



Ilda Multi Academy Trust

Scheme of Delegation

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Date of Issue	December 2014
Amended	May 2019
Reviewed Date	July 2019
Ratified By Board of Trustees	July 2019
Review Date	September 2019

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Purpose

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This document outlines the governance structures, principles and processes for Ilda Multi Academy Trust. It explains the ways in which the Members and the Trustees fulfil their responsibilities for the oversight of the Trust and the respective roles, responsibilities and accountability of all those with a governance responsibility. It sets out the commitments to each other to ensure effective leadership and governance. It is one of the key documents for all colleagues working at all levels in the Trust.

Definitions

Members

The role of the Members

The Members are members of the Academy Trust for the purposes of the Companies Acts. In simple terms, the Members "own" the Academy Trust. They have a number of statutory rights, including the right to remove Trustees, the power to amend the Articles and the right to receive the annual accounts.

The Members have the right to appoint Trustees under the Articles to ensure that the Trust's charitable object is carried out and so must be able to remove Trustees if they fail to fulfil this responsibility. Accordingly, the Board submits an annual report on the performance of the Trust to the Members.

The Members guarantee that, if the Academy Trust is wound up and its assets do not meet all of its liabilities, they will each contribute £10 towards those costs.

The Members will meet once a year at the annual general meeting and may also meet as and when required (for example if any amendments to the Articles are required).

The appointment of the Members

Members are appointed in accordance with the Articles. On appointment, all Members shall sign a written consent to be a member. The Clerk shall also update the register of Members as appropriate. Companies House does not need to be notified of appointments or removals/resignations of Members otherwise than in the Confirmation Statement.

Originally they were the signatories to the Memorandum of Association and agreed the Trust's first Articles of Association (a document which outlines the governance structure and how the Trust will operate). The Articles of Association also describes how Members are recruited and replaced, and how many of the Trustees the Members can appoint to the Board.

Trustees

Capacity of Trustees

Each Director is:

- (a) a director of the Academy Trust under company law; and
- (b) a trustee of the Academy Trust under charity law.

The Trustees manage the affairs of the Academy Trust and are responsible for its day to-day operation including by its committees (including Local Governing Bodies) and executives (including Academy Principals).

The Trustees are the charity trustees (within the terms of section 177(1) of the Charities Act 2011) and are responsible for the general control and management of the administration of the Trust in

accordance with the provisions set out in the Memorandum and Articles of Association. The Board of Trustees is the accountable body for the performance of all schools within the Trust and as such must:

- ensure clarity of vision, ethos and strategic direction
- hold the CEO, Chief Finance Officer (CFO) and Principals to account for the educational performance of the schools and their students, and the performance management of staff
- oversee the financial performance of the Trust and make sure its money is well spent.

The Board is permitted to exercise all the powers of the Academy Trust. The Board is responsible for the appointment, removal and remuneration of the CEO. The Board will delegate to the CEO responsibility for the day to day operations of the Trust. The Trustees can determine whether to delegate any governance functions.

The Trust has the right to review and adapt its governance structure at any time which includes removing delegation.

Meetings of the Board

The Trustees shall hold at least six meetings in every school year. Meetings will normally be held towards the beginning and end of each term and the dates published at the beginning of each academic year.

All meetings of the Trustees shall be convened and conducted as provided by the Articles.

Each meeting of the Trustees shall, in respect of the Academies and the Academy Trust, cover:

- (a) a report on the financial position, including income and expenditure and financial commitments against agreed budgets;
- (c) whether adequate financial monitoring of budgets and activities is being undertaken;
- (d) progress on any action identified to improve financial arrangements;
- (e) significant contracts entered (or proposed to be entered) into;
- (f) details of any significant matters affecting
 - staff,
 - pupils' welfare and/or education,
 - assets and
 - any other matters which require the consideration and/or approval of the Trustees.

