

EMPOWER TRUST: Governance Scheme of Delegation

'As the accountable body, the board is the key decision maker. It may delegate operational matters to executive leaders and governance functions to committees (including LGBs in a MAT) or in some cases to individuals, but the board as a corporate entity remains accountable and responsible for all decisions made and executive leaders operate within the autonomy, powers and functions delegated to them by the board'

Academies Financial Handbook, DfE, 2017, p.15

The aim of this Scheme of Delegation is to:

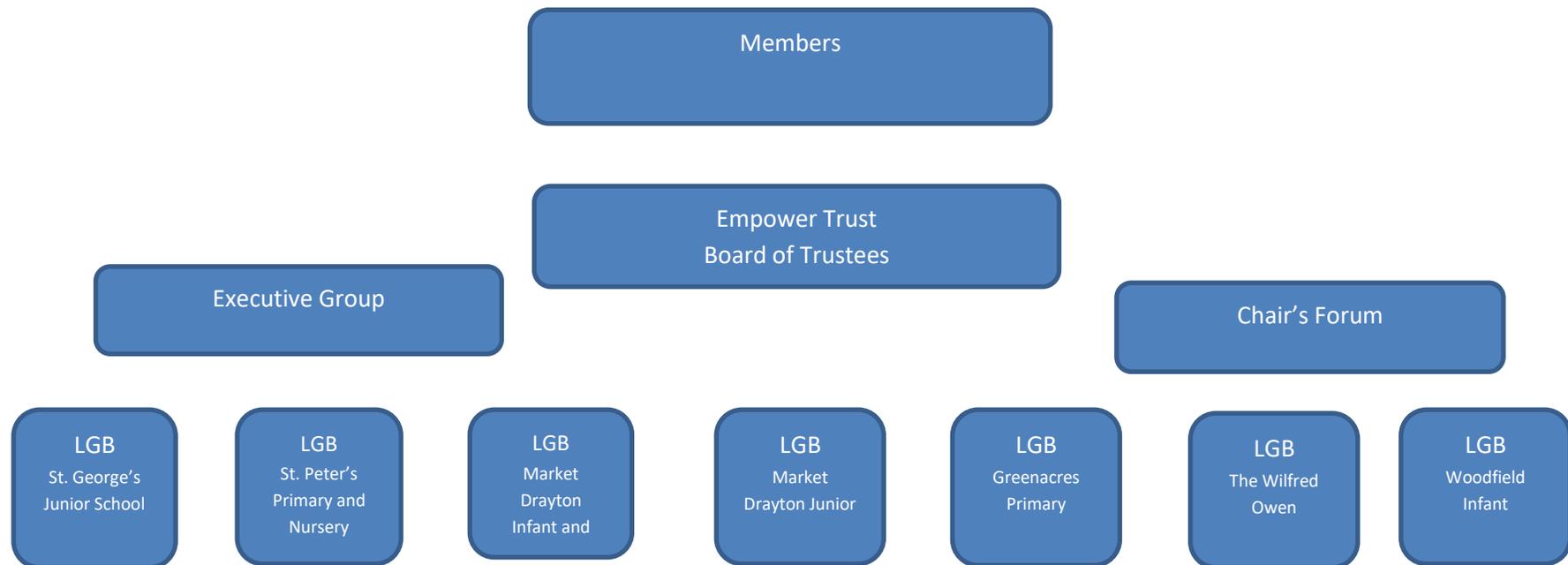
- Promote a culture of honesty and accountability
- Ensure the executive leadership is clear about which decisions the Trust Board remain in control of
- Identify responsibility for the appointment and performance management of the CEO and academy headteachers
- Ensure that the role of the executive leadership is fully understood throughout the MAT
- Identify responsibility for policy and practice in each academy
- Identify responsibility for oversight of educational performance in each academy
- Identify responsibility for oversight of each academy's budget
- Identify responsibility for assessment of risk in each academy

