

# Scheme of Delegation

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Adopted by: Lime Trust Board

Effective Date: October 2019

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**Winckworth**  
Sherwood

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## 1. INTRODUCTION

- 1.1 The Lime Trust (referred to herein as the “**Trust**”) was established on 5<sup>th</sup> November 2014 and was known formerly as the Lime Academy Trust. In consequence of it entering into both a Master Funding Agreement and a number of Supplemental Funding Agreements (the “**Funding Agreements**”), the Trust is a multi-academy trust capable of operating and maintaining a number of academies (the “**Academies**”).
- 1.2 The Trust is both a company limited by guarantee, registered at Companies House (Company Number 09297519) and, by virtue of its charitable object “to.... advance, for the public benefit, education in the United Kingdom..... by establishing schools” i.e. the Academies, 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.
- 1.3 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.
- 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 and oversight 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.
- 1.5 The Trustees reserve the right (in their absolute discretion) 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 between the Trust and the Academies and is subject to the overriding duty on the Trustees of the Trust to act freely and in the best interest of the Trust and the Academies, in so far as the Trustees are able they agree to abide by the provisions of it and will consult on any significant changes.
- 1.6 The Effective Date of this Scheme of Delegation i.e. the date it was adopted by the Trust is noted on the front page.

## 2. VISION AND VALUES

### 2.1 Vision and Values

The Trust is committed to:

- Setting the standard – for all pupils, all staff, all parents and stakeholders
- Putting children and young people first – a moral purpose to place pupils' learning and wellbeing at the centre of all that we do
- Capacity Rich Schools.

The Trust will be ambitious, optimistic and forward-looking. It will build capacity in its academies. It will celebrate diversity and wellbeing. It will:

- Deliver outstanding special schools which prepare children and young people for the next steps in their life
- Deliver rapid and sustained improvement in mainly large primary schools
- Identify, nurture and support leaders to headship in challenging schools
- Recruit and retain the very best teachers to deliver Quality First teaching

#### **Underpinning Principles**

- Lime Academies work for the 'common good' in all that they do, supporting each other at all times
- Lime Trust will preserve and enhance the unique and valuable characteristics of all its schools, including the specialist schools and settings which meet the needs of children with severe and complex needs
- An unrelenting focus on raising aspirations for all pupils and their families
- Prepare pupils for life in modern Britain

### 2.2 Principles for Effective Partnership

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 and there are clear underlying principles around how

that partnership will work:

#### 2.2.1 **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. Each Academy will work with the Lime Trust to build a unique character, and to realise the Lime Trust's values in the local context, to increase the pace of the Academy's development and improvement. The Academies will work collaboratively with each other, sharing resources, knowledge and best practice, to fulfil the Trust's mission, vision and values.

#### 2.2.2 **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.

#### 2.2.3 **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 and in order to learn from experience or adapt to changing circumstances. 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.

#### 2.2.4 **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.

### 2.2.5 **The Common Good**

All recognise their responsibility towards the common good, not just of the Academies for whom the Trust is responsible, but of all of the families and communities in the areas served by the Trust. 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.

### 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, 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 both “trustee” and “director” responsibility for the Trust is vested in the “**Trustees**”, who will also be trustees for charity law purposes and 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.
- 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 school leadership teams who can undertake the day to day management 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.



- 3.1.5 Articles 101–104 provide for the appointment by the Trustees of committees or working groups to whom the Trust Board may delegate certain functions and responsibilities. In addition to the committees referred to later in this Scheme of Delegation, the Trust Board has established “**Academy Councils**” for the Academies to support the Trust Board and the leadership teams within the Academies. The Academy Councils are accountable to the Trust Board in relation to any matter delegated to it.
- 3.1.6 Article 107 states that the responsibility for appointing the Chief Executive Officer and any principal, executive head or headteacher of an Academy (“**Headteacher**”) is vested in the Trust Board and under Article 105 the Trust Board may delegate such power and responsibility to such persons as are required for the proper management and organisation of the Trust and the relevant Academy as the case may be. All Headteachers will report to the Chief Executive Officer, who in turn reports to the Trust Board. Notwithstanding this, the Academy Councils will play an active part in supporting the Headteacher and will liaise as appropriate with the Chief Executive Officer and the Trust Board more generally in relation to the oversight of executive officers and leadership teams within the Trust.
- 3.1.7 A “**Summary of Key Delegated Responsibilities**” is attached at Appendix 2.

