



Shireland Collegiate Academy Trust

# Governance Structure and Scheme of Delegation

2021 - 2022

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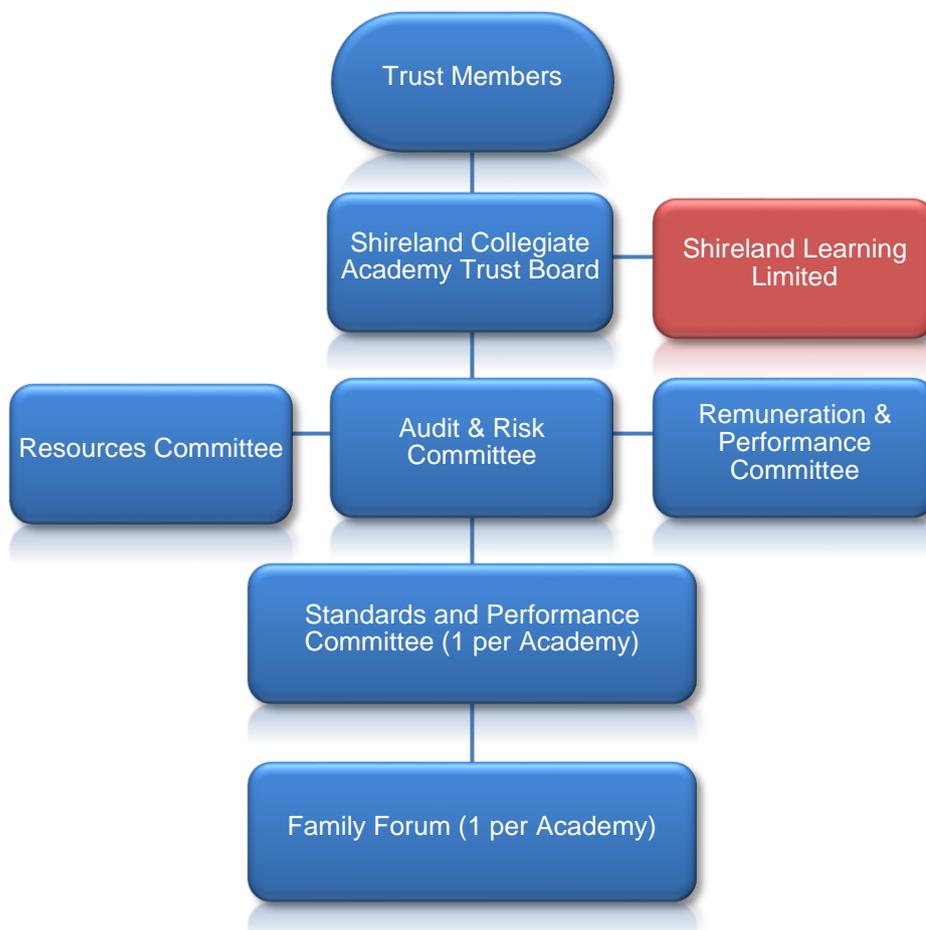
## Introduction

The Board of Trustees of Shireland Collegiate Academy Trust (S-CAT) under its Articles of Association is required to approve a governance structure for the Trust on an annual basis.

The governance structure must be:

- compliant with DfE requirements, company, and charity law
- scalable and so adaptable to growth or change in S-CAT
- capable of being serviced by the Trustees of S-CAT and its committees.

The governance structure for S-CAT is illustrated below:



## **Rationale**

We have established a governance structure that ensures compliance with the Trust Articles of Association, Funding Agreements, the Academy Trust Handbook, and the Governance Handbook requirements. To competently discharge these duties, the Trust Board has decided to create a number of committees which will have delegated responsibilities to act on behalf of the Trust Board. These committees will report directly to the Trust Board and are:

- Audit and Risk
- Discipline (Exclusions)
- Remuneration and Performance Management
- Resources
- Appeals

In addition to these committees, each Academy will have a Standards and Performance Committee (SPC), which acts as the governing body. The work of this committee will be further enhanced by the support of a Family Forum. The Family Forum will operate to ensure that all parties interested in the working of the Academy can have a voice. It will have a reporting line into the SPC.

## **Delegated powers**

Subject to the Articles of Association, S-CAT can delegate to any committee, any Trustee, any person holding an executive office, or to the Chief Executive Officer (CEO) such of their powers or functions as they consider desirable to be exercised by them. In doing this the CEO has the power to determine if the scheme of delegation (Appendix A) to withdraw all or element depending on the Academy's OFSTED status and current performance.

## **Powers and responsibilities delegated to the CEO**

The CEO shall be responsible for the internal organisation, management and control of the Academy Trust, the implementation of all policies approved by the Board, and the direction of teaching and of the curriculum. In addition, the CEO will be the nominated Accounting Officer for the Trust and shall be responsible for the operation of financial processes, ensuring that adequate operational controls are in place and are maintained. The CEO will ensure that full and accurate financial records are kept, including those of the external auditor and Responsible Officer (RO). In addition, they will regularly monitor income and expenditure reports and highlight potential problems to the Resources Committee. Overall, the CEO, as Accounting Officer will ensure that the Trust fulfils the requirements of the Academies' Financial Handbook and the Funding Agreements.

For these purposes the Trustees shall delegate those powers and functions required by the CEO.

## Handling of Urgent Decisions at Trust Board level

Handling of urgent decisions falling within the remit of the Trust Board (e.g powers of the Chairperson to act on behalf of the Trust Board):

- At its meeting on 4th September 2007 the Trust Board discussed the fact that it is sometimes necessary for it to act in emergencies and to make decisions on behalf of the Academy Trust. It was proposed that in such circumstances the Chairperson of the Trust Board should be granted powers in conjunction with the CEO to take such action and to report to the next meeting.
- The Trust Board approved the proposal to delegate powers to the Chairperson in conjunction with the CEO to agree executive decisions in emergency situations by telephone or email and to act on behalf of the full Trust Board. All such decisions are to be reported to the next meeting of the Trust Board.

## Handling of urgent decisions for Committees of the Trust

- The Chairperson of each committee has the power to act in emergencies and make decisions on behalf of the committee. All such decisions are to be reported to the next meeting of the relevant committee.
- In such circumstances the Chairperson will always act in conjunction with the CEO/CFO or Principal.
- All such actions must be confined to the remit of the committee as defined in that committee's terms of reference.

## Scheme of Delegation

The Scheme of Delegation (Appendix A) detailed in this document defines the powers and functions that are reserved for the Trust Board and its sub-committees. The Trust Board at its first meeting of the year, will agree and approve the Scheme of Delegation. Any delegated decision must be reported to the next full Trustees' meeting, but a decision taken under delegated powers is binding and immediately effective.

## Powers of Members

The Members of the Trust are the subscribers to the Memorandum of Association (where they are founding members). In our case this is Shireland Learning Limited (SLL), whose position as a Member is held by the Chairperson of the Trust Board.

In addition, every Trust has Members that are appointed individually. These Members retain the following powers:

- Amend the Articles of Association subject to any restrictions created by the Funding Agreement or charity law.
- By special resolution, appoint new Members or remove existing Members other than, where there is one, the foundation/sponsor body and any Members it has appointed.

- Appoint Trustees as set out in the Trust's Articles of Association and under the Companies Act 2006 has the power to remove Trustees.
- By special resolution, issue direction to the Trustees to take a specific action.
- Appoint the Trust's external auditors and receive (but do not sign) the audited annual report and accounts (subject to the Companies Act).
- Have the power to change the company's name and, ultimately, wind it up.

## **Relationship between Shireland Collegiate Academy Trust and its Committees**

The Academy Trust Board will delegate powers to its committees as stated below.

- The Resources Committee will be responsible for all finance and personnel related matters.
- The Audit & Risk Committee will be responsible for reviewing and addressing the risks to internal control, informing the statement of internal control, and agreeing a programme of internal audit work to provide assurance to the external audit.
- The Discipline Committee will deal with all student behaviour issues.
- The Appeals Committee will deal with any appeals from staff/students or the public.
- The Remuneration and Performance Management Committee (RMPC) will deal with the salaries and performance of the Trust Strategy Team.
- The SPC will be responsible for the monitoring of the operational day to day performance of the Academy. This SPC will have the responsibility to ensure that the direction set by the Academy Trust is implemented and relevant monitoring and reporting systems are in place to ensure adherence.