Governance Structures and Lines of Accountability

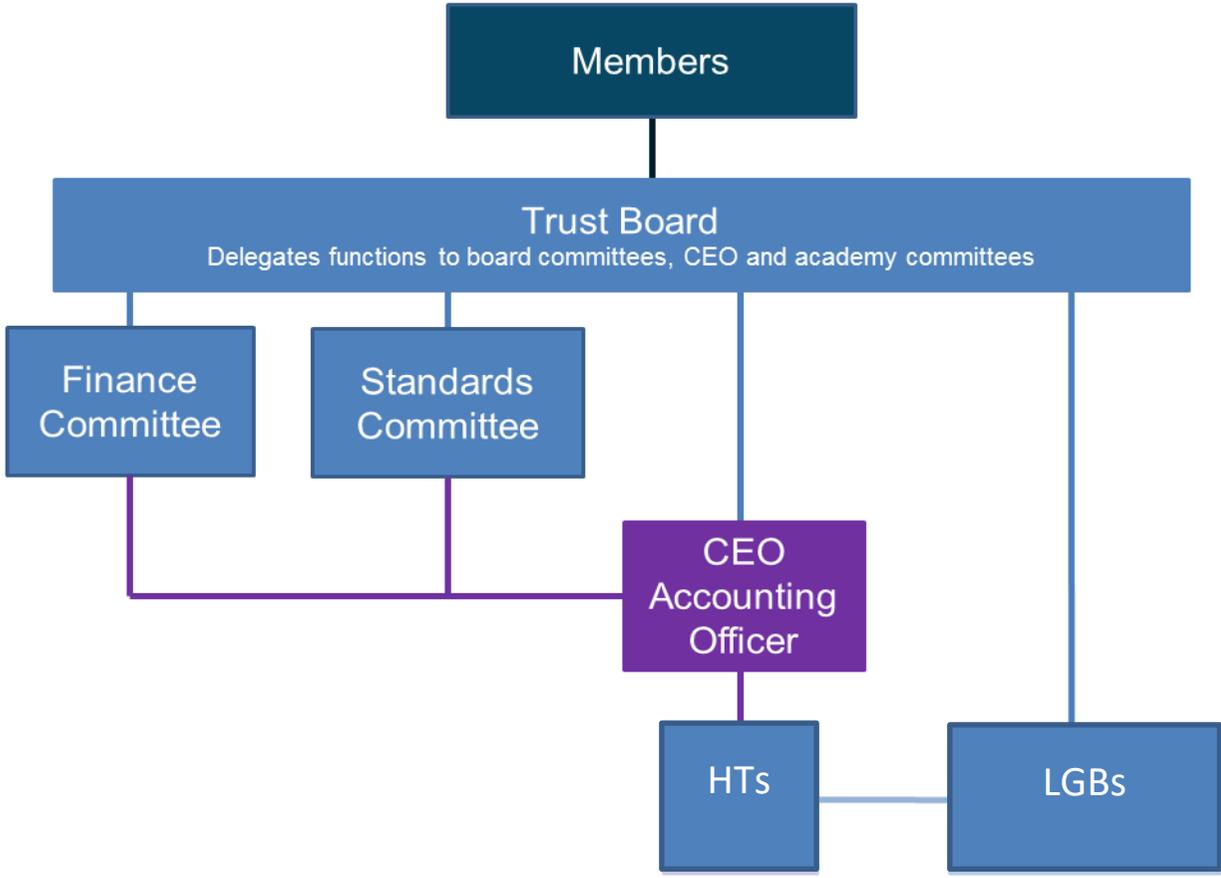
- The board of trustees is responsible for the three core governance functions.
- The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for delivery of its vision and strategy, and will hold the CEO to account for the conduct and performance of the trust, including the performance of the academies within the trust, and for its financial management.
- In turn, the CEO line manages other senior executives and the academies' headteachers, setting their targets and performance managing them.
- The board constitutes committees for finance and standards; these look in detail at resources and progress and attainment across the trust. At least three trustees must sit on each of these board committees.
- The board delegates some of its school level monitoring and scrutinising functions to Local Governing Bodies (LGBs), and uses these committees to promote stakeholder engagement and as a point of consultation and representation. Trustees do not need to sit on LGBs, and so lines of communication to the board of trustees must be clearly established. It is usual for the CEO to seek input from the chair of the LGB when undertaking the headteacher's performance management.
- As the headteacher is being line managed by the CEO, the LGB no longer carries out the governance function of holding the headteacher to account. However they must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their concerns. This arrangement will also affect the LGB's role in Ofsted inspections.