## 3.2 **Role of the Members**

- 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. Whilst the Members have limited legal and financial responsibility for the affairs of the Trust, the Department for Education recommends that there is some separation between the Members and the Trustees as “this enables members who are independent of the trustees to provide challenge and scrutiny to the board” (Governance Handbook January 2017).
- 3.2.2 The Department for Education recommends that the Trust has five members, but fewer may be possible and the Articles only require three. No more than one of the Members may also be a Trustee or

serve on an Academy Council. Where five are appointed, four shall be entirely independent of the Trustees and the Academy Councils.

3.2.3 The Members' key responsibilities are:

3.2.3.1 to ensure the Objects of the Trust are met, the Annual Report should address this which will be presented to the Members either at a General Meeting of the Trust held in accordance with the Articles of Association or by other means;

3.2.3.2 to determine the Trust's constitution and governance structure, i.e. the Articles; and

3.2.3.3 exercising either a direct power under the Articles or a statutory power under the Companies Act 2006 to appoint and remove Trustees (noting any power also of the Trust Board to make such appointments), the latter being exercised sparingly given the management responsibility is vested in the Trust Board.

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

3.3.1 The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and maintaining of the Academies (which includes taking existing schools into the Trust and opening new schools). 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 charity. 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 charity's activities (the Trust must prepare accounts in accordance with the Statement of Recommended Practice for Charities, the so called "**Charity SORP**" and any reporting requirements of the Education Funding Agency);

3.3.2.3 to fulfil the charitable object of the charity as set out in its constitution (i.e. the **Articles of Association**) and to act in a

way which is compliant with the rules of the charity 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** in order to assist all those involved in the running of the Trust at every level to avoid and manage 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 fundamental and necessary relationships between the Members, the Trustees and the Academies in both governance and management terms and that individuals may serve in a number of capacities and at numerous levels within the Trust.

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 approve the strategic plan for the Trust and to facilitate the effective communication of that plan so this can be implemented across the Trust and all the Academies;
- 3.3.4.3 to support the Chief Executive Officer in implementing the Trust's strategic plan, acknowledging actions taken in accordance with the principles of the strategic plan and giving due and prompt consideration to proposals put forward by the Chief Executive Officer which may not have been contemplated when the strategic plan was approved (either in response to external need or new opportunity);
- 3.3.4.4 to develop and support strategic partnerships with other bodies and organisations, including service providers, government agencies, local authorities, the Secretary of State for Education (including the Department for Education, the Education Funding Agency and Ofsted), which will further the Trust's strategic plan;
- 3.3.4.5 to provide challenge and support to the Chief Executive Officer and the Trust's Executive Team;
- 3.3.4.6 to determine and support the Chief Executive Officer in the implementation of 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
  - Financial Management
  - Contingencies and Reserves
  - Governance
  - Health & Safety
  - Safeguarding
  - Standards and Educational Performance
  - Operational Matters

- Data Management
- Complaints and Appeals
- Legal Compliance

3.3.4.7 to make or facilitate the making of suitable appointments of individuals who will serve on the Academy Councils, including removing such individuals who fail to fulfil the expectations of them as set out in this Scheme of Delegation (Trustees are not expected to serve on an Academy Council but occasional overlap is permitted);