Please note, it is the Principal of each Academy who is responsible for the implementation of the Trust's vision, aims, objectives and targets in each Academy.

- It is not proposed that any committee will have any standing sub-committees. However, it may be necessary from time to time by agreement with the Chairperson to establish a single purpose working party of the committee to deal with an issue that cannot be dealt with adequately by the committee in one of its scheduled meetings. Any such working party will be disbanded as soon as its work is complete.
- Meetings for the other committees will be scheduled as the need arises.
- The Terms of Reference for each committee will be presented to the Trust Board for approval at its first meeting in the new academic year.
- Each committee must have a Chair and must have a minimum of 3 committee members to be quorate.
- The membership of each committee must always include a majority of Trustees except in the case of the SPCs and the Family Forums.

## **Constitution**

- The Trust Board membership will comprise up to 10 directors, including the CEO (ex-officio). Up to three directors will be appointed by the Members. In addition, the Trust

Board may appoint co-opted directors. Unless otherwise determined by ordinary resolution, the Trust Board shall not be subject to any maximum.

- The directors will be known as Trustees. Members of committees who are not Trustees will be known as Governors.
- The CEO can attend all meetings of any committee established by the Trust but in some instances, this may only be in an advisory capacity. When an issue is being discussed which directly affects the CEO, they must, as with any other Trustee in a similar position, declare an interest and physically withdraw from the meeting for the duration of that discussion.
- The legal minimum quorum for committee meetings is three voting Trustees or Governors who are members of that applicable committee.
- For meetings of the Trust the quorum is as determined by the Articles of Association.
- Associate Governors may be appointed to a committee by the Trust Board and may be given voting rights. However, the majority of the membership of any committee must be Trustees, except in the case of SPCs and Family Forums.
- Except for the SPCs and Family Forums, no vote on any matter shall be taken at a meeting of a committee of the Trust, unless the majority of members of the committee present are Trustees.
- The appointed Governance Professional will undertake the minute taking of the board and its committees.
- The minutes shall be included as an agenda item for consideration at the next meeting of the full board where appropriate
- All decisions made by committees with delegated powers must be reported to the next full meeting of the Trust Board. If the minutes are not finalised a brief statement of the conclusions reached should be given.
- All actions required from the monitoring of performance from the SPC need Trust Board approval or decision must be reported to the next full meeting of the Trust Board. The appointed Governance Professional of the applicable SPC must ensure that the Governance Professional of the Trust Board receives a brief statement of direction.
- The Chair and Vice Chair of each committee will be appointed by the Trust Board at its first meeting in the new academic year or at the first committee meeting of the academic year in accordance with the terms of this governance structure.
- All Trustees and Governors are expected to attend training regularly and review their individual training needs. Training will be arranged by the Trust. Trustees and Governors are asked to participate in directed and self-directed learning.
- The term of office for any Trustee or Governor **shall be 4 years**, this time limit shall not apply to the CEO or Principal. Subject to remaining eligible to be a particular type of Trustee or Governor, any Trustee or Governor may be re-appointed or re-elected.

## Committees of the Academy Trust

### Audit & Risk Committee

#### Purpose

The Audit and Risk Committee is responsible for:

- Directing the Trust's programme of internal scrutiny.
- Ensure that risks are being addressed appropriately through internal scrutiny.
- Report to the Trust Board on the adequacy of the Trust's internal controls framework for non-financial areas and ensure action is taken on any reports.
- Approve the external audit programme for the Trust.
- Recommending the appointment/resignation of the auditors for the Trust on an annual basis to the Members.

#### Membership

The membership of the Audit and Risk Committee will be agreed by the Trust Board on an annual basis but must comply with the requirements of articles to be quorate. A minimum of 3 Trustees.

The Audit and Risk Committee will comprise all independent non-executive Trustees. Ideally at least one should have some recent and relevant financial experience.

No employee of the Academy Trust may be a member of the Audit and Risk Committee.

**The Chairperson of the Trust Board and the CEO may not be members of the Audit and Risk Committee.**

#### Attendance at Audit and Risk Committee meetings

Any Trustee may attend a meeting of the Audit and Risk Committee.

The CEO in his role as Accounting Officer would normally attend all meetings.

The Audit and Risk Committee may invite attendance at meetings from persons who are not members such as, Finance Director, HR Director, Auditors and Board Chair to assist or advise when appropriate.

#### Quorum

The quorum is three members of the Audit and Risk Committee.

#### Voting at Audit and Risk Committee meetings

Only members of the Audit and Risk Committee may vote at meetings.

The Chair will have a casting vote.

No decision on any matter shall be made at a meeting of the Audit and Risk Committee unless the majority of members present are Trustees.

## Appointment of Chair and Vice Chair

The Chair and Vice Chair of the Committee will be elected by the Board on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

In the absence of the Chair and Vice Chair the Committee will elect a temporary replacement from among the members present at the meeting

## Governance Professional

The Governance Professional of the Audit and Risk Committee is the Assistant Company Secretary, but other individuals may be appointed to undertake these functions as necessary.

In the absence of the Governance Professional, the Audit and Risk Committee will appoint a replacement for the meeting.

The Governance Professional will circulate an agenda and papers for each meeting at least a week before the scheduled Audit and Risk Committee meeting.

## Recording and reporting the proceedings of Audit and Risk Committee meetings

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional of the Audit and Risk Committee to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and papers for the next Trust Board meeting. This is to meet the statutory requirement to provide information to the whole Trust Board and to seek ratification of decisions and recommendations.

The Chair of the Audit and Risk Committee will be responsible for giving an oral summary of the committee's deliberations, if necessary, at meetings of the Board of Trustees.

## Frequency of meetings

The Audit and Risk Committee will meet as often as is necessary to fulfil its responsibilities and at least three times per year.

The External Auditors and or Responsible Officer may request a meeting of the Audit and Risk Committee, at any time.

## Review date

The Audit and Risk Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

## Authority

The Audit and Risk Committee is authorised to:

- obtain appropriate external legal and other professional advice in order to fulfil its responsibility to the Trust Board

- investigate on behalf on the Trust Board anything that threatens or adversely affects the accomplishment of the charity's aims and objectives, its assets, the reliability of all records and information, and its compliance with all relevant laws, regulations, policies and its governing instruments
- obtain, at the company's expense, outside legal or other professional advice on any matter within its terms of reference
- call any employee to be questioned at a meeting of the committee as and when required
- publish in the company's annual report details of any issues that cannot be resolved between the committee and the Trust Board

## Resources Committee

### Purpose

The Resources Committee will be responsible for the oversight of the financial management of the Trust to include:

- Assisting the decision-making process of the Trustees, by enabling more detailed consideration to be given to the Trust's finances and resources.
- Ensuring the annual accounts are produced in accordance with the requirements of the Companies Act 2006, Charity Commission requirements and the DfE guidance issued to Academies.
- Reporting directly to the Trust Board on the overall finances of the Trust and a summary position of each Academy within the Trust.
- Compliance with financial regulations and standing orders of the Trust.

### Membership

The membership of the Resources Committee will be agreed on an annual basis.

The membership shall be a minimum of 7 up to a maximum of 9 named Trustees and Governors.

- CEO
- Chair of the Trust Board
- A minimum of 3 Trustees nominated by the Trust Board
- Chairperson of a SPC (up to a maximum of 4)

### Attendance at Resources Committee meetings.

A Trustee may attend meetings of any Academy Trust committee.

The Resources Committee may invite attendance at meetings from persons who are not Trustees to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

The Finance Director or their representative will attend all Resources Committee meetings as an adviser.

## Quorum

The quorum is three Trustees who are members of the Resources Committee.

## Voting at committee meetings

Only members of the Resources Committee may vote at meetings.

The Chairperson of the Resources Committee will have a casting vote.

No decision on any matter shall be made at a meeting of a Resources Committee unless the majority of members present are Trustees.

## Appointment of Chair and Vice Chair

The Chair and Vice Chair of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

No Trustee who is employed by Shireland Collegiate Academy Trust will act as Chair or Vice Chair of the Resources Committee.

In the absence of the Chair and Vice Chair the Committee will elect a temporary replacement from among the Trustees present at the meeting.

## Governance Professional

The Governance Professional of the Resources Committee is the Company Secretary, but other persons may be appointed to undertake these functions as necessary.

In the absence of the Governance Professional, the Resources Committee will appoint a replacement for the meeting.