GOVERNANCE STRUCTURE

There is only one legal entity accountable for all schools within the chain, the multi academy trust (MAT). The MAT has one set of Articles which govern all the academies in that chain. The MAT has a master funding agreement with the Secretary of State. Each academy also has a supplemental funding Agreement.



Delegation to LGB and Board Committees



Roles and Responsibilities

The role of the members

The members of the trust are guardians of the governance of the trust and oversee the MAT – they may amend the articles of association, appoint and remove trustees & give directions by special resolution to the Board. They meet once or twice a year and have a different status to trustees. They will agree the trust's first articles of association (the legal document which outlines the governance structure and how the trust will operate). The articles of association describe how members are recruited and replaced, and how many of the trustees the members can appoint to the trust board. The members appoint trustees to ensure that the trust's charitable object is carried out and so must be able to remove trustees if they fail to fulfil this responsibility. Accordingly, the trust board submits an annual report on the performance of the trust to the members. Members are also responsible for approving any amendments made to the trust's articles of association.

There will be at least five members. In order to retain a degree of separation of powers between the members and the trust board only the Chair of the Trustees will be a Member of Empower Trust. Members are not permitted to be employees of the academy trust.

The role of the trustees

The MAT is a charitable company and so trustees are both charity trustees (within the terms of section 177(1) of the Charities Act 2011) and company directors. Because trustees are bound by both charity and company law, the terms 'trustees' and 'directors' are often used interchangeably. The term trustee is used in this document as it avoids the possible confusion caused when executive leaders are called directors but are neither company directors nor trustees.

The trustees are responsible for the general control and management of the administration of the trust, and in accordance with the provisions set out in the memorandum and articles of association and its funding agreement, it is legally responsible and accountable for all statutory functions, for the performance of all schools within the trust, and must approve a written scheme of delegation of financial powers that maintains robust internal control arrangements. In addition it must carry out the three core governance functions:

1. Ensure clarity of vision, ethos and strategic direction
2. Hold the executive to account for the educational performance of the trust's schools and their pupils, and the performance management of staff
3. Oversee the financial performance of the trust and make sure its money is well spent

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

Trustees do not get involved in the running of individual academies.

The role of trust board committees

The trustees may establish committees to carry out some of its governance functions which may include making decisions, although any decisions made will be deemed decisions of the trust board. The membership (there must be at least three trustees except in a Local Governing Body) and responsibilities of board committees are set out in the committee's terms of reference. It is usual for the trust board to appoint board committee chairs and committee members according to their skills.

The Academies Financial Handbook 2017 makes it clear that the board of trustees 'should have a finance committee to which the board delegates financial scrutiny and oversight'. In trusts with income above a certain level, there must also be a separate audit committee.

The role of the Local Governing Body

The board of trustees establish Local Governing Bodies (LGBs) as academy committees to carry out some of its school level governance functions, although as trustees are not required to sit on academy committees, decision making is limited. The LGB is responsible for providing oversight of the effective running of the academies in terms of learning, standards, safety & wellbeing in accordance with the agreed terms of reference. Actions are restricted to the level of the single academy for which it is responsible.

The LGB will nominate its own Chair though the Chair will be formally appointed by the trustees. The trustees will ensure that two parents are elected to the LGB.

The emphasis of Empower Trust is to delegate as much local governance to each academy as possible, particularly where schools are judged to be Good or Outstanding. As a committee of the board, delegation can be removed at any time. However, the aim of Empower Trust is to work in partnership with the academy headteachers and LGBs to ensure all schools work towards being 'outstanding'. Should the performance of a school cause concerns or should it risk falling into Requires Improvement the trust board will support and challenge the LGB to take the steps required to rapidly improve outcomes for children. Should an academy fall into Special Measures, in the interests of the children trustees may remove delegated powers from the LGB in order to make the structural changes, etc. required to ensure rapid improvement.