3.3.4.8 to approve the overall Trust budget and the heads of expenditure within the Academies where appropriate establishing a **Finance and/or Audit Committee** to support the Trust Board in this function adopting the terms of reference set out in Appendix 6;

3.3.4.9 to supervise the effectiveness of the Academies and the Headteachers, ensuring there is regular reporting through the Chief Executive Officer and proper management of outcomes and objectives, intervening if necessary in accordance with the procedures set out in this Scheme of Delegation;

3.3.4.10 to formally appoint the Chief Executive Officer and the Headteachers, supporting or undertaking their performance management by the Chief Executive Officer (as appropriate) and ensuring there are programmes in place for the professional development and review of performance of all staff;

3.3.4.11 to ensure there is a comprehensive system of support in place within the Academies, emphasising the benefits of collaborative working across the Academies and procurement efficiencies for common services and resources;

3.3.4.12 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 preparation of the Trust's accounts, establishing a formal

**Finance and Audit Committee** adopting the terms of reference set out in Appendix 6 which will be responsible for reviewing the finances of the Trust and the Academies and carrying out periodic internal audits of the Academies' financial processes, procedures and accounting records [(a separation of the finance and audit function may be undertaken at some stage)];

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

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

3.3.4.15 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 liability.

3.3.5 The **Job Description and Person Specification incorporating a Code of Conduct and Role Responsibilities for Trustees** is set out in Appendix 4. Specific skills may be needed if a Trustee is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Trust. A regular skills audit will be undertaken and Trustees should expect to be able to articulate their contribution to the success of the Trust and the Academies.

#### 3.4 **Role of the Chief Executive Officer and the Executive Team**

3.4.1 The "**Executive Team**" is the executive arm of the Trust Board, focusing on operations and resources (including HR, finance and policies) and supporting the educational performance of the Academies. It operates under the leadership and direction of the "**Chief Executive Officer**". Any Chief Operating Officer and/or Chief Financial Officer (where appointed) will be members of the Executive Team. The Executive Team works directly with the staff in each Academy to ensure that the Trust's strategic plan (incorporating the Academies development plans) is being implemented and the required

outcomes are achieved in accordance with the direction and vision of the Trust Board.

3.4.2 The key responsibilities of the Chief Executive Officer are set out in a Job Description. The Chief Executive Officer will be the “**Accounting Officer**” for the Trust, who is personally responsible to Parliament and to the accounting officer of the EFA for the resources under the control of the Trust. The essence of the role is a personal responsibility for the propriety and regularity of the public finances for which they are answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance; for ensuring value for money; and for the efficient and effective use of all the resources in their charge. Essentially the Accounting Officer must be able to assure Parliament and the public of high standards of probity in the management of public funds. The Chief Executive Officer will attend Trust Board meetings and provide a report to the Trustees but will not serve as a Trustee (or Director) on the Board itself.

3.4.3 The primary responsibilities of the Chief Executive Officer and the Executive Team are:

3.4.3.1 to advise on and manage the processes for schools joining the Trust in line with the Trust’s strategic plan (including carrying out appropriate due diligence and identifying any actions required to address areas of weakness or opportunities for improvement);

3.4.3.2 to advise on and facilitate or provide (as required) the necessary operational and management support to each Academy, advising on policies in core areas of the operation in accordance with the requirements of the Trust Board. These core areas include legal compliance, risk management, teaching and learning/standards (including target setting and curriculum support), staff training and personal development, finance, procurement, HR and ICT;

3.4.3.3 to specify management controls and reporting requirements, audit the associated processes, procedures and outcomes in each Academy, identify and deliver appropriate training and

support and (as the Chief Executive Officer) report to the Trust Board on progress and concerns