The Governance Professional will circulate an agenda and papers for each meeting at least a week before the scheduled Resources Committee meeting.

## Recording and reporting the proceedings of committee meetings

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional of the Resources Committee to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and papers for the next Trust Board meeting. This is to meet the statutory requirement to provide information to the whole Trust Board and to seek ratification of decisions and recommendations.

The Governance Professional will be responsible for ensuring all action points and decisions requiring Trust Board approval are summarised and given to the Trust Board's Governance Professional within 7 working days of the meeting.

## Frequency of meetings and programme of work

The Resources Committee will meet as often as is necessary to fulfil its responsibilities and at least once each term.

The Chair of the Resources Committee should meet with the Finance Director and CEO at the beginning of each year to plan the work of each committee.

## Review date

The Resources Committee's meeting arrangements and terms of reference will be reviewed annually by the Trust Board.

## Remuneration and Performance Management Committee (RMPC)

### Purpose

The RMPC has responsibility for performance management of staff for the Trust to include:

- Determine the pay structure for the Trust
- Apply the performance management for the Trust Strategy Team
- Receive reports on the performance and appraisal of all staff
- Determine the salary of those on the Executive Pay Spine
- Determine and approve the level of bonus payable to the Trust Strategy Team
- Make recommendations on these matters to the Trust Board

### Membership

The membership of the RMPC will be a minimum of three Trustees (subject to the Articles of Association) and will be comprised of:

- the Chair and/or Vice-Chair of the Board of Trustees or their Trustee nominee
- 3 other Trustees

Any Trustee who is employed by the Academy Trust may not be a member of the RMPC.

Any Trustee who has a business relationship, directly or indirectly with S-CAT or its Academies must have previously completed a declaration of interests for the academic year in question.

### Attendance at Committee meetings

The Company Secretary will attend RMPC meetings as the Governance Professional. In some cases, an external advisor may also attend. Any such advisor may also be a Trustee.

### Quorum

The quorum is three Trustees who are members of the RMPC subject to the Articles of Association.

### **Voting at Committee meetings**

Only members of the RMPC may vote at meetings.

Any recommendations or decisions made by the RMPC must be agreed unanimously.

No decisions on any matter shall be made at a meeting of the RMPC unless the majority of members present are Trustees.

### **Appointment of Chair and Vice Chair**

The Chair of the Committee will be elected on an annual basis at the first meeting of the Board of Trustees in the Autumn term or at the first meeting of the Committee.

In the absence of the Chair and the Vice Chair the RMPC will elect a temporary replacement from among those present at the meeting.

### **Governance Professional**

The Governance Professional of the RMPC will be the Company Secretary, but other persons may be appointed to undertake this function, as necessary.

In the absence of the Governance Professional, the RMPC will appoint a replacement Governance Professional for the meeting.

The Governance Professional will circulate an agenda and papers for each meeting at least a week before the scheduled meeting.

### **Recording and reporting the proceedings of Committee meetings**

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decision will be recorded. The written record will be forwarded by the Governance Professional of the RMPC to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and papers for the next Trust Board meeting.

The Chair of the RMPC will be responsible for giving an oral summary of the committee's deliberations, if necessary, at the Trust Board meeting.

### **Frequency of meetings and programme of work**

The RMPC will meet as often as is necessary to fulfil its responsibilities and at least twice per academic year.

### **Review date**

The RMPC's meeting arrangements and terms of reference will be reviewed at the first Trust Board meeting in the autumn term.

## Discipline Committee

Each Academy can hold its own Discipline Committee but must make recommendations on such matters to the Trust Board.

### **Purpose**

To comply with the Funding Agreements between the Secretary of State and the Academy Trust which requires the Trust to have regard to the Secretary of State's Guidance regarding exclusions.

### **Membership**

The membership of the committee will be agreed on an annual basis or as needed but must comply with the requirements of a committee to be quorate.

The membership shall be any Trustee or Governor subject to the Articles of Association.

A member of the SPC of an Academy can also be a member of the Discipline Committee of that Academy.

No committee member may participate in the meeting, or be counted in the quorum, if they have a connection with or knowledge of the issue that might affect their impartiality. Participation in the meeting is permitted to any committee member who is needed to advise the committee on the circumstances of the case under consideration, for example the Principal, but such a person may not vote on a decision.

The Chair has a casting vote.

### **Attendance at Committee meetings.**

A Trustee may attend meetings of any Academy committee.

### **Quorum**

The quorum is three members of the committee subject to the Articles of Association.

### **Voting at Committee meetings**

Only members of the committee may vote at meetings.

The Chair will have the casting vote.

### **Appointment of Chair**

The Chair of the Committee will be elected as and when these meetings are convened.

### **Governance Professional**

The Governance Professional of the Discipline Committee will be appointed to this position. The Company Secretary will not undertake this role.

In the absence of the Governance Professional, the Discipline Committee will appoint a replacement Governance Professional for the meeting.

The Governance Professional will circulate an agenda and papers in accordance with the requirements of the Secretary of State's guidance.

### **Recording and reporting the proceedings of Committee meetings**

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional of the committee to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and papers for the next Trust Board meeting. This is to meet the statutory requirement to provide information to the whole Trust Board and to seek ratification of decisions and recommendations.

The Governance Professional will be responsible for ensuring all action points and decisions requiring Trust Board approval are summarised and given Trust Board's Governance Professional within 7 working days of the meeting.

### **Frequency of meetings and programme of work**

The committee will meet as often as is necessary to fulfil its responsibilities.

### **Review date.**

This committee's meeting arrangements and terms of reference will be reviewed annually.

## **Appeals Committee**

### **Purpose**

To hear appeals on behalf of the Academy Trust, make appropriate recommendations on such matters to the Trust Board and implement guidance on the conduct of appeals issued by the Secretary of State as it applies to Academies.

### **Membership**

The membership of the committee will be constituted as needed but must comply with the requirements of a committee to be quorate. Therefore, minimum membership must be 3 independent Trustees or Governors who have not previously been involved in the issue under consideration. At least one of these members will not be involved in the management or running of the relevant Academy.

The membership shall be any Trustee or Governor subject to the Articles of Association.

No committee member may participate in any appeal process or be counted in the quorum if they are an employee of the Academy or have had any prior involvement or association with the circumstances leading to the appeal.

The Chair has a casting vote. The Chair may not be an employee of the Academy.

### **Attendance at Committee meetings**

A Trustee may attend meetings of any Academy committees.

### **Quorum**

The quorum is three committee members subject to the Articles of Association.

### **Voting at Committee meetings**

Only members of the committee may vote at meetings.

The Chair will have the casting vote.

No decisions on any matter shall be made unless the majority of members of the committee present are Trustees.

### **Appointment of Chair**

The Chair of the committee will be elected as and when these meetings are convened.

In the absence of the Chair the committee will elect a temporary replacement from among the committee members present at the meeting.

### **Governance Professional**

The Governance Professional of the committee will be appointed to this position. The Company Secretary will not undertake this role.

In the absence of the Governance Professional, the committee will appoint a replacement Governance Professional for the meeting.

The Governance Professional will circulate an agenda and papers in accordance with any statutory requirements.

### **Recording and reporting the proceedings of committee meetings**

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be forwarded by the Governance Professional of the committee to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and papers for the next Trust Board meeting. This is to meet the statutory requirement to provide information to the whole Trust Board and to seek ratification of decisions and recommendations.

The Governance Professional will be responsible for ensuring all action points and decisions requiring Trust Board approval are summarised and given Trust Board's Governance Professional within 7 working days of the meeting.

## Frequency of meetings and programme of work

The committee will meet as often as is necessary to fulfil its responsibilities and at least once per academic year.

## Review date

This committee's meeting arrangements and terms of reference will be reviewed at the first meeting of the Trust Board in the Autumn term.

## Standards and Performance Committee

### Purpose

The SPC will be responsible for monitoring and reviewing the operational day to day running of the Academy.

The SPC has the delegated power to approve the recommendations of the CEO and/or the Principal in respect of the operational day to day running of the Academy to include:

- To convene a Discipline Committee when required
- The implementation of policies approved by the Trust Board according to the agreed policy schedule
- Implement decisions of the Trust Board and the CEO
- For a University Technical College (UTC) establishment, the SPC will be responsible for monitoring and reviewing compliance with the UTC Charter.
- To review and monitor standards & performance across the Academy, to include,
  - student progress and performance
  - Keep Children safe in Education
  - SEND
  - enrichment for families and students
  - health & safety
  - the site
  - financial position of the Academy
  - staff to include appraisal and target setting
  - overview of the staffing establishment agreed by the Trust Board
  - monitor of the Academy's Raising Attainment Plan (RAP) and Risk Management Plan (RMP)
  - overview of the Academy's compliance with statutory requirements

### Membership

The membership of SPCs will be agreed on an annual basis.

