



ASSISI   
CATHOLIC  
TRUST

*'Start doing what's necessary  
then do what's possible  
and suddenly you are doing the impossible'*

SCHEME OF DELEGATION

1<sup>st</sup> May 2018

**Winckworth**  
Sherwood

## **CONTENTS**

### **1. INTRODUCTION AND EXECUTIVE SUMMARY**

1.1 Introduction

1.2 Executive Summary

### **2 VISION AND VALUES**

### **3 ACCOUNTABILITY: GOVERNANCE AND MANAGEMENT STRUCTURES**

3.1 Overall Structure

3.2 Role of the Members and the Diocesan Education Service

3.3 Role of the Trustees and the Trust Board

3.4 Role of the Accounting Officer and any Executive Team

3.5 Role of the Executive Leadership Team

3.6 Role of the Governors and the Local Governing Committees

### **4. DELEGATED AUTHORITY AND RESPONSIBILITIES OF THE LOCAL GOVERNING COMMITTEE**

4.1 General Provisions

4.2 Finance and Audit

4.3 Curriculum and Standards

4.4 Personnel

4.5 Admissions and Exclusions

4.6 Premises

4.7 Community Activities and Engagement

### **5. SUPERVISION AND INTERVENTION**

5.1 Supervision and Reporting

5.2 Intervention and Removal of Delegated Responsibility

## **6. FUNCTIONING OF THE LOCAL GOVERNING COMMITTEE**

6.1 Constitution of the Local Governing Committee

6.2 Term of office

6.3 Resignation and Removal of Governors

6.4 Disqualification of Governors

6.5 Appointment of Chair and Vice Chair

6.6 Committees and Further Delegation

6.7 Meetings

6.8 Quorum for Meetings

6.9 Notices

## **APPENDICES**

**1. DIOCESAN MEMORANDUM OF UNDERSTANDING**

**2. FINANCIAL REGULATIONS MANUAL**

**3. LEADERSHIP AND GOVERNANCE DECISION PLANNER**

**4. RISK MANAGEMENT POLICY AND FORM OF RISK REPORTS**

**5. TERMS OF REFERENCE FOR THE [FINANCE AND] AUDIT [AND RISK] COMMITTEE**

**6. CONFLICT OF INTEREST POLICY**

**7. TERMS OF REFERENCE FOR THE EXECUTIVE LEADERSHIP GROUP**

**8. TERMS OF REFERENCE FOR AN INTERVENTION BOARD**

**9. TRUSTEE CORE COMPETENCIES AND CODE OF CONDUCT**

**10. LOCAL GOVERNING COMMITTEE CODE OF CONDUCT**

## Introduction and Executive Summary

### 1.1. Introduction

- 1.1.1. Assisi Catholic Trust (referred to herein as “ACT” or the “**Trust**”) was established on 1<sup>st</sup> May 2018 as a multi academy trust and, in consequence of it entering into both a Master Funding Agreement and a number of Supplemental Funding Agreements (the “**Funding Agreements**”), operates and maintains a group of Catholic schools in the Diocese of Brentwood (the “**Academies**”). The Academies shall at all times remain Catholic schools, conducted in conformity with any trust deed governing the use of land used by the Trust and in conformity with canon law and with the teachings of the Catholic Church. Both the Trust and the Academies must comply with any advice or directive issued by or on behalf of the Diocesan Bishop.
- 1.1.2. The Trust is both a company limited by guarantee, registered at Companies House (Company Number 10236797) and, by virtue of its charitable object “to.... advance the Catholic religion in the Diocese by such means as the Bishop may think fit and proper by establishing Catholic schools ....and with the approval of the Bishop other Academies” (i.e. schools which are not Catholic schools) is a charity. The Trust is not a registered charity but an “exempt” charity, regulated by the Secretary of State for Education, who acts as the principal regulator.
- 1.1.3. The Trust’s constitution is set out in its **Articles of Association** and this Scheme of Delegation has been put in place in accordance with the provisions of the Articles and should be read in the light of them. This includes the **Diocesan Memorandum of Understanding**, referenced at Appendix 1, which must be observed and complied with.
- 1.1.4. The purpose of this Scheme of Delegation is to provide clarity as to the role and responsibilities of those who contribute to the governance of the Academies and the Trust itself. All those with governance and management responsibilities must be familiar with this Scheme of Delegation so that appropriate steps can be taken to ensure there is sufficient and proper challenge of those with leadership responsibilities, to ensure that senior leaders are held to account for the performance of the Academies and that there is financial stability within the Trust.
- 1.1.5. This Scheme of Delegation will apply to each of the Academies.

- 1.1.6. The Effective Date of this Scheme of Delegation is 1st May 2018 and it will be reviewed every two years, on the recommendation of and in consultation with the Executive Leadership Team and the Diocesan Education Service.

## **1.2 Executive Summary**

This Scheme of Delegation identifies those with governance and leadership responsibilities and seeks to articulate the principles of governance within the Trust and how decisions are made (and overseen).

- 1.2.1 The Members of the Trust are the Bishop of Brentwood, the Brentwood Roman Catholic Diocesan Trust (often referred to as “the corporate trustee”) and the Episcopal Vicar for Schools and Colleges. Where the Trust operates a religious order school or schools, a representative of the relevant religious order will be invited by the Bishop to be a Member. The Members oversee and hold the Trust Board to account and will ensure that the values of the Trust are upheld including the schools’ religious character and distinctiveness
- 1.2.2 The Trust Board is made up of Foundation Directors appointed by the Bishop. Its key responsibilities are to develop the vision and values of the Trust, provide strategic leadership, hold leadership to account and to ensure the financial viability of the Trust and each of its schools. The Trust Board is the accountable body, answerable in part to the Secretary of State for Education as well as the Bishop.
- 1.2.3 The Trust Board delegates some governance decision making and the day to day oversight of school leadership to a Local Governing Committee.
- 1.2.4 To ensure effective collaboration and the dissemination of good practice, headteachers meet as an executive leadership group and some strategic decision making responsibility is vested in this group. It is intended that this group meet regularly and Chairs of Local Governing Committees will be invited to attend two of these meetings a year to provide an opportunity to consider the impact of the Trust as a whole and how it is meeting the needs of its communities with the view to supporting the Trust Board in making strategic decisions about the future priorities for the Trust and its schools.

1.2.5 To aid swift decision making a summary of key decision making responsibilities is set out in Appendix 3 entitled **Leadership and Governance Decision Planner**.

## **2 VISION AND VALUES**

2.1 The Assisi Catholic Trust fulfils the primary purpose of Catholic schools by providing and promoting excellent Catholic education, enabling everyone to reach their full potential in union with God. We are fulfilling this purpose more effectively by coming together as equal partners in a Catholic multi-academy trust, with Jesus Christ at the centre of our life, enabling each school to flourish and live out its Mission living our gospel values.

2.2 The Academies, and those responsible for the governance and management of the Trust and the Academies, have committed to working in partnership, supporting one another. The drafting and adoption of this Scheme of Delegation has been guided by the following principles:

### **2.2.1 Catholic Ecclesiology**

The Trust is part of a family of Catholic schools that exist to further the Church's saving mission by educating its young people in accordance with the teachings of the One Teacher, Jesus Christ. In carrying out any functions on behalf of the Trust all Members, Directors and those in any way involved in the business of the Trust and the Academies recognise the Bishop of Brentwood as the Chief Teacher and the focus of unity in the Diocese and will carry out those functions and responsibilities in full communion with him and in accord with the mind of the Catholic Church. Accordingly, the functions of the Trust and the Academies will be conducted in accordance with the following principles and observing the commitments set out in the Diocesan Memorandum of Understanding.

### **2.2.2 Equal Partners**

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

### **2.2.3 Transparency**

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

#### **2.2.4 Subsidiarity**

Decisions are to be taken at the level nearest to those affected by those decisions which is compatible with the principles of solidarity and support for the common good, avoiding unnecessary bureaucracy and aiming in so far as possible to make changes to established practices only where it can be demonstrated there is a reasonable need. Where governance responsibility is delegated appropriate decision making authority will be given. The parameters of such authority will be clear and those to whom responsibility is given will be required to report to those who retain overall responsibility.

#### **2.2.5 Solidarity**

All those with responsibility for the Trust and the Academies share a particular commitment to the mutual support of all Academies for whom the Trust is responsible, especially those that are in need of assistance at any particular time. Accordingly, this Scheme of Delegation recognises the obligation to contribute to the common good of all Academies from out of the resources entrusted to them. The Trustees will ensure that common action and collaboration is conducted at the correct level and that the balance between subsidiarity and solidarity serves the common good in the most appropriate way.

#### **2.1.6 The Common Good**

All recognise their responsibility towards the common good, not just of the Academies for whom the Trust is responsible and the wider Diocesan family of schools, but of all of the families and communities in the areas served by the Trust. In light of the principle of common good, those with particular responsibility for an Academy acknowledge the desire and obligation on the Trustees to put in place measures to ensure that any Academy for whom the Trust is responsible is supported when the need arises.

### 3 ACCOUNTABILITY: GOVERNANCE AND MANAGEMENT STRUCTURES

#### 3.1 Overall Structure

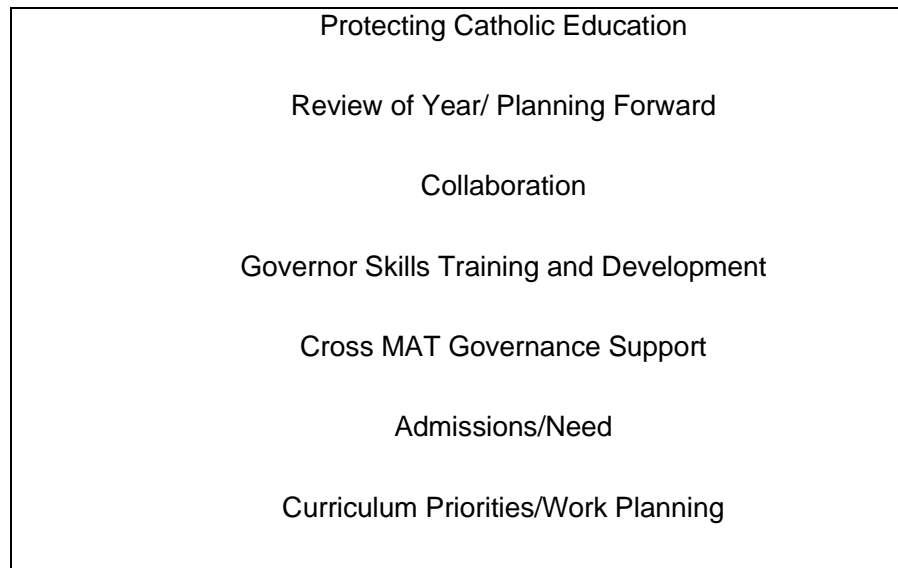
- 3.1.1 The nature of the Trust as a company running multiple academies means there are many governance and management layers.
- 3.1.2 The “**Members**” of the Trust are equivalent to shareholders of a trading company but as the Trust is charitable with no power to trade or distribute profit to shareholders, the Members are best viewed as guardians of the constitution and the Trust’s vision and values, ensuring the charitable object is fulfilled. Each Member’s liability is limited to £10 and, in view of the limited liability and therefore scope for accountability, they have limited governance and no day to day management responsibilities.
- 3.1.3 The corporate management and “trustee” responsibility for the Trust is vested in the “**Trustees**”, who will be the company directors registered with Companies House. The Trustees are personally responsible for the actions of the Trust and the Academies and are accountable to the Members, the Secretary of State for Education and the wider community for the quality of the education received by all pupils of the Academies and the expenditure of public money. The Trustees are required as Trustees and pursuant to the Funding Agreements to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Trust. The Trustees meet as a board of Trustees, generally known as the “**Trust Board**”. All Trustees have the same responsibility to act in the best interests of the Trust and the Academies, irrespective of their role on the Board i.e. whether appointed in an executive capacity or appointed as a representative of the Academies.
- 3.1.4 The Trustees oversee the management and administration of the Trust and the Academies run by the Trust and delegate authority and responsibility to others, including executive officers and individuals who are locally based who can undertake the day to day management and governance of the Academies. The Trust Board will continue to have the necessary strategic and legal oversight of the Trust and will monitor all activities; determining the strategic direction of the Trust, assessing the performance of the Academies and establishing and reviewing the policies and practices governing the life of the Academies, at all times being supported and working with both the Executive Leadership Team and the Local Governing Committees.



3.1.5 Article 101 of the Articles of Association provides for the appointment by the Trustees of committees or working groups to whom the Trust Board may delegate certain functions and responsibilities. The Trust Board has established “**Local Governing Committees**” for each of the Academies and their power is derived from the Trust Board. Like the Trustees on the Trust Board, the individuals (the “**Governors**”) serving on a Local Governing Committee are also responsible for fulfilling a largely strategic, governance role in the conduct of the Academies in conjunction with the “**Principal**” (executive headteacher, headteacher or head of school, as the case may be), who is responsible for the internal organisation, management and control of the Academy (or Academies where schools are federated or an executive arrangement is in place). The Trust Board will also delegate management responsibility directly to the Principals, who will report primarily to the Local Governing Committee but subject to the oversight exercised by the Trust Board.

3.1.6 The Trust Board has also set up a committee, the “**Executive Leadership Team**” of representatives of the Academies to provide a focus for the setting of policy and to develop the strategic vision of the Trust. The Executive Leadership Team will both support and advise the Trust Board and will facilitate communication between the Trust Board and the Local Governing Committees as well as provide an opportunity for the Academies to explore and develop areas of collaboration and shared working. All head teachers and Chairs of the Local Governing Committees will be invited to participate in the Executive Leadership Team though this structure is to be revised 1 year after the formation of the Trust and annually thereafter. This group will also act as a strategic advisor on educational matters to ensure the long term success of the Academies and that continuous improvement is made within all Academies. Principals will meet at least once a term and the full Leadership Group (i.e. including Chairs of the Local Governing Committees) will meet once a year; in November. The agenda for the Principal meetings will be flexible and adapted to need. It is expected that the focus for the full Leadership Group meeting will be as follows:

<b>Focus for November meeting of Chairs of LGC’s and Principals</b>
Strategy
Vision



A representative of the Trust Board may be asked to attend at the invitation of the Chair of the Executive Leadership Team. The Members will be informed of the date for the meetings of the full Leadership Group on the expectation that periodically a representative of the Members may attend. The Trust Board recognises the important role played by the Executive Leadership Team and commits to keeping the Executive Leadership Team informed and to have regard to any advice or guidance provided by the Executive Leadership Team on any matter affecting the Trust or the Academies. Further detail is set out in section 3.5 below.

### **3.2 Role of the Members and the Diocesan Education Service**

3.2.1 The Members are the guardians of the constitution, determining the governance structure of the Trust and providing oversight and challenge of the Trustees to ensure the charitable object of the Trust is being fulfilled. In view of the overarching role of the Members, the Diocesan Bishop will be a Member together with the Brentwood Diocesan Trust and the Episcopal Vicar for Schools and Colleges. Where the Trust operates a religious order school or schools, a representative of the relevant religious order will be invited by the Bishop to be a Member.

3.2.2 The Members' key responsibilities are:

3.2.2.1 to secure Catholic education and ensure the Trust remains true to its vision and values;

3.2.2.2 to ensure the Objects of the Trust are met;

3.2.2.3 to determine the Trust's constitution i.e. the Articles and approve of the governance structure; and

3.2.2.4 to support the Bishop in appointing and removing Directors.

3.2.3 The Bishop, through the Diocesan Education Service, will also exercise oversight and supervision as diocesan authority and the Diocesan Memorandum of Understanding seeks to articulate this. Each of the Members, Directors and Governors are required to observe any directions issued by the Bishop and to follow any advice and guidance issued by the Diocesan Education Service on behalf of the Bishop.

### 3.3 Role of the Trustees and the Trust Board

3.3.1 The Trustees have overall responsibility and ultimate decision making authority for the work of the Trust, including the running of the Academies and the growth and development of the Trust. The Trustees have the power to direct change where required.

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

3.3.2.1 to ensure compliance with any legal obligations;

3.3.2.2 to report on the Trust's activities (the Trust must prepare accounts in accordance with the relevant Statement of Recommended Practice for Charities, the so called "**Charity SORP**");

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

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

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

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

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

3.3.3 The Trustees must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated such Trustee to serve on the Trust Board, this will include a conflict of loyalty where there is no obvious benefit involved, as well as a conflict of interest. The Trust Board has adopted a formal **Conflict of Interest Policy**, attached to this Scheme of Delegation as Appendix 4, in order to assist all those involved in the running of the Trust at every level to avoid and manage potential conflicts. Specific attention must be given to any arrangement whereby a Member or Trustee will personally benefit from an arrangement and the Conflict of Interest Policy makes reference to the ESFA's guidance on "related party transactions" which all those involved in the running of the Trust must have regard to. This does recognise however the unique relationship between the Diocese and the Trust which is reflected in the Articles. Trustees must comply with the **Trustee Code of Conduct**, appended at Appendix 9.

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

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

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

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

3.3.4.4 to act as a critical friend to each of the Local Governing Committees and to ensure they are effective;

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

- Human Resources/Employment
- Audit & Risk Management
- Contingencies and Reserves (both central and at Academy level)
- Governance
- Health & Safety
- Operational Matters
- Data Management
- Complaints and Appeals
- Legal Compliance
- Curriculum and Standards
- Community and ethos

3.3.4.6 to work with the Executive Leadership Team to develop the local capacity within the Trust to provide both governance and leadership support and mentoring to the Local Governing Committees and the leadership teams within the Academies, as well as direct school improvement support, facilitating the development of the Academy Action Plans where required;

3.3.4.7 working with the Diocese and having regard to any recommendations by the Diocesan Education Service, to make or facilitate the making of suitable appointments of governors who will serve on the Local Governing Committees, including removing governors who fail to fulfil the expectations on Governors set out in this Scheme of Delegation;

3.3.4.8 to determine the budget for any shared or central expenditure and to support and monitor the individual Academy budgets (acknowledging the principle of full delegation of the Academy's budget to the Local Governing Committee as set out in this Scheme of Delegation);

3.3.4.9 to monitor and evaluate the delivery of the central or shared services and functions provided by any Executive Team, ensuring there is comprehensive

support to the Academies and procuring any strategic third party services as determined appropriate;

3.3.4.10 to ensure there is a proper system for the internal audit of the accounts of the Trust (including the Academies) and the financial procedures followed by the Academies, facilitating the auditing of the Trust's accounts by the Trust's auditors, establishing a formal audit committee adopting the terms of reference set out in Appendix 5 which will be responsible for carrying out periodic internal audits of the Academies' financial processes, procedures and accounting records;

3.3.4.11 to act as the ultimate decision maker in relation to any appeals by staff following disciplinary or grievance procedures;

3.3.4.12 to ensure proper advice is available to the Trust and the Academies in relation to legal and compliance matters;

3.3.4.13 to ensure that insurance or risk protection cover is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and Director liability;

3.3.4.14 to liaise with and support the Local Governing Committees ensuring there is collaboration not just within a region but across the whole Trust, emphasising and facilitating the benefits of such collaboration.

3.3.5 The organisation of the Trust Board is set out in the Articles of Association, which determine meeting frequency, quorum and the appointment of a Chair and Vice Chair. The Trust Board is required to meet at least 3 times a year and the quorum for any meeting is the greater of 3 and a third of the Trustees appointed at any one time.

3.3.6 The following are the core competencies and skills expected of all Trustees (as further noted in the Director Code of Conduct):

3.3.6.1 to work as a team;

3.3.6.2 to attend meetings and be prepared to contribute to discussions;

3.3.6.3 to be respectful of the views of others and to be open to new ideas and thoughts;

- 3.3.6.4 to treat all confidential information confidentially;
  - 3.3.6.5 to develop a deep understanding of the vision and ethos of the Trust, in particular its Catholic purpose, and its Academies and the roles played by all individuals in fulfilment of the Trust and the Church's mission;
  - 3.3.6.6 to understand the policies and procedures of the Trust and how these flow down to the Academies;
  - 3.3.6.7 to support the Trust and the Academies in public and act as an ambassador of Catholic education;
  - 3.3.6.8 to commit to training and skills development
  - 3.3.6.9 to be ready to ask questions;
  - 3.3.6.10 to be focussed on problem solving and be ready to learn from past experiences.
- 3.3.7 Specific skills may be needed if a Trustee is to take responsibility for and lead on a specific area. A periodic skills audit will be undertaken and Trustees should expect to be able to articulate to the Members and to each other their contribution to the success of the Trust and the Academies.