- 3.4.3.4 to provide operational and management support to the Headteachers and senior leadership teams within the Academies (including advising on expenditure and target setting), as well as assist the Academy Councils in achieving the collective strategic aims and objectives;
- 3.4.3.5 to determine the appropriate staffing structures both at a strategic level and within the Academies, identifying areas where collaboration will lead to improvements in teaching and learning and/or operational efficiencies;
- 3.4.3.6 as the Chief Executive Officer, to undertake the appraisal and performance management of the Headteachers and to support the Headteachers in undertaking the appraisal and performance management of all other Academy staff;
- 3.4.3.7 as the Chief Executive Officer and subject to any specific terms in the Trust's Disciplinary Policy, to undertake any disciplinary action or capability review as follows:

<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</b>	Trust Chair	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 or nominee	Chief Executive Officer (if nominee investigated) or if Trust Board decides otherwise a Decision Panel put in	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>
		place by Trust Board	
<b>Principal/ Headteacher</b>	Chief Executive Officer or nominee	Chief Executive Officer (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 School Leadership Team or School Business Manager</b>	Headteacher	Chief Executive Officer	Appeal Panel put in place by Trust Board
<b>Any other member of staff</b>	Senior officer nominated by Headteacher	Headteacher	Chief Executive Officer

3.4.3.8 to implement and review systems for the benchmarking of the Academies across the group (including financial as well as educational performance), developing systems for cross fertilisation and supporting the Trust Board in maximising the opportunities for resource sharing and collaboration;

3.4.3.9 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/trustee liability;

3.4.3.10 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 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;

3.4.3.11 to take a lead on any capital bids and allocations, supporting the Academies' premises teams to carry out works safely and cost effectively; and

3.4.3.12 putting forward budgets for the Trust (and each of the Academies) for the Trust Board to approve.

3.4.4 The Executive Team under the direction of the “**Chief Operating Officer**” will also supervise and facilitate the production of accounts (both at Academy and Trust level) and the auditing of those accounts for disclosure purposes and will report on the activities of all the Academies to the relevant statutory bodies.

3.4.5 The cost of the functions undertaken by the Executive Team and the Trust Board (including the Chief Executive Officer) are generally funded on a fair and equal basis by the Academies by the contribution of a percentage of the government funding provided for each Academy (the “**Support Cost Contribution**”). This contribution will be set each year against a budget for the shared costs approved by the Trust Board. The percentage may vary according to the level of activity carried out by the Executive Team. Additional funding received by the Trust from other sources (such as government grants and income received from other schools and organisations in return for traded services) will contribute directly to the shared costs and will offset the Support Cost Contribution required from the Academies. An Academy may be asked to reimburse any third party costs payable to consultants where additional support has been agreed or has been necessary.

### 3.5 **The role of the Academy Council**

3.5.1 The role of those serving on an Academy Council is an important one, ensuring there is local accountability for the performance of the Trust and the Academies and that the Academies serve their communities. The Trust Board has established Academy Councils for each of the Academies (following any transitional arrangements), for the most part made up of individuals drawn from the Academy's community, both as elected and appointed members.

- 3.5.2 Those serving on such Academy Councils are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the Academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience. As with the Trustees, the members of the Academy Council must comply with the Trust's Conflict of Interest Policy.
- 3.5.3 The **Job Description and Person Specification incorporating Role Responsibilities for members of an Academy Council** is set out in Appendix 5. Specific skills may be needed if an individual is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Academy Council. A regular skills audit will be undertaken and members of the Academy Council should expect to be able to articulate their contribution to the success of the Trust and the Academies.
- 3.5.4 The specific tasks and responsibilities of the members of the Academy Council are as follows, with further detail set out in Section 4 of this Scheme of Delegation:
- 3.5.4.1 to monitor how the Academy fulfils the vision and ethos of the Trust in so far as it relates to the Academy and achieves the aims and ambitions it has for its pupils, having regard in particular to the benefits of being part of a family of schools which stresses the importance of collaboration and mutual support;
  - 3.5.4.2 to monitor the implementation of the Academy's strategy for improvement as set out in its development plan, focussing on the Academy's performance and any curriculum and budgeting priorities identified by the Chief Executive Officer;
  - 3.5.4.3 to support the Headteacher and senior leadership team in monitoring pupil progress and analysing any performance data in the light of the Academy's strategy for improvement and performance targets;