Delegated functions include:

- Building an understanding of how the school is led and managed
- Monitoring whether the school is:
 - Working within agreed policies
 - Meeting the agreed targets
 - Managing its finances well
- Engaging with stakeholders
- Being a point of consultation and representation
- Reporting to the board

Executive Leaders

The Chief Executive Officer (the Accounting Officer) has delegated responsibility for the operation of Empower Trust including its financial effectiveness and the performance of its academies and so the CEO performance manages the academy headteachers. As there is the delegation of some governance functions to academy committees, this is usually with the academy committee chair alongside.

The CEO leads the executive management team of Empower Trust. The CEO will delegate executive management functions to the executive management team and is accountable to the trust board for the performance of the executive management team. The CEO will also implement all of the policies approved by the trustees (including those for the direction of the teaching and curriculum at academies).

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

Headteachers have delegated responsibility for such powers and functions that are not reserved by the Trust and/or the Local Governing Body and include: daily, internal organisation, management and control of the academy; the implementation of all policies approved by the Trust and/or the LGB; the direction of learning, teaching and the curriculum. Where financial responsibility sits with the headteachers, it may be delegated to the academy business manager, reporting back via the headteacher (as local accounting officer).

The headteacher is managed by the CEO or executive principal but reports to the LGB on matters which have been delegated to it which may include an element of monitoring and scrutiny of the school's management processes.

In addition, two non-decision-making groups will be established to enhance communication and collaboration across the MAT and to provide every academy with a direct influence on developing the MAT priorities:

Executive Group (CEO, headteachers of the academies and the Trust's Finance and Business Manager (FBM)) Its role is advisory rather than being part of the formal legal framework. However, it will play an absolutely key role in the operation of the MAT, suggesting MAT priorities to the Trust Board, reviewing and reporting on educational performance and the impact of agreed interventions across the MAT, reviewing and providing peer support and challenge, sharing ideas and driving collaboration across the MAT academies. This group will also be consulted on, and make recommendations to the Board of Trustees regarding any potential new schools joining the Trust.

Chairs' Forum (Board of Trustees representatives and the Chair of each LGB, plus the CEO) Its role is to ensure clear lines of communication between the Board and LGBs and provide a forum to share ideas and drive collaboration across the MAT academies.

Please Note: In practice, all parties will attempt to work in a collaborative and inclusive manner and, even though a tick or an A may not be placed in a box below, every reasonable effort will be taken to share information with LGBs on decisions to be taken at Trust level.

Key

Column 1: Members

Column 2: Board of trustees of the multi academy trust

Column 3: Trust Board Finance Committee

Column 4: Trust Board Standards Committee

Column 5: Chief Executive Officer (CEO)

Column 6: Local Governing Body (LGB)

Column 7: Academy Headteacher

Blue box Function **cannot** be legally carried out at this level.

✓ Action to be undertaken at this level

✓ Action to be undertaken at this level

A Provide advice and support to those accountable for decision making

<> Direction of advice and support

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
Governance framework								
People	Members: Appoint/Remove	✓						
	Trustees: Appoint/Remove	✓	✓					
	Role descriptions for members	✓						
	Role descriptions for trustees/LGB chair: agree		✓			<A		
	Parent LGB member: elected		✓				✓	
	Board committee chairs: appoint and remove		✓	✓	✓	<A		
	LGB chairs: appoint and remove		✓			<A	✓	
	Clerk to board: appoint and remove		✓					
	Clerk to LGB: appoint and remove		✓				✓	
Systems and structures	Articles of association: review and agree	✓	<A			<A		
	Governance structure (committees) for the trust: establish and review annually		✓			<A		
	Terms of reference for board committees and scheme of delegation for academy committees: agree annually		✓			<A		
	Skills audit: complete and recruit to fill gaps		✓			<A>	✓	A
	Annual self-review of trust board and committees: complete annually		✓					