Accountability of Trustees

The Trustees are chiefly accountable to:

- (a) the members of the Academy Trust;
- (b) the beneficiaries of the Academy Trust (i.e. the students at the Academies and their parents);
- (b) the DfE, the Education Funding Agency and specifically the Secretary of State under the terms of the Funding Agreements;
- (c) the Secretary of State (in his role as principal regulator in respect of charity matters) for operating the Academy Trust for the public benefit, for the prudent management of the Academy Trust and its financial efficiency and for compliance with legislation including charity law;
- (d) the employees of the Academy Trust for their working environment, and for compliance with the contract of employment and employment law requirements and matters of health and safety; and

(e) other regulatory authorities for compliance with regulated responsibilities to which the Academy Trust and the Academies are subject.

Powers, functions and responsibilities of Trustees

The business of the Academy Trust is managed by the Trustees, fulfilling a largely strategic role, who may exercise all of the powers of the Academy Trust, as set out in the Articles.

The Trustees have a number of duties and responsibilities relating to the management of the Academy Trust and its finances. In summary, the Trustees are responsible for:

- (a) carrying on the Academy Trust in accordance with the objects of the Academy Trust as set out in the Articles and safeguarding its assets;
- (b) running the Academies and directing the education, pastoral care, financial and other policies and practices of the Academies in accordance with the Articles and the Funding Agreements (including the Academies Financial Handbook);
- (c) ensuring sound management and administration of the Academy Trust, and ensuring that managers are equipped with the relevant skills and guidance;
- (d) financial controls and the financial management of the Academy Trust in accordance with the provisions of the Handbook, which sets out in detail provisions for the financial management of each Academy including guidance on financial systems and controls and accounting and reporting requirements;
- (e) setting standards of conduct and values, monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon;
- (f) risk management, that is identifying, quantifying and devising systems to identify and mitigate risks affecting the Academy Trust; and
- (g) ensuring the Academy Trust and the Academies are conducted in compliance with the general law.

The Trustees are required to:

- (a) act together and in person and not delegate overall responsibility for the Academy Trust to others;
- (b) act strictly in accordance with the Academy Trust's Articles;
- (c) act in the Academy Trust's interests only and without regard to their own private interests;
- (d) manage the Academy Trust's affairs prudently;
- (e) not take personal benefit from the Academy Trust unless expressly authorised by the Articles or the Charity Commission; and
- (f) take proper professional advice on matters on which they are not themselves competent.

The Trustees should also hold the Academy Principals accountable. They should offer support, constructive advice, be a sounding board for ideas, a second opinion on proposals and help where needed, but will also challenge, ask questions, seek information and improve proposals where appropriate and at all times act in the best interests of the Academy Trust.

The Trustees shall have regard to the framework for inspecting schools in England under section 5 of the Education Act 2005 (as amended) issued by the Office for Standards in Education, Children's Services and Skills (Ofsted)

The Trustees shall have regard to the Academies Financial Handbook, which shall be circulated to all Trustees.

Delegation of powers of Trustees

The Trustees may delegate such of their powers or functions that they can legally delegate and which they consider would be desirable to delegate.

The Trustees shall not delegate any of their powers listed in Appendix 1 (the "Reserved Matters").

Delegation can be made to:

- (a) Academy Trust committees (committees with functions related to the Academy Trust) including a Finance Committee, whose remit includes the usual auditing functions;
- (b) the Local Governing Bodies;
- (c) any Director holding executive office; and
- (d) the Academy Principals.

However, every act of delegation shall be a delegation of powers and duties, and not a delegation or shedding of responsibilities.

The Chief Executive Officer

The Trustees delegate responsibility for the day-to-day operation and performance of the Trust, to the chief executive officer (CEO). This means that as the CEO is accountable to the Board for the performance of the Trust as a whole, the CEO will report to the Board on the performance of the Trust including on the performance of the Trust's schools.

The CEO is performance managed by the Board, and may not be delegated. The CEO performance manages the Academy Principals.

The CEO has the delegated responsibility for the operation of the Trust including the performance of the Trust's academies and as such performance manages the Academy Principals.

The CEO is also the accounting officer so has overall responsibility for the operation of the Trust's financial responsibilities and must ensure that the organisation is run with financial effectiveness and stability; avoiding waste and securing value for money.

The CEO leads the executive management team of the Academy Trust including the Academy Principals, CFO, and Facilities Manager. The CEO will delegate executive management functions to the executive management team, whilst remaining accountable to the Board for the performance of the executive management team.