The CEO or his representative is not a SPC member but will act in an advisory capacity, as necessary.

### **UTC SPC Membership:**

- 1x Trustee or Governor of the Academy appointed by the Trust Board as Chair
- 5 x University Sponsor/Employer Sponsor Governors
- 1x Staff Governor
- 2x Parent Governor

A total of **9 Governors**

### **SPC Membership (excluding a UTC establishment):**

- 1x Trustee or Governor of the Academy appointed by the Trust Board as Chair
- 1x Principal of the Academy
- 2x Family Governors
- 1x Staff Governor
- 3x Community Governors
- 1x Co-Opted Governor

A total of **9 Governors**

### **Attendance at Committee meetings**

In addition to the appointed Governors, any Trustee may attend meetings of any of the Academy Trust's committees.

The SPC may invite attendance at meetings from persons who are not Trustees or members to assist or advise on a particular matter or range of issues, including parents and members of Academy staff.

### **Quorum**

The quorum is three members of the SPC.

### **Voting at meetings**

Only members of the SPC may vote at its meetings and the Chair will have a casting vote.

### **Appointment of Chair and Vice Chair**

The Chair will be appointed by the Trust Board on the incorporation of the Academy into the Trust and reviewed annually.

No Trustee or Governor who is employed by the Academy Trust will act as Chair or Vice Chair of the SPC.

In the absence of the Chair and Vice Chair, the committee will elect a temporary replacement from among the Trustees and Governors present at the meeting.

## Governance Professional

The Governance Professional will be specifically appointed to serve the SPC. The Company Secretary will not normally undertake this role.

In the absence of the Governance Professional, the SPC will appoint a replacement for the meeting.

The Governance Professional will circulate an agenda and papers at least a week prior to the scheduled SPC meeting.

## Recording and reporting the proceedings of meetings

The Governance Professional will record attendance at meetings. Issues discussed and recommendations for decisions will be recorded. The written record will be provided by the appropriate SPC's Governance Professional to the Trust Board's Governance Professional in sufficient time for it to be included in the agenda and materials for the next Trust Board meeting. This is to meet the statutory requirement to provide information to the whole Trust Board and to seek ratification of decisions and recommendations.

The Governance Professional will be responsible for ensuring all action points and decisions requiring the approval of the Trust Board are summarised and provided to the Trust Board's Governance Professional within 7 working days of the meeting.

## Frequency of meetings and programme of work

The SPC will meet as often as is necessary to fulfil its responsibilities and at least once each term.

The Chair should meet with the Trust Board's Chairperson, the CEO, and the Principal of the Academy to plan the work of the committee in relation to the Trust's strategy and RAP at the beginning of each year

## Review Date

The SPC's meeting arrangements and terms of reference will be reviewed annually.

## The Family Forum

The Family Forum aims to enable families and the local community to influence the quality of provision of education for their children and for their community.

It will support the SPC by building relationships with families and the local community.

## Purpose

- To enable families to influence the quality of education for their children and for their community
- To help the Academy to understand parents' perspectives on issues which affect them

- To advise on the organisation and evaluation of activities for parents such as options choice and consultation events

## Membership

The membership is:

- 4 x parents (other than Trustees and or Governors)
- 6 x representatives from community groups
- the Principal of each Academy or their representative
- any person appointed by the committee because of their parental, community or business interest.

The Family Forum will not discriminate on grounds of race, faith, gender, sexual orientation, disability or age in its membership, election of officers, conduct of its business or in any other way.

## Quorum and Voting

There will be no quorum and no requirement for voting.

## Appointment of Chair and Vice Chair

There is not requirement to appoint a Chair or Vice Chair

## Membership

- The membership of the Family Forum will be determined on an annual basis by the Trust Board
- The Principal of the Academy is a member of the Family Forum
- The membership shall be the parents or guardians of registered pupils of the Academy or a feeder organisation
- The Family Forum will not discriminate on grounds of race, faith, gender, sexual orientation, disability or age in its membership, election of officers, conduct of its business or in any other way

## Participation in the Family Forum

- Parents and guardians participate in the Family Forum by attending parent meetings within the Academy

## Recording and communicating the activities of the Family Forum

The Office Manager of each Academy will manage the communication with families, raise issues and feed-back any views, advice, and opinions. A written summary will be forwarded to the Governance Professional of the SPC in sufficient time for it to be included in the agenda and papers for their next meeting.

### **Review Date**

This Family Forum's arrangements and terms of reference will be reviewed annually

### **Frequency of meetings**

Once per term preceding the SPC.

## Terms of Reference

### Trust Board Terms of Reference

The membership and proceedings of the Trust Board are somewhat defined in the Articles of Association and via the requirement of the regulatory body. To this extent the powers retained by the Board are as follows to:

- Ensure compliance with the Trust's duties under Company Law and Charity Law and agreements made with the DfE, such as the Funding Agreements, Governance Handbook and the Academy Trust Handbook ([G.1.1](#))
- Ensure the solvency of the charitable trust, safeguarding its assets and delivering its charitable outcomes whilst ensuring the continued charitable status of the company([F.1.7](#))
- Determine the educational character and mission of the Academy Trust ([G.1.2](#) ,[E&C.1.7](#))
- Approve the Trust's governance arrangements and scheme of delegation ([G.1.5](#), [G.1.11](#),[G.1.13](#))
- Determine the establishment, constitution, membership, proceedings, delegated powers and functions of the committees and their annual review and revision ([G.1.7](#))
- Report to all statutory bodies (DFE, Companies House, Charity Commission) in relation to annual accounts and budgets to ensure compliance ([F.3.1](#))
- Set the strategic direction of the Trust for a five-year period ([G.1.3](#))
- Set key strategic objectives for the Trust and review performance against them ([G.1.4](#))
- Appoint the Directors in accordance with a skills matrix ([G.1.8](#))
- Appoint the Chair of each Standards & Performance Committee ([G.1.10](#))
- Appoint & remove the Company Secretary and Governance Professional to the Board of Directors ([G.1.12](#))
- Appoint an internal audit/assurance officer ([F.2.4](#))
- Recommend to the Members the appointment/removal of the external auditors ([G.1.6](#))
- Approve the acquisition of legal entities (other schools/academies) ([G.1.14](#))
- Enter, or withdraw from a formal partnership ([G.1.15](#))
- Approve annual budgets for the Trust and its Academies ([F.1.2](#), [G.3.2](#), [HR.1.2](#))
- Approve the Trust's year end accounts ([F.1.8](#))
- Approve the Academy Trust's policies not otherwise delegated to committees ([G.2.1](#))
- Receive reports from SLL and to make recommendation to the Board of SLL ([G.3.1](#))
- Maintain overall responsibility for Risk Management and maintaining the Risk Management Plan ([G.4.2](#))
- Review the Risk Management Plan, at least annually and act on any recommendations from the Audit and Risk Committee ([G.4.3](#))
- Determine MAT core services and Academy contributions ([G.5.1](#), [F.1.9](#))
- Oversee the effectiveness and value of core MAT services and delivery via SLL ([G.5.2](#))
- To approve the pension statement for support staff and any discretions which that may apply ([HR.5.1](#))
- Appointment or dismissal of the CEO, Principals and Finance Director ([HR.1.1](#))
- Decide on appeals against dismissal, disciplinary sanctions, grievance, and redundancy ([HR.6.5](#))
- Authorise the opening/closing of a bank account ([F.5.1](#))
- To agree contractual spend over £100,000 ([A.2](#))