- 3.5.4.4 to support the Trust Board in providing scrutiny of the Academy's senior leadership team for all aspects of the Academy's performance;
- 3.5.4.5 to monitor the expenditure of the Academy's annual budget in line with the appropriate risk and financial management policies and practices including in particular any adopted by the Trust Board for application across all the Academies;
- 3.5.4.6 to support the Chief Executive Officer and the Headteacher in the development and review (from time to time) of an appropriate staffing structure for the Academy, feeding back any experiences which may contribute to robust and accountable monitoring of the performance of staff in line with any policies relating to staff adopted by the Trust Board;
- 3.5.4.7 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 Chief Executive Officer and, if necessary, the Chair of the Trust Board;
- 3.5.4.8 to contribute to the development and review of any Academy policies which the Trust Board has indicated should be formulated at Academy level;
- 3.5.4.9 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;
- 3.5.4.10 to develop effective links within the Academy's community, communicating openly and frequently as appropriate contributing to meeting its responsibilities to the community and serves the community's needs in relation to the safeguarding and education of its pupils; and
- 3.5.4.11 to engage fully and openly with any inspection of the Academy, whether by the Trust Board, Ofsted or any other appropriate public body to whom the Academy is

accountable, supporting the Chief Executive Officer and the Trustees in providing the necessary background and local context in respect of the Academy and its performance in line with objectives and against targets.

- 3.5.5 The Trust Board also recognises the role that the Academies play in their communities and the Academy Council is free to decide how such support and patronage is given. The Academy Council 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 the Secretary of State. The Academy Council 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 Chief Executive Officer and Finance and Audit Committee (where appropriate) to assess effectiveness and where financial support is provided for accounting reasons.

### 3.6 **Committees and Further Delegation**

- 3.6.1 Subject to the provisions of the Articles of Association, in addition to the Academy Councils the Trust Board may establish any other committee or working group to advise and inform the Trustees to support them in their decision making.
- 3.6.2 The Academy Councils are not expected to establish any sub-committees but may establish a working group to deliver a specific project, whether in conjunction with the Trust Board or alone, subject to the approval of the Trust Board.
- 3.6.3 Provided such power or function has been delegated to the Chief Executive Officer, the Chief Executive Officer may further delegate to the Headteacher 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 Trust Board at any time.

3.6.4 Where any power or function of the Trust Board is exercised by the Chief Executive Officer or the Headteacher or any other holder of an executive or leadership post (as the case may), that person shall report to the Trust Board in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trust Board immediately following the taking of the action or the making of the decision.

#### 4. TERMS OF REFERENCE FOR THE ACADEMY COUNCILS AND THE ROLE OF THE HEADTEACHER

##### 4.1 Delegated Authority and Responsibilities

4.1.1 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 and in particular the Terms of Reference for the Academy Council is likely to lead to a removal of delegated authority. No alteration of the Articles or change to the Scheme or removal of delegated authority shall invalidate any prior act of the Academy Council which would have been valid if that alteration or withdrawal had not been made.

4.1.2 As a matter of general principle, the Academy Council and the Academy more generally 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.

##### 4.2 School Budget

4.2.1 The Academy Council shall oversee the exercise of the following powers which have been delegated to the Headteacher and the Academy's senior leadership team, namely:

4.2.1.1 to expend the funds of the Trust approved by the Trust Board in such manner as the Academy Council shall consider most beneficial for the running of the Academy; 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 Headteacher's and/or Academy Council's responsibility as set out in this Scheme of Delegation

subject to compliance with the policies and procedures set out in the "**Financial Regulations Manual**" annexed to this Scheme of Delegation as Appendix 1, which amongst other things deals with the following:

(a) authorisations for expenditure;

(b) procurement and approval of contracts;

(c) policies for the safeguarding of funds and assets; and

(d) the management of claims and losses.

