



Governance Scheme of Delegation

Next review: Oct 2021

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1. INTRODUCTION

1.1 Purpose of this document

This document outlines the governance structures, principles and processes for the Delta Education Trust (DET, or the 'Trust'). It explains the ways in which the Members and the Trustees fulfil their responsibilities for the oversight of the Trust and the respective roles, responsibilities and accountability of all those with a governance responsibility. It sets out the commitments to each other to ensure effective leadership and governance.

It is one of the key documents for colleagues working at all levels in the Trust including Members and Trustees, CEO, CFO, Local Governors and Headteachers.

1.2 Principles

The Trust aspires to create a partnership of good and outstanding academies working collaboratively together to ensure that, as a whole, they provide the best education for every student and the best working environment for every member of staff.

The Members have established the Trust and must ensure that it fulfils its charitable object to provide education.

The Trust has responsibility for a range of academies at different stages of development and financial stability. The Trust Board (aka the Directors or Trustees) has accountability for standards of performance and financial security across all academies in the MAT. However, the Trustees believe that Local Governing Bodies (LGBs) should provide the challenge and support to headteachers and leadership teams within individual academies.

In cases where there are weaknesses or significant challenges, then additional support and intervention will be provided, drawing upon the experience and skills across the whole Trust, as well as through high quality external partners.

The principles for the governance of the Trust:

The Members oversee the governance of the Trust.

All people involved in governance roles in the Trust will work collaboratively and in partnership.

Effective governance relies on trust and understanding and there will be openness and transparency in all matters with appropriate consultation, reporting and feedback to ensure the objectives of the Trust are met.

The Board of Trustees will promote a culture of honesty and accountability.

Decisions are to be taken at the level nearest to those affected by those decisions, avoiding unnecessary bureaucracy.

LGBs and headteachers will have maximum delegation of responsibility and decision making for the strategic direction and day-to-day operation of their Academies unless there is a cause for concern.

All those with governance or leadership responsibilities should act with integrity, objectivity and honesty and in the best interests of the Trust/Academy. They should be open about decisions made and actions taken and be prepared to explain their decisions and actions to interested parties.

The Board of Trustees will ensure procedures are in place to prevent conflicts of interest from affecting decision making at all levels by removing them or managing them as appropriate.

The Board of Trustees retains overall responsibility and ultimate decision-making authority for all the work of the Trust, regardless of any delegation outlined within this or any other document. This is in line with the direct responsibility to the Members to ensure the Trust's charitable objects are met and to the Secretary of State for Education as the Principal Regulator.

Therefore, the Board of Trustees is ultimately entitled to:

- Overrule decisions of LGBs
- Remove delegated powers from LGBs
- Disband or replace LGBs

1.3 Review

This document will be reviewed in line with the Trust's document review schedule. The next review date will be stated on the front page.

1.4 Legal Framework and Guidance

This document is consistent with current DfE policy and reflects the obligations on the Trustees imposed under both company law and charity law and acknowledges the status of the Trust as a public body. It reflects current guidance including (but not limited to) the following:

- Academies Financial Handbook (DfE)
- Governance Handbook and Competency Framework (DfE)
- Keeping Children Safe in Education (DfE)
- Admissions Code (DfE)

2. STRUCTURES

2.1. Board Structure



2.2 Local Governing Body Structure



3. MEMBERS

3.1 Introduction

The Members are the guardians of the Trust's constitution, determining the principles of the Trust's governance structure and providing oversight and challenge of the Trustees to ensure the charitable object of the Trust is being fulfilled.

The Members are distinct from the Trustees and are appointed in accordance with the Trust's Articles of Association.

Members have an overview of the governance arrangements of the Trust and have the power to appoint and remove Trustees.

3.2 Number of Members

The Trust must have at least three Members, but preferably five Members as this:

- Ensures that Members can take decisions via special resolution (which requires 75% of Members to agree) without requiring unanimity.
- Facilitates majority decisions being taken by ordinary resolution (which requires a majority of Members to agree).

3.3 Role of Members

The role of the Members is to:

- Ensure that the objects of the Trust, as set out in the Articles of Association, are met.
- Ensure that the income and property of the Trust are used only to promote these objects.
- Promote the values and vision of the Trust.
- Oversee the principles of the governance arrangements.
- Take part in annual and extraordinary general meetings.
- Appoint the Trust's auditors and receive the trust's audited annual accounts.
- Sign off/amend the Articles of Association.
- Establish clear and effective lines of communication with the Trustees in order to effectively discharge Members' responsibilities.

3.4 Appointment of Members

Members comprise the original signatories of the Memorandum. Members can, by special resolution, appoint and remove additional Members. Members may also agree unanimously to remove any Member who is a signatory. Employees of the Trust cannot be appointed as Members.

There is no specific term of office for Members; once a person has been appointed as a Member, they remain one indefinitely, until a specific event occurs. Members can resign by handing a signed notice to the Trust. A Member ceases to hold his or her post once the Trust receives the notice. However, the Articles state that the resignation cannot take effect if it results in the number of Members being less than three, unless the resignation is accompanied by the appointment of a replacement Member.