### 3.4 Executive Functions

- 3.4.1 As a non-executive body, the Trust Board must rely on others to fulfil the executive functions. For the most part, this responsibility will fall on the Principals of the Academies, supported by the school leadership teams. Certain functions relating to the management of the Trust itself or which relate to the activities of more than one Academy may be undertaken by an **“Executive Team”**.
- 3.4.2 The need for and size of the Executive Team will be determined by the Trust Board, in consultation with the Executive Leadership Team. Where possible, resources will be drawn from the Academies themselves rather than the use of external consultants or through recruitment. This will include the identification of persons who will fulfil the roles of the **“Accounting Officer”** and **“Chief Financial Officer”** as required by the Academies Financial Handbook. For more information on these roles please see the Trust's Financial Regulations Manual.
- 3.4.3 The likely principal functions of the Executive Team are:

- 3.4.3.1 to manage the conversion of schools to Academies. Prior to a school's conversion, the Executive Team will carry out relevant due diligence to establish the school's position and identify any actions required to address areas of weakness or opportunities for improvement (including the formulation of a 12 month strategic plan for the Academy (the "**Academy Action Plan**")), and, in conjunction with the Diocesan Education Service, the Regional School Commissioner, the relevant Local Authority and the Trust's solicitors, will manage the associated legal processes;
  - 3.4.3.2 following conversion and where appropriate, to assist with the development and implementation of the Academy Action Plan;
  - 3.4.3.3 to provide operational and management support to the Principals and senior leadership teams within the Academies (including assisting with budget setting);
  - 3.4.3.4 to facilitate the production of management information on the Academies and to support the production of the Trust's and the Academies' financial accounts;
  - 3.4.3.5 to support any Trust wide projects;
  - 3.4.3.6 to ensure that insurance or risk protection cover is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and Trustee and governor liability;
  - 3.4.3.7 to undertake the strategic management of the whole school estate, advising the Trust Board on areas of risk and assessing the Trust's overall safeguarding responsibilities, including assisting the Local Governing Committees in drawing up a long term estate plan which identifies areas in need of expansion and/or development and areas likely to be surplus to requirements; and
  - 3.4.3.8 to take a lead on any capital bids and allocations, supporting the Academies' premises teams to carry out works safely and cost effectively.
- 3.4.4 The cost of the functions undertaken by the Executive Team and the Trust Board are generally funded on a fair and equal basis by the Academies by the contribution of a percentage of the central government funding provided for each Academy the "**Partnership Contribution**". This contribution will be set each year against a budget for the shared costs approved by the Trust Board in consultation with the Executive Leadership Team. The percentage may vary according to the level of



activities undertaken and costed on a menu type basis. Additional funding received by the Trust from other non-Academy sources (such as other government grants) will contribute directly to the shared costs and will offset the Partnership Contribution required from the Academies.

### **3.5 Role of the Executive Leadership Team**

- 3.5.1 The Trust operates across an area identified by the Diocese. Academies have been grouped within their Deaneries in order to promote shared working and to build leadership capacity and expertise, with an emphasis on standards and school improvement. Principals will meet twice a term and the full Leadership Group (i.e. including Chairs of the Local Governing Committees) will meet at least once a year in November.
- 3.5.2 The Executive Leadership Team will provide an important opportunity and forum for collaboration and school to school support. It may also provide an opportunity for benchmarking and peer to peer review. As well as delegating some decision making to the Executive Leadership Team, the Trust Board is expected to consult regularly with the Executive Leadership Team and have regard to any advice or views shared by the Executive Leadership Team as to the threats and opportunities facing the Academies and the Trust more widely.
- 3.5.3 Terms of Reference for the operation of the Executive Leadership Team are attached to this Scheme of Delegation as Appendix 7.
- 3.5.4 The Trust Board will have regard to the interests of all the Academies in deciding and implementing any policy or exercising any authority in respect of any one or all of the Academies for which it is responsible. Notwithstanding this, the priority for the Trust Board is to put in place measures to ensure that any of the Academies are supported when the need arises. Where this may have a financial impact on the funding of the support provided by or on behalf of the Trust Board, any policy shall first be discussed with the Executive Leadership Team and its views taken into account and considered in relation to the setting and implementation of any such policy.

### **3.6 The role of the Governors and the Local Governing Committees**

- 3.6.1 The role of a Governor within a multi academy trust is an important one. In developing a governance structure, the Trust has sought to ensure that as much as possible the responsibility to govern is vested in those closest to the impact of

decision making and that such responsibility matches the capacity of those assuming responsibility. The Trust Board has established Local Governing Committees for each of the Academies, for the most part made up of individuals drawn from the Academy's community, both as elected and appointed members, with an emphasis on appropriate skills and experience.

- 3.6.2 The Governors serving on such Local Governing Committees are accountable to the Trust Board (which in turn of course is accountable to the Bishop, the Members and to the Department for Education) as well as to the communities they serve.
- 3.6.3 Whilst not trustees under charity law, nevertheless, the Governors are under a duty to act in good faith and in the best interests of the Academy and the Trust, which includes all the Academies. This duty includes a responsibility to do the following:
  - 3.6.3.1 to ensure the Academy complies with its legal obligations;
  - 3.6.3.2 to fulfil the charitable object of the Trust;
  - 3.6.3.3 to act with integrity and to avoid any personal conflicts of interest and not to misuse any charitable funds or assets of the Academy or the Trust;
  - 3.6.3.4 to act prudently in the financial management of the Academy, avoiding putting any assets, funds or reputation of the Academy or the Trust at undue risk;
  - 3.6.3.5 to exercise reasonable care and skill, using personal knowledge and experience to ensure the Academy is well run and efficient;
  - 3.6.3.6 to act responsibly, getting advice from others from within the Trust and if appropriate external professional advisors;
  - 3.6.3.7 to act as an ambassador of the Trust and in a way which is consistent with the vision and values of the Trust.
- 3.6.4 Governors must act independently and in the best interest of the Academy even if those interests conflict with those of the body or organisation that might have appointed or nominated them to serve on the Local Governing Committee. As with the Trustees, the Governors must comply with the Trust's Conflict of Interest Policy.
- 3.6.5 The specific tasks and responsibilities of the Governors are as follows, with further detail set out in Section 4 of this Scheme of Delegation:

- 3.6.5.1 to fulfil the vision and ethos of the Trust in so far as it relates to the Academy, ensuring that the Academy achieves the aims and ambitions it has for its pupils, having regard in particular to the benefits of being part of a family of Catholic schools which stresses the importance of collaboration and mutual support;
- 3.6.5.2 to implement and review from time to time the strategic plan for the Academy (including any initial Action Plan), focussing on the Academy's performance and achieving sustained school improvement and having regard to any locally agreed priorities identified by the Executive Leadership Team;
- 3.6.5.3 to act as a critical friend to the Academy's senior leadership team, being ready to challenge and hold senior leaders to account for all aspects of the Academy's performance;
- 3.6.5.4 to oversee the management of the finances of the Academy, assessing the annual budget prepared by the Academy's Principal (with the support of the Academy's senior leadership team) and submitting such for approval by the Trust Board, ensuring that the Academy works within its budget and the Academy's senior leadership team adopts and implements appropriate risk and financial management policies and practices including in particular any adopted by the Trust Board for application across all the Academies;
- 3.6.5.5 to support the Academy's Principal in the development and review (from time to time) of an appropriate staffing structure for the Academy, ensuring there is robust and accountable monitoring of the performance of staff and implementing all and any policies relating to staff adopted by the Trust Board;
- 3.6.5.6 to support the Trust Board in its monitoring and evaluation of the delivery of any central or shared services and functions provided or procured by the Trust for the Academies, reporting any issues or concerns to the Executive Team and, if necessary, the Chair of the Trust Board;
- 3.6.5.7 to promote the benefits of collaboration with the other Academies and to actively seek opportunities to work together either with the aim of improving economic efficiencies within the Academies or identifying and implementing best practice;
- 3.6.5.8 to develop effective links within the Academy's community, communicating openly and frequently as appropriate and ensuring that the Academy meets its

responsibilities to the community and the Diocese and serves the community's needs in relation to the safeguarding and education of its pupils; and

- 3.6.5.9 to engage fully and openly with any inspection of the Academy, whether by the Trust Board, the Diocese, Ofsted or any other appropriate public body to whom the Academy is accountable.
- 3.6.6 Individual Governors may be given primary responsibility for particular functions such as standards, finance, premises and resources with the view to matching skills and experience to functions. This will not affect collective and overall individual responsibility but Governors are expected to use their skills and experience in the fulfilment of their duties.
- 3.6.7 Subject to the provisions of the Companies Act 2006 every member of the Local Governing Committee or other officer or auditor of the Trust acting in relation to the Academy shall be indemnified out of the assets of the Trust against any liability incurred by him or her in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he or she is acquitted (including where there has been an investigation but no formal charges brought) or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.
- 3.6.8 As with the Trustees, the following are the core competencies and skills expected of all Governors:
- 3.6.8.1 to work as a team;
  - 3.6.8.2 to attend meetings and be prepared to contribute to discussions and commit to agreed actions;
  - 3.6.8.3 to be respectful of the views of others and to be open to new ideas and thoughts;
  - 3.6.8.4 to treat all confidential information confidentially;
  - 3.6.8.5 to develop a deep understanding of the vision and ethos of the Trust and its Academies and the roles played by all individuals in fulfilment of the Trust's mission;

- 3.6.8.6 to understand the policies and procedures of the Trust and how these flow down to the Academy;
  - 3.6.8.7 to support the Trust in public and act as an ambassador of the Trust and the Academy and Catholic education more generally;
  - 3.6.8.8 to commit to training and skills development
  - 3.6.8.9 to be ready to ask questions;
  - 3.6.8.10 to be focussed on problem solving and be ready to learn from past experiences.
- 3.6.9 Specific skills may be needed if a Governor is to take responsibility for and lead on a specific area. A regular skills audit will be undertaken and Governors should expect to be able to articulate their contribution to the success of the Academy.
- 3.6.10 The Trust Board also recognises the role that the Academies play in their communities and the Local Governing Committee is free to decide how such support and patronage is given. The Local Governing Committee shall ensure that any support is not inconsistent with the objects of the Trust and the restrictions on the use of its charitable resources and any advice or restriction placed on the Trust by either the Diocese or the Secretary of State (including the Charity Commission). The Local Governing Committee shall ensure that any formal collaboration or support with third parties, including with those with whom the Trust has a strategic partnership is appropriately documented and the details notified to the Audit Committee to assess effectiveness and where financial support is provided for accounting reasons.

## **4 DELEGATED AUTHORITY AND RESPONSIBILITIES OF THE LOCAL GOVERNING COMMITTEE**

### **4.1 General Provisions**

- 4.1.1 The Trust Board reserves the right (subject to consultation with the Executive Leadership Team and any guidance issued by the Diocesan Education Service or approval required from the Bishop and the Diocesan Trustees) to review and alter this Scheme of Delegation and the level of delegated responsibility at any time, noting that it is likely to be reviewed for its effectiveness at least every two years. Whilst the Scheme cannot take the form of a legally binding contract and is subject to the overriding duty on the Trustees to act freely and in the best interest of the Trust, in so far as the Trustees are able they agree to abide by the provisions of it and will consult the Local Governing Committees on any significant changes.
- 4.1.2 Those to whom delegated responsibility is given must acknowledge the limitations on their authority and must not act outside of their authority. Any wilful disregard of the matters expressed in this Scheme is likely to lead to the Scheme being withdrawn. In the event of any serious disagreement between the Trust Board and a Local Governing Committee, which cannot be resolved by the Chair of the Local Governing Committee discussing the matter with the Chair of the Trust Board, will be referred to the Diocesan Education Service for guidance.
- 4.1.3 As a matter of general principle, the Local Governing Committee will adopt and will comply with all policies adopted by the Trust Board and will comply with any direction issued by the Trust Board and have regard to any advice given. The Local Governing Committee will also comply with any requirements of the Diocese and adopt any guidance issued by it.
- 4.1.4 Subject to the provisions of the Companies Act 2006, the Articles and to any directions given by the Members following a special resolution, the governance and management of an Academy shall be delegated by the Trust Board to the relevant Local Governing Committee. The Governors shall exercise all the powers of the Trust Directors in so far as they relate to the Academy, only in accordance with the terms of this Scheme of Delegation, any Trust policy and specific agreement between the Trust Board and the Local Governing Committee. No alteration of the Articles or change to the Scheme shall invalidate any prior act of the Local Governing Committee which would have been valid if that alteration had not been made. Except as provided for in this Scheme of Delegation, the powers given by

this Scheme shall not be limited by any special power given to the Trustees by the Articles or to the Local Governing Committee by this Scheme of Delegation and a meeting of the Local Governing Committee at which a quorum is present may exercise all the powers so delegated.

## 4.2 Finance and Audit

4.2.1 Except as provided for in this Scheme of Delegation, in addition to all powers hereby expressly conferred upon the Local Governing Committee and without detracting from the generality of the powers delegated, the Local Governing Committee shall have the following powers, namely:

4.2.1.1 to expend the funds of the Trust received in respect of the Academy in such manner as the Local Governing Committee shall consider most beneficial for the running of the Academy, acknowledging the responsibility of the Local Governing Committee to pay the Partnership Contribution levied by the Trust; and

4.2.1.2 to enter into contracts on behalf of the Trust in so far as they relate to the Academy and are within the scope of the Local Governing Committee's responsibility as set out in this Scheme of Delegation, subject to the limits to act without specific authorisation as set out in the "**Financial Regulations Manual**" annexed to this Scheme of Delegation as Appendix 2.

4.2.2 Each Academy will have its own bank account, opened by the Trust when the Academy joined the Trust, which shall be operated by the Academy. All cheques, BACS and other electronic orders for the payment of money from such account shall be signed by or authorised in accordance with the Trust's Financial Regulations Manual.

4.2.3 No Trust monies (whether or not authority to expend has been devolved to the Local Governing Committee) shall be paid into any bank account other than a bank account authorised by the Trust Board.

4.2.4 The Trust's accounts shall be the responsibility of the Trust Board overseen by the Audit Committee but the Principal of the Academy shall provide such information about the Academy, as often and in such detail and format as the Audit Committee shall reasonably require, in order to carry out an internal audit of the Academies in accordance with the requirements of the Academies Financial Handbook. Without prejudice to the above, the Principal shall provide management accounts in an

approved format to the Audit Committee at least once per term (three times per year) or as requested by the Audit Committee. These accounts may be shared with the Diocesan Education Service (or Diocesan finance office) at their request.

- 4.2.5 The Local Governing Committee shall ensure that proper procedures are put in place for the safeguarding of funds and that the requirements of the Academies Financial Handbook and the Funding Agreements are observed at all times as well as any requirements and recommendations of the Audit Committee and the Education & Skills Funding Agency. For the avoidance of doubt the Local Governing Committee acknowledges the restriction on borrowing contained in the Funding Agreements.
- 4.2.6 The Trust Board acknowledges the Local Governing Committee's right and intention to use any voluntary (i.e. non grant) funds (including any restricted funds) raised by the Academy for the purposes for which they have been raised and otherwise solely at the discretion of the Local Governing Committee provided this is within the charitable object of the Trust. Proper accounts will be kept by the Principal showing the receipt and use of such funds and the extent to which such funds are restricted, in the light of the obligation on the Trust to note these funds separately in the Trust accounts.
- 4.2.7 The Trust Board also acknowledges that from time to time the Academies themselves may seek to generate additional funds by undertaking certain activities, such as: lettings, the provision of sporting and recreational facilities, running a nursery and/or providing childcare, teacher training, leadership support, school improvement, providing and supporting ICT and other administrative services. In some cases and particularly where such activities do not fall within the charitable object of the Trust, these may need to be channelled through a trading subsidiary, decisions about which will be made by the Trust Board. Any income generated from such Academy activities (and/or gift aided by a trading subsidiary set up by the Trust) in respect of a particular Academy's activities shall be delegated to the relevant Local Governing Committee. Such funds will however be noted separately in the accounts of the Academy and, like all Academies' funds, will be subject to any reserves policy operated by the Trust Board.
- 4.2.8 The Local Governing Committee shall make sufficient funds available to enable the Trust to place such insurance or risk protection cover as is necessary to protect the Academy and the Trust from loss and other risks that shall include (but shall not be limited to) the following (such insurance or risk protection cover to be placed



either with the Diocese's own insurer or through the Education & Skills Funding Agency's Risk Protection Arrangement scheme as directed by the Trust Board with the agreement of the Diocese):

- 4.2.8.1 land, buildings and contents;
- 4.2.8.2 public, employer's and hirer's liability;
- 4.2.8.3 Directors' and Governors' liability and professional indemnity;
- 4.2.8.4 personal accident and school journeys;
- 4.2.8.5 terrorism and business interruption;
- 4.2.8.6 money and fidelity;
- 4.2.8.7 legal expenses, libel and slander;
- 4.2.8.8 engineering.

The Local Governing Committee will fulfil any requirements of the insurers and will notify the Trust Board as soon as reasonably practicable following the occurrence of an event where loss has been suffered or is threatened. The responsibility for notifying the insurers or the ESFA (as the case may be) is the Principal's. The Executive Team and the Principal will provide each other with all necessary information and assistance as may be helpful in the management of any claims.

### **4.3 Curriculum and Standards**

- 4.3.1 The Local Governing Committee shall be responsible for the setting and review of the curriculum priorities for the Academy, but shall have regard to any views of the Trust Board in recognition of the Trust Board's obligation to the Secretary of State to provide a broad and balanced curriculum and to the Diocese in respect of the teaching of RE, relationships and sex education and in relation to collective worship.
- 4.3.2 The Local Governing Committee shall be responsible for the standards achieved by the Academy and the pupils attending the Academy. The Local Governing Committee will support the Principal in the development and implementation of any action plan or school development plan which is to address any weaknesses and

areas for improvement of standards and overall attainment at the Academy, but in so doing shall have regard to and consider any advice and recommendations of the Trust Board and the Diocese Education Service as they might issue from time to time, particularly in relation to benchmarking and target setting.

- 4.3.3 The Local Governing Committee will develop appropriate links with other local schools or education organisations to promote best practices in learning and development and to facilitate peer to peer review and support. The Local Governing Committee will also promote and develop links with local businesses and community organisations which are designed to enrich the school life of pupils and foster citizenship.

#### 4.4 Personnel

##### 4.4.1 Executive Leadership

The responsibility for the appointment and performance management of Principals and members of the Executive Team rests with the Trust Board, who may delegate tasks to either a specific committee or to an individual. The Trust adopts the following policy with regard to any disciplinary matters:

<b>Member of staff</b>	<b>Responsibility for investigation</b>	<b>Decision maker in respect of sickness absence, capability, disciplinary action and/or dismissal</b>	<b>Person/body to whom there is a right of appeal</b>
<b>Chief Executive Officer/ Strategic Lead/ Accounting Officer</b>	Trust Chair with the involvement of the Diocesan Education Service	Decision Panel put in place by Trust Board	Appeal Panel put in place by Trust Board
<b>Member of Trust Executive Team</b>	Chief Executive Officer/ <b>Strategic Lead/ Accounting Officer</b> or nominee	Chief Executive Officer/ <b>Strategic Lead/ Accounting Officer</b> (if nominee investigated) or if Trust Board decides otherwise a Decision Panel put in place by Trust Board	Appeal Panel put in place by Trust Board
<b>Principal/ Headteacher/ Head of School</b>	Chief Executive Officer/ <b>Strategic Lead/ Accounting Officer</b> or nominee with the involvement of the Diocesan	Chief Executive Officer/ <b>Strategic Lead/ Accounting Officer</b> (if nominee investigated) or if Trust Board decides otherwise a Decision Panel put in place by Trust Board	Appeal Panel put in place by Trust Board

<b>Member of staff</b>	<b>Responsibility for investigation</b>	<b>Decision maker in respect of sickness absence, capability, disciplinary action and/or dismissal</b>	<b>Person/body to whom there is a right of appeal</b>
	Education Service and the Chair of the Local Governing Committee		
<b>Member of School Leadership Team or School Business Manager</b>	Principal/ Headteacher/ Head of School	Chief Executive Officer/ <b>Strategic Lead/ Accounting Officer</b>	Appeal Panel put in place by Trust Board, with involvement of Chair of Local Governing Committee
<b>Any other member of staff</b>	Senior officer nominated by Principal/ Headteacher/ Head of School	Principal/ Headteacher/ Head of School	Local Governing Committee

#### 4.4.2 **Principal/Headteacher**

4.4.2.1 The formal power to appoint the Principal (or headteacher or head of school) of each Academy is vested in the Trust Board who must consult with the Diocese Education Service and the Trust's Strategic Lead/Accounting Officer (who will take any views of the Executive Leadership Team as to the requirements for any new Principal into consideration). The Diocese will always be represented on the interview panel as will the Trust's Strategic Lead/Accounting Officer and the Chair of the relevant Local Governing Committee.