- 4.2.2 Each Academy will have its own bank account, opened by the Trust when the Academy joined the Trust, and authority to expend monies delegated to the Academy, subject to compliance with the Financial Regulations Manual. All cheques, BACS and orders for the payment of money from such account shall be signed by or authorised in accordance with the Financial Regulations Manual.
- 4.2.3 No Trust monies (whether or not authority to expend has been devolved to the Academy) 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 but the relevant Headteacher shall provide such information about the Academy, as often and in such detail and format as the Chief Operating Officer and/or the Finance and 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 Headteacher shall provide management accounts in an approved format to the Chief Operating Officer and/or the Finance and Audit Committee at least once per term (three times per year) or as requested by the Finance and Audit Committee.
- 4.2.5 The Academy Council shall monitor how the Academy follows the Trust's controls, policies and procedures to ensure the safeguarding of funds and assets, satisfying the requirements of the Academies Financial Handbook and the obligations on the Trust in the Funding Agreements as well as any requirements and recommendations of the Chief Operating Officer and/or the Finance and Audit Committee and the Education Funding Agency.
- 4.2.6 The Trust Board acknowledges the Academy Council's right and intention to use any voluntary (i.e. non grant) funds (including any restricted funds) raised by the Academies for the purposes for which they have been raised and otherwise solely at the discretion of the Academy Council provided this is within the charitable object of the



Trust. Proper accounts will be kept by the Headteacher 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, 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 activities will be reported separately and retained centrally for the benefit of all the Academies in the Trust.

4.2.8 The Academy Council acknowledges that sufficient funds will be retained by the Trust to allow the Trust to put in place 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 a reputable insurance company or through the Education Funding Agency as directed by the Trust Board:

4.2.8.1 land, buildings and contents;

4.2.8.2 public, employer's and hirer's liability;

4.2.8.3 trustees'/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 Academy Council will ensure the Headteacher fulfils any requirements of the Executive Team and notifies the Chief Operating Officer (or as directed) 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 EFA (as the case may be) is the Headteacher. The Chief Operating Officer and the Headteacher 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 Chief Executive Officer shall be responsible for the setting and review of the education plan outlining the curriculum priorities for the Academies in recognition of the Trust Board's obligation to the Secretary of State to provide a broad and balanced curriculum.
- 4.3.2 Whilst the Headteacher shall be responsible for the standards achieved by the Academy and the pupils attending the Academy, the Academy Council shall support the Head of Academy in setting targets and reviewing the performance data, both following such advice and recommendations of the Chief Executive Officer as they might issue from time to time in relation to benchmarking and locally agreed priorities.
- 4.3.3 The Headteacher will be responsible for the curriculum on a day to day basis and for implementing any strategic plan for the improvement of standards and attainment at the Academy, with the support of the Academy Council.
- 4.3.4 The Headteacher shall develop and with the support of the Chief Executive Officer implement any action plan designed to address any area in need of improvement in the Academy and the Academy Council shall support the Headteacher, promoting any necessary action and helping to communicate messages to staff and parents as need be.
- 4.3.5 The Academy Council 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 Academy Council 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 The formal power to appoint all staff, including the Headteacher of each Academy, is vested in the Trust Board, who will delegate appointment decisions to the Chief Executive Officer, involving the relevant Headteacher for Academy staff or further delegating appointment decisions to the Headteacher where agreed.
- 4.4.2 The Trust Board may delegate such powers and functions as they consider are required by the Headteacher 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 The appraisal and performance management of the Headteacher will be undertaken by the Chief Executive Officer. Any disciplinary action or capability review will be undertaken by the Trust Board (at the request of the Chief Executive Officer and with their involvement).
- 4.4.4 The appraisal and performance management of all other staff will be undertaken by the Headteacher, with the support of the Academy Council and/or Chief Executive Officer as directed. Any disciplinary action or capability review will be undertaken by the Chief Executive Officer in conjunction with the Headteacher (with a right of appeal to the Trust Board).
- 4.4.5 The Academy Council will monitor the Headteacher ensuring that he or she will:
  - 4.4.5.1.1 implement and comply with all policies dealing with staff issued by the Trust Board from time to time;
  - 4.4.5.1.2 take account of any pay terms set by the Trust Board;