3.5 Information from the Board of Trustees

Members will receive all minutes of meetings of the Board of Trustees, which Members may attend and at which they have speaking rights but no voting rights; Members may also be invited to committee and working party meetings. Members should be in an informed position so that they can provide objective

challenge, without taking an active role in Board decisions and operations; this is often referred to as being 'eyes on, hands off'.

4. BOARD OF TRUSTEES

4.1 Introduction

The Trustees oversee the management and administration of the Trust and the Academies run by the Trust.

The Board of Trustees is subject to the duties and responsibilities of charitable trustees and company directors as well as any other conditions that the Secretary of State agrees with them.

The corporate management and "trustee" responsibility for the Trust is vested in the "Trustees", who will also 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 of the Trust, the Secretary of State for Education and the wider community for the quality of the education provided by the Trust 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.

4.2 Number and Appointment of Trustees

The Articles make provision for an unlimited number of Trustees to be appointed. Members may appoint up to 5 Trustees and existing Trustees may appoint up to 5 further Trustees. The CEO may also be appointed as an ex-officio Trustee. Existing Trustees may also appoint an unlimited number of co-opted Trustees.

Appointments are made following a skills audit to ensure that the MAT Board of Trustees has the breadth and depth of experience and expertise to expertly fulfil all the functions of Trust governance.

4.3 Term of Office

The term of office for any Trustee shall be four years. Subject to remaining eligible to be a particular type of Trustee, any Trustee may be re-appointed or re-elected at a General Meeting.

4.4 Role of Trustees

The Board of Trustees has three core functions:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding executive leaders to account for the educational performance of the Trust and its pupils, and the performance management of staff; and
- Overseeing the financial performance of the Trust and making sure its money is well spent.

DfE, Governors Handbook, January 2017

4.5 Chair's permission to act in cases of urgency

The chair is permitted to act in cases of urgency where a delay in exercising the function would be likely to be seriously detrimental to the interests of the Trust.

4.6 Review of the Effectiveness of the Board of Trustees

The Board of Trustees should ensure the following are in place:

- processes for regular self-evaluation and review of individuals' contribution to the Trust Board, as well as the Trust Board's overall operation and effectiveness.

- active succession planning to ensure the Trust Board, and the whole organisation, continues to have the people and leadership structures it needs to remain effective. It will carry out regular skills audits, aligned to the organisation's strategic plan, to identify skill and knowledge gaps, define recruitment needs and inform a planned cycle of continuous professional development (CPD) activity including appropriate induction for those new to governance or to the Trust Board.

4.7 Board Subcommittees

Article 101 provides for the appointment by the Trustees of committees to whom the Trustees may delegate certain functions of the Trust Board.

The Trust Board operates with three central subcommittees:

- Finance
- Audit and Compliance
- Personnel and Pay

The Board will also appoint committees to be known as Local Governing Bodies for each Academy.

4.8 Trustee Details

For details of the current Trustees, please see the Trust website. www.deltaeducationtrust.com

5. Local Governing Bodies

5.1 Introduction

The Articles of Association (article 100a) allow the Trustees to appoint Local Governing Bodies (LGBs) to assist them in fulfilling their governance responsibilities. All academies in the Trust have Local Governing Bodies. Their role is to challenge and support the leadership of their academy, contribute to the success of their Academy and to recommend and contribute to the work of the Trust thereby benefitting all Academies across the Trust.

Those serving on a Local Governing Body are referred to as "Governors" (the Governors).

As schools join the Trust it is expected that they will bring their effective local governance arrangements with them, but will be required to make changes to their terms of reference to reflect the governance arrangements put in place by the Trust Board. A review of skills and capacity will be undertaken upon joining the Trust, and appropriate training provided.

5.2 Number and Appointment of Governors

LGBs will consist of up to 9 governors, including the Chair of Governors (CoG). The CoG will be elected by the governors of that LGB (or by the Trust Board in the case of a newly established LGB). All other governors are appointed by the CoG and the existing governors. The LGB should be representative of the school's stakeholders - parents, staff and community - with no single one of these groups having more than 3 representatives. Additional governors that do not fall into these groups may be appointed to fill a skills gap.

5.3 Term of Office

The term of office for any Governor shall be four years. Subject to remaining eligible to be a particular type of Governor, any Governor may be re-appointed or re-elected.

5.4 Role of Governors

The role of the Local Governing Body is to:

- Challenge and Support to Leadership.
- Ensure robust accountability processes are in place.
- Monitor Pupil Performance and Outcomes.
- Approve academy budget.
- Monitor academy finance against budget.

5.5 Review of the Effectiveness of the Local Governing Body

The Local Governing Body will ensure the following are in place:

- processes for regular self-evaluation and review of individuals' contribution to the LGB, as well as the LGB's overall operation and effectiveness
- active succession planning to ensure the LGB continues to have the people it needs to remain effective. It will carry out regular skills audits to identify skill and knowledge gaps, define recruitment

needs and inform a planned cycle of continuous professional development (CPD) activity including appropriate induction for those new to governance or to the LGB.

5.6 Local Governing Body subcommittees

Local Governing Bodies may form sub-committees to enable them to carry out their governance functions effectively.

5.7 Governor Details

For details of the current Governors for each Academy please see individual academy websites.