The Academy Principals are responsible for the day-to-day management of the school they lead and are accountable to the CEO.

The Local Governing Bodies

There are Local Governing Bodies (LGBs) at school level. Each LGB is chaired by a Trustee of the Board in order to ensure a direct link to the trust board. (Membership may include governors of a predecessor school joining the Trust, as part of facilitating continuity).

Each LGB has full delegated authority for their school's pastoral provision. This pastoral delegated authority encompasses admissions, student welfare, behaviour, anti-bullying, safeguarding, child protection, Additional Educational Needs, pupil premium, catering provision and uniform.

In addition, each LGB scrutinises school in and end of year performance data.

The trust board committees

The Trustees have established committees with delegated authority to make decisions and to provide advice and support, informing the overall work of the Board. However, these committees are not legally responsible or accountable for statutory functions – the Board retains overall accountability and responsibility. The Board may appoint committee members and committee chairs. The responsibilities of committees are set out in their terms of reference and are summarised below.

The **Standards and Outcomes Committee** monitors the educational performance of each of the schools in the Trust, considering educational aims and setting appropriate performance targets. It also oversees arrangements for individual committee members to take a leading role in specific areas of provision e.g. special educational needs and disabilities, or child protection.

The **Resources and People Development Committee** considers: the Trust's financial priorities; the management accounts; the appropriate charging of expenses; and draft budgets submitted by Trust schools. The committee also: ensures that the Trust has proper insurance cover and that the regulations relating to funding are complied with; sets and monitors human resource policies/contractual terms; and monitors the management of the estate.

Given the currently small size of the Trust, this Committee also advises the Board on: the adequacy and effectiveness of internal financial control and risk management; control and governance processes; securing value for money; the terms of appointment and the remuneration of the external auditor and the internal audit service provider; and on audit strategy. A separate Audit and Risk Committee will be established to undertake these activities, on the future growth of the Trust.

KEY

Level 0: Members

Level 1: Board of Trustees

Level 2: Board Committees

Level 3: CEO

Level 4: Academy Principals

Level 5: Local Governing Body

✓ Action to be undertaken at this level/overall ownership

In the event of any differences between this document and, for example, Committee Terms of References or policies of the Trust, the arrangements specified in this document take priority.

AS Provide input to those accountable for decision making (in the case of Committees, the name of the Committee indicates which Committee provides input)

In the event of any differences between this document and, for example, Committee Terms of References or policies of the Trust, the arrangements specified in this document take priority.

Area	Function	Delegation						
		Members	The Board	Board Committee	CEO	CFO	Academy Principal	Local Governing Body
The Governance Framework								
People	Appoint/remove Members	✓						
	Appoint/remove Trustees	✓						
	Appoint/remove co-opted Trustees		✓					
	Agree role descriptions for Trustees/Chairs/specific roles/committee members		✓					
	Appoint and remove Committee Chairs		✓					
	Appoint and remove Company Secretary		✓					
Systems and Structures	Approve amendments to Articles of Association	✓	AS		AS			
	Establish governance structure (Committees) for the Trust and review annually		✓	AS	AS			
	Agree terms of reference for Trust Committees (including audit if required, and scheme of delegation for Local Governing Bodies) and review annually		✓	AS	AS	AS		✓
	Agree terms of reference for Local Governing Body and review annually		✓		AS	AS	AS	
	Review Trustee contribution on an annual basis	✓						
	Review Local Governing Body members' contribution on an annual basis		✓			AS	AS	
	Plan for succession		✓		AS	AS	AS	
	Agree annual schedule of business for the Board		✓	AS	AS	AS		
	Agree annual schedule of business for Committees		✓	AS	AS	AS		
	Agree annual schedule of business for Local Governing Body Board		✓		AS	AS	AS	AS
Reporting	Ensure Trust governance details on Trust and academies' websites		✓		AS	AS		
	Register of all interests, business, pecuniary, loyalty for Members/Trustees/Committee members: establish and publish		✓		AS	AS		