4.4.2.2 The appraisal and performance management of the Principals will be undertaken by the Trust Board in collaboration with the Local Governing Committee and an external advisor. Any disciplinary action or capacity review will be undertaken by the Trust Board.

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

#### 4.4.3 **Other Staff**

4.4.3.1 The Local Governing Committee through the Principal shall be responsible for the appointment and management of all other staff to be employed at the Academy provided that the Local Governing Committee and Principal shall:

- 4.4.3.1.1 implement and comply with all policies dealing with staff issued by the Trust Board from time to time;
- 4.4.3.1.2 take account of any pay terms set by the Trust Board;
- 4.4.3.1.3 adopt any standard contracts or terms and conditions for the employment of staff issued by the Trust Board;
- 4.4.3.1.4 adopt appropriate and transparent procedures for the recruitment of staff;
- 4.4.3.1.5 manage any claims and disputes with staff members having regard to any advice and recommendations given by the Executive Team and/or the Trust's insurers or the ESFA;
- 4.4.3.1.6 bring to the attention of the Chair of the Trust Board and, if required, the Trust's insurers and/or the ESFA without delay any claims or disputes with staff that may require a hearing by a panel of members of the Local Governing Committee where escalation is necessary;
- 4.4.3.1.7 seek the advice of the Trust Board where any significant cost is contemplated either in relation to the appointment or resignation of a member of staff, including in relation to ill health retirement or the settlement of any claims or grievances;
- 4.4.3.1.8 not make any appointment of any reserve post (e.g. Head of RE) without involving the Diocesan Education Service.

4.4.3.2 The Local Governing Committee shall carry out or delegate to either the Principal and/or an appropriate committee (as appropriate) the performance management of all staff and shall put in place procedures for the proper professional and personal development of staff taking into account any training and support available from or procured by the Executive Team.

#### **4.5 Admissions and Exclusions**

- 4.5.1 The Local Governing Committee shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no material change will be made to the admissions criteria without the approval of the Trust Board and the Diocese where relevant having regard to the statutory duties and responsibilities on the Trust and the Academy.
- 4.5.2 Any decision to expand the Academy shall be that of the Trust Board who shall have regard to the views of the Local Governing Committee and the Diocese Education Service where appropriate.
- 4.5.3 Any appeal against admissions shall be heard by an independent appeal panel established and authorised by the Local Governing Committee.
- 4.5.4 The Local Governing Committee shall consider any decision by the Principal to exclude any pupil and will be the appropriate body for reconsidering any decision to readmit required by any independent panel hearing.

#### **4.6 Premises**

- 4.6.1 The day to day maintenance and care of the buildings and facilities used in respect of the Academy is the responsibility of the Local Governing Committee (with management responsibility being delegated to the Principal), who shall have regard at all times to the safety of the users of the buildings and the facilities and the obligations of the Trust to the Diocesan Trustee, as the legal owner of such buildings and facilities under the Diocesan Memorandum of Understanding.
- 4.6.2 The Local Governing Committee shall work in collaboration with the Executive Leadership Team (or at their request the Trust Board) in developing a long term estate management strategy that will identify the suitability of buildings and facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the Trust's legal responsibility to ensure the buildings and facilities used by each Academy are maintained to a good standard.
- 4.6.3 Short term lettings and day to day uses of the school buildings and playing fields will be the responsibility of the Local Governing Committee who shall comply with any policy issued from time to time by the Diocesan Education Service regarding such uses.

- 4.6.4 The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trust Board, who must seek the approval of the Diocese.

#### **4.7 Community Activities and Community Engagement**

- 4.7.1 Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income, will be the responsibility of the Local Governing Committee, this shall only be undertaken in a manner consistent with any policy set by the Trust Board and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of the Trust's charitable objects and any threat to funding provided by the Secretary of State. The financial implications are noted above.
- 4.7.2 The Local Governing Committee is responsible for all community engagement and consultation and will acknowledge and reinforce the vision of the Trust in all communications. The importance of building and maintaining good relations with other local schools, businesses and organisations is acknowledged.

## 5 SUPERVISION AND INTERVENTION - RISK MANAGEMENT

### 5.1 Supervision and Reporting

- 5.1.1 Notwithstanding the level of delegated responsibility, the Trustees remain legally responsible for all matters in connection with the Academies and they are required to have systems in place through which they can assure themselves of quality, safety and good practice in the Academies.
- 5.1.2 Once per term in every school year (three times), the Trust Board will request and the Local Governing Committee (or Principal) will provide an [**Operational Risk Management Report**] in a format specified by the Trust Board. [The current form of report is annexed to this Scheme as Appendix 4.]
- 5.1.3 The Local Governing Committee is appointed as a sub-committee of the Trust Board and as such has no separate legal status to that of the Trust or the Trust Board. Consequently, any act or omission of the Local Governing Committee or any officer of the Trust or the Academy that subsequently leads to prosecution or other litigation will be a liability of the Trustees and any event in an Academy that might lead to public criticism or adverse publicity or damage to the reputation of the Trust will also be concern for the Trust Board. In such events and in order to minimise risk, the Chair of the Local Governing Committee or the Principal will as soon as reasonably practicable advise the Chair of the Trust Board (and if appropriate a member of the Executive Team). These events will include the following (but shall not exclude any other event that falls within the generality of the circumstances described above):
- 5.1.3.1 any event leading to loss of life or critical injury on the premises of the academy or during an event off the premises organised or supervised by Academy staff;
  - 5.1.3.2 any sexual or violent or illegal act against a child committed by any person while on the Academy premises under any circumstances;
  - 5.1.3.3 the suspension or summary dismissal of any senior member of staff;
  - 5.1.3.4 any event that requires a report to the Health and Safety Executive or that results in the service of a legal notice on the Academy alleging a breach of fire or health or safety law or regulations;

5.1.3.5 any event that requires a formal hearing by a panel of representatives of the Academy or that results in the service of a legal notice on the Academy alleging a breach of employment law or regulations.

## **5.2 Intervention and Removal of Delegated Responsibility**

5.2.1 The Local Governing Committee shall work closely with and shall promptly implement any advice or recommendations made by the Trust Board in respect of standards and performance (including financial probity), particularly where areas of weakness have been identified by either the Diocesan Education Service or Ofsted.

5.2.2 In the event that intervention is either formally threatened or is carried out by the Secretary of State, the Trust Board expressly reserves the unfettered right to review or remove any power or responsibility conferred on the Local Governing Committee under this Scheme of Delegation in such circumstances. The Trust's Leadership and Governance Decision Planner (Appendix 3) indicates relevant decision making authority which may be temporarily removed from an Academy which is being formally supported by the Trust. Decisions as to whether an Academy is "effective" or to be formally "supported" (beyond the support which the Trust would normally provide or secure for its Academies) will be made by the Trust Board, who will have regard to any advice issued by the Diocesan Education Service. The Trust Board retains the right to dissolve any Local Governing Committee of an Academy which is the subject of formal intervention by Ofsted or the ESFA and if dissolved a transition board will be put in place, the details of which are referred to below.

5.2.3 Notwithstanding the above, the Trust Board and the Local Governing Committee acknowledge the value of maintaining a good working relationship particularly in light of the levels of delegated responsibility within the Trust and the impact this may have on the ability of the Trust Board or the Local Governing Committee to react when standards are falling and/or there is evidence of financial imprudence exposing the Academy or the Trust to a threat of intervention. The Trust Board and the Local Governing Committee in such circumstances make the following commitments to each other:

5.2.3.1 to discuss openly any weaknesses or any situation which may in the opinion of either potentially lead to a threat of intervention by the Secretary of State;



- 5.2.3.2 to use all reasonable endeavours to agree the measures to be taken to improve standards and the performance of the Academy and to support each other in the implementation of those measures, including involving the Diocesan Education Service who will support and advise on steps to be taken and facilitate additional support if needed;
- 5.2.3.3 to allow each other the opportunity to effect improvements at the Academy provided such steps do not seek to undermine the collaborative and respectful approach being adopted by each;
- 5.2.3.4 the Trust Board shall not remove or suspend delegated authority without first agreeing to put in place for an appropriate period of time a transition or improvement board whose responsibility it will be to address the areas of weakness, the terms of reference for such “**Intervention Board**” being set out in Appendix 8 to this Scheme;
- 5.2.3.5 the Trust Board shall not exercise any power to suspend or remove a Principal without first discussing with the Chair of the Local Governing Committee and the Diocesan Education Service the need to ensure that such power is being exercised appropriately and proportionately.

## 6 FUNCTIONING OF THE LOCAL GOVERNING COMMITTEES

### 6.1 Constitution of the Local Governing Committee

6.1.1 A Local Governing Committee shall be established for each of the Academies comprising at least 8 Governors but no more than 12 as follows:

6.1.1.1 the **Principal** of the Academy;

6.1.1.2 at least 1 “**Staff Governor**”, elected or appointed through such process as the Local Governing Committee may determine;

6.1.1.3 at least 1 “**Parent Governor**”, elected by parents or carers of registered pupils at the Academy and being a parent or carer of a pupil at the Academy at the time when elected;

6.1.1.4 such number of “**Foundation Governors**” appointed by the Diocesan Bishop (or the relevant religious order where the Academy is a religious order school) to ensure that the Foundation Governors outnumber all other Governors (including Co-opted Governors) by at least 2;

6.1.1.5 up to 2 “**Additional Governors**” appointed either by the Local Governing Committee or if required by the Trust Board appointed by the Directors.

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

6.1.3 The Trustees (all or any of them) shall also be entitled to attend any meetings of the Local Governing Committee but would not be expected to do so on a regular basis. Any Trustee attending a meeting of the Local Governing Committee shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Committee. However in such circumstances the quorum for the meeting will be increased by one for every Trustee who attends and at the start of the meeting and expresses an intention to vote.

6.1.4 The Governors may also appoint “**Co-opted Governors**” from time to time, who will be appointed to provide specific support to the Local Governing Committee and shall serve for a term of up to 3 years decided at the time of appointment.

## **6.2 Term of office**

- 6.2.1 The term of office for any Governor shall be 4 years, except for any post which is held ex officio. Subject to remaining eligible to be a particular type of Governor, any person may be re-appointed or re-elected to the Local Governing Committee. Any Staff Governor who ceases to be employed at the Academy will be deemed to have resigned as a Governor.
- 6.2.2 A Governor shall serve for no more than 3 terms of office.

## **6.3 Resignation and Removal of Governors**

- 6.3.1 A Governor shall cease to hold office if he or she resigns his or her office by notice to the Chair of the Local Governing Committee. Any vacancy on a Local Governing Committee will trigger an appropriate election or right of appointment. The Chair of the Local Governing Committee shall ensure that any vacancies and appointments are notified to the Diocesan Education Service and the Education & Skills Funding Agency as required by the Funding Agreement.
- 6.3.2 A Governor shall cease to hold office if he or she is removed by the person or persons who appointed him or her, i.e. the Bishop or the Local Governing Committee as the case may be, or in exceptional circumstances by the Trust Board (and in the case of a Foundation Governor only with the approval of the Diocesan Education Service). Whilst at the same time as acknowledging that no reasons need to be given for the removal of a Governor, any failure to uphold the values of the Trust or the Diocese and/or the Academy or to act in a way which is appropriate in light of this Scheme of Delegation, including where the DfE have indicated any concerns as to the suitability of the Governor, will be taken into account.
- 6.3.3 The removal of any elected Parent or Staff Governor will be undertaken only in exceptional circumstances.
- 6.3.4 Where a Governor resigns his or her office or is removed from office, that person or, where he or she is removed from office, those removing him or her, shall give written notice thereof to the Chair of the Local Governing Committee.

## **6.4 Disqualification of Governors**

- 6.4.1 A person serving on the Local Governing Committee shall cease to hold office if he or she becomes incapable by reason of illness or injury of managing or administering his or her own affairs.

- 6.4.2 A person serving on the Local Governing Committee shall cease to hold office if he or she is absent without the permission of the Chair from all the meetings of the Local Governing Committee held within a period of six months and the Local Governing Committee resolves that his or her office be vacated. A Governor may be suspended from office at the discretion of the Local Governing Committee or the Trust Board.
- 6.4.3 A person shall be disqualified from serving on the Local Governing Committee if:
- 6.4.3.1 his or her estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
  - 6.4.3.2 he or she is the subject of a bankruptcy restrictions order or an interim order.
- 6.4.4 A person shall be disqualified from serving on the Local Governing Committee at any time when he or she is subject to a disqualification order or a disqualification undertaking under Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 6.4.5 A person serving on the Local Governing Committee shall cease to hold office if he or she would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 6.4.6 A person shall be disqualified from serving on the Local Governing Committee if:
- 6.4.6.1 he or she has been removed from the office of charity trustee or director of a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he or she was responsible or to which he or she was privy, or which he or she by his or her conduct contributed to or facilitated;
  - 6.4.6.2 or, he or she has been deemed unsuitable to be a governor of a school or trustee of an academy by the Secretary of State.
- 6.4.7 A person shall be disqualified from serving on the Local Governing Committee where he or she has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or

a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.

- 6.4.8 Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the Local Governing Committee, and he or she was, or was proposed, to so serve, he or she shall upon becoming so disqualified give written notice of that fact to the Chair of the Local Governing Committee.

## 6.5 Appointment of the Chair and Vice-Chair

- 6.5.1 The Governors shall each school year, at their first meeting in that year, elect a Chair and a Vice-Chair from amongst the **Foundation Governors**.

- 6.5.2 The role of the Chair of the Local Governing Committee is an important one, demanding yet worthwhile. The Chair is elected by the Governors annually but because of the vital link and the importance of maintaining a strong and effective relationship between the Local Governing Committee and the Trust Board, the appointment following election is subject to the approval of the Trust Board and subject to any further requirements of the Diocesan Education Service. The Chair must be approachable, readily accessible and ready to take issues and ideas raised by Governors seriously.

- 6.5.3 The Chair's specific duties are to:

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

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

6.5.3.3 work closely with the Principal and the Chair of the Trust Board to ensure there is proper challenge and encouragement;

6.5.3.4 ensure that school improvement is the focus of all policy and strategy for the Academy, reminding Governors of this as often as necessary;

6.5.3.5 hold Governors to account, ensuring the business of the Local Governing Committee is conducted efficiently and effectively, chairing meetings ensuring

all members have the opportunity to contribute and are listened to with clear decisions being made when necessary.

- 6.5.4 The Chair or Vice-Chair may at any time resign his office by giving notice in writing to the Local Governing Committee. The Chair or Vice-Chair shall cease to hold office if:
- 6.5.4.1 he or she ceases to serve on the Local Governing Committee;
  - 6.5.4.2 he or she is employed by the Trust whether or not at the Academy;
  - 6.5.4.3 he or she is removed from office in accordance with this Scheme of Delegation;  
or
  - 6.5.4.4 in the case of the Vice-Chair, he or she is elected in accordance with this Scheme of Delegation to fill a vacancy in the office of the Chair.
- 6.5.5 Where by reason of any of the matters referred to in paragraph 6.5.4, a vacancy arises in the office of Chair or Vice-Chair, the members of the Local Governing Committee shall at its next meeting elect one of their number to fill that vacancy.
- 6.5.6 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice-Chair shall act as the Chair for the purposes of the meeting.
- 6.5.7 Where in the circumstances referred to in paragraph 6.5.6. the Vice-Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chair, the members of the Local Governing Committee shall elect one of their number to act as a chair for the purposes of that meeting.
- 6.5.8 The clerk to the Local Governing Committee shall act as chair during that part of any meeting at which the Chair is elected.
- 6.5.9 Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.
- 6.5.10 The Chair or Vice-Chair may be removed from office by the Trust Board at any time.

## **6.6 Committees and Further Delegation**

- 6.6.1 Subject to this Scheme of Delegation, the Local Governing Committee may establish any subcommittee or working group to advise and inform the Governors to support them in their decision making.
- 6.6.2 Provided such power or function has been delegated to the Local Governing Committee, the Local Governing Committee may further delegate to the Principal or any other holder of an executive or leadership post, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions or requirements the Trust Board may impose and shall be consistent with any policy or statement of recommended practice issued from time to time by the Trust Board and may be revoked or altered by the Local Governing Committee or the Trust Board.
- 6.6.3 Where any power or function of the Trust Board or the Local Governing Committee is exercised by another, that person or body shall report as required to those delegating responsibility in respect of any action taken or decision made with respect to the exercise of that power.

## **6.7 Meetings**

- 6.7.1 The minutes of the proceedings of a meeting of the Local Governing Committee shall be drawn up and entered into a book (electronic or otherwise) kept for the purpose by the person authorised to keep the minutes of the Local Governing Committee and shall be signed (subject to the approval of the members of the Local Governing Committee) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:
- 6.7.1.1 all appointments of officers made by the Local Governing Committee; and
  - 6.7.1.2 all proceedings at meetings of the Local Governing Committee and of committees of the Local Governing Committee including the names of all persons present at each such meeting.
- 6.7.2 The Chair shall ensure that copies of minutes of all meeting of the Local Governing Committee (and such of the subcommittees and working groups as the Local Governing Committee shall from time to time notify) shall be provided to the Chair of the Trust Board (and if required to the Diocese) as soon as reasonably practicable after those minutes are approved.

- 6.7.3 Subject to this Scheme of Delegation, the Local Governing Committee may regulate its proceedings as the Governors think fit, provided at all times that there is openness and transparency in matters relating to the Local Governing Committee. The Local Governing Committee is expected to meet at least once a term but may meet more often if felt appropriate or if requested to meet by the Trust Board.
- 6.7.4 Meetings of the Local Governing Committee shall be convened by the clerk to the Local Governing Committee. In exercising his functions under this Scheme of Delegation the clerk shall comply with any direction:
- 6.7.4.1 given by the Local Governing Committee; or
  - 6.7.4.2 given by the Chair or, in his absence or where there is a vacancy in the office of chair, the Vice-Chair.
- 6.7.5 Any three Governors may, by notice in writing given to the clerk, requisition a meeting of the Local Governing Committee; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.
- 6.7.6 Each Governor shall be given at least seven clear days before the date of a meeting:
- 6.7.6.1 notice in writing thereof, signed by the secretary, and sent to each Governor at the address provided by each member from time to time; and
  - 6.7.6.2 a copy of the agenda for the meeting;
- provided that where the chair or, in his absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.
- 6.7.7 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.7.8 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Committee shall not be proposed at a meeting of the Local



Governing Committee unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

6.7.9 A meeting of the Local Governing Committee shall be terminated forthwith if:

6.7.9.1 the Governors so resolve; or

6.7.9.2 the number of Governors present ceases to constitute a quorum for a meeting of the Local Governing Committee in accordance with paragraph 6.9, subject to paragraph 6.11.

6.7.10 Where in accordance with paragraph 6.7.9 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the secretary as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

6.7.11 Where the Local Governing Committee resolves in accordance with paragraph 6.7.10 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Committee shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and it shall direct the clerk to convene a meeting accordingly.

## **6.8 Quorum for meetings**

6.8.1 Subject to paragraph 6.8.3, the quorum for a meeting of the Local Governing Committee, and any vote on any matter thereat, shall be three (to include one Foundation Governor) or a third of the Governors present and entitled to vote (whichever is the greater).

6.8.2 The Local Governing Committee may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a meeting to agree on a strategy for addressing such vacancies.

6.8.3 The quorum for the purposes of any vote on the removal of a person in accordance with this Scheme of Delegation shall be any two-thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on the matter.