## Resources Committee Terms of Reference

- Review the annual budget, as notified by the ESFA and in year any accounting officer updates ([F.1.1](#))
- Recommend the initial budget for the Trust([F.1.2](#))
- Approve the annual staffing establishment for the Trust ([F.1.3](#))
- Approve medium term financial projections (3-5 years) in accordance with the requirements of the Trust's financial regulations ([F.4.2](#))
- Approve or recommend to the Trustees appropriate action on changes to the budget of the Trust and the budgets of each Academy within the Trust during the financial year ([F.1.4](#))
- To approve and use key financial performance indicators and measure performance against these regularly ([F.1.6](#))
- To receive and approve the Trust's and each Academy's management accounts and budget monitoring reports ([F.3.3](#))
- To approve the financial targets each year and monitor in year ([F.3.4](#))
- To receive details of the Trust's and each Academy's management accounts monthly ([F.3.5](#))
- To review and decide on tenders over the value of £40,000 and up to £100,000 in conjunction with a finance representative ([A.4](#))
- To agree contractual spend over £40,000 and up to £100,000 ([A.2](#))
- To approve the financial regulations for the Trust in accordance with the Academy Trust Handbook ([F.4.1](#))
- To approve all statutory finance policies as delegated down by the Trust Board and provide guidance for Academies ([F.4.5](#), [G.2.2](#))
- To ensure that the insurance cover held by the Trust provides adequate protection against risks ([F.7.1](#))
- Reporting of the year end position for each Academy (before preparation of the statutory accounts) ([F.3.6](#))
- To approve the disposal of surplus equipment in accordance with the Trust's regulations over £5,000 and up to £45,000. In the case of items of value in excess of £45,000 purchased using capital grant, secure prior permission from the ESFA ([A.7](#))
- To authorise the write-off of debts in accordance with the scheme of delegated authority ([A.5](#))
- To approve the cash flow management, treasury, and investments ([F.5.3](#))
- Setting of the best value statement for the Trust and its Academies ([F.4.3](#))
- To approve any changes or increase to leadership teams within the Trust and its Academies ([HR.1.3](#))
- To report to regulatory bodies in agreed format as required (over and above the annual accounts) ([F.3.1](#))
- Providing a clear strategy for use of Trust property and assets to ensure they are adequately maintained and used effectively and efficiently (strategic setting) ([H&S.1.1](#))

## Audit & Risk Committee Terms of Reference

- Approve the external audit process and make recommendations to the Trust Board and Members on the appointment/removal of external auditors ([F.2.1](#))
- Receive and approve the annual internal audit plan to ensure regular audits are carried out in respect of financial, legal, risk, health and safety, investments, insurance, and the asset register via a self-evaluation process and in year receive the internal audit report and action on the findings, ensuring the work complements the external audit process ([F.2.5](#))
- Direct the Trust's internal scrutiny via the approval of an annual programme of work ([F.2.6](#))
- Ensure processes are in place for compliance, whistleblowing, and fraud ([F.2.7](#))
- Approve the policies for fraud and whistleblowing ([F.2.8](#))
- Receive and keep under review internal compliance information to ensure that the financial regulations, scheme of delegation and internal control framework are being complied with and action taken on any reports ([F.2.9](#))
- Review and approve the statements to be included in the annual report concerning internal controls, risk management and accounting policies ([F.2.10](#))
- Receive and respond to the internal and external management reports ([F.2.2](#))
- Review the Annual Report of the Directors and Financial Statements for the year-end in accordance with the Companies Act (2006) and make recommendations to the Trust Board. ([F.2.11](#))
- Ensure that the ESFA are informed of any financial issues and/or irregularities ([F.3.2](#))
- Report to the Trust Board on the adequacy of the Trust's internal controls framework for non-financial areas and ensure action is taken on any reports ([F.3.7](#))
- Keep under review and report on a regular basis to the Trustees on the adequacy and effectiveness of the company's internal financial controls, internal control, and risk management systems ([F.3.8](#))
- To review and approve the Trusts procedures for detecting fraud, bribery, and corruption ([G.2.4](#))
- Overview risk to ensure that risk is rated, and progress is reported at each meeting to ensure that risks are being appropriately managed and addressed ([G.4.1](#))

## Remuneration and Performance Management Committee Terms of Reference

- To approve the pay structure for the Trust ([HR.4.1](#))
- To agree pay policies delegated down from the Trust Board ([G.2.3](#))
- Advise the Trust Board on all matters related to the performance management scheme for the Trust Strategy Team and receive an annual progress report on the performance, in relation to previously agreed objectives and success criteria ([HR.7.3](#), [HR.7.4](#))
- Approve the level of bonus payable to the Trust Strategy Team for the previous academic year based on agreed outcomes ([HR.4.3](#))
- Determine the level of bonus payable to the Trust Strategy Team for the current academic year ([HR.4.2](#))
- Determine and agree the salary of those on the Executive Pay Spine ([HR.4.4](#), [HR.4.5](#))
- Hear appeals against pay determinations ([HR.4.6](#))

- Approve the performance management arrangements for the current academic year for the Trust ([HR.7.1](#))
- Approve the performance management outcomes for the previous academic year ([HR.7.2](#))
- Approve the finances for the Executive Team performance management ([HR.7.5](#))
- Approve the finances with regard to the performance management of all staff ([HR.7.6](#))

### Discipline Committee Terms of Reference

- To review certain exclusions as defined in the Secretary of State's guidance
- To consider representations about an exclusion made by the parents of an excluded child
- To consider the appropriateness of any permanent exclusion, or any exclusion where one or more fixed period of exclusions totals more than 15 school days in one term.
- To consider representations from all parties in deciding whether or not to uphold or reinstate a fixed term or permanent exclusion.
- To apply any other obligations contained in the Secretary of State's guidance.

### Appeals Committee Terms of Reference

- To hear any appeal arising from the implementation of any Academy Trust policy
- To hear any appeal arising from the exclusion of a student
- To hear staff dismissal appeals
- To hear staff disciplinary appeals
- To hear appeals on pay grading and or pay awards
- To hear staff appeals on redundancy
- To hear staff appeals on grievance
- To hear complaints
- To hear any confidential reporting disclosure
- To hear any other appeal referred by the Academy Trust.

### Standards and Performance Committee Terms of Reference

- To review and monitor standards & performance across the Academy, to include, learner's performance & attainment, staffing establishment, effective use of the estates, safety and welfare of both learners and staff to include safeguarding, SEND, sickness levels, health and safety ([E&C.1.1](#))
- Annually agree the link governors for safeguarding, SEND and wellbeing ([G.1.16](#))
- Annually agree, designated officer for safeguarding and SEND ([E&C.1.6](#))
- Oversight of work to enrich the lives of students and families ([E&C.1.3](#) ,[G.2.6](#))
- Agree prices for lettings ([F.4.4](#))
- To implement single equality duty ([G.2.5](#))
- To agree any other local policies determined by the Principal but not required at Trust level ([G.2.7](#))

- Monitor the annual budget to ensure that the Academy keep within the limits agreed by the Trust Board ([F.1.5](#))
- Monitor the application of the Risk Management Plan (RMP) throughout the year ([G.4.4](#))
- Monitor the application of the Raising Attainment Plan (RAP) throughout the year ([E&C.1.2](#))
- Receive feedback from Family Forum ([G.6.1](#))
- Ensure all relevant statutory policies are adhered to within Academies ([G.2.8](#) , [F.4.6](#))

### Terms of Reference of the Family Forum

The Family Forum will actively promote a working partnership between parents/carers and the Academy. The Family Forum will report to the Standards and Performance Committee.

- involve the community in the planning and provision of Extended Services
- advise on effective means of consultation with parents
- promote the Academy's key priorities

The Family Forum is a consultative forum, a 'sounding board' of opinion, and a source of help and advice.

