure the school meets its educational performance targets		M				M	I	I
3.15	Set KPIs for the trust	M	I				R		
3.16	Set and review Risk Register for the MAT	M	I & R				R		C
3.17	Ensure risks for the school are identified and actions in place to address and reported to the board		M				C	I & R	I & R
3.18	Ensure risk is managed effectively in all schools in the MAT	M	A				I		

Section 3	LEADERSHIP & MANAGEMENT	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
3.19	Create school development plan		M				C	R	I & R
3.20	Approve annual school development plans for all schools		M				C	A	R
3.21	Approve admissions criteria for each local school		A				C	R	R
3.22	Arrange independent admissions appeals committee						C	I	R
3.23	Ensure appropriate record keeping in respect of pupils attendance, admissions etc		M				M	M	I
3.24	Prepare for Ofsted inspection		M				M & C	M	I
3.25	Ensure all central trust statutory policies are in place		A				I	M	C
3.26	Ensure all school statutory policies are in place		M				M & C	A	I
3.27	Ensure the trust board policies are put into practice efficiently and in a coordinated way						M & R	I	I
3.28	Elect / Remove Chair and Vice Chair of trust board	I	C				R		
3.29	Appoint Chair / remove Chair of trust Sub committees	C	I & A						
3.30	Approve / Remove Governors of Local Governing Body with advice from the Chair		A				C	R	R
3.31	Approve / review the Scheme of Delegation for each local school		I & A	C	C		R	C	I
3.32	Ensure GDPR Compliance in school		M				C	M	I
3.33	Facilitate new convertor or sponsored academies joining MAT		A				R		
3.34	Establish trust Committees		A				R		
3.35	Establish LGB Working Groups						C	I	R
3.36	Remove Chair / Vice Chair of LGBs		I				C		
3.37	Appoint Chair/ Vice Chair of LGBs						M	I	
3.38	Appoint / Remove trustees of the Board	I	C						
3.39	Appoint / Remove Clerk to trust board		I				C		
3.40	Appoint / Remove Clerk to LGBs		M				C	I	C
3.41	Create trust Governance Planner		A				I	C	C

Section 3	LEADERSHIP & MANAGEMENT	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
3.42	Set Academy Inset Days		M				C	A	R & I
3.43	Set Academy Times, Terms and Holidays		M				C	A	R & I
3.44	Expand PAN		A				C	R	R

Section 4	FINANCE (AUDIT COMMITTEE)	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
4.1	Agree Central trust contribution from schools		A	R			R & I	C	
4.2	Set financial allocations for schools within the MAT		A				R	C	
4.3	Approve annual budgets for all schools within the MAT		A	R			C		R
4.4	Review annual budgets for each school and the central trust			A			I & R		
4.5	Prepare annual budget for school						C & R	C	I
4.6	Monitor trust budgets			I			I		
4.7	Monitor school budget			M			M		I
4.8	Review trust 3 year forecast		A	R			C		I
4.9	Prepare the financial statements including Internal Audit reports for presentation to the Board						I		
4.10	Oversee the external audit and approve management letters		A	R			I & R		
4.11	Recommend appointment of external auditors	C	R				R		
4.12	Appoint Auditors	A	R				R		
4.13	Submit timely returns to ESFA in accordance with deadlines		M	A			I		
4.14	Agree the annual programme of internal audit, review individual and annual reports			A			I		

Section 4	FINANCE (AUDIT COMMITTEE)	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
4.15	Approve and file accounting returns and approve management statements		A	R			I		
4.16	Appoint an internal auditor for each school within the MAT to ensure internal accounting controls are effective			A			R		
4.17	Manage the delegated budget			M			M		I & R
4.18	Ensure financial checks are undertaken and reported			M			I		
4.19	Ensure financial compliance			A			I		
4.20	Oversee financial procedures including compliance with DfE, EFSA and AfH		A	M			I		
4.21	Review the register of interests of budget holders regarding 3rd party transactions			A			R		I
4.22	Monitor insurance arrangements including employers and public liability			M			I		I