- 6.8.4 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Local Governing Committee shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every Governor shall have one vote.
- 6.8.5 Subject to paragraphs 6.8.6 – 6.8.8, where there is an equal division of votes, the Chair shall have a casting vote in addition to any other vote he or she may have.
- 6.8.6 The proceedings of the Local Governing Committee shall not be invalidated by:
- 6.8.6.1 any vacancy on the board; or
  - 6.8.6.2 any defect in the election, appointment or nomination of any Governor.
- 6.8.7 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Committee, shall be valid and effective as if it had been passed at a meeting of the Local Governing Committee duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Governors and may include an electronic communication by or on behalf of the member indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Committee in writing of the email address or addresses which the Governor will use.
- 6.8.8 Subject to paragraph 6.8.9, the Local Governing Committee shall ensure that a copy of:
- 6.8.8.1 the agenda for every meeting of the Local Governing Committee;
  - 6.8.8.2 the draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;
  - 6.8.8.3 the signed minutes of every such meeting; and
  - 6.8.8.4 any report, document or other paper considered at any such meeting,
- are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.
- 6.8.9 There may be excluded from any item required to be made available in pursuance of paragraph 6.8.8, any material relating to:

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

## 6.9 Notices

- 6.9.1 Any notice or communication to be given to or by any person pursuant to this Scheme of Delegation shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice or communication. In this Scheme of Delegation, “address” in relation to electronic communications, includes a number or address used for the purposes of such communications.
- 6.9.2 A Governor present, either in person or by proxy, at any meeting of the Local Governing Committee shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 6.9.3 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice or communication contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice

shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

## **APPENDIX 1**

### **DIOCESAN MEMORANDUM OF UNDERSTANDING**

#### **DIOCESAN MEMORANDUM OF UNDERSTANDING**

**Please note: This document is under review, but the current version is attached for background.**

#### **THE DIOCESE OF BRENTWOOD**

#### **MEMORANDUM OF UNDERSTANDING**

##### **PURPOSE**

In light of the significant constitutional changes affecting Catholic schools in the Diocese and nationally brought about by the Academies Act 2010, the Bishop and the Diocesan Trustees together with the School have set out in this Memorandum of Understanding their commitments to each other to ensure that the School continues (irrespective of any change in status from voluntary aided to academy) to be conducted as a Catholic school in accordance with the canon law and teachings of the Roman Catholic Church so that at all times the School may serve as a witness to the Catholic faith in Our Lord Jesus Christ.

##### **RESTATEMENT OF THE PURPOSE OF THE TRUST AND CATHOLIC DISTINCTIVENESS**

- A. The School shall be conducted in accordance with the terms of the trust of the Diocese of Brentwood.
- B. The School is provided for the education of persons who are baptised members of the Catholic Church and the admittance of any other persons shall be made only in conformity with any direction of the Bishop of Brentwood.
- C. The provision of religious education and collective worship will be undertaken in accordance with the teachings, rites and liturgical norms of the Catholic Church and will be subject to the authority and direction of the Bishop of Brentwood.
- D. Land held by the Diocesan Trustees is used by the School at the discretion of the Bishop and must be used for purposes which are consistent with the objects of the trust.

##### **COMMITMENTS BY THE SCHOOL TO THE BISHOP**

###### **Catholic Character**

1. The School will maintain and develop the religious character of the School as a Catholic School and no alteration shall be made to the religious character of the School or conduct as a Catholic school without the consent of the Corporate Trustee of the Diocese and the Bishop.
2. The School will provide religious education in accordance with the teachings of the Catholic Church.
3. The School will provide opportunity for regular collective worship in accordance with the rites and tenets of the Catholic Church.
4. The School will submit to the canonical inspections and visitations of the Bishop of Brentwood and any person appointed by him for the purpose of ensuring that the School is being conducted in accordance with canon law and is following the practices and teachings of the Church and in order to allow the Bishop to assess how well the School is being managed in light of the additional responsibilities and expectations of schools which are academies.

### **Governance**

5. The School will comply with all directives issued by the Bishop and this Memorandum of Understanding has the status of a directive issued by the Bishop.
6. The School will adopt and will comply with all policies of the Diocese and the Bishop communicated to the School from time to time.
7. All Governors of the School undertake to fulfil and observe the objects and purposes for which the School has been established.
8. All Governors have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the School and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential.
9. The School will review its policies and practices on a regular basis, having regard to recommendations made by Diocesan Schools' Commissioner, in order to ensure that the governance of the School is best able to adapt to the changing political and legal environment.
10. The School will consider on an ongoing basis the need for training and skills development of Governors as well as considering succession planning to ensure robust practices are maintained and supervised particularly in light of the increasing autonomy of schools, making recommendations to the Bishop with regard to the nomination of Foundation Governors as may be appropriate including ensuring that Foundation Governors are practising Catholics in full communion with the Catholic Church.
11. At the request of the Diocesan School Commissioner, the Chair of Governors will meet annually with him and other schools in the Diocese to assess threats to schools generally and Catholic schools in particular and to share best practice.
12. The School will not implement any proposals for a change in status or for the expansion or contraction of the School without the written consent of the Bishop.
13. Unless the Bishop agrees in writing otherwise, Governors will either appoint the chair and vice chair from amongst the Foundation Governors or ensure such persons are practising Catholics in full communion with the Catholic Church.
14. Other than the principal or head teacher or parish priest, Governors will not seek re-election or reappointment as a Governor if to do so would mean that they will be entering a 4<sup>th</sup> term of

office.

### **Financial Management**

15. The School acknowledges that the Corporate Trustee has no financial responsibility for the School in any situation.
16. The School will develop appropriate risk management strategies adopting financial prudence and will comply with both legal requirements and guidance issued by or on behalf of the Secretary of State for Education and any recommendations made by the Diocesan Schools' Commissioner.
17. The School will provide to the Diocesan Schools' Commissioner copies of any return provided to the Department for Education (or anybody set up to oversee the finances of schools) including the Annual Report and Annual Return.
18. Whilst it is acknowledged that the Corporate Trustee has no responsibility for such matters, nevertheless, the School will notify the Corporate Trustee of any significant financial liability that the School is contemplating taking on (other than expenditure mentioned in paragraph 23 below, in respect of which separate conditions apply).
19. The School will inform and keep the Diocesan Schools' Commissioner informed of any matter which is likely to be a cause for concern to the Corporate Trustee and/or the Bishop (generally but not exclusively this will involve matters affecting the Catholic life of the School, matters affecting key personnel, financial matters, matters affecting buildings and the business plan for the School).
20. The School will inform the Diocesan Schools' Commissioner of any need for significant unplanned expenditure and will discuss with the Diocesan Schools' Commissioner options for identifying available funding.
21. The School will provide copies of minutes of all meetings of Governors including minutes of the meetings of the Finance and Premises sub-committees, and will share with the Diocesan Schools' Commissioner following a reasonable request any educational and financial data which the School has, including the use of any capital or revenue reserves.

### **Buildings Maintenance and Capital Expenditure**

22. The Governors will ensure that at all times any land used by the School will not be used for purposes which would not be consistent with the teachings and practices of the Catholic Church and that any lettings of School premises shall be in accordance with any policy issued from time to time by the Diocese.
23. The School will consult with the Diocesan Schools' Commissioner and share information about any planned significant maintenance and replacement of buildings and facilities used by the School and will not undertake any capital works to the buildings or any part of the School site without first obtaining the written consent of the Corporate Trustee.
24. The School shall develop in conjunction with the Corporate Trustee a 5 year estate management strategy that will identify the suitability of facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the School's responsibility to ensure the buildings are maintained to a good standard.
25. Whilst no endorsements are made, the School is advised that the Corporate Trustee uses as its insurer the Catholic Church Insurance Association and the School is advised to consider

the CCIA policy or a commercially equivalent policy when putting in place insurance for the School. The School will obtain professional advice on the reinstatement value when such insurance is being renewed and will ensure that insurance is taken out (in joint names with the Corporate Trustee of the Diocese) in the full reinstatement value and will make up any shortfall from its own funds.

### **Admissions**

26. The School will not change its admissions criteria without the consent of the Diocesan Schools' Commissioner and the Bishop.

### **Employment of the Principal and Key Teaching Staff**

27. The head teacher or principal of the School as well as any deputy head teachers and the head or co-ordinator of religious education shall be practising Catholics in full communion with the Catholic Church.
28. It is the Bishop's expectation that the coordinator of pastoral care within the School shall (unless otherwise agreed in writing with the Diocesan Schools' Commissioner) be a practising Catholic in full communion with the Catholic Church.
29. Governors will ensure that the employment of staff in the School shall be consistent with the policies from time to time notified to Catholic schools by the Catholic Education Service and the Bishop.

### **Support for Other Schools**

30. The School is part of a family of Catholic schools and the Governors acknowledge that this means they have a responsibility which may extend beyond the School.
31. The School will work collaboratively with the other Catholic schools in the Diocese sharing resources and know how as may be appropriate with the following objectives in mind, to support each other to:
  - achieve consistently high standards of learning and teaching;
  - develop cost effective curriculum design and collaboration which optimises opportunities for students and provides added value progress for them;
  - provide support building upon individual specialisms and/or areas of identified strength between the schools to improve key aspects of performance;
  - achieve best value in service delivery especially where partnership working can add value.

## **COMMITMENTS BY THE DIOCESE**

### **Catholic Character**

1. The Bishop together with the Corporate Trustee acting through the Diocesan Schools' Commissioner will continue to support the development of a strong Catholic ethos in the School and in the community of Catholic schools, supporting a collective voice on national issues affecting the School and helping to communicate the School's concerns and needs to those with the responsibility for the funding and regulation of schools.



2. The Bishop will provide guidance on the teachings of the Catholic Church in order to support the teaching of others.

### **Governance**

3. The Bishop will ensure that any directive issued by him will be in writing and be clearly communicated to the School.
4. Recognising that education is about the formation of young people and creating an environment that enables the development of character and an approach to life in the Catholic faith, the Diocese will continue to provide support to the School in the pursuit of excellence and high quality education.
5. The Diocesan Schools' Commissioner will continue to support regular meetings of representatives of the Catholic schools in the Diocese to encourage the transfer of knowledge and the sharing of best practice and, to avoid any doubt, the head teacher is expected to attend Diocesan head teacher meetings.
6. The Bishop will seek in so far as he is able to ensure that high quality, committed, skilled individuals are put forward as Foundation Governors to the School and will conscientiously monitor the contribution made by such appointees and will remove Foundation Governors in the event of misconduct and/or a failure to support the high ideals of the School and the Bishop together.
7. Where the Diocesan Schools' Commissioner becomes aware of any matter of significant concern, including any matter which might lead to the Secretary of State exercising his intervention powers, the Diocesan Schools' Commissioner will discuss the matter with the Governors honestly and in good faith with the aim of formulating a plan to address such concern.

### **Buildings Maintenance and Capital Expenditure**

8. The Corporate Trustee will not unreasonably withhold permission for the School to improve or maintain the School site.
9. In so far as the Corporate Trustee feels is prudent given competing requests from other schools in the Diocese, the Corporate Trustee will support the School in any grant application to the Secretary of State and will provide advice and support in the procurement of capital works. No financial responsibility is assumed.

**Dated:** 1<sup>st</sup> January 2012

# Appendix 2

## Assisi Catholic Trust

### FINANCIAL REGULATIONS & FINANCIAL SCHEME OF DELEGATION

These Financial regulations should be read in conjunction with the ESFA Academy Trust Handbook 2021 and the funding agreement.

Document Detail	
Authorised By:	Board of Trustees
Status:	Approved
Chair of Trustees Signature	
Date Approved:	17 <sup>th</sup> November 2021
Issue Date:	16 <sup>th</sup> November 2021
Next Review Date:	September 2023

#### Revision History

Section	Change
Section 14	Addition of 14.11 Advanced Delegated Authority
Section 16.2	Mileage at HMRC rate – no VAT receipt for mileage
Approval Section	Tender Limits adjusted
Process & Approval	Replace OJEU with Find a Tender

# Contents

1	Introduction
2	Organisation
3	Budget
4	Other Government Grants
5	Virements
6	Budget Forecast Return
7	Monitoring and Review
8	Independent Checking Procedures
9	Annual Accounts
10	Audit Arrangements
11	Documentation Retention
12	Accounting System
13	Cash Management
14	Ordering
15	Payroll Administration
16	Mileage and Subsistence Allowances
17	Special Payments – Staff Severance and Ex Gratia payments
18	VAT
19	Insurance
20	Academy Buildings
21	Tendering
22	Gifts and Hospitality
23	Members/Trustees and Local Government Expenses
24	Fraud
25	Whistleblowing
26	Leasing
27	Fixed Assets
28	Lettings
29	Bad Debts

Financial Scheme of Delegation/Authorisation & Approval Summary  
Expenditure Limits/Ordering Procedures

If approval for a contract spans more than one year, the limits below apply to the total value over the life of the contract.

Process	Value	Delegated Authority
Order Approval	up to £15,000	Principal/Headteacher
Order Approval	£15,00 to £30,000	Local Governing Body
Order Approval	Over £30,000	Trust Board of Directors
Non Order Invoicing	Departments as agreed by LGC	
Minor Contracts	Up to £10,000	Two or more verbal quotes for best value
3 competitive quotations	£10,001 to £15,000	Three written quotes
Formal Tender Process required	Over £15,001	LGC would usually oversee process and report to trust board for approval
Find a tender Procedure	Current Find a Tender rates	
Related Party Transactions	Over £20,000	ESFA approval required prior to entering into transaction. All related party transactions, regardless of value, must be reported to the ESFA

Cheque/Standing Order/Direct Debit/BACS Signatories

Value	Delegated Authority	Additional Guidance
Up to £10,000	School signatories	Over £10,000 finance governors approval for payment required

**Virement Approval**

Value	Delegated Authority	Additional Guidance
All virements	LGC	All virements must be approved by the LGC and reported to the trust board. Virements must only be requested in special circumstances

**Disposal of Surplus Stock, Stores & Assets**

Value	Delegated Authority	Additional Guidance
Up to £2000	Headteacher	
£2,000 to £10,000	Local Governing Body	
Over £10,000	Board of Directors	
Over £20,000 funded by Capital Grant	ESFA Approval/Notification	

## Write off of Bad Debts

Value	Delegated Authority	Additional Guidance
Up to £2,000	Headteacher	
£2,000 to £24,999	Trust Board	
Over £25,000	ESFA Approval	

## Approval of Returns & Reconciliations

Return	Delegated Authority	Additional Guidance
VAT return	Chief Financial Officer/School Business Manager STM	One VAT return must be prepared centrally for the whole trust
Bank Reconciliations	DFO/SBM	To be prepared at least monthly
Funding Reconciliation	DFO/SBM	To be prepared at least monthly
Budget Forecast Return Outturn Budget Forecast Return 3Y	Chief Financial Officer to prepare, Accounting Officer to approve	
Risk Register	Local Governing Body to prepare and review. Trust Board of Directors to monitor and review	
Register of Business Interests	Local Governing Body	
Gifts and Hospitality Register	Local Governing Body	
Business Continuity Plan	Local Governing Body	

## Other Monetary Limits

Item	Limit	Additional Guidance
Mileage Allowance	HM Revenue and Customs approved rate	
Petty Cash Imprest	£500	
Safe Cash/Cheque Limits	£5,000 Cash £250,000 cheques and other certificates, bonds, stamps as detailed in RPA rules £5,000 monetary not in a locked safe eg in transit or at an authorised employee's home	
Asset Register	Capitalisation limit £5,000	per trusts accounting policy

## 1. INTRODUCTION

- 1.1 The Assisi Catholic Trust Academy Trust Board of Directors (The Board) is the legal entity that is responsible for all the trusts academies. It is their duty to ensure that each academy operates efficiently, legally, judiciously and safely.
- 1.2 The purpose of these regulations is to ensure that the academy trust maintains and develops systems of financial control that conform to the requirements both of propriety and of good financial management. It is essential that these systems operate properly to meet the requirements of The Trust's funding agreement with the Department for Education (DfE).
- 1.3 The Trust must comply with the principles of financial control outlined in the Academies Financial Handbook. These regulations expand on, and provide, additional detailed information on the Trust's accounting procedures and systems, and should be read by all staff involved with financial systems.
- 1.4 The general conditions that follow are subject to annual review and consideration by the Trust Board of Directors, whom must formally minute both the review and any subsequent amendments and approval each year.
- 1.5 This manual serves as an adjunct to the scheme of delegation providing information on the day- to-day operations and practicalities forming the financial regulations

## 2. ORGANISATION

### The Trust Board of Directors (The Board)

- 2.1. The Board have overall responsibility for the administration of the academy's finances. The main responsibilities of The Board are prescribed in the Funding Agreement between the academy trust and the DfE and in the academy's scheme of delegation. The responsibilities of The Board are as outlined in the scheme of delegation and in the Academies Financial Handbook.
- 2.2. The Board of Trustees should follow the guidance in the Governance handbook that sets out the legal duties.
- 2.3. The trust board meets at least 6 times per year in accordance with the academies financial handbook.
- 2.4. The Board of Trustees are responsible for:
  - Ensuring the compliance of these financial regulations, The Companies Act 1985, Charity Commission requirements, The Academies Funding Agreements and other guidance from the Education Skills Funding Agency (ESFA).
  - The approval of the annual budget plans for the forthcoming financial year.
  - The approval of the Multi Academy Trusts budget.
  - Reviewing annually the delegation limits for the financial regulations and Scheme of delegation.
  - Appointing centralised suppliers in consultation with the Executive Leadership Team (ELT).
  - Deciding on the level of partnership contribution, in consultation with ELT as appropriate.
  - Approving capital expenditure, excluding formula capital income expenditure that is delegated to the LGC.
  - Appointing external auditors.
  - Appointing Chief Accounting Officer and Chief Financial Officer.

### Local Governing Committees (LGC)

- 2.5. The details of each of the LGC can be found in each academies terms of reference.
- 2.6. The financial management delegated to the LGC includes:
- Recommendation to the board of trustees the draft academy budget plans
  - Reviewing the academy's actual financial performance against the budget performance and take action when necessary. If action is required this will be reported to the board of trustees
  - Determining the school's financial priorities through the School Development Plan (SDP) and the Asset Management Plan (AMP).
  - Making decisions on expenditure within the LGB delegated powers.
  - Making decisions on virements within agreed budgets, within the LGB delegated powers, and authorising any budgetary adjustments made.
  - Ensuring the local Register of Business Interests is kept up to date and published on the academy website.
  - Ensuring the gift and hospitality register is kept up to date.
  - Annually reviewing all on-going contracts.
  - Monitoring all spending and income received in the academy.
  - Ensuring that funding from the ESFA, Local Authority and other sources is used only in accordance with any conditions attached.
  - Receiving and commenting on the content of any audit report and monitoring the implementation of the agreed action plan.
  - Agreeing and determining appropriate charges for lettings of the premises, in line with the academy's lettings policy.
  - Ensuring the academy adheres to the policies and procedures as specified by The Board.
  - Ensuring the academy has appropriate internal financial controls in place.
  - Reviewing and monitoring of budget projections / medium term financial plans to ensure the school's budget is realistic and any financial decisions are sustainable.
  - Declaring any connected party transactions or business interests.
  - Regularly updating and monitoring the local risk register and ensuring the implementation of any mitigating actions.
  - Ensuring the academy has an up to date business continuity plan.

#### Chief Accounting Officer (CAO)

- 2.7. The LGC confirms that the day-to-day financial management of the school is delegated to the Headteacher, subject to exceptions contained in these regulations. Throughout these conditions, delegation to the Headteacher shall imply further delegation to the Deputy Headteacher when the Headteacher is not on the school site. Where the Headteacher wishes to permanently delegate certain financial matters or activities, then the level of that delegation shall be notified in writing to the individual(s) concerned, reported to the LGB in writing and incorporated into these conditions.
- 2.8. The academy trust has designated a named individual as its Accounting Officer and is the CEO. Whilst the Accounting Officer has responsibility, under the board's guidance, for the trust's overall management and staffing, their appointment as Accounting Officer confers specific responsibilities for financial matters. In particular, the Accounting Officer is personally responsible to Parliament, and to the Accounting Officer of the ESFA, for the resources under their control, and must be able to assure Parliament and the public of high standards of probity in the management of public funds.
- 2.9. The essence of the role is a personal responsibility for:
- Regularity – dealing with all items of income and expenditure in accordance with legislation, the terms of the Trusts funding agreement and these regulations, and compliance with internal trust procedures. This includes spending public money for the purposes intended by Parliament;

- Propriety – the requirement that expenditure and receipts should be dealt with in accordance with Parliament's intentions and the principles of Parliamentary control. This covers standards of conduct, behaviour and corporate governance;
- Value for money – this is about achieving the best possible educational and wider societal outcomes through the economic, efficient and effective use of all the resources in the trust's charge, the avoidance of waste and extravagance, and prudent and economical administration. A key objective is to achieve value for money not only for the academy trust but also for taxpayers more generally.