## Appendix A – Scheme of Delegation

- Figure 1a – [Overall Scheme of Delegation for Finance](#)
- Figure 1b – [Other Key Information](#)
  
- Figure 2 – [Overall Scheme of Delegation for Governance](#)
  
- Figure 3a – [Overall Scheme of Delegation for Human Resources](#)
- Figure 3b – [Interview Panel](#)
  
- Figure 4 – [Overall Scheme of Delegation for Education and Curriculum](#)
  
- Figure 5 – [Overall Scheme of Delegation for Health and Safety](#)

## Figure 1a – Overall Scheme of Delegation for Finance

### Key:

✓	<b>Action taker</b> – action taker for the function
A	<b>Advisor</b> - Feeds information or/and provides support/advice to those accountable for the function
SA	<b>Secondary Advisor</b> - Feeds information or/and provides support/advice to the direct advisor
< >	Direction of advice and support

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
<b>STATUTORY WORK</b>									
F.1.1	Review the annual budget, as notified by the ESFA and in year any accounting officer updates			✓					
F.1.2	Approval of the annual budgets of the Trust and its Academies		✓	< A					
F.1.3	Approval of the annual staffing establishment of the Trust and its Academies			✓					

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
F.1.4	Approve or recommend to the Trustees appropriate action on changes to the budget of the Trust and the budgets of each Academy within the Trust during the financial year			✓					
F.1.5	Monitor annual budgets to ensure no overspending and to keep within the limits agreed by the Trust Board					✓			
F.1.6	Approve and use key financial performance indicators and measure performance against these regularly			✓					
F.1.7	Ensure the solvency of the charitable trust, safeguarding its assets and delivering its charitable outcomes whilst ensuring the continued charitable status of the company		✓						
F.1.8	Approve the Trust's year end accounts		✓	< A					
F.1.9	Approval of Academy contributions into MAT		✓						

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
<b>COMPLIANCE</b>									
F.2.1	Approve the external audit process and make recommendations to the Trust Board and Members on the appointment/removal of external auditors				✓				
F.2.2	Receive and respond to the internal and external management report				✓				
F.2.3	Appoint the Auditors and if necessary, re-appoint, remove, and determine remuneration for the Trust	✓	< A		< SA				
F.2.4	Appoint an internal audit/assurance officer		✓						
F.2.5	Receive and approve the annual internal audit plan to ensure regular audits are carried out in respect of financial, legal, risk, health and safety, investments, insurance, and the asset register via a self-evaluation process and in year receive the internal audit report and				✓				

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	action on the findings, ensuring the work complements the external audit process								
<b>F.2.6</b>	Direct the Trust's internal scrutiny via the approval of annual programme work				✓				
<b>F.2.7</b>	Ensure processes are in place for compliance, whistleblowing and fraud				✓				
<b>F.2.8</b>	Approve the policies for fraud and whistleblowing				✓				
<b>F.2.9</b>	Receive and keep under review internal compliance information to ensure that the financial regulations, scheme of delegation and internal control framework are being complied with and action taken on any reports				✓				
<b>F.2.10</b>	Review and approve the statements to be included in the annual report concerning internal controls, risk management and accounting policies				✓				
<b>F.2.11</b>	Review the Annual Report of the Directors and Financial Statements for the year-				✓				

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	end in accordance with the Companies Act (2006) and make recommendations to the Trust Board.								
<b>REPORTING</b>									
<b>F.3.1</b>	Report to all Statutory bodies - DfE/Company house /Charity commission to ensure compliance		✓ For annual accounts and annual budget	✓ Except for annual accounts and budget				< A	
<b>F.3.2</b>	Ensure that the ESFA are informed of any financial issues and/or irregularities				✓				
<b>F.3.3</b>	Receive and approve the Trust's and each Academy's management accounts and budget monitoring reports			✓					
<b>F.3.4</b>	Approve the financial targets each year and monitor in year			✓					
<b>F.3.5</b>	Receive details of the Trust and each Academy's			✓					

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	management accounts monthly								
F.3.6	Reporting of the year end position for each Academy (before preparation of the statutory accounts)			✓					
F.3.7	Report to the Trust Board on the adequacy of the Trust's internal controls framework for non-financial areas and ensure action is taken on any reports				✓				
F.3.8	Keep under review and report on a regular basis to the Trustees on the adequacy and effectiveness of the company's internal financial controls, internal controls, and risk management systems				✓				
<b>FINANCIAL CONTROL</b>									
F.4.1	Approve the financial regulations for the Trust in accordance with the Academy Trust Handbook			✓					

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
F.4.2	Approve the medium-term financial projections (3-5 years) in accordance with the requirements of the Trust's financial regulations			✓					
F.4.3	Setting of the best value statement for the Trust and its Academies			✓					
F.4.4	Agree prices for lettings					✓			
F.4.5	Review and approve all statutory finance policies and provide guidance for Academies			✓					
F.4.6	Ensure all statutory finance policies are adhered to within Academies					✓			< A
F.4.7	Maintenance of day-to-day finances								✓
<b>BANKING &amp; CASH MANAGEMENT</b>									
F.5.1	Authorise the opening/closing of a bank account		✓						

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
F.5.2	Approve bank mandates including signatories							✓	
F.5.3	Approve the cash flow management, treasury and investments			✓					
F.5.4	Manage the cash of the Trust							✓	
F.5.5	Manage investment of surplus cash							✓	
F.5.6	Authorise movements of funds between investment accounts							✓	
<b>FIXED ASSETS</b>									
F.6.1	Maintenance of the asset register							✓	
F.6.2	Maintenance of the inventory for all items over the value of £500								✓
F.6.3	Security of assets for Trust						✓		
F.6.4	Security of assets for Academy								✓

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
F.6.5	Loan of assets within Trust sites							✓	
<b>INSURANCES</b>									
F.7.1	Ensure that the insurance cover held by the Trust provides adequate protection against risks			✓					

## Figure 1b – Other Key Information

<b>TENDERING LIMITS</b>	
<b>(All limits are exclusive of VAT)</b>	
Up to £4,999.99	Quotes sourced and order placed
over £5,000 up to £39,999.99	3 written quotes and order placed
Over £40,000	4 quotes invited by written tender; order placed
Over OJEC limit	From approved framework compliant with OJEC requirements
Note Tendering limits will exclude any year-on-year contracts.	

ALL ORDERS **OVER £5,000** WILL NEED TO BE AUTHORISED BY THE PRINCIPAL OF EACH ACADEMY OR THE FD FOR THE CORE

In certain instances where the Budget Holder cannot seek other competitive quotes, a Sole Supplier Declaration form can be completed if the reasons are compatible with those stated on the declaration form. This process must be used as an exception.

<b>PAYMENT AUTHORISATION</b>	
Paper Signatories for the Trust	A <b>minimum of two</b> individuals from the following list must be signatories: <ul style="list-style-type: none"> <li>• Chairperson of the Trust Board</li> <li>• CEO (must be a signatory for an <b>individual payment over £40,000</b>)</li> <li>• Finance Director</li> <li>• HR Director</li> </ul> Cheques will be limited to value of up to £1,000
Paper Signatories for Academies	A <b>minimum of two</b> individuals from the following list must be signatories: <ul style="list-style-type: none"> <li>• CEO</li> <li>• Principal (must be a signatory for an <b>individual payment over £40,000</b>)</li> <li>• Vice-Principal</li> <li>• Finance Director</li> <li>• Other nominated senior leaders that were not involved in the processing of orders and invoices</li> </ul> Cheques will be limited to value of up to £1,000

<p>BACS runs for the Trust and Academies with centralised finance services</p>	<p>For <b>up to £100,000</b>, a BACS run must be authorised by one of the following:</p> <ul style="list-style-type: none"> <li>• CEO</li> <li>• Finance Director</li> <li>• Trust Accounts Manager</li> </ul> <p>Individual payments over £40,000 must be on a <b>separate payment run</b> and authorised by <b>Finance Director</b></p> <p>Approval must be obtained from the <b>CEO</b> for a BACS run amounting to a value <b>over £100,000</b></p>
<p>BACS runs for Academies</p>	<p><b>Primary Academies:</b></p> <ul style="list-style-type: none"> <li>• Can submit a BACS run <b>up to the value of £150,000</b></li> <li>• BACS runs <b>over £40,000</b> must be authorised by the <b>Principal and another member of SLT</b>.</li> </ul> <p><b>Secondary Academies:</b></p> <ul style="list-style-type: none"> <li>• Can submit a BACS run <b>up to the value of £250,000</b></li> <li>• BACS runs <b>over £100,000</b> must be authorised by the <b>Principal and another member of SLT</b>.</li> </ul> <p><b>All Academies:</b></p> <ul style="list-style-type: none"> <li>• An individual payment to a supplier over £40,000 and up to £100,000 must be authorised by the <b>FD on a separate payment run</b> as the main signatory plus the Principal</li> <li>• An individual payment to a supplier over £100,000 must be authorised by the <b>CEO on a separate payment run</b> as the main signatory plus the Principal</li> </ul>
<p>Creating suppliers on accounting system for the <u>Trust</u></p>	<p>Finance Assistant to be authorised by Finance Officer</p>
<p>Creating suppliers on accounting system for an <u>Academy</u></p>	<p>Finance Assistant to be authorised by Finance Officer</p>