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
Systems and structures	Annual self-review of LGB: complete annually						✓	
	Chair's performance: carry out 360 review periodically		✓				✓	
	Trustee / LGB member contribution: review annually		✓				✓	A
	Succession: plan		✓			<A>	✓	A
	Annual schedule of business for trust board: agree		✓	✓	✓	<A		
	Annual schedule of business for LGB: agree					A>	✓	A
	Approve new academies joining the Trust		✓			<A		<A
Reporting								
Reporting	Publication on trust and academies' websites of all required on governance arrangement details: ensure		✓			<A	✓	A
	Annual report on performance of the trust: submit to members and publish		✓			<A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A		<A		
	Annual report on work of LGB: submit to trust and publish		✓				✓	A

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
	Being Strategic							
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	✓	✓	<A		
	Determine academy-level policies which reflect the academy's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve		✓		✓	A>	✓	A
	Central spend / top slice: agree		✓	<A		<A		
	Management of risk: establish register, review and monitor	✓	✓	<A	<A	<A>	✓	A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓			<A		
	Academy vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓			✓	A	✓

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
Being Strategic								
	Chief Executive Officer: appoint and dismiss		✓					
	Academy Headteacher: appoint and dismiss		✓			✓	<A	
	Academy Deputy/Assistant Head: appoint and dismiss					A>		✓
	All other Academy staff: appoint and dismiss							✓
	Budget plan to support delivery of trust key priorities: agree		✓	<A		<A		
	Budget plan to support delivery of academy key priorities: agree					✓		✓
	Trust staffing structure: agree		✓	<A	<A	<A		
	Academy staffing structure: agree					✓		✓

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
	Holding to account							
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓	<A>	✓	A
	Reporting arrangements for progress on key priorities: agree		✓	<A	<A	<A>	✓	A
	Performance Management of the Chief Executive Officer: undertake		✓					
	Performance Management of Academy Headteacher: undertake					✓	A	
	Performance Management of all academy staff other than Headteacher							✓
	Trustee monitoring: agree arrangements		✓			<A		
	LGB monitoring: agree arrangements						✓	A
	LGB overall performance monitoring: agree arrangements		✓			<A		

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
Ensuring financial probity								
Ensuring financial probity	Appoint Finance and Business Manager/CFO for delivery of trusts detailed accounting processes		✓	<A		<A		
	Trust's scheme of financial delegation: establish and review		✓	✓		<A		
	Academy's scheme of financial delegation: establish and review			✓		<A		
	External auditors' report: receive and respond		✓	<A		<A	✓	A
Ensuring financial probity	CEO pay award: agree		✓					
	Academy Headteacher pay award: agree					✓	A	
	Staff pay progression: review and agree		✓			✓		✓
	Benchmarking and trust wide value for money: ensure robustness		✓	✓		<A		

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
	Benchmarking and academy value for money: ensure robustness			✓		<A	✓	A
	Develop trust wide procurement strategies and efficiency savings programme					✓		
	Review and approve trust wide procurement strategies and efficiency savings programme			✓				
Educational Leadership: Quality of Provision								
Quality of Provision	Approve Academy Development Plans and Summary Evaluation Forms		✓			A>	A	✓
	Set and monitor Academy-level pupil achievement targets					A>	✓	A
	Set and monitor Trust-level pupil achievement targets		✓		✓	<A		
	Quality of Teaching – ensure appropriate levels of support, challenge and intervention to support delivery of targets		✓			A>		✓

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	LGB	Academy Headteacher
Quality of Provision	Curriculum – set the curriculum for the Academy and review its effectiveness		✓		<A	<A>	✓	A
	Pupil Premium – review and challenge the value for money/impact of the Pupil Premium in terms of educational outcomes and diminishing the difference		✓		✓	<A>	✓	A
	Set Admissions Policy and procedures		✓			<A	✓	A
	Collective Worship arrangements for academies					A>	✓	A
	Academy Hours – set opening and closing times					A>	✓	A
	Set Term Dates		✓			<A		A
	Ensure provision of free school meals meeting nutritional standards					A>		✓
	Local collaborations and partnership agreements to improve the quality of provision		✓			✓		✓