The Accounting Officer also has responsibilities for keeping proper financial records and accounts, and for the management of opportunities and risks.

- 2.10. Whilst the Accounting Officer is accountable for the academy trust's financial affairs, the delivery of the trust's detailed accounting processes will be delegated to the Chief Finance Officer.
- 2.11. The Accounting Officer must advise The Board in writing if, at any time, in his or her opinion, any action or policy under consideration by them is incompatible with the terms of the Handbook or Funding Agreement (FA). Similarly, the Accounting Officer must advise the board in writing if the board appears to be failing to act where required to do so by the terms and conditions of the Handbook or FA. Where The Board is minded to proceed, despite the advice of the Accounting Officer, the Accounting Officer must consider the reasons the board gives for its decision. If, after considering the reasons given by the board, the Accounting Officer still considers that the action proposed by the board is in breach of the Handbook or FA, the accounting officer must advise the ESFA's accounting officer of the position in writing.

#### Chief Financial Officer (CFO)

- 2.12. The Chief Financial Officer works in close collaboration with the Accounting Officer through whom he or she is responsible. The Chief Financial Officer also has direct access to the board of Directors. The main responsibilities of the Chief Financial Officer are as outlined in the post holder's job description.

#### Director of Finance /School Business Manager / Finance Officer

- 2.13. For the purposes of this document, the term Director of Finance (DOF) /School Business Manager (SBM) /Finance Officer (FO) refers to the person responsible for the day-to-day management of each individual academy's financial operations. Each academy should employ a suitably experienced DOF/SBM/FO to support the Headteacher and LGB to manage and protect resources appropriately or alternatively make use of the support services provided by the academy trust.
- 2.14. The DOF/SBM/FO will work with the Headteacher and Senior Leadership Team to ensure the academy's financial processes and finance policies are followed. They will be responsible for the effective use of resources within their organisation and will notify the Headteacher if any issues.

#### Clerk to the Board

- 2.15. The academy trust will appoint a suitably qualified clerk to the board who is someone other than a trustee, Headteacher or CEO of the trust.



## General Requirement

- 2.16. All employees of the academy are expected to act professionally and with integrity and follow the internal control framework and financial policies of the academy. All staff with financial management responsibilities should have access to the information and training required to perform their financial duties.

## Register of Interests

- 2.17. It is important for anyone involved in spending public money to demonstrate that they do not benefit personally from the decisions they make. To avoid any misunderstanding that might arise all academy governors and staff with significant financial or spending powers are required to declare any financial interests they have in companies or individuals from which the academy may purchase goods or services. The register is open to public inspection.

The register should include all business interests such as directorships or shareholdings. The disclosures should also include business interests of relatives such as a parent or spouse or business partner where influence could be exerted over a governor or a member of staff by that person.

The existence of a register of business interests does not detract from the duties of governors and staff to declare interests whenever they are relevant to matters being discussed by the governing body or a committee. Where an interest has been declared, governors and staff should withdraw from that part of any committee or other meeting.

All Governors and school staff must be given the opportunity to verbally declare previously undeclared interests, and any previously declared interests that may be relevant to the agenda, at every committee and Governing Body meeting.

In accordance with the academies financial handbook the business interests of the Trust's directors will be published on the academy's website.

## Trading with Connected Parties

- 2.18. In accordance with the academies financial handbook the following will apply to goods or services provided by individuals or organisations connected to the academy trust:
- The trust must pay no more than 'cost' for goods or services provided by a connected party as defined by the academies financial handbook.
  - The academy must ensure that any agreement with a connected party is procured through an open and fair process and is supported by a statement of assurance

from the individual or organisation to the trust confirming that their charges do not exceed the cost of goods or services.

- The 'at cost' requirement applies to any transactions for goods or services exceeding £2,500 cumulatively in a financial year.

## Related Party Transactions

- 2.19. Trustees must ensure they avoid conflicts of interest, do not accept benefits from third parties and declare interests in proposed transactions and arrangements. No member, trustee, local governor, employee or related individual or organisation may use their connections for personal gain and no payments can be made to trustees unless permitted by the articles or by authority from the Charity Commission.
- 2.20. Trustees must report all transaction to related parties to the ESFA in advance of the transaction taking place, using the ESFA's on-line form.
- 2.21. Trustees must obtain ESFA's approval for related party transactions that are:
  - novel, contentious and or/repercussive
  - the contract exceeds £20,000
  - a contract of any value that would take the total value of contracts with the related party beyond £20,000 in the same financial year

## 3. BUDGET

- 3.1. Each academy within the trust will prepare a three-year budget.
- 3.2. The DOF/SBM will be responsible for preparing and obtaining approval for the budget. The budget must be approved by the Headteacher and LGC before being passed to the board of trustees for approval.
- 3.3. The budget will reflect the best estimate of the resources available to each academy for the forthcoming years and will detail how these resources will be utilised.
- 3.4. The budget planning process will incorporate the following elements:
  - Forecasts of the likely number of pupils to estimate the amount of the General Annual Grant (GAG).
  - Latest estimate of other ESFA funding e.g Pupil Premium, year 7 catch or other specific funds.
  - Review of income sources available to each academy to assess likely level of receipts.
  - review of past performance against budgets to promote an understanding of the academy costs
  - Identification of potential efficiency savings.
  - Review of main expenditure headings and expected variations in cost i.e. pay increases, inflation and other anticipated changes.
  - All carry forward balances.
  - Any unspent grants from the previous financial year
- 3.5. Comparison of estimated income and expenditure will identify any potential surplus or shortfall in funding. If shortfalls are identified, opportunities to increase income should be explored and expenditure headings will need to be reviewed until more funding is available. Plans should be revised until income and expenditure are in balance.
- 3.6. The budget should be accompanied by a statement of assumptions and a hierarchy of priorities so if circumstances change it is easier for all concerned to take remedial

action.

- 3.7. The approved budget must be entered on to the finance system before the start of the financial year. The approved budget must be fixed and adjustments may only be via an authorised virement form.
- 3.8. The trustees must notify the ESFA within 14 days if it formally proposing to set a deficit revenue budget for the current financial year, which it is unable to address after funds from previous years, are taken into account.

#### 4. OTHER GOVERNMENT GRANTS

- 4.1. In addition to GAG, funding from the ESFA the trust may be awarded specific funding for other projects eg Condition Improvement Funds. This funding maybe form the ESFA or LEA and must be spent in accordance with the terms and conditions imposed, accurately recorded as government income (restricted) and audited externally annually.
- 4.2. The CFO/DFO/SBM is responsible for recording income and expenditure for each grant, providing a reconciliation within the management accounts.

#### 5. VIREMENTS

- 5.1. All virements must be approved by the LGC and formally be recorded on the virement form and reported to the board of trustees at the next meeting.

#### 6. BUDGET FORECAST RETURN

- 6.1. The trust must submit to the ESFA:
  - A budget forecast outturn return by the date set in May each year
  - A 3 year budget forecast return by the date set in July each year

#### 7. MONITORING AND REVIEW (Including management accounts)

- 7.1. Monthly cost centre reports are prepared by the SBM/FO for cost centre managers.
- 7.2. Monthly management reports must be prepared by the CFO/SBM, reviewed by the Headteachers, and shared with the trustees. The report must include:
  - Actual Income V Expenditure against budget – year to date.
  - Predicted outturn.
  - Balance Sheet.
  - Cash Flow forecast.
  - Variances of +/- 5% must be explained
- 7.3. The monthly management reports must be considered by the LGC when it meets.
- 7.4. Any potential overspend against budget must be in the first instance discussed with the academy Headteacher.
- 7.5. The Trust must select Key Financial Performance indicators and measure its performance against these.

## **8. INDEPENDENT CHECKING PROCEDURES**

- 8.1. The Trust will appoint an internal audit service and agree a scope of work across the trust.
- 8.2. The internal audit service will provide the year-end report for the ESFA accounts return.

## **9. ANNUAL ACCOUNTS**

- 9.1. The ESFA issue the Academies Accounts Direction each year that explains the full requirements in detail.
- 9.2. The Trust employs external auditors to prepare the annual audited financial statements for the period 31<sup>st</sup> August.
- 9.3. The accounts are then submitted as follows:
  - By 31<sup>st</sup> December – to ESFA
  - By 31<sup>st</sup> January – published on the Trust website
  - By 31<sup>st</sup> May – to Companies House – undertaken by external auditors

## **10. AUDIT ARRANGEMENTS**

- 10.1. External auditors must be appointed in accordance with the Academies Financial Handbook.
- 10.2. The CFO is responsible for managing the audit process, by liaising with the auditors arranging the timetable for accounts and audit completion and ensuring deadlines are met.

## **11. DOCUMENT RETENTION**

- 11.1. The minimum length of time documents are retained for are as follows:
  - Finance Records (including insurance) – current year plus preceding 6 years
  - Payroll Records – current year plus preceding 6 years
  - Personnel Records – 5 years after an employee has left
  - All Student files until the student reaches the age of 21

## **12. ACCOUNTING SYSTEM**

- 12.1. The financial transactions of the academy must be recorded in accordance with the Academy Trusts accounting policies and recorded on the computerised financial information accounting system.
- 12.2. Entry to the accounting system is password restricted and passwords must not be shared.
- 12.3. Access to the component parts of the accounting system can be restricted and the DFO/SBM is responsible for determining access levels for all members of staff using the system.
- 12.4. The Academy Trust will have a standard chart of accounts that will be used by the individual academies. Requests for new ledger codes need to be made to the CFO.
- 12.5. The CFO is responsible for ensuring there is effective back up procedures for the accounting system.
- 12.6. The DFO/SBM are responsible for ensuring that reconciliations are carried out on a monthly basis and account balances are reviewed.
  - Debtor Control Accounts

- Creditor Control Accounts
- VAT Control Accounts
- Payroll Control Accounts
- Bank

### 13. CASH MANAGEMENT

- 13.1. The opening of all bank accounts must be authorised by the Board of Trustees, the arrangements covering the operation of accounts are included within these regulations.
- 13.2. Terms of arrangements including cheque signatories / BACS authorisations and the operation of the accounts must be formally recorded and agreement recorded.
- 13.3. The DFO/SBM of each academy will have oversight of the state of all bank accounts operated in the academy name and ensure monthly reconciliations take place.
- 13.4. Investments must only be made in accordance with written procedures approved by the trustees. It is a ESFA requirement that investments can only be made following the board of trustees taking advice from an appointed financial expert.

#### Deposits

- 13.5. All grants including those from the ESFA will be paid directly into each Academy's subsidiary bank account.
- 13.6. Any other deposit, whether banked directly or collected by a security company must be entered on a copy paying in slip. This must include the amount of the deposit and be signed and dated.

#### Payments and Withdrawals

- 13.7. All cheques and other instruments authorising withdrawal from the Trust or Academy bank account must bear the signatures of two of the following:

##### Main Assisi Account

- The Chair of trustees
- The Vice Chair of the Trustees
- The Chief Accounting Officer
- The Chief Financial Officer

##### Individual Academy Account (Primary School)

- Headteacher
- Deputy Headteacher
- DFO/SBM
- Chair of Governors
- Non Staff Governor

##### Individual Academy Account (Secondary School)

- Headteacher

- Deputy Headteacher
- DFO/SBM
- Chair of Governors
- Non Staff Governor
- Two Assistant Headteachers

- 13.8. The chair of the finance committee must authorise payments in excess of £15,000, authorisation may be given by email.
- 13.9. The Academy's may use BACS facilities and the principals and authorisation remain the same for cheque payments. Signatories are to check and ensure all details are correct before authorising payments.
- 13.10. Direct Debit or Standing Order payment arrangements follow the same principals and authorisations as cheque payments.
- 13.11. The Academy's will not operate an overdraft.

#### Petty Cash

- 13.12. Each Academy can maintain an imprest petty cash system.
- 13.13. The cash balance is shown in the monetary limits and is held in the safe and the responsibility of the finance office.
- 13.14. The petty cash payments are limited to £40 and are only to be made production of proof of payment and subject to the same authorisation procedures as the purchases from the main bank account.
- 13.15. A petty cash float must not be used for cashing personal cheques.
- 13.16. Petty cash is maintained by the finance team subject to spot checks by the SBM/DOF.
- 13.17. The reimbursement of claims over £40 will be processed by cheque or BACS

#### Charge Cards

- 13.18. Each Academy may hold charge cards and the combined credit limit must not exceed £5,000 for a primary academy and £26,000 for the Secondary academy.
- 13.19. The cards must be kept in the school safe when not in use and only used for purchasing goods for the academy and not be used as a means of borrowing money.
- 13.20. Any department wishing to make a purchase on the charge card must complete an order form and pass to the finance department. The order form must be signed by the budget holder and the card should only be used when not practical for the purchase order system to be used, mostly internet orders.
- 13.21. Invoices or receipts must be obtained for all purchases and each month when the statement is received reconciled against this.
- 13.22. The card must be paid in full each month and a direct debit mandate must be in place to facilitate this.

#### 14. ORDERING

- 14.1. Budget Holders will be informed of the budget available to them at the start of the academic year and it is their responsibility to manage the budget and ensure that funds are not overspent. A report dealing actual expenditure and committed expenditure (orders places and not paid for) against budget will be provide to the budget holders on a monthly basis.
- 14.2. The budget holder is responsible for raising orders for processing by the finance team no telephone orders should be placed expect in special circumstances and only by the

finance team. All orders must be made on the official order form and signed by the budget holder. The finance team will determine that the appropriate budget has sufficient funds to meet the order.

- 14.3. The academy is not obliged to accept the cheapest quotation for the supply of goods and services but instead, look for the best value in all levels of ordering.
- 14.4. All orders must be authorised in accordance with the expenditure limits set and a sequence of orders all within the limit to cover a large order is not permitted.
- 14.5. Once an order has been authorised and passed to the finance team, it will be placed on the computerised system and the generated purchase order will be signed by the processor. A paper copy will be kept in the finance office.
- 14.6. Goods received must be checked by the receiving department and any issues raised with the finance team immediately. All invoices must be sent to the finance office and then passed to the budget holder for authorisation of payment.
- 14.7. The finance team will process the authorised invoice against the order raised and raise a cheque or bacs payment, paying attention to the credit terms. The payment must be signed in accordance with the bank mandate. A cheque slip or BACS report will be attached to the invoice and filed in alphabetical order in the finance office.
- 14.8. For orders over £10,000, three quotations must be obtained.
- 14.9. No goods or services must be ordered to include private use by a members of staff, trustees or local governors
- 14.10. The purchase of alcohol is prohibited (with the exception of Communion wine)
- 14.11. No purchase order is required for those departments that have been given advanced delegated authority for expenditure by the LGC for example School Trips , Exam fees and Catering

## 15. PAYROLL ADMINISTRATION

- 15.1. Payroll is administered through the trusts payroll provider.
- 15.2. The DFO/SBM is responsible for completing the monthly input sheets and submitting them to the central payroll team by the deadline given each month.
- 15.3. Once drafts are returned, DFO/SBM will check in addition to the central team, before finalisation with the payroll provider.
- 15.4. Checks will be made against the master file and monthly input sheet for each academy.
- 15.5. The central payroll team will then complete and submit all monthly pension returns on behalf of the academies within the trust.
- 15.6. The HR Co-ordinator (Secondary)/SBM (Primary) will be responsible for maintaining accurate and up to date employee information on the computerised system – Currently SIMS.net Personnel Module.
- 15.7. Access to the computerised personnel records will only be granted to those persons who need them in carrying out their official duties. Personnel records will be retained for a time in line with relevant legislation.

### Payments

- 15.8. All salary payments are made by BACS.
- 15.9. Payments for salaries must be agreed and reconciled back to the bank statements each month.
- 15.10. All payments relating to payroll are to be debited against the relevant cost centre and credited to the Payroll Control Account. After the appropriate cashbook journals are raised, the balance in then payroll control Account should be nil.
- 15.11. On an annual basis, the Headteacher of each academy must check for each member of staff that the gross pay as per the payroll system agrees to the contract of employment on the personnel file/salary master list.
- 15.12. Salary advances can only be issued in exceptional circumstances with the agreement

of the Headteacher and a repayment agreement signed by the receiving member of staff and placed on the personnel file.

## Overtime

- 15.13. Staff overtime including lunch duties will be paid monthly in arrears and in accordance with the pay policy.
- 15.14. Before the undertaking of overtime, it is the responsibility of the member of staff to gain permission of their line manager
- 15.15. After completing the additional hours, an overtime sheet must be completed and signed by the relevant line manager before being submitted to the DFO/SBM for processing.
- 15.16. All payments for overtime will be made via the payroll system.

## 16. MILEAGE AND SUBSISTENCE ALLOWANCES

- 16.1. The academy will reimburse mileage expenses, to individuals for business journeys, at a rate in accordance with the limitations set out by HM Revenue & Customs. The claimant will be notified of this rate in advance of commencing their journey. The claimant must have suitable insurance in place to cover both the vehicle and passengers.
- 16.2. The claim form must be authorised by the budget holder All expense claims are to be supported by VAT receipts (or other appropriate evidence of expenditure) which must be attached to the claim. Other than mileage which is paid at the current HMRC rate as per 16.1.
- 16.3. The LGB or Trust Board must authorise all claims relating to the Headteacher.
- 16.4. Claims for the purchase of alcohol will not be reimbursed.
- 16.5. Staff who attend courses etc. using their own vehicles must be made aware they need to be covered for business use on their own car insurance unless the academy purchased occasional business use insurance.

## 17. SPECIAL PAYMENTS (Staff Severance and Ex Gratia Payments)

- 17.1. The trust has delegated authority to approve the non-statutory/non contractual element of severance payments up to £50,000 gross (before tax and other deductions). A business case must be presented to the pay committee before agreeing a payment.
- 17.2. Where the non-statutory/non contractual element is on or over £50,000 gross, a business case must be presented to the pay committee and approval sought from ESFA before agreeing a payment.
- 17.3. The CEO, as accounting officer, must sign off on each business case once it has been approved by the pay committee or ESFA.
- 17.4. Special staff severance payments may be paid to employees outside of the normal statutory or contractual requirements when leaving employment if they resign, are dismissed, or reach an agreed termination of contract. The trust must consider when making such payments that the proposed payment is in the interest of the trust and is justified, based on legal assessment of the chances of the academy defending the case at industrial tribunal.
- 17.5. Severance payments should not be made where they could be seen as a reward for failure.
- 17.6. The trust must ensure that the use of confidentiality clauses associated with staff severance payments do not prevent an individual's right to make disclosures in the public interest.



- 17.7. Ex-gratia payments are transactions that go beyond statutory contractual cover for example payments to meet hardship caused by official failure due delay and payments to avoid legal action on the grounds of official inadequacy. Statutory and contractual payments made to academy staff in accordance with the academy's pay and conditions policy would be ex gratia.
- 17.8. All ex gratia payments must be referred to the ESFA for prior approval.

## **18. VAT**

- 18.1. The Trust is registered for VAT.
- 18.2. The SBM (Secondary) has delegated authority to submit the VAT return to the HMRC via Making Tax Digital portal.
- 18.3. The VAT from all academies within the trust will be consolidated and one return made with the refund.
- 18.4. Once reimbursement is received, the SBM (Secondary) will be responsible for reimbursing the individual academies.

## **19. INSURANCE**

- 19.1. The Trust has opted into the Department of Education's Risk Protection Arrangements (RPA), an alternative to insurance whereby the UK government funds cover losses that arise.
- 19.2. For risks not covered under the RPA (motor, engineering insurance and inspection), each academy should determine its own level of cover. The market should be tested every three years to ensure that the trust receives value for money.

## **20. ACADEMY BUILDINGS**

- 20.1. The Diocese retains ownership of the Academy buildings and the Academy Trust is responsible for the maintenance and upkeep.

## **21. TENDERING**

- 21.1. There are three forms of tender procedure: Open, restricted and negotiated and the circumstances in which each procedure should be used are described below.

### Open Tender

This is where all potential suppliers are invited to tender.