Section 5	FACILITIES	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
5.1	Manage and determine capital developments including appointment of professional advisors			A			I		
5.2	Receive reports on significant capital developments in individual schools			I			R		R & C
5.3	Oversee site and premises operational management including compliance with Health and Safety and other legal requirements			A			M & R		I
5.4	Implement site and premises operational management including compliance with Health and Safety and other legal requirements						M		I
5.5	Manage day to day site and premises issues						M		I
5.6	Review the condition survey and asset management reports			M			I		C
5.7	Oversee arrangements for repairs and maintenance						M & C		I
5.8	Make recommendations on premises related expenditure			A			C		I
5.9	Oversee premises related funding bids			M			I		C
5.10	Review plans for new build and refurbishment projects			M			R & I	M	I
5.11	Receive annual Health and Safety audit and major incident reports			M			R		C & I

Section 6	QUALITY OF EDUCATION	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
6.1	Ensure an appropriate and up to date curriculum policy in individual schools				A		C	R	I & R
6.2	Ensure a broad and balanced curriculum which promotes high standards for all in individual school				A		C	R	I & R
6.3	Set targets for achievement at all key stages in individual school, including for micro-populations				A		C	R	I & R
6.4	Review of outcomes data for individual school						I	I	I & R
6.5	Review of outcomes data for all trust schools				I & A		I & R		
6.6	Review the progress and attainment of disadvantaged pupils and other targeted groups in an individual school						C	I	I & R
6.7	Review the progress and attainment of disadvantaged pupils and other targeted groups in all trust schools				I & A		I & R	M	M
6.8	Ensure high standards of teaching and learning in individual school						C & M	I	I
6.9	Ensure high standards of teaching and learning in all trust schools				I & A		I & R		
6.10	Ensure all teachers receive appropriate professional development to secure high standards				A		I & R	I & R	I & R
6.11	Ensure an appropriate and up to date marking and assessment policy for individual school				M		C	A	I & R
6.12	Ensure that the school's extra-curricular offer is accessible to all and that pupil take up is inclusive				M		M	A	I & R
6.13	Ensure moderation and standardisation in place for all schools				A		I & R		
6.14	Participate in moderation and standardisation exercises to quality-assure standards				M		C	A	I & R
6.15	Complete Quality of Education Health check				A		C	I	I & R

Section 7	BEHAVIOUR & ATTITUDES	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
7.1	Ensure an appropriate and up to behaviour policy				A		C & R	C	I
7.2	Provide a safe environment in school where standards of behaviour are excellent				M		M	M & A	I
7.3	Ensure an appropriate system is in place for tracking pupil behaviour				M		C	M & A	I
7.4	Track the standard of behaviour in the school, including by groups, subject and location				M		C	I	I & R
7.5	Ensure a clear anti-bullying programme in the school				M		C	M	I & R
7.6	Ensure due consideration is given to the mental health and wellbeing of pupils and staff in school				M		M	M & A	I & R
7.7	Track rates of exclusion by groups				M & A		I & R	I	I & R
7.8	Track the attendance and persistent absence rates of all groups in the school				M & A		I & R	I	I & R
7.9	Track the punctuality rates of all groups in the school				M & A		I & R	I	I & R
7.10	Complete Behaviour and Attitudes Health check				A		C	I & R	I & R
7.11	Manage pupil disciplinary matters and any subsequent appeals				M			A	I
7.12	Conduct pupil disciplinary appeals				M			I	
7.13	Determine Academy Uniform				M		C	A	I & R