	Annual report on performance of the Trust: submit to Members and publish		✓	R&PD	AS	AS		
	Submit annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money		✓	R&PD		✓		
Being Strategic								
Being Strategic	Determine Trust wide policies which reflect the Trust's ethos and values		✓	✓ (in line with delegation)	AS	AS	AS	✓ (in line with delegation)
	Agree central spend / top slice		✓	R&PD	AS	✓		
	Management of risk: establish Register, review and monitor		✓	R&PD		✓		
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓
	Determine Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured	✓	✓	S&O R&PD	✓	✓	AS	✓ (in line with delegation)
	Determine school's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured				✓	✓	✓	✓ (in line with delegation)
	Appoint and dismiss CEO	✓	✓	✓				
	Appoint and dismiss Academy Principals		✓					✓
	Agree budget plan to support delivery of Trust key priorities		✓	R&PD	AS	✓		✓
	Agree budget plan to support delivery of key school priorities		✓	R&PD	AS	✓	AS	✓
	Agree Trust's staffing structure		✓	R&PD	AS	AS	AS	
	Agree school staffing structure				✓	AS	AS	AS
Holding To Account								
	Agree auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment)		✓	R&PD Pastoral	AS	AS	AS	

Holding to account	Agree reporting arrangements for progress on key priorities		✓		AS			
	Undertake performance management of the CEO		✓					
	Undertake performance management of Academy Principals				✓			✓
Ensuring Financial Probity								
Ensuring financial probity	Appoint Chief Financial Officer for delivery of Trust's detailed accounting processes and oversight of all aspects of the Trust's financial work and performance		✓	R&PD	AS			
	Trust's financial code of practice: establish and review		✓	R&PD	AS	✓		
	External auditors' report: receive and respond		✓	R&PD	AS	✓		
	Internal auditors' report: receive and respond		✓	R&PD	AS	✓		
	CEO pay award: agree		✓					
	Academy Principals' pay award: agree			R&PD	✓			✓
	Staff appraisal procedure and pay progression: monitor and agree			R&PD	✓	AS	AS	
	Benchmarking and Trust wide value for money: ensure robustness			✓ R&PD	AS	✓		
	Benchmarking and school value for money: ensure robustness			✓ R&PD	AS	✓	AS	
	Develop Trust wide procurement strategies and efficiency savings programme			R&PD	✓	✓		

Authorised Expenditure Limits

The Principals have delegated authority to incur expenditure, as necessary, up to the limit of £10,000 (excluding VAT) per order, or per contract where one contract comprises several individual orders and/or payments, provided this expenditure is planned for in the approved Trust budget.

The Chief Financial Officer and Finance Manager have delegated authority to incur expenditure, as necessary, up to the limit of £20,000 (excluding VAT) per order, or per contract where one contract comprises several individual orders and/or payments, provided this expenditure is planned for in the approved Trust budget.

The CEO has delegated authority to incur expenditure, as necessary, up to the limit of £30,000 (excluding VAT) per order, or per contract where one contract comprises several individual orders and/or payments, provided this expenditure is planned for in the approved Trust budget.

The R&PD has delegated authority to incur expenditure, as necessary, up to the limit of £35,000 (excluding VAT) per order, or per contract where one contract comprises several individual orders and/or payments, provided this expenditure is planned for in the approved Trust budget.

All expenditure over the value of £35,000 (excluding VAT) per order, or per contract where one contract comprises several individual orders and/or payments must be approved by the Board of Trustees.

On an exceptional time critical basis, the CEO has delegated authority to incur unbudgeted expenditure up to £10,000. Such expenditure will be brought to the attention of the RWDC within 3 working days. Seeking retrospective approval would almost certainly be a disciplinary matter. All unplanned expenditure above this delegated authority level is to be brought to the RWDC for consideration and passed to the board of trustees for approval.

The R&PD or Board may amend, suspend or remove any of the aforementioned delegated Authorised Expenditure Limits at any time.

Policies

The Board delegates authority to adopt, monitor and review the following policies of the Trust as specified below.