### Restricted Tender

This is where suppliers are specifically invited to tender. This is appropriate when there is a need to balance between the contact value and administrative costs, a large number of suppliers would come forward or because of the nature of the goods are such that only specific suppliers can be expected to supply the academy's requirement or the cost of publicity and advertising are likely to outweigh the potential benefits of open tendering.

## Negotiated Tender

The terms of the contract may be negotiated with one or more chosen suppliers. This occurs if the other methods have resulted in either no or unacceptable tenders, only one or few suppliers are available, extreme urgency exists or additional deliveries by the existing supplier are justified.

### Preparation for Tender

- 21.2. Full Consideration should be given to the objective of the project, overall requirements, technical skills required, after sales service requirements and form of contract. It may be useful after all requirements have been established to rank requirements (e.g. Mandatory, desirable and additional) and award marks to suppliers on fulfilment of these requirements to help reach an overall decision.

### Invitation to Tender

- 21.3. If a restricted tender is to be used then an invitation to tender must be issued. If an open tender is used an invitation to tender may be used in response to an initial enquiry.
- 21.4. An invitation to tender should include the following:
- Introduction / background to the project
  - Scope and objectives of the project
  - Technical requirements
  - Implementation of the project
  - Terms and conditions of tender
  - Form of response
- 21.5 The aspects to consider when doing a tender are Financial, Technical/suitability and other considerations

#### Financial

Like should be compared with like and if a lower price means a reduced service or lower quality this must be borne in mind when reaching a decision. Care should be taken to ensure that the tender price is the total price and that there are no hidden costs. There should also be scope for negotiation.

#### Technical/Suitability

Qualifications and relevant experience of the contractor should be checked. Descriptions of technical and service facilities should be given along with details of previous sales and references from past customers.

#### Other Considerations

Other aspects that should be taken into consideration are pre sales demonstrations, after sales services and warranties as well as the financial status of the supplier.

#### Tender Acceptance Procedures

- 21.6 The invitation to tender should state the date and time by which the completed tender document is received by the academy trust. Tenders are submitted in plain envelopes clearly marked to indicate that they contain tender documents. The envelopes should be time and date stamped on receipt and stored in a secured place prior to opening. Tenders received after submission deadline are not accepted.

#### Tender Opening Procedures

- 21.7 All tenders submitted should be opened at the same time and the tender details should be recorded.
- 21.8 Two persons should be present for the opening of tenders for tenders from £15,000 to £30,000 the academy Headteacher and the school business manager. For tenders over £30,000 the CFO and the CAO of the trust.
- 21.9 A record should be kept of the names of the firms submitting tenders and the amount tendered. The record is to be signed by all people present at the opening of the tender opening.

#### Tender Procedures

- 21.5 The evaluation process should involve at least two people. Those involved should disclose all interests, business and otherwise, that might influence their objectivity. If there is a potential conflict of interest then that person must withdraw from the tendering process.
- 21.6 Those involved in making a decision must take care not to accept gifts or hospitality from potential suppliers that could compromise or be seen to compromise their independence.
- 21.7 Full records should be kept of all the criteria used for the evaluation and for the contracts over £30,000, a report should be prepared for the trust board highlighting the relevant issues and recommending a decision. For contracts under £30,000, the decision and criteria should be reported to the LGC.
- 21.8 The accepted tender should be the one that is economically most advantageous to the trust. All parties are then informed of the decision.

### **22. GIFTS AND HOSPITALITY**

- 22.1. Any gift or hospitality received that is valued at £25 or over must be declared.
- 22.2. Declarations must be made in the record book kept in the SBM office.

### **23. MEMBERS / TRUSTEES / LOCAL GOVERNMENT EXPENSES**

- 23.1. All Members/Trustees/Local Governors of the trust are entitled to claim the actual costs that they incur in accordance with the funding agreement. These include
- Travel to training courses at the rate of 45p per mile

- Telephone charges, photocopying, stationary, postage etc.
- 23.2 The Board of Trustees acknowledges that Members/Trustees/Local Governors are not to be paid attendance allowance or reimbursed for loss of earnings.

## **24. FRAUD**

- 24.1. The Trust does not tolerate fraud. Any stakeholder who suspects fraud or irregularity in the Trust or academies within the trust should report it as soon as possible to the CEO who then should ensure that it is communicated immediately to the Chair of Trustees.
- 24.2. If the CEO is suspected of fraud or irregularity, the stakeholder should report it to the Chair of the Trustees.
- 24.3. Where instances of fraud are found the CEO will notify the ESFA.

## **25. WHISTLEBLOWING**

- 25.1. The Trust has appropriate procedures in place for whistleblowing, including making sure that all staff are aware to whom they can report their concerns and the way in which such concerns will be dealt with. The policy can be found on the Trust website.

## **26. LEASING**

- 26.1. An operating lease is the only type of lease available to academies. These leases involve paying a rental fee for the hire of an asset for a period and have the character of a rental agreement. No other lease, such as finance leases or hire purchase, may be entered into, as this is a form of borrowing.
- 26.2. Leasing agreements will only be made where the financial arrangements are such they benefit the academy and subject to value given the correct approval.
- 26.3. Lease agreements are to be signed by the Headteacher and DFO/SBM on behalf of the trustees.
- 26.4. The DFO/SBM will be responsible for ensuring that all leasing agreements are kept under review and the appropriate arrangements are made for renewals.
- 26.5. Any lease entered into must meet the following criteria:
- Ownership of the asset must remain with the leasing company and there is no option for the academy to purchase the asset;
  - Any extension of the lease must be at open market values;
  - The academy will not benefit from any sale proceeds of the asset;
  - The termination value of the lease is equal to or exceeds 10% of the value of the asset at the commencement of the lease;
  - The maximum duration of the lease is 5 years;
  - The principles of regularity, propriety and value for money are always maintained.

## **27. FIXED ASSETS**

- 27.1. All items purchased with a value over the academy's capitalisation limit of £5,000 or over must be entered on the fixed asset register (which is held in excel format) with the following details:
- Asset Description
  - Serial Number
  - Date of Acquisition

- Asset Cost
- Source of Funding
- Expected useful economic life
- Deprecation
- Current book value
- Location

27.2. The asset register helps:

- Ensure that staff take responsibility for the safe custody of assets.
- Enable independent checks on the safe custody of assets, as a deterrent against theft or misuse.
- To manage the effective utilisation of assets and to plan for their replacement.
- Help with the external auditors draw conclusions on the annual accounts.
- Support insurance claims in the event of fire, theft or vandalism.

### Disposal of Assets

27.3 The Trust must seek the approval of eth ESFA in writing if it proposes to dispose of an asset in excess of £20,000 if paid for by a capital grant.

27.4 The following limits shall apply for the disposal of other surplus equipment and material.

- Academy Headteacher - up to £2,000
- LGC - up to £10,000

Trust Board - over £10,000

## 28. LETTINGS

28.1. The Trust recognises the position of its academies in the local community and that encouragement should be given to the use of the academies by outside organisations.

28.2. All hirers will complete the appropriate letting application form.

28.3. Day to day hire will be the responsibility of the Site Manager (Secondary) SBM (Primary)

28.4. All requests will be logged in the letting diary and payment will be required in advance for all lettings unless special payment facilities have been agreed between the hirer and DFO (Secondary) SBM (Primary).

28.5. Copies of the hirer's up to date Public Liability, indemnity, insurance and qualifications (if relevant) are kept with the booking form.

## 29. BAD DEBTS

29.1. The Trust may write off debts and losses, including any uncollected fines up to the limits set out below:

- 1% of total annual income or £45,000 (whichever is smaller) per single transaction
- Cumulatively 2.5% of total annual income in any financial year per category of transaction for new trusts who have not had the opportunity to produce two years of audited accounts.

29.2 Each academy in the trust is responsible for chasing all monies due to it. Debts that have not been paid within 30 days of the invoice being issued must be chased by

telephone or letter. A record of the telephone conversation or a copy of the letter must be kept.

29.3 If the debt remains unrecoverable after 6 months, or it becomes clear that the debt will not be repaid the DFO/SBM must inform the Headteacher for approval of write off.

29.4 The following write off limits apply:

- Up to £2,000 – Headteacher
- £2,000 to £24,999 – Trust Board who will decide whether or not to pursue through a debt collecting agency
- Over £25,000 – ESFA

## APPENDIX 3

### LEADERSHIP AND GOVERNANCE DECISION PLANNER

This decision planner is designed to work in conjunction with the formal Scheme of Delegation adopted by the Trust. It provides a quick reference guide to how some of the important decisions within the Trust are to be made. Any discrepancies between this document and the Scheme of Delegation shall be construed in favour of the Scheme of Delegation, which will take precedence. The different levels of delegated power are listed below but it should be noted that not every task requires all levels of delegated power to be defined:

- Approve (App)
- Propose (Pro)
- Develop (Dev)
- Monitor (Mon)
- Consulted (Con)
- Implement (Imp)

The governance and management layers within the Trust are identified as follows:

1. Trust Members ( the “**Members**”)
2. Trust Board of Trustees (the “**Board**”)
3. Local Governing Committee (the “**LGC**”)
4. Trust Chief Executive Officer/Strategic Lead/Accounting Officer (or designated member of the Leadership Group) (“**CEO**”)
5. Principal/Headteacher/Head of School (“**HT**”)

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
1.	<b>Governance and Vision</b>						
1.1.	Approve any changes to Trust Articles of Association	App	Pro				

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
1.2.	Approve any changes to Trust Scheme of Delegation	Con	App	Imp	Imp	Dev/Pro	Imp
1.3.	Establish or merge Local Governing Committees	Con	App			Pro	Con
1.4.	Establish Trust Committees and determine terms of reference		App			Pro	
1.5.	Establish LGC Committees (if required)		Mon	App	App	Con	Imp
1.6.	Appoint Chair of Trust Board	App	App				
1.7.	Appoint Trust Board	App	Pro				
1.8.	Remove Trust Board	App					
1.9.	Appoint Chair of LGC	App	Con	Pro	Con	Con	
1.10.	Remove Chair of LGC	App	Con	Con	Con	Con	
1.11.	Appoint LGC members	App	Con	Pro	Pro	Con	Con
1.12.	Remove LAB members	App	Pro/Con	Pro	Con	Con	Con
1.13.	Appoint (and remove) Clerk to Trust Board		App			Pro	



	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
1.14.	Appoint (and remove) Clerk to LGC		Mon	App	App	Pro	
1.15.	Trustee skills audit and governance reviews	Con	App			Imp	
1.16.	Governor skills audit		Mon/App	App	Con	Mon	Imp
1.17.	Approve Trustees Expenses Policy		App			Imp	
1.18.	Manage Conflicts of Interest		App				
2.	<b>Finance</b>						
2.1.	Trust & Academy Financial Regulations and Procedures		App	Imp	Imp	Dev/Pro	Con
2.2.	Appoint Trust auditors		App			Imp	
2.3.	Approve Trust Budget	Mon	App			Dev/Pro	Con
2.4.	Trust Annual Accounts	Mon	App			Imp	
2.5.	Annual Report	Mon	App			Con	Con
2.6.	Undertake financial efficiency review (across the Trust)	Mon	Mon			Imp	

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
2.7.	Undertake financial efficiency review (within the Academy)		Mon	Mon	Mon	Con	Imp
2.8.	Compile and review Trust Risk Register		App			Imp	Con
2.9.	Trust Academies Accounts Returns to EFA		App			Imp	
2.10.	Response to Auditor's Management Letter		App			Imp	
2.11.	Academy Budget Plan	Mon	Mon/App	App	Pro	Mon	Dev/Pro
2.12.	Academy Accounts Return to EFA		Mon/App	App	Pro	Mon	Imp
3.	<b>Strategy, Performance and Expansion</b>						
3.1.	Trust Strategic Plan	Mon	App	Con	Con	Dev/Pro	Con/Imp
3.2.	New, converter or sponsored academies joining MAT	App	App			Pro/Imp	
3.3.	Academy expansion and/or change in age	Con	App	Pro	Pro	Pro/Imp	Pro/Imp
3.4.	Determine overall effectiveness of Academy		App			Pro	
3.5.	Academy Performance Targets		Mon/App	App	Con	Pro/Con	Pro/Con

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
3.6.	Academy Development Plan		Mon/App	App	Con	Pro/Con	Pro/Imp
3.7.	Academy Action Plan/School Improvement Plan		Mon/App	App	Con	Pro/Con	Pro/Imp
3.8.	Intervention/Establish Interim Executive Board	App	Pro/App			Pro/Imp	Con
3.9.	EYFS Policy		Mon	App	App	Con	Pro/Imp
3.10.	EYFS Plan & Quality of Provision		Mon	App	App	Con	Pro/Imp
3.11.	SEND Policy		Mon	App	App	Con	Pro/Imp
3.12.	SEND Plan & Quality of Provision		Mon	App	App	Con	Pro/Imp
3.13.	Teaching & Learning Policy		Mon	App	App	Con	Pro/Imp
3.14.	Curriculum Policy		Mon	App	App	Con	Pro/Imp
3.15.	Sex & Relationships Education policy		Mon	App	App	Con	Pro/Imp
3.16.	Religious Education policy	App	Pro	Con	Con	Con	Pro/Imp
4.	<b>Staffing</b>						

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
4.1.	Determine Trust executive staff structure and grades	Mon	App			Pro/Imp	
4.2.	Determine Academy staff structure and grades		Mon/App	App	Con	Con/Pro	Pro/Imp
4.3.	CEO appointment	Con	Imp				
4.4.	Executive Team appointments		Mon			App	
4.5.	Academy Executive Headteacher/Headteacher/Head of School appointments	Con	Mon/App	App	Con	Con/Pro	
4.6.	Academy teaching and support staff appointments		Mon	Con	Con	Con	App
4.7.	Performance management of CEO	Mon	Imp				
4.8.	Performance Management of Executive Headteacher/Principal/Headteacher/Head of School/SLT	Mon	Mon/App	App	Con	Con/Pro	
4.9.	Suspension of CEO/Executive Team/Executive Headteacher/Principal/Headteacher/Head of School	Mon	App	Con	Con	Pro	
4.10.	Dismissal of CEO/Executive Team/Executive Headteacher/Principal/Headteacher/Head of School	Con	App	Con	Con	Pro	
4.11.	Suspension and dismissal of other teaching and support staff		Mon	Mon	Mon	Con	App
4.12.	Redundancy of staff		App	Pro	Con	Pro/Con	Imp

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
4.13.	Restructuring of staff		App	Pro	Con	Pro/Con	Imp
5.	<b>Land and Contracts</b>						
5.1.	Asset Management Strategy and insurance	Con	Mon	App	App	Con	Pro/Dev
5.2.	Health & Safety plus safeguarding Policy & Review		Mon	App	App	Con	Pro/Dev
5.3.	Condition Surveys	Con	Mon	App	App	Con	Pro/Dev
5.4.	Expansion and Redevelopment Works	App	Pro/App	Pro	Pro	Imp	Con
5.5.	Leases	App/Imp	Pro	Pro	Pro	Imp	Con
5.6.	Lettings and shared use		Mon	Mon	Mon	Con	Imp
5.7.	Strategic support and shared services		App	Con	Con	Pro/Imp	Imp
6.	<b>HR and Policies</b>						
6.1.	Pay & Remuneration Policy	Con	App	Con	Con	Pro	Imp
6.2.	Job Role Salary & Grading Policy		App	Con	Con	Pro	Imp

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
6.3.	Changes to Employee Terms & Conditions or Collective Agreements (CES policies)	App	Pro/App	Con	Con	Pro	Imp
6.4.	Performance Management & Appraisal Review Policy	App	Pro/App	Con	Con	Pro	Imp
6.5.	Disciplinary Policy		App	Con	Con	Pro	Imp
6.6.	Grievance Policy		App	Con	Con	Pro	Imp
6.7.	Capability Policy		App	Con	Con	Pro	Imp
6.8.	Whistle-blowing Policy		App	Con	Con	Pro	Imp
6.9.	Re-structuring & Redundancy Policy		App	Con	Con	Pro	Imp
6.10.	Employee Health & Safety Policy		App	Con	Con	Pro	Imp
6.11.	Academy times, terms and holidays			App	App	Con	Pro/Imp
6.12.	Adoption and review of Non HR Statutory Policies		Mon	App	App	Con	Pro/Imp
6.13.	Exclusions			Mon/App	Mon/App		App
6.14.	Appeals against Permanent Exclusion			App	App		Imp

	Task	Members	Board	LGC		CEO	HT
				Effective Academy	Supported Academy		
6.15.	Complaints		Mon	Mon	Mon	Mon	Imp

## APPENDIX 4

### RISK MANAGEMENT POLICY

#### 1. Background

The Risk Management Strategy aims to ensure that the Trust complies with risk management best practice and sets out the current processes and responsibilities for risk management in the Trust.

1.1 The requirements of the strategy can be summarised as:

- Directors, Governors and Principals acknowledge responsibility for the system of internal control
- An ongoing process is in place for identifying, evaluating and managing all significant risks
- An annual process is in place for reviewing the effectiveness of the system of internal control
- There is a system in place to deal with internal control aspects of any significant issues disclosed in the annual report and accounts

1.2 In assessing what constitutes a sound system of internal control, consideration should be given to:

- The nature and extent of the risks facing the organisation
- The extent and categories of risk which it regards as acceptable
- The likelihood of the risks concerned materialising
- The organisation's ability to reduce the incidence and impact of the risks that do materialise

#### 2. Risk Management objectives

The objectives for managing risk across the Trust are:

- To safeguard high quality and effective education of the young people in our Academies;
- To safeguard the reputation and ethos of the Trust and the Academies and the principles upon which the Trust was founded;
- To recognise the common good in terms of the interests of the families in the communities served by the Academies and the pupils of the future;
- To comply with risk management best practice;
- To ensure risks facing the Trust are identified and appropriately documented;
- To provide assurance to the Trust Board that risks are being adequately controlled, or identify areas for improvement;
- To ensure action is taken appropriately in relation to accepting, mitigating, avoiding and transferring risks; and
- To prioritise and protect the Scheme of Delegation and the balance struck between central management and local responsibility.

#### 3. Risk Management strategy

The strategy aims to:

- Outline the roles and responsibilities for risk management.
- Identify risk management processes to ensure that all risks are appropriately identified, controlled and monitored
- Ensure appropriate levels of awareness throughout the Trust and its Academies



### **3.1. Roles and responsibilities**

The Local Governing Committees of each Academy have the responsibility to implement, monitor and verify such policies and procedures to facilitate an annual statement of compliance on those risks identified by the Trust Board. The Principal with school leadership team have overall responsibility for managing risk in their Academies. The Trust Board has primary responsibility for risk management processes and has responsibility for maintaining the Trust-wide Risk Register. This responsibility includes:

- Monitoring the performance of risk management processes
- Ensuring that appropriate controls are in place to manage identified risks
- Preparation of periodic reports to both the Finance & Audit Committee

The Risk Register is formally reviewed each term by the Trust Board. The Risk Register is a standing item on the Trust Board's agenda and the Directors will monitor the identification and mitigation of risk within the Trust. The Local Governing Committee will review the individual Academy's Risk Register and this will form part of the Local Governing Committee's report to the Trust Board.

### **3.2. Identification of risks**

Risk identification should be approached in a methodical way to ensure that all significant activities have been identified and all the risks flowing from these activities have been defined.

Our approach to risk management is linked to six key aims:

- Aspire, Accomplish, Achieve
- Outstanding staff, leadership and management
- Outstanding infrastructure
- Financial strength
- Inspiring and supportive culture
- Strong community and partnerships

The structure and organisation of the Trust's risk register seeks to ensure that all significant objectives and activities have been identified and the risks associated with each area have been identified.

### **3.3. Evaluation of risks**

Risks should be evaluated against agreed criteria to make decisions about the significance of risks to the organisation.