Section 8	PERSONAL DEVELOPMENT	Members	Trustees	Finance, Audit & Risk	Standards	Pay	CEO / COO	LGB	Head
8.1	Ensure all pupils have a broad range of opportunities to develop spiritually, within the curriculum and extra-curricular				M		C	A	I & R
8.2	Track the success of the spiritual development offer and the participation of all groups of pupils				M			A	I & R
8.3	Ensure all pupils have a broad range of opportunities to develop morally, within the curriculum and extra-curricular				M			A	I & R
8.4	Track the success of the moral development offer and the participation of all groups of pupils				M			A	I & R
8.5	Ensure all pupils have a broad range of opportunities to develop socially, within the curriculum and extra-curricular				M			A	I & R
8.6	Track the success of the social development offer and the participation of all groups of pupils				M			A	I & R
8.7	Ensure all pupils have a broad range of opportunities to develop culturally, within the curriculum and extra-curricular				M			A	I & R
8.8	Track the success of the cultural development offer and the participation of all groups of pupils				M			A	I & R
8.9	Ensure pupils are prepared for life in modern Britain, having been taught the fundamental British values				M			A	I & R
8.10	Ensure the school is an inclusive environment which promotes equality and diversity				M			A	I & R
8.11	Ensure pupils are prepared for the next steps in their education or career				M			A	I & R
8.12	Ensure pupils develop an understanding of healthy lifestyle choices, including the safe use of social media				M			A	I & R
8.13	Ensure pupils develop an awareness of such concerns as gangs, FGM, sexual exploitation and Prevent				M			A	I & R
8.14	Ensure pupils follow the new relationships and sex education and health education curriculum				M			A	I & R
8.15	Ensure the trust offers a broad enrichment programme				A		I & R		
8.16	Complete Personal Development Health check				A		C	I & R	I & R

Appendix 1 (Policies)

Policies maintained by the academy trust requiring trust review and adoption.

Note: The list below identifies policies required by the trust, and who is responsible for the production and update of these documents. All policies are to be reviewed every three years unless shown otherwise, or a change of legislation, DfE requirements or policy requires an earlier review. The trust board will set a review timetable to secure a rolling cycle of review.

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

Individual schools may have additional policies as required.

CURRICULUM AND PUPIL-RELATED POLICIES	Review Frequency	Trustees	CEO	LGB	Head teacher	Academy	Trust
Admissions arrangements (S) <i>Arrangements to be determined annually. Any changes must be consulted on and where no changes are made, consultation is required at least every seven years</i>	Annually			Approval	Lead and Implement	✓	
Attendance Policy	Annually			Approval	Lead and Implement	✓	
Charging and Remissions (S)	Annually	Approval	Lead and Implement				✓
Safeguarding and Child Protection Policy & Procedures (S)	Annually	Monitor	Monitor	Approval	Lead and Implement	✓	
Educational Visits	2 years			Approval	Lead and Implement	✓	
Behaviour Policy(S)	Annually			Approval	Lead and Implement	✓	
Exclusions Policy (S)	Annually			Approval	Lead and Implement	✓	
Special Educational Needs (S) <i>The SEN Information Report should be updated annually and any changes to the information occurring during the year should be updated as soon as possible.</i>	Annually	Monitor	Monitor	Approval	Lead and Implement	✓	
Sex and Relationship Education (S)	Annually	Monitor	Monitor	Approval	Lead and Implement	✓	
Teaching and Learning	3 years	Monitor	Monitor	Approval	Lead and Implement	✓	

Children with Health needs who cannot attend schools (S)	Annually		Monitor	Approval	Lead and Implement	✓	
Careers Guidance (Provider Access) (S)	Annually		Monitor	Approval	Lead and Implement	✓	
Exam Contingency Policy (S)	Annually			Approval	Lead and Implement	✓	

STAFFING POLICIES	Review Frequency	Trustees	CEO	LGB	Head teacher	Academy	Trust
Allegations of abuse against staff (S)	Annually	Monitor	Approve				✓
Capability of staff(S)	5 years		Approve		Lead and Implement		✓
Restructuring and Redundancy (S)	5 years		Approve				✓
Staff Discipline (S)	Annually		Approve				✓
Staff Code of Conduct	Annually		Approve				✓
Dignity at Work	3 years		Approve				✓
Staff Grievance(S)	5 years		Approve				✓
Performance Management/Appraisal (S)	5 years		Approve				✓
Gift and Hospitality	3 years		Approve				✓
Staff Attendance (S)	3 years	Approve					✓
Staff Pay and Reward (S)	Annually	Approve					✓
Whistle Blowing (S)	3 years	Approve					✓
Early Careers Teachers (ECTs)(S)	Annually		Approve				✓
Single Central Record (S)	Live	Monitor	Monitor	Monitor	Lead and Implement	✓	✓