LGB Pastoral Policies:

- Accessibility Plan
- Admissions Policy - in year and Year 6
- Anti-Bullying Policy
- Attendance and Punctuality Policy
- Behaviour for Learning Policy
- Careers Education Information, Advice and Guidance Policy
- Child Protection Policy/Safeguarding
- Children Looked After Policy
- Code of Conduct - Acceptable Use Students
- Collective Worship Policy
- Drugs Education Policy
- Equality Policy

- Fixtures Policy
- Home-School Agreement
- Mental Health Policy
- Sixth Form Attendance Policy
- Special Educational Needs and Disabilities Policy
- Sex and Relationships Education Policy
- Supporting Students with Medical Conditions Policy

Standards and Outcomes Committee:

- Assessment, Recording and Reporting Policy
- Curriculum Policy
- Home-Learning
- Internet Usage Policy
- Learning and Teaching Policy
- Marking Policy
- Off-Site Visits Policy and Code of Conduct
- Provider Access Policy
- Public Examinations and Appeals Policy
- Rarely Cover Policy

Resources and Workforce Committee:

- Business Continuity Plan - school to confirm
- Charging and Remissions Policy
- Data Protection; eSafety; Acceptable Usage of IT Systems Policy
- Emergency Evacuation
- Employee Privacy Notice
- Fair Processing
- Financial Procedures Manual
- Freedom of information Publication Scheme
- Gifts and Hospitality Policy
- Health and Safety Policy
- Investments Policy
- Local Government Pension Scheme
- MAT Reserves
- Parent Privacy Notice
- Reserves Policy - school to confirm
- Schedule of Delegation
- Secure handling, use retention and disposal of disclosures and disclosure information
- Single Central Record
- Students' Privacy Notice
- 16-19 Bursary Fund Policy
- All HR Policies:
 - Adoption Policy
 - Alcohol and Drugs at Work Policy
 - Anti-Bribery Policy
 - Appointment of Support Staff Policy
 - Appointment of Teaching Staff Policy

- Capability of Staff
- Code of Conduct – Staff
- Code of Conduct - Acceptable Use Staff, Governors and Visitors
- Code of Conduct – Governors
- Complaints Policy
- Employee Value Scheme
- Eyesight Testing Policy
- Family Provisions
- Fair Processing Notice
- Flexible Working Policy
- Guidance on Arrangement for Leave
- Harassment and Bullying Policy
- Leave of Absence Policy
- Managing Aggressive Behaviour from Parent/Carers
- Maternity Leave
- Parental Leave
- Paternity Leave
- Probationary Procedure for Support Staff
- Recruitment of Ex-Offenders Policy
- Restructure Guidance
- Safer Recruitment Policy
- Salary Advance policy
- Shared Parental Leave
- Smoke Free Policy
- Staff Disciplinary Procedure
- Staff Dress Code
- Staff Grievance Procedure
- Staff Health and Attendance Policy
- Staff Appraisal Policy
- Staff Pay Policy
- Whistleblowing Policy

The Board delegates authority to the CEO to adopt, monitor and review the following procedures/protocols/policies:

- Academy improvement plans (Principals; local document)
- Academy self-evaluation documents (Principals; local document)
- Academy development plans (Principals; local document)
- Risk assessments (Principals; local document)

Appendix 1

Reserved matters

The Reserved Matters are:

- 1 to change the name of the Academies or the Academy Trust;
- 2 to change the Objects (which would require Charity Commission and Secretary of State consent in any event);
- 3 to determine the educational character, mission or ethos of the Academies;
- 4 to change the structure of the Board of Trustees or the constitution and terms of reference of any committee of the Board of Trustees;
- 5 to alter or amend the Articles or this Scheme;
- 6 to pass a resolution to wind up an Academy or the Academy Trust;
- 7 to establish a trading company; 8 to sell, purchase, mortgage or charge any land in which the Academy Trust has an interest; 9 to approve the annual estimates of income and expenditure (budgets) and major projects;
- 10 to appoint auditors and investment advisers;
- 11 to sign off the annual accounts;
- 12 to appoint or dismiss the Academy Principals or the Clerk to the Trustees;
- 13 to settle the division of executive responsibilities between the Trustees on the one hand and the Academy Principals on the other
- 14 to do any other act which the Funding Agreements expressly reserve to the Board of Trustees or to another body (including for the avoidance of doubt, terminating the Funding Agreement or any part thereof);
- 15 to do any other act which the Articles expressly reserve to the Board of Trustees or to another body; or
- 16 to do any other act which the Board of Trustees determine to be a Reserved Matter from time to time