The Trust uses a 5x5 matrix to assess impact and likelihood as illustrated in the diagram below:

<b>Likelihood</b>	<b>5</b>	M	M	H	H	H
	<b>4</b>	M	M	M	H	H
	<b>3</b>	L	M	M	M	H
	<b>2</b>	L	L	M	M	M
	<b>1</b>	L	L	L	M	M
	<b>0</b>	<b>1</b>	<b>2</b>	<b>3</b>	<b>4</b>	<b>5</b>
	<b>Impact</b>					

<b>Key to Matrix</b>	
<b>Impact</b>	<b>Likelihood</b>
2. Low (<£10,000)	2. Low/possible/remote
3. Medium (<£50,000)	3. Medium/occasional
4. High (>£100,000)	4. High/frequent/probable
5. Very high (>£250,000)	5. Very high/certain

The **descriptors** for impact and probability can be expanded as follows:

***Impact of risk occurring***

Impact	Description
Critical (4)	The financial impact will be highly significant [in excess of £100,000] Has a significant impact on both strategy and on teaching and learning Has significant stakeholder concern Can cause significant reputational damage to the Academy/Trust
Very High	The financial impact will be significant [between £80,000 and £100,000] Has a significant impact on strategy or on teaching and learning Has significant stakeholder concern Can cause significant reputational damage to the Academy/Trust
High	The financial impact will be more than moderate [between £50,00 and £80,000]

	<p>Has more than a moderate impact on strategy or on teaching and learning</p> <p>Moderate to significant stakeholder concern</p> <p>Can cause reputational damage to the Academy/Trust</p>
Medium	<p>The financial impact will be moderate [between £25,000 and £50,000]</p> <p>Has no more than a moderate impact on strategy or on teaching and learning</p> <p>Moderate stakeholder concern</p> <p>Can cause moderate reputational damage to the Academy/Trust</p>
Low (0)	<p>The financial impact is likely to be low [below £25,000]</p> <p>Has a low impact on strategy or on teaching and learning</p> <p>Low stakeholder concern</p> <p>Is unlikely to cause any reputational damage to the Academy/Trust</p>

### **Likelihood of risk occurring**

Likelihood	Description	Indicator
4	Likely to occur within the next 3 months	<p>Potential of it occurring several times within a year period.</p> <p>Has occurred recently</p>
3	Likely in the next 6 months	<p>Potential of it occurring several times within a 2 year period.</p> <p>Some history of occurrence</p>
2	Likely to occur within the next 12 months	Could occur more than once within a 3 year period.
1	Likely to occur within the next 3 years	Could occur but hasn't happened within the last 4 years
0	Likely in more than 3 years	<p>Has not occurred</p> <p>Is not likely to occur</p>

### **3.4 Risk appetite**

The term risk appetite describes the Trust's readiness to accept risks and those risks it would seek to reduce. The Trust's risk threshold is the boundary delineated by the pink shaded area (represented by scores of 8 and above) in the risk matrix in paragraph 3.3. Above this threshold,

the Trust will actively seek to manage risks and will prioritise time and resources to reducing, avoiding or mitigating these risks.

### **3.5 Addressing risks**

When responding to risks, the Trust will seek to ensure that it is managed and does not develop into an issue where the potential threat materialises.

The Academy will adopt one of the 4 risk responses outlined below:

Treat	Counter measures are put in place that will either stop a problem or threat occurring or prevent it from having an impact on the business
Transfer	The risk is transferred to a third party, for example through an insurance policy.
Terminate	The response actions either reduce the likelihood of a risk developing, or limit the impact on the Trust to acceptable levels.
Tolerate	We accept the possibility that the event might occur, for example because the cost of the counter measures will outweigh the possible downside, or we believe there is only a remote probability of the event occurring.

## **4 Risk Reporting and Communication**

The aim of reporting risk is to provide assurance to the Directors, Governors, Principals and Auditors that the Trust is effectively managing its risks and has a robust system of internal controls.

### **4.4 Risk register**

The reporting mechanism will be the Trust's Risk Register. This will highlight the key risks facing the Trust, as well as a breakdown for each key strategic aim and individual academies contexts. The Risk Register will be monitored by the Trust Board on a termly basis.

Any significant changes in risk impact or probability, or the occurrence of an event which raises the profile of a risk will be recorded on the risk register as it occurs. Any new or increased risks identified by Directors, Governors, Principals or raised by any other member of staff will be evaluated and, if appropriate, recorded in the Risk Register.

### **4.2 Communicating Risks**

The Trust Board monitors the risk register each term. The Principal and their strategic senior team will ensure that any perceived new or increased risks or significant failure of risk management control measures are considered and reported to the Trust Board (or an officer designated by the

Trust Board, such as a member of the Trust's Executive Team) (and if appropriate any Audit and Risk Committee) along with a summary of actions taken.

Directors (or any designated officer) will endeavour to raise awareness that risk management is a part of the Trust's culture and seek to ensure that:

- individual members of staff are aware of their accountability for individual risks
- individuals report promptly to senior management any perceived new risks or failure of existing control measures.

#### ***4.3 Annual risk review and assessment***

The Principals will review the risk reports and provide a termly assessment of the effectiveness of each Academy's management of risk.

The Executive Team will prepare an annual review of risk for the Trust Board annually. This will enable the Trust Board to consider:

- The significant risks facing the Trust holistically and each individual Academy
- The effectiveness of the risk management processes
- That the Trust has published a risk management strategy covering risk management philosophy and responsibilities

#### **5. Areas for improvement**

Any areas identified as being in need of improvement will be discussed and agreed each term at the Trust Board meeting.

## APPENDIX 5

### TERMS OF REFERENCE FOR THE [FINANCE AND] AUDIT [AND RISK] COMMITTEE

Note: square brackets contain recommendations which are in line with best practice but which may need to be changed to suit the circumstances of the particular organisation, or excluded where not relevant to the company or if the company has a separate risk committee.

#### 1 Membership

1.1 The committee shall comprise at least three members. The committee shall include at least one member of resources committee. Members of the committee shall be appointed by the board.

1.2 Members should have recent and relevant financial experience, the chairman of the board shall not be a member of the committee.

1.3 Only members of the committee have the right to attend committee meetings. However, the Chief Accounting Officer, Chief Financial Officer, internal auditor and external audit lead partner will be invited to attend meetings of the committee on a regular basis and other non-members may be invited to attend all or part of any meeting as and when appropriate and necessary.

1.4 The board shall appoint the committee chairman. In the absence of the committee chairman and/or an appointed deputy at a committee meeting, the remaining members present shall elect one of themselves to chair the meeting.

1.5 The committee may appoint external consultants as necessary.

#### 2 Secretary

The company secretary, or their nominee, shall act as the secretary of the committee and will ensure that the committee receives information and papers in a timely manner to enable full and proper consideration to be given to issues.

#### 3 Quorum

The quorum necessary for the transaction of business shall be two members. Trust Board members who are not members of the Committee may be co-opted as members for individual meetings, provided the majority of the quorum are full members of the Committee'.

#### 4 Frequency of meetings

4.1 The committee shall meet at least three times a year at appropriate intervals in the financial reporting and audit cycle and otherwise as may be required.

4.2 Outside of the formal meeting programme, the committee chairman, and to a lesser extent the other committee members, will maintain a dialogue with key individuals involved in the Trust's governance, including the Chair of Trustees, the chief accounting officer, the finance director, the external audit lead partner and the internal auditor.

## 5 Notice of meetings

5.1 Meetings of the committee shall be convened by the secretary of the committee at the request of any of its members or at the request of the external audit lead partner or internal auditor if they consider it necessary.

5.2 Unless otherwise agreed by the committee, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed, shall be forwarded to each member of the committee no later than five working days before the date of the meeting. Supporting papers shall be sent to committee members at the same time in electronic form.

## 6 Minutes of meetings

6.1 The secretary shall minute the proceedings and decisions of all meetings of the committee, including recording the names of those present and in attendance.

6.2 Draft minutes of committee meetings shall be agreed with the committee chairman and then circulated promptly to all members of the committee, unless it would be inappropriate to do so in the opinion of the committee chairman.

6.3 All minutes of committee meetings shall be forwarded to the Trust as part of the reporting process.

## 8 Duties

### 8.1 Financial reporting

8.1.1 The committee shall monitor the integrity of the financial statements of the trust, including its annual reports, interim management reports and any other formal statements relating to its financial performance, and review and report to the board on significant financial reporting issues having regard to matters communicated to it by the auditor.

8.1.2 In particular, the committee shall review and challenge where necessary:

8.1.2.1 the application of significant accounting policies and any changes to them;

8.1.2.2 the methods used to account for significant or unusual transactions where different approaches are possible;

8.1.2.3 whether the Trust has adopted appropriate accounting policies and made appropriate estimates and judgements, taking into account the external auditor's views on the financial statements; and

8.1.2.4 all material information presented with the financial statements, including the strategic report and the corporate governance statements relating to the audit and to risk management.

8.1.4 Where the committee is not satisfied with any aspect of the proposed financial reporting by the academy, it shall report its views to the board.

## 8.2 Narrative reporting

Where requested by the board, the committee should review the content of the annual report and accounts and advise the board on whether, taken as a whole, it is fair, balanced and understandable and provides the information necessary to assess the Trust's performance

## 8.3 Internal controls and risk management systems

The committee shall:

8.3.1 keep under review the trust's internal financial controls systems that identify, assess, manage and monitor financial risks, and other internal controls, risk management systems and risk registers.

8.3.2 review and approve the statements to be included in the annual report concerning internal control, risk management and the viability statement.

8.3.3 To regularly receive reports from management which enable the Committee to assess the risks involved in the MATs business and to consider the principal risks identified by management and how they are controlled and monitored.

## 8.4 Compliance, whistleblowing and fraud

The committee shall:

8.4.1 review the adequacy and security of the trust's arrangements for its employees and contractors to raise concerns, in confidence, about possible wrongdoing in financial reporting or other matters. The committee shall ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action;



8.4.2 There needs to be appropriate procedures systems and controls in place to report any misappropriation of evidence.

## 8.5 Internal audit

The committee shall:

8.5.1 approve the appointment or termination of appointment of the internal auditor;

8.5.2 review and approve the role and mandate of internal audit, monitor and review the effectiveness of its work,

8.5.3 review and approve the annual internal audit plan to ensure it is aligned to the key risks of the business, and receive regular reports on work carried out;

8.5.4 ensure internal audit has unrestricted scope, the necessary resources and access to information to enable it to fulfil its mandate,

8.5.5 ensure the internal auditor has direct access to the board chairman and to the committee chairman, providing independence from the executive and accountability to the committee;

8.5.6 carry out an annual assessment of the effectiveness of the internal audit function; and as part of this assessment:

8.5.6.1 meet with the internal auditor without the presence of management to discuss the effectiveness of the function;

8.5.6.2 review and assess the annual internal audit work plan;

8.5.6.3 receive a report on the results of the internal auditor's work;

8.5.6.4 determine whether it is satisfied that the quality, experience and expertise of the internal auditor is appropriate for the trust; and

8.5.6.5 review the actions taken by management to implement the recommendations of internal audit and to support the effective working of the internal audit function;

8.5.7 monitor and assess the role and effectiveness of the internal audit function in the overall context of the trust's risk management system and the work of compliance, finance and the external auditor;

## 8.6 External audit

The committee shall:

8.6.1 consider and make recommendations to the board, in relation to the appointment, re-appointment and removal of the trust's external auditor;

8.6.2 Oversee and approve the selection procedure for the appointment of the audit firm, ensuring that all tendering firms have access to all necessary information and individuals during the tendering process;

8.6.3 if an external auditor resigns, investigate the issues leading to this and decide whether any action is required;

8.6.4 oversee the relationship with the external auditor. In this context the committee shall:

8.6.4.1 approve their remuneration, including both fees for audit and non-audit services, and ensure that the level of fees is appropriate to enable an effective and high-quality audit to be conducted; and

8.6.4.2 approve their terms of engagement, including any engagement letter issued at the start of each audit and the scope of the audit;

8.6.5 assess annually the external auditor's independence and objectivity taking into account relevant UK law, regulation, the Ethical Standard and other professional requirements and the group's relationship with the auditor as a whole, including any threats to the auditor's independence and the safeguards applied to mitigate those threats including the provision of any non-audit services;

8.6.6 satisfy itself that there are no relationships between the auditor and the trust (other than in the ordinary course of business) which could adversely affect the auditor's independence and objectivity;

8.6.7 assess annually the qualifications, expertise and resources, and independence of the external auditor and the effectiveness of the external audit process, which shall include a report from the external auditor on their own internal quality procedures;

8.6.8 seek to ensure coordination of the external audit with the activities of the internal audit function;

8.6.9 evaluate the risk associated with the effectiveness to the quality of the financial reporting process in the light of the external auditor's communications with the committee;

8.6.10 meet regularly with the external auditor (including once at the planning stage before the audit and once after the audit at the reporting stage) and, at least once a year, meet with the external auditor without management being present, to discuss the auditor's remit and any issues arising from the audit;

8.6.11 discuss with the external auditor the factors that could affect audit quality and review and approve the annual audit plan, ensuring it is consistent with the scope of the audit engagement;

8.6.12 review the findings of the audit with the external auditor. This shall include but not be limited to, the following:

8.6.12.1 a discussion of any major issues which arose during the audit;

8.6.12.2 the auditor's explanation of how the risks to audit quality were addressed;

8.6.12.3 key accounting and audit judgements;

8.6.12.4 the auditor's view of their interactions with senior management; and

8.6.12.5 levels of errors identified during the audit;

8.6.13 review any representation letter(s) requested by the external auditor before they are signed by management;

8.6.14 review the management letter and management's response to the auditor's findings and recommendations; and

8.6.15 review the effectiveness of the audit process, including an assessment of the quality of the audit, the handling of key judgements by the auditor, and the auditor's response to questions from the committee.

## 9 Reporting responsibilities

9.1 The committee chairman shall report formally to the board on its proceedings after each meeting on all matters within its duties and responsibilities and shall also formally report to the board on how it has discharged its responsibilities. This report shall include:

9.1.1 the significant issues that it considered in relation to the financial statements (required under paragraph 8.1.1) and how these were addressed;

9.1.2 its assessment of the effectiveness of the external audit process (required under paragraph 8.6.10), the approach taken to the appointment or reappointment of the external auditor, length of tenure of audit firm, when a tender was last conducted and advance notice of any retendering plans; and

9.1.3 any other issues on which the board has requested the committee's opinion.

9.2 The committee shall make whatever recommendations to the board it deems appropriate on any area within its remit where action or improvement is needed.

9.3 The committee shall compile a report on its activities to be included in the company's annual report.

9.4 In compiling the reports referred to in 9.1 and 9.3, the committee should exercise judgement in deciding which of the issues it considers in relation to the financial statements are significant, but should include at least those matters that have informed the board's assessment of whether the trust is a going concern and the inputs to the board's viability statement.

#### 10 Other matters

The committee shall:

10.1 have access to sufficient resources in order to carry out its duties, including access to the Trust's secretariat for assistance as required;

10.2 give due consideration to relevant laws and regulations, and any other applicable rules, as appropriate;

10.4 be responsible for coordination of the internal and external auditors;

10.5 oversee any investigation of activities which are within its terms of reference;

10.6 work and liaise as necessary with all other trust committees, taking particular account of the impact of risk management and internal controls being delegated to different committees; and

10.7 arrange for periodic reviews of its own performance and, at least annually, review its constitution and terms of reference to ensure it is operating at maximum effectiveness and recommend any changes it considers necessary to the board.

## APPENDIX 6

### CONFLICT OF INTEREST POLICY

#### Why we have a Policy

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

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

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

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

#### The Declaration of Interests

Directors, Governors of the Local Governing Committees and all staff must declare their interests, and any gifts or hospitality received in connection with their role in the Trust. A declaration of interests form is provided for this purpose, listing the types of interest you should declare. All interests, including gifts of a value over £50, must be notified to the Trust Chair and a Register of Interests will be maintained by the Trust.

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

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

## **Data Protection**

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

## **What to do if you face a Conflict of Interest**

If you have a direct or indirect interest in:

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

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

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

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

## **Decisions taken where a Trustee, Governor or Staff Member has an Interest**

In the event of the Trust Board having to decide upon a question in which a Trustee, Governor or member of staff has an interest because of a duty or loyalty (however indirect) that they owe to another organisation, they will do so by vote, with a simple majority required. The conflicted individual may be present when the matter is discussed but must not take part in the discussion or vote on any matter relating to the discussion and a quorum must otherwise be present for the discussion and decision.

An individual will generally not have a conflict of interest or loyalty simply by virtue of the fact that he or she has been appointed or nominated to the Trust Board or to the Local Governing Committee by a third party and the Trust has dealings with that third party, but if any undue

influence is exerted by that third party or the individual has an interest in the matter for a reason other than mere appointment or nomination, then the circumstances will need to be reconsidered.

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

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

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

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

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

### **Managing Contracts**

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

### **Notified Conflicts of Interest**

Without prejudice to any of the obligations on individuals as expressed in this Policy, the Trustee have identified the following matter where relevant individuals will have an interest in the matter and such interest has not been expressly authorised in the Articles of Association but is considered to be a matter which is in the best interest of the Trust and is authorised provided the principles of

this policy are observed (particularly in relation to discussions, decisions and management of the matter where there is a genuine conflict):

- The spiritual guidance, oversight and regulatory function undertaken by the Bishop and the Diocesan Trustees in respect of the Trust and its Academies, acknowledging the Bishop's appointment of Trustees and Governors and the contribution made by the Trust and its Academies to the costs of the Diocese in undertaking these functions.



## APPENDIX 7

### TERMS OF REFERENCE FOR THE EXECUTIVE LEADERSHIP TEAM

#### ASSISI CATHOLIC TRUST (“the Trust”)

#### TERMS OF REFERENCE FOR THE EXECUTIVE LEADERSHIP TEAM (“the Leadership Group”)

1<sup>ST</sup> MAY 2018 REVIEW DATE [ ]

#### PURPOSE

The Executive Leadership Team has been set up to provide a focus for discussion on policy and the strategic direction of the Trust. The Executive Leadership Team will support the Trust Board and facilitate communication within the Trust, as well as provide an opportunity for the Academies to explore and develop areas of collaboration and shared working.

#### MEMBERSHIP

All head teachers and Chairs of the Local Governing Committees will be invited to participate in the Executive Leadership Team. Principals will meet as the Executive Leadership Team [once a month] [twice a term] and the full Leadership Group (i.e. including Chairs of the Local Governing Committees) will meet twice a year; in November and July.

Responsibility / Delegated Authority	Assessment
<b>Ethos and vision</b>	
Working in partnership with the Trust Board, develop a clear educational vision, ethos and direction for the Trust, which promotes learning and the moral, social and cultural development of pupils and assist with the communication of this vision to the Academies and the wider community.	
Support the Trust Board in formulating policies and practices which support the Trust’s overall vision and aims as well as recognise the uniqueness of each Academy and the contribution each makes to the collective.	

Responsibility / Delegated Authority	Assessment
<b>Strategic Leadership</b>	
Provide a perspective on the wider education community and the challenges facing state funded schools.	
Assist with the creation of a public face and external identity for the Trust, facilitating discussions with those who might be considered strategic partners of the Trust.	
Advise the Trust Board in relation to the development and implementation of a long term strategy for the success of the Trust and its Academies, identifying any threats and weaknesses as well as opportunities for growth and improvement.	
Where appropriate, undertake research on issues which might affect the Trust, ensuring best practice.	
Assist with the development of an action plan for each Academy, which identifies appropriate priorities and targets for improvement in the context of overall resource planning and the management and administration of each Academy and which supports the overall vision and aims of the Trust.	
Ensure the needs of each Academy are communicated to and understood by the Trust Board.	
Seek to identify areas where greater collaboration between the Academies can support the Trust's business strategy.	
Advise on the impact of any proposed change to admissions in respect of any Academy.	
<b>Curriculum and Standards</b>	
Advise the Trust Board and the Academies on the targets for relevant Key Stages and supports the leadership team in each Academy on action to be taken to maximise attainment and pupil progress and whilst doing so advise on the transition by pupils from one Key Stage to the next, whether that be to another Academy within the Trust or to another school.	
Facilitate school to school support.	
Provide a forum for discussion on the merits of any change to the curriculum and the impact of developments regionally and nationally.	
<b>Resources</b>	
Identify efficiencies through collaborative working.	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
Provide support to each Academy's senior leadership team and any resource and recruitment committees.	
Support the Trust Board in the development of suitable HR policies and practices noting the need to achieve consistency across all Academies.	
Facilitate discussion with staff representative bodies, including the unions.	

## APPENDIX 8

### TERMS OF REFERENCE FOR THE [TRANSITION] [INTERVENTION] BOARD

[ASSISI CATHOLIC TRUST

EFFECTIVE DATE [ ] REVIEW DATE [ ]

#### PURPOSE

The Intervention Board's primary role is to support the rapid turnaround of the Academy. The Intervention Board has been established by the Trust Board and may have been appointed before the School joined the Trust in order to support the conversion of the School. The Intervention Board shall meet at least twice a term, more if necessary.