FINANCE AND RELATED POLICIES	Review Frequency	Trustees	CEO	LGB	Head teacher	Academy	Trust
Finance Regulations Policy (Accounting)(S)	3 years	Approve					✓
Investment Policy	3 years	Approve					✓
Accessibility Plan (S)	3 years			Approve	Lead and Implement	✓	
Business Continuity Plan (S)	Live					✓	✓
Competitive Tendering Policy	3 years		Approve				✓
Asset Management	Live						✓
Health and Safety (S)	Annually	Approve	Monitor	Monitor	Lead and Implement		✓

Risk Assessment	3 years		Approve		Lead and Implement		✓
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GOVERNANCE POLICIES	Review Frequency	Trustees	CEO	LGB	Head teacher	Academy	Trust
Complaints (S)	Annually	Approve	Lead				✓
Data Protection (S)	Annually	Approve	Lead				✓
Privacy Notices (S)	Annually	Approve					✓
Equality information and objectives (public sector equality duty) statement for publication. (S)	4 years					✓	
Equality Statement (S)	Annually		Approve				✓
First Aid Policy (S)	Annually		Approve		Lead and Implement	✓	
Supporting pupils with medical conditions (S)	Annually		Approve		Lead and Implement	✓	
Freedom of Information Publication Scheme (S)	3 years	Approve					✓
Governors' Code of Conduct (S)	Annually	Approve					✓
Governors' Allowances (S)	Annually	Approve					✓
Register of business interests (S) Review frequency: Ongoing requirement to keep updated	Live	Approve				✓	✓
Scheme of Delegation and Terms of Reference (S)	Annually	Approve & Implement	Lead & Implement	Implement	Implement		✓
School information published on a website (S) Live – must be updated as soon as possible after a change and at least annually.	Live	Approve	Lead & Implement		Implement		✓

Appendix 2 (Provisions relating to meetings and voting)

Provisions relating to meetings and voting.

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

Calling meetings

Meetings of members and of trustees are convened by the clerk.

Meetings of Members

Members must hold an Annual General Meeting each year. The trustees decide when and where the meeting is to take place and the trustees may also call a General Meeting if required. This would normally be to decide on the appointment or removal of trustees or the amendment of the Articles. The trustees must call a General Meeting if the members require them to do so.

14 clear days' notice must be given, i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday two weeks before. However, shorter notice can be given if agreed to by a majority of members having at least 90% of the right to attend and vote. That means that unless there are 10 members, a meeting can only be called on short notice if all agree.

The notice of the meeting must state time and place of the meeting and should indicate in general terms what business is to be discussed. It should also state to right to appoint a proxy.

There must be a quorum present – normally specified in the Articles as two people entitled to attend and vote. Although all trustees are entitled to attend and speak at any members' meeting they are not entitled to vote and therefore those trustees who are not also members do not count in the quorum.

The members present appoint the Chair of the meeting. There is no formal position of Chair of the Members.

Meetings of trustees

The trustees must meet at least six times in each school year.

The Chair (or Vice-Chair in their absence) and any three trustees may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable. Seven clear days' notice, together with the agenda, must be given i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday one week before, but the Chair (or Vice-Chair in their absence) can direct shorter notice on the grounds of urgency.

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

What is a Meeting?

Under the Articles, the definition of a meeting covers not just the situation when all are present but also a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. In other words, a meeting can be convened with people taking part remotely. That covers meetings of the Members (which usually will only rarely be needed) and

the more regular meetings of the trust board. Members may also “attend” Members’ meetings by giving another person a proxy vote but trustees and LGB members cannot do this.

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

There is also a provision under which a resolution of the trustees, that all trustees agree with, can be passed by getting each trustee to sign a copy of the resolution and without having to hold a physical meeting – you can have several copies as long as, in total, every trustee has signed.

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

Generally

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

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

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

Appendix 3 (Conflicts of Interest and The Nolan Principles)

Conflict of Interest

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

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

A “personal financial interest” is defined in Articles 6.5 to 6.9 and is widely drafted to include companies in which the trustee has an interest as well as interests of family members and those with whom the trustee has business or other close relationships.

The Nolan Principles

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

1. Selflessness

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

2. Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

3. Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

4. Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

5. Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

6. Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

7. Leadership

Holders of public office should promote and support these principles by leadership and example.