## Figure 2 – Overall Scheme of Delegation for Governance

### Key:

✓	<b>Action taker</b> – action taker for the function
A	<b>Advisor</b> - Feeds information or/and provides support/advice to those accountable for the function
SA	<b>Secondary Advisor</b> - Feeds information or/and provides support/advice to the direct advisor
< >	Direction of advice and support

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
<b>STATUTORY WORK</b>										
G.1.1	Ensuring compliance with the Trust's duties under Company Law and Charity Law and agreements made with the DfE, such as Funding Agreements, Governance Handbook and the Academy Trust Handbook	✓	✓							
G.1.2	Determine the educational,		✓							

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	character and the mission of the Academy Trust									
G.1.3	Set the strategic direction of the Trust for a five-year period		✓							
G.1.4	Set key strategic objectives for the Trust and review performance against them		✓							
G.1.5	Approve the Trust's governance arrangements and scheme of delegation		✓							
G.1.6	Appointment/removal of the external auditors	✓	< A							
G.1.7	Determine the establishment, constitution, membership, proceedings, delegated powers and functions of the committees and their annual review and revision		✓							
G.1.8	Appointment of Directors in	✓	✓							

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	accordance with a skills matrix	Appointment of 3 Positions on the Board								
<b>G.1.9</b>	Removal of Directors	✓								
<b>G.1.10</b>	Appoint the Chair of each Standards & Performance Committee		✓					< A		
<b>G.1.11</b>	Removal of Academy's Standard and Performance Committee		✓							
<b>G.1.12</b>	Appoint & remove the Company Secretary and Governance Professional to the Board of Directors		✓							
<b>G.1.13</b>	Approval of the appointment/ removal of persons to Trust Committees		✓							
<b>G.1.14</b>	Acquisition of legal entities (other schools/academies)		✓							
<b>G.1.15</b>	Enter, or withdraw from a formal partnership		✓					< A		

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
G.1.16	Annually agree the link for safeguarding, SEND & wellbeing		✓				✓			
G.1.17	Appointment of Governors to Standards and Performance Committee									✓
G.1.18	Appoint & remove Governance Professional to the Academy's Standard and Performance Committee									✓
<b>POLICIES</b>										
G.2.1	Approval of statutory Academy Trust policies not delegated down to other committees		✓							
G.2.2	Approve all statutory finance policies delegated down by the Trust Board and provide guidance for Academies			✓						
G.2.3	Agree pay policies delegated down from the Trust Board					✓				
G.2.4	Review and approve the Trusts procedures for				✓					

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	detecting fraud, bribery, and corruption									
G.2.5	Implement single equality duty						✓			
G.2.6	Implement an extended school strategy and wrap around care						✓			
G.2.7	Agree any other local policy determined by the Principal but not required at Trust level						✓			
G.2.8	Ensure all relevant statutory policies are adhered to within Academies						✓			
<b>SHIRELAND LEARNING LIMITED</b>										
G.3.1	Receive reports from SLL and to make recommendation to the Board of SLL		✓							
G.3.2	Ratify and approve the annual budget for SLL, based on the recommendation of SLL Board		✓							
<b>PLANNING</b>										
G.4.1	Overview risk to ensure that risk is				✓					

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	rated, and progress is reported at each meeting to ensure that risks are being appropriately managed and addressed									
G.4.2	Maintain overall responsibility for Risk Management and maintaining the Risk Management Plan		✓							
G.4.3	Review Risk Management Plan at least annually and act on any recommendations from Audit & Risk Committee		✓		< A					
G.4.4	Monitor the application of the Risk Management Plan throughout the year						✓			
<b>MAT FUNCTIONS</b>										
G.5.1	Determining MAT core services and agreeing allocation to Academies		✓					< A		
G.5.2	Oversee the effectiveness and value of core MAT		✓					< A		

Reference	Function	Members (MAT)	Trust Board (MAT)	Resources (MAT)	Audit & Risk (MAT)	Remuneration (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	FD (MAT)	Principal (Academy)
	services and delivery via SLL									
	<b>REPORTING</b>									
<b>G.6.1</b>	Receive feedback from Family Forum						✓			

**Chairs Action**

Chairperson of the Trust Board has delegated powers to deal with issues that are classified as urgent and need a decision before the next scheduled Trust Board meeting

## Figure 3a – Overall Scheme of Delegation for Human Resources

### Key:

✓	<b>Action taker</b> – action taker for the function
A	<b>Advisor</b> - Feeds information or/and provides support/advice to those accountable for the function
SA	<b>Secondary Advisor</b> - Feeds information or/and provides support/advice to the direct advisor
< >	Direction of advice and support

Reference	Function	Trust Board (MAT)	Remuneration (MAT)	Resources (MAT)	Audit & Risk (MAT)	CEO (Accounting Officer), (MAT)	HR Director (MAT)	Principal (Academy)
<b>STAFF STRUCTURE</b>								
HR.1.1	Authorisation to appoint/dismiss staff	✓  Able to appoint/dismiss CEO, FD and Principal for each Academy				✓  Able to appoint/dismiss members of SLT at each Academy – Must be signatory		✓  Able to appoint/dismiss staff in Academy below SLT – Must be signatory

Reference	Function	Trust Board (MAT)	Remuneration (MAT)	Resources (MAT)	Audit & Risk (MAT)	CEO (Accounting Officer), (MAT)	HR Director (MAT)	Principal (Academy)
HR.1.2	Approval of annual staffing budgets	✓		< A				
HR.1.3	Approve any changes or increase to leadership teams within the Trust and its Academies			✓				
HR.1.4	Authorise increase to Academy/Organisational headcount (establishment) outside of the staffing budget					✓		
HR.1.5	Authorised to Increase Academy/Organisational Headcount (Establishment) within the existing staffing budget (replacement only)							✓
<b>GRADES OF POSTS (TEACHING AND SUPPORT STAFF)</b>								
HR.2.1	Authorised to agree/vary employment Terms & Conditions						✓	
HR.2.2	Authorised to evaluate jobs and grades						✓	
HR.2.3	Sign off job descriptions						✓	
<b>RECRUITMENT</b>								
HR.3.1	Signing of employment contracts					✓	✓	

Reference	Function	Trust Board (MAT)	Remuneration (MAT)	Resources (MAT)	Audit & Risk (MAT)	CEO (Accounting Officer), (MAT)	HR Director (MAT)	Principal (Academy)
HR.3.2	Agree the recruitment process						✓	
<b>PAY</b>								
HR.4.1	Approve the pay structure for the Trust		✓	< A		< SA		
HR.4.2	Determine the level of bonus payable to the Trust Strategy Team for the current academic year		✓					
HR.4.3	Approve the level of bonus payable to the Trust Strategy Team for the previous academic year based on agreed outcomes		✓					
HR.4.4	Determine the salary of those on the Executive Pay Spine		✓					
HR.4.5	Agree the pay scale for the Trust Strategy Team		✓					
HR.4.6	Hear appeals against pay determinations		✓			✓		
HR.4.7	Appointment outside range in salary structure					✓		
HR.4.8	Value of other discretionary allowances					✓		

Reference	Function	Trust Board (MAT)	Remuneration (MAT)	Resources (MAT)	Audit & Risk (MAT)	CEO (Accounting Officer), (MAT)	HR Director (MAT)	Principal (Academy)
<b>PENSIONS STATEMENT AND DISCRETIONS</b>								
HR.5.1	Approve the pension statement for support staff and any discretions which that may apply	✓					< A	
<b>OPERATION OF POLICIES</b>								
HR.6.1	Approval of formal restructure plans					✓		
HR.6.2	Approval of severance or redundancy agreements					✓		
HR.6.3	Authority to issue warnings or other disciplinary measures including dismissal					✓		✓
HR.6.4	Appointment or dismissal of the CEO, Principals or Financial Director	✓						
HR.6.5	Decide on appeals against dismissal, disciplinary sanctions, grievance, and redundancy	✓				✓		✓

Reference	Function	Trust Board (MAT)	Remuneration (MAT)	Resources (MAT)	Audit & Risk (MAT)	CEO (Accounting Officer), (MAT)	HR Director (MAT)	Principal (Academy)
<b>PERFORMANCE MANAGEMENT</b>								
HR.7.1	Approve the performance management arrangements for the current academic year for the Trust		✓					
HR.7.2	Approve the performance management outcomes for the previous academic year		✓					
HR.7.3	Advise the Board of Trustees on all matters related to the Performance Management Scheme for the Trust Strategy Team		✓					
HR.7.4	Receive annual progress reports on the performance of the CEO and the Trust Strategy Team as determined by this committee, in relation to previously agreed objectives and success criteria.		✓					
HR.7.5	Approve the finances for the Executive Team performance management		✓					
HR.7.6	Approve the finances with regard to the performance management of all staff		✓					