The Intervention Board will ensure that the Strategic Plan for the Academy is being implemented and will advise on the development and review of the Plan, focussing on 4 key areas of action; leadership & governance, teaching & learning, facilities & resources and finance.

The Intervention Board will report to the Trust Board on progress, recommending further action as necessary.

#### MEMBERSHIP

Members of the Intervention Board have been drawn from the local community and have been appointed by the Trust Board, who will ensure the members have both the capacity and skills to work intensively within the Academy, providing support and challenge to the Academy's staff and building on existing links with the community. Board members must be able to demonstrate an understanding of the ethos and values of the Trust and a commitment to fulfilling the Trust's mission and objectives for the Academy, drawing on specialist skills where required. Whilst there is no limit on the numbers expected to serve on the Board, in most cases it is not anticipated that there will be more than 3, one of whom will either be the [Accounting Officer/CEO/Strategic Lead] (or a person recommended by the Trust Board.

#### REVIEW

Operating with an Intervention Board is not intended to be a long term arrangement and a target date has been identified for the review of the arrangement. Any initial period will not be greater than 12 months.

Responsibility / Delegated Authority	Assessment
<b>Ethos and vision</b>	
Support the actions of the Trust Board in developing and sustaining a clear educational vision, ethos and direction for the Trust and the Academy, which promotes learning and the moral, spiritual, social and cultural development of pupils.	
Assist with the communication of the Trust's vision within the Academy's community, reinforcing the Academy's identity as a school within the family of schools run by the Trust.	
Establish systems and procedures in the Academy which recognise and prioritise collaborative working within the Trust where possible.	
<b>Compliance and Leadership</b>	
Take the lead in the development of a strategic plan for the Academy which is consistent with the Trust's overall strategic objectives and identifies appropriate priorities for the Academy, targets for improvement and specific actions to be taken.	
Advise and report to the Trust Board on the implementation of the strategic plan, identifying any financial, educational and organisational threats and weaknesses as well as opportunities for growth and improvement.	
Support the Trust Board, as well as the leadership team within the Academy, ensuring that there is sufficient challenge and feedback so that continuous improvements can be made and preparing the leadership team for the transition to full delegated responsibility.	
Have regard to the public sector equality duty in the performance of any duty.	
Act in accordance with the terms of the Trust's Master and Supplemental Funding Agreements, the Trust's Articles of Association and the current ESFA Academy Financial Handbook in the performance of any duty.	
Ensure that at all times the Academy is meeting any legal requirements and duties.	
<b>Finance and Risk Management</b>	
Ensure that at all times any funds delegated to the Academy or otherwise held on behalf of the Academy are safeguarded, having regard to the duty of the Trustees as trustees of charitable assets and as recipients of public money.	
Monitor, review and control the budget, expenditure and income of the Academy, acknowledging any amounts to be set aside for central costs and reserves, contributing to any discussions initiated by the Trust Board in relation to the budget of the Academy and the appropriate use of all funds available to the Academy.	

Responsibility / Delegated Authority	Assessment
Support the systems of financial and risk reporting adopted by the Trust applicable in respect of the Academy, reporting as required (including to any internal audit committee or to the external auditors) highlighting any specific risks which might jeopardise the fulfilment of the strategic plan for the Academy.	
Implement any Trust policy for the approval and signing of contracts, ensuring all contracts to be entered into by the Academy are appropriate, have been authorised (or are within delegated authority) and do not expose either the Trust or the Academy to undue risk.	
<b>Curriculum and Standards</b>	
<p>Advise the Trust Board on the development of a curriculum which meets the Academy's specific needs and has regard to:</p> <ul style="list-style-type: none"> <li>• any nationally recognised curriculum priorities and initiatives</li> <li>• the obligation to provide religious education, sex education and physical education</li> <li>• special educational needs</li> <li>• national testing and attainment targets, and</li> <li>• any teaching objectives and priorities adopted by the Trust Board for all Academies.</li> </ul>	
Advise and report to the Trust Board on the targets for relevant Key Stages in the Academy, supporting the leadership team in the Academy on action to be taken to maximise attainment and pupil progress and advising on the transition by pupils from one key stage to the next supporting the development of a personalised learning plan for each pupil.	
Carry out regular reviews of the standards of teaching and learning in the Academy and agree with the leadership team specific actions to be taken to address areas of weakness, facilitating the sharing of best practice and the development of a training programme for staff which draws on the strengths of the Academy and secures additional resources which meet needs.	
<b>Pupil Behaviour and Attendance</b>	
Formulate and implement a pupil behaviour policy in accordance with guidance produced by the Department for Education and as advised by the Trust Board.	

Responsibility / Delegated Authority	Assessment
<b>Staff Recruitment</b>	
In conjunction with the Trust Board (but having regard to the advice of the Academy's leadership team), develop a staffing structure for the Academy, identifying the number of staff required to be employed at the Academy, the levels of the posts and the role responsibilities of all staff employed and supporting, where appropriate, the sharing of resources between the Academies.	
Ensure the implementation of the HR policies adopted by the Trust Board.	
Having regard to any advice of the Trust Board and the Leadership Group, appoint all staff to work in the Academy, establishing an appointments committee in respect of the appointment of a Principal/Headteacher and such other key leadership appointments as advised by the Trust Board.	
<b>Staff Appraisal and Performance Management</b>	
Evaluate the standards of teaching and learning in the Academy and ensure that proper standards of professional performance are established and maintained.	
Implement any pay policy and performance management policy for all teaching and non-teaching staff employed at the Academy put in place by the Trust Board, ensuring all affected staff of the Academy are kept informed and consulted if necessary.	
Implement any written policy for the appraisal of all teaching and non-teaching staff who work in the Academy put in place by the Trust Board, having regard to the objectives of the Academy's strategic plan and ensuring all staff of the Academy are kept informed and consulted if necessary.	
Carry out the performance management and appraisal of the Principal/Headteacher, any deputies and other key leadership appointments in the Academy, supporting the Academy's leadership team in the performance management of all other staff, advising the Trust Board of any areas of weakness or where additional support and/or training is required.	
Advise the Trust Board on an appropriate programme for the training and professional development of all staff in the Academy, supporting and working with any Trust programme for the development of Principals/Headteachers and other key leadership appointments.	
Implement any written policy for staff disciplinary and grievance procedures put in place by the Trust Board and where appropriate advise on and support the Academy's leadership team on the implementation of the same.	
Undertake any disciplinary or grievance procedure for the Principal/Headteacher and other members of the Academy's leadership team, reporting to the Trust Board.	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
Facilitate discussion with staff representative bodies, including the unions, at both Trust Board level and within the Academy.	
<b>Premises And Resources</b>	
Formulate, implement and keep under review a policy for health and safety at the Academy, having regard to any advice issued by the Trust Board and/or the Leadership Group from time to time.	
Provide such advice and information as may be required to enable the Trust Board to take out and review the level of insurance cover for the Academy and at the request of the Trust Board undertake appropriate and regular risk assessments.	
Advise and report to the Trust Board on any estate management strategy for the premises and facilities used by the Academy, identifying any planned maintenance and any need for substantial works to meet the strategic aims of the Academy, including considering the availability of funding or the need to secure funding.	
No significant capital works will be undertaken or commissioned by the Intervention Board without the express written consent of the Trust Board.	
Ensure any works to the premises are carried out by appropriately qualified workmen, notifying the Trust's insurers as appropriate.	
Ensure any use of premises or facilities for community or income generating purposes are carried out in compliance with any policy issued by the Trust Board in relation to such matters (including any prepared on the advice of the Trust's accountants) and keeping a separate account of any income received so that this can be identified separately in the Academy's accounts.	
<b>Delegation</b>	
The Intervention Board may delegate any powers and responsibilities to the Principal/Headteacher of the Academy, subject to any requirements of the Trust Board. The Intervention Board will ensure the gradual transfer of responsibility to the Principal/Headteacher, the leadership team and the Local Advisory Body when established is done sensitively to help successfully deliver the Academy's long term strategic plan.	



**APPENDIX 9**  
**ASSISI CATHOLIC TRUST**  
**TRUSTEE CORE COMPETENCIES AND CODE OF CONDUCT**

**Introduction**

As a charity and company limited by guarantee, Assisi Catholic Trust (the “Trust”) is governed by a Board of Trustees (the “Directors”).

The Trust’s charitable purpose is the advancement of the Catholic religion and the Trust is accountable to the Bishop of Brentwood, the diocesan authority for the purposes of the academies and the religious authority for all matters. Notwithstanding whether a Director is appointed by the Bishop (i.e. as a Foundation Director) or by the Board of Directors, all Directors must comply with the wishes of the Bishop and fulfil the charitable object of the Trust. The Bishop is a Member of the Trust and appoints all other Members.

Whilst the Directors are accountable to the Bishop and the other Members of the Trust, the Directors have overall responsibility and accountability for all strategic and operational matters within the Trust and have been delegated decision making authority by the Members. The Board is intended to be strategic not operational and has delegated the day to day management of the business and the responsibility for the running of the academies to those officers of the Trust with executive and leadership responsibilities. The Board’s main purpose is to:

- determine the vision and values of the Trust consistent with those of the Bishop;
- support leadership in determining and fulfilling the strategic direction of the Trust;
- hold leadership to account; and
- oversee the financial performance of the Trust ensuring there are systems in place to manage risk and ensure money is well spent.

The Directors have established Local Governing Committees to assist them in fulfilling these governance responsibilities and to provide additional support to leadership. Further detail can be found in the Trust’s Scheme of Delegation.

The Trust is an exempt charity whose principal regulator is the Secretary of State for Education. Whilst this means the activities and constitution of the Trust are primarily determined by the Department for Education subject to the wishes of the Bishop, nevertheless the Trust is subject to company law and charity law and occasionally the jurisdiction of the Charity Commission. The

Directors therefore have both responsibilities as directors of a company and trustees of a charity.

### **Legal Duties of the Directors**

The Directors of a charity have a fiduciary duty to act in good faith in the best interests of the charity. This duty includes a responsibility to do the following:

- To ensure compliance with any legal obligations;
- To report on the charity's activities (the Trust must prepare accounts in accordance with the Statement of Recommended Practice for Charities, the so called Charity SORP);
- To fulfil the charitable object of the charity as set out in its constitution (the Articles of Association) and to act in a way which is compliant with the rules of the charity contained in the Articles;
- To act with integrity and to avoid any personal conflicts of interest and not to misuse any charity funds or assets;
- To act prudently in the financial management of the charity, avoiding putting any assets, funds or reputation of the charity at undue risk;
- To exercise reasonable care and skill, using personal knowledge and experience to ensure the charity is well run and efficient;
- To act responsibly, getting advice from others, including professional advisors, where appropriate.

Under company law the Directors must avoid conflicts of interest and act prudently. There are specific legal duties where a company is insolvent or there is a threat of insolvency. More detail can be found in the [Academies Financial Handbook](#) and Directors must be especially careful where they may have a personal interest in a matter which involves the Trust. Directors must comply with the Trust's Conflict of Interest policy which will also address any specific requirements regarding trading with connected parties.

Directors must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated such Directors to serve on the Board. Other than in relation to any Director who is employed by the Trust (not as a Director but to fulfil an executive function), the role of a Director is unpaid (except for the reimbursement of reasonable expenses). No specific qualifications are required and Directors must be aged 18 or over.

Directors are appointed for a term of 4 years and can be reappointed on the expiry of such term.

### **Specific Duties of the Directors**

The specific tasks and responsibilities of the Directors are as follows.

- To formulate the vision and ethos of the Trust, enhancing Catholic education, having regard in particular to the benefits of collaboration between the academies and the uniqueness of each as well as the needs of the communities they serve;
- To determine the Trust's strategic plan, having regard to the advice and recommendations of the Trust's executive officers and the needs of the academies articulated by the respective [Local Governing Committees];
- To ensure that the Trust develops and regularly reviews a set of policies and procedures dealing with the following:
  - Human Resources/Employment
  - Audit & Risk Management
  - Governance/Scheme of Delegation
  - Health & Safety/Safeguarding
  - Operational Matters/Financial Management/Contingencies & Reserves
  - Data Control/Management
  - Complaints and Appeals
  - Legal Compliance
- To approve budgets for expenditure and to ensure there is transparency in any financial matters including reporting to regulatory bodies as required;
- To appoint and review the performance of the Trust's executive officers and academy leaders and where responsibility for the latter is delegated to a senior executive officer to support he or she in appointing and managing all other leadership and executive posts;
- To monitor and evaluate the effectiveness of the Trust both in terms of systems and processes to support teaching and learning and to oversee the outcomes of teaching and learning across the Trust;

- To provide challenge and support to both executive officers and those with leadership responsibilities.

Individual Directors may be given primary responsibility for particular functions such as audit and financial management, HR, Trust policies and procedures, safeguarding, academy liaison and communication with the view to matching skills and experience to functions. This will not affect collective and overall individual responsibility and accountability but Directors are expected to use their skills and experience in the fulfilment of their duties. A formal job description and contract will be required for any Director with executive responsibility (e.g. the “chief executive officer”).

### **Core Competencies and Skills**

The following are the core competencies and skills expected of all Directors:

- To work as a team;
- To attend meetings and be prepared to contribute to discussions and commit to agreed actions;
- To be respectful of the views of others and to be open to new ideas and thoughts;
- To treat all confidential information confidentially;
- To act with integrity, avoiding any personal conflicts of interest and complying with the Trust’s Conflict of Interest policy;
- To develop a deep understanding of the vision and ethos of the Trust and its academies and the roles played by all individuals in fulfilment of the Trust’s mission;
- To understand the policies and procedures of the Trust and how these flow down to the academies;
- To support the Trust in public and act as an ambassador of the Trust and the academies;
- To commit to training and skills development;
- To be ready to ask questions;
- To be focussed on problem solving and be ready to learn from past experiences;
- To adhere to the Nolan [Seven Principles of Public Life](#).

## **Personal Qualities and Values**

The role of a Director is challenging but should be rewarding. Directors are expected to be held in high regard and to provide an example to others. As such, Directors will have the following qualities and values:

- A desire to create positive change and life experiences for young people;
- A deep seated commitment to the aims of and objectives of the Trust and the Catholic Church;
- A willingness to devote time and energy;
- An ability to build productive and supportive professional relationships;
- A commitment to equal opportunities and anti-discriminatory practices;
- An understanding of the importance of keeping children safe;
- An ability to think and act strategically;
- An ability to use financial and workforce data to inform decision-making;
- Appropriate levels of literacy in English;
- A person who is reliable, acts with integrity and is capable of good independent judgement;
- Is able to satisfy any requirements set by the Bishop.

Specific skills may be needed if a Director is to take responsibility for and lead on a specific area or to meet a skills shortage that has been identified. The Trust has additional expectations of its Chair and Vice Chair and these are appended to this Code of Conduct. A regular skills audit will be undertaken and Directors should expect to be able to articulate their contribution to the success of the Trust and the academies.

## **Legal Requirements**

Individuals who are not able to make and to continue to make the following declarations may not serve as a Director and if appointed would then be automatically disqualified:

- I am not disqualified from acting as a charity trustee;
- I have not been convicted of an offence involving deception or dishonesty (or any such

conviction is legally regarded as “spent”);

- I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft;
- I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate the avoidance;
- I am not an undischarged bankrupt;
- I have not made compositions or arrangements with my creditors from which I have not been discharged;
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity;
- I have not been disqualified from serving as a company director or a governor of a school or to work with children;
- I am not included in the list of people considered by the Secretary of State for Education as unsuitable to work with children or young people;
- I am able to provide a valid Disclosure and Barring Service Certificate under the Protection of Freedoms Act 2012 which does not disclose any reason why I should be unsuitable for working with children.

### **Removal of a Director**

Any concerns regarding a Director’s behaviour and actions which may impact adversely on the Trust or fellow Directors will be addressed either by the Bishop or the Chair of the Trust. Except where changes to the Trust Board are made for operational reasons for example to address skills shortages or to satisfy the requirements of the Bishop, steps to remove a Director for personal reasons are expected to be taken only in exceptional circumstances for example involving the following:

- There has been serious misconduct (which will be considered on a case by case basis but as a guide any breach of this Code of Conduct will give rise to a legitimate complaint);
- A Director displays repeated and serious incompetence (e.g. consistently fails to attend meetings and/or engage with training or address any skills gaps such that their ability to make a meaningful contribution is compromised);

- The Director has engaged in conduct or behaviour which is aimed at undermining fundamental British values of democracy, the rule of law, individual liberty, mutual respect and tolerance of those with different faiths and beliefs;
- The actions of the Director are significantly detrimental to the effective operation of the Trust Board or the Trust more widely, distracting the Trust Board from its core strategic functions and/or the actions of the Director interfere with the operational efficiency of the Trust or any of its academies thereby wasting a significant amount of executive, headteacher and/or senior leadership time;

Any decision to remove will be made in accordance with the Trust's Articles of Association and applicable law. Any right of appeal will be subject to applicable law.

### **Review**

This Director Code of Conduct has been adopted by the Trust Board on the date set out below. It is subject to regular review.

[Date Adopted]

## **Appendix – Additional Expectations of the Chair and Vice Chair**

The Chair and Vice Chair are elected by and from within the Director body, but they must be Foundation Directors and regard must be had to any further requirements of the Bishop.

Elections are expected to take place at the beginning of every year and any interim appointment (for example following the resignation of the current Chair) will be terminated or confirmed at the next appropriate meeting.

### **Specific Duties**

The Chair's specific duties are to:

- Ensure the Bishop's wishes are fulfilled, liaising directly with the Diocesan Education Service and representatives of the Bishop;
- Provide a clear lead and direction for the Board in formulating and delivering the vision for the Trust;
- Build an effective team, attracting individuals to the Board with necessary skills and experience, promoting equality and diversity, ensuring priority is given to those who can make a positive contribution to work of the Trust and driving school improvement across all academies;
- Ensure new Directors are properly introduced to the work of the Trust and the Board and to support their development as effective and valued members of the Board maximising their contribution to the Trust in doing so;
- Work closely with the senior or chief executive officer to ensure there is proper challenge and encouragement of Directors, executive officers and those with leadership responsibilities;
- Provide direct support to the senior or chief executive officer and take the lead in the recruitment and performance management of this role as well as the review of pay and conditions of service;
- Take a lead role in any decision to suspend or discipline the senior or chief executive officer;
- Ensure that school improvement is the focus of all policy and strategy for the Trust, reminding the Directors of this as often as necessary;



- Hold the Directors to account, ensuring the business of the Board is conducted efficiently and effectively, chairing meetings ensuring all Directors have the opportunity to contribute and are listened to with clear decisions being made when necessary, including reporting on the Board's effectiveness to the Members as required;
- Be available when there is a need to act quickly, taking, or supporting the senior or chief executive officer in taking, urgent action and making decisions, subject to subsequent ratification by the Board as necessary;
- Act a focal point and advocate for the Board, liaising as necessary with any regulatory body, the Local Governing Committee and those representing the wider community.

### **Specific Responsibilities**

As the guardian of the Board's effectiveness, the Chair has a specific responsibility to ensure:

- That reporting by executive officers is clear, concise, appropriate and comprehensive, reducing unnecessary paperwork;
- That meetings of the Board are held regularly and there is a clear agenda which has been communicated to all Directors which focusses appropriately on strategic matters, acknowledging that when urgent meetings are required to discuss exceptional business that as much preparation as may be possible is made for these;
- That the business of the Board is conducted as openly and transparently as possible;
- That decisions taken by the Board are implemented and not circumvented;
- That Directors adhere to the Director Code of Conduct and that the Chair takes appropriate and firm action where this appears not to be the case;
- That the Board undertakes regular reviews of any skills gaps or lack of experience and/or capacity and takes active steps to address these;
- That the Board remains focussed on the Trust's key strategic priorities and that individual Directors either as a group or committee or as individuals do not seek to become overly involved in operational matters;
- There is proper and adequate succession planning;

- That any complaints about the Trust, the actions of the Board or an individual Director or the senior or chief executive officer are dealt with in a timely and effective manner.

### **Additional Skills**

As well as the skills required of a Director, the Chair should be able to demonstrate the following attributes:

- An understanding of the framework within which corporate bodies function;
- Strong communication skills;
- Ability to prioritise;
- Ability to chair meetings and encourage the participation of others;
- Ability to build and lead a team;
- Leadership or managerial experience;
- Ability to delegate;
- Ability to mediate.