**Figure 3b – Appointment of Staff – Interview Panel**

<b>Appointment of Staff – Interview Panel</b>	
<b>Support Staff</b>	To be determined by HR Director
<b>Teaching Staff</b>	Principal of the Academy, HR Director and other senior member of staff if possible 1 SPC Member
<b>Senior Management Team</b>	HR Director, CEO or his/her representative, Principal of the Academy, 1 Trustees and 1 SPC Member
<b>Trust Management Team</b>	2 Trustees, HR Director, CEO or his/her representative

## Figure 4 – Overall Scheme of Delegation for Education and Curriculum

### Key:

✓	<b>Action taker</b> – action taker for the function
A	<b>Advisor</b> - feeds information and/or provides support/advice to those accountable for the function
SA	<b>Secondary Advisor</b> - feeds information or/and provides support/advice to the direct advisor
< >	Direction of advice and support

Reference	Function	Trust Board (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	Principal (Academy)
<b>E&amp;C.1.1</b>	Review and monitor standards & performance across the Academy, to include, learner's performance & attainment, staffing establishment, effective use of estates, safety and welfare of learners & staff to include safeguarding, health & safety, SEND, sickness levels		✓		< A
<b>E&amp;C.1.2</b>	Monitor the Raising Attainment Plan (RAP) throughout the year		✓		

Reference	Function	Trust Board (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	Principal (Academy)
<b>E&amp;C.1.3</b>	Agree and monitor the application of the Risk Management Plan (RMP) throughout the year		✓		
<b>E&amp;C.1.4</b>	Oversight of work to enrich the lives of students and families		✓		
<b>E&amp;C.1.5</b>	Review and monitor School Improvement Partner (SIP) report		✓		
<b>E&amp;C.1.6</b>	Annually agree the designated officer for safeguarding, SEND		✓		
<b>E&amp;C.1.7</b>	Approve the education brief and method of delivery for each Academy	✓			
<b>E&amp;C.1.8</b>	Approval and monitoring of Academy targets around student welfare including exclusions	✓			✓
<b>E&amp;C.1.9</b>	Determine the length/organisation of Academy Day			✓	
<b>E&amp;C.1.10</b>	Setting of term dates			✓	
<b>E&amp;C.1.11</b>	Review all external and internal data sources to enhance progress				✓

Reference	Function	Trust Board (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	Principal (Academy)
E&C.1.12	Review and monitor information held on the Trust website meets all statutory requirements			✓	
E&C.1.13	Review and monitor information held on the Academy website meets all statutory requirements				✓
E&C.1.14	To have a regular reporting mechanism to parents in line with statutory requirements				✓
E&C.1.15	Monitor the safety and welfare of staff and students				✓
E&C.1.16	Ensure compliance with all relevant safeguarding policies and procedures				✓
E&C.1.17	Ensure the quality of teaching and delivery				✓
E&C.1.18	Ensure a process is in place to meet the legal requirements of students with special needs				✓
E&C.1.19	Ensure records are maintained to demonstrate educational outcomes for required grant funding - pupil premium, PE grants etc				✓

Reference	Function	Trust Board (MAT)	SPC (Academy)	CEO (Accounting Officer), (MAT)	Principal (Academy)
E&C.1.20	Setting admissions policies and criteria			✓	

**Figure 5 – Overall Scheme of Delegation for Health and Safety**

**Key:**

✓	<b>Action taker</b> – action taker for the function
A	<b>Advisor</b> - Feeds information or/and provides support/advice to those accountable for the function
SA	<b>Secondary Advisor</b> - Feeds information or/and provides support/advice to the direct advisor
< >	Direction of advice and support

Reference	Functions	Members (MAT)	Trust Board (MAT)	Resources Committee (MAT)	CEO (Accounting Officer), (MAT)	SPC (Academy)	Principal (Academy)
H&S.1.1	Providing a clear strategy for use of Trust property and assets to ensure they are adequately maintained and used effectively and efficiently (strategic setting)			✓	< A		
H&S.1.2	Provision of Health and Safety Policy and Management Plan		✓				
H&S.1.3	Health and safety RIDDOR reporting						✓

Reference	Functions	Members (MAT)	Trust Board (MAT)	Resources Committee (MAT)	CEO (Accounting Officer), (MAT)	SPC (Academy)	Principal (Academy)
H&S.1.4	Ensuring the adequacy of health and safety practice throughout the Academy						✓
H&S.1.5	Provision of an emergency planning template and a process to adopt				✓		✓
H&S.1.6	Health and safety accident reporting						✓
H&S.1.7	Provision of statutory training						✓
H&S.1.8	Academy health and safety arrangements including use of risk assessments						✓
H&S.1.9	Completion of an annual fire risk assessment						✓
H&S.1.10	Completion of asbestos risk assessment every 3 years						✓
H&S.1.11	General monitoring and action plans in relation to safety of sites including the condition of the building(s)						✓

## Appendix B – Levels of Authority:

Reference	Delegated Duty	Value	Delegated Authority	Comments
A.1	<b>Budget Variation Limits</b>	Up to £10,000	Principal	
		Over £10,000 and up to £40,000	Financial Director	
		Over £40,000 and up to £100,000	Resources Committee	
		Over £100,000	Trust Board	
A.2	<b>Signatory for entering into contracts up to a maximum term of 5 years</b>	Signatory up to £25,000	Principal	Up to £25,000, providing contract valuation is within approved annual budget
		Over £25,000 and up to £100,000	Financial Director and/or CEO	Contracts between <u>£40,000</u> and <u>£100,000</u> must initially be agreed by the Resources Committee
		Signatory for contracts over £100,000	CEO and/or Chair of Trust Board	Must initially be agreed by the Trust Board
A.3	<b>Placing orders for goods and services</b>	Up to £25,000	Principal	Can delegate down to budget holders up to £5,000 if within budget limits
		Over £25,000	Financial Director	
A.4	<b>Reviewing and deciding of tenders</b>	Over £40,000 and up to £100,000	<ul style="list-style-type: none"> <li>Chairperson of Resources Committee</li> <li>Finance Representative</li> </ul>	Request to tender form is to be completed and approved by the Financial Director and CEO for tenders amounting to over the value of £40,000

Reference	Delegated Duty	Value	Delegated Authority	Comments
		Over £100,000	<ul style="list-style-type: none"> <li>• Chairperson of Trust Board</li> <li>• CEO</li> <li>• Financial Director</li> </ul>	
A.5	<b>Write-off bad debts and entering not, guarantees, letters of comfort or indemnities</b>	Up to £5,000	Financial Director	
		Over £5,000 and up to the Board Limit of £45,000	Resources Committee	
		Over £45,000, seek ESFA approval	Trust Board	<p>ESFA consent required if exceeds:</p> <p>£45,000 or 1% of total annual income (whichever is smaller) per single transaction</p> <p>Cumulatively, 5% of total annual income (AFH 2020, 5.19)</p>
A.6	<b>Special, severance or ex gratia payments</b>	Reports to Resources up to the value of £50,000	CEO	Ex Gratia transactions must always be referred to the ESFA for prior approval. (AFH 2020, 5.17)
		Up to £50,000	Resources Committee	Ex Gratia transactions must always be referred to the ESFA for prior approval. (AFH 2020, 5.17)
		Over £50,000 seeks ESFA approval	Trust Board	Ex Gratia transactions must always be referred to the ESFA for prior approval. (AFH 2020, 5.17)
A.7	<b>Disposal of Assets</b>	Up to £5,000	Financial Director	

Reference	Delegated Duty	Value	Delegated Authority	Comments
		From £5,000 and up to £45,000	Resources Committee	
		Over £45,000	Trust Board	Need to obtain ESFA approval for disposal of: <ul style="list-style-type: none"> <li>• Freehold on land/buildings</li> <li>• Heritage assets</li> </ul> (AFH 2020, 5.22)

## Appendix C – Associated Documentation:

***This document is associated with the following guidance:***

- *Induction*
- *Code of conduct for Trustees and Governors*
- *Trust Governance Handbook – this includes a section that defines roles and responsibilities (including link roles)*
- *Control document for terms of reference for each committee*