- 4.4.5.1.3 adopt any standard contracts or terms and conditions for the employment of staff issued by the Trust Board;
  - 4.4.5.1.4 adopt appropriate and transparent procedures for the recruitment of staff complying with the provisions of Keeping Children Safe in Education, the Independent Schools Standards and the Equality Act;
  - 4.4.5.1.5 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 EFA;
  - 4.4.5.1.6 bring to the attention of the Chief Executive Officer and, if required, the Trust's insurers and/or the EFA without delay any claims or disputes with staff that may require a hearing by a panel of members of the Academy Council or the Trust Board where escalation is necessary;
  - 4.4.5.1.7 seek the advice of the Chief Executive Officer 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 and seek the approval of the Chief Executive Officer for any special staff severance payment as defined in the EFA's Academies Financial Handbook.
- 4.4.5.2 The Headteacher 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 Chief Executive Officer 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.

- 4.5.2 Any decision to expand the Academy shall be that of the Trust Board but who shall have regard to the views of the Headteacher, the Academy Council and the Chief Executive Officer.
- 4.5.3 Any appeal against admissions shall be heard by an independent appeal panel established and authorised by the Trust Board.
- 4.5.4 The Academy Council shall consider any decision by the Headteacher 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 Trust Board (with management responsibility being delegated to the Executive Team), who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of the Trust (and/or any others) as owner of such buildings and facilities.
- 4.6.2 The Headteacher shall support the Executive Team in developing a long term estate management strategy that will identify the suitability of building 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. The Academy Council will support the Headteacher in the implementation of the agreed strategy and will monitor its effectiveness, advising on any change in circumstances which might necessitate a review by the Trust Board.
- 4.6.3 Short term lettings and day to day uses of the school buildings and playing fields will be the responsibility of the Trust Board but managed by the Headteacher.
- 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 will delegate management responsibility to the Executive Team.

## 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 Headteacher, 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 Academy Council 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.
- 4.7.3 The Academy Council may establish Parent Stakeholder Groups to ensure the Academy is meeting the needs of its community and to engage parents and carers in meaningful discussion, particularly with regard to the daily life of the Academy and how the Trust is fulfilling its mission. The Parent Stakeholder Group will be chaired by the Chair of the Academy Council and an open invitation to attend will be made to all parents and carers.

## 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. The Trust has adopted a Risk Management Policy, which is set out in Appendix 3.

5.1.2 The Academy Council has been established to advise the Trustees and provide support to the Chief Executive Officer and Headteacher. It will advise on any risks in the operation of the Academy at such times and adopting such format specified by the Trust Board from time to time.

5.1.3 Particular emphasis is given to circumstances which might lead to prosecution or other litigation or public criticism or adverse publicity or damage to the reputation of the Trust. In such events and in order to minimise risk, the Chair of the Academy Council or the Headteacher will immediately advise the Chief Executive Officer or other deputy acting on behalf of the Trust Board. 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 adult while on the premises of the Academy or by a member of staff under any circumstances;

5.1.3.3 the suspension or summary dismissal of any member of staff;

5.1.3.4 any safeguarding issue;

5.1.3.5 any matter or circumstance which involves or might reasonably involve the authorities, including the police, the

Counter Terrorism Unit (or any similar body) the local authority and/or the Secretary of State for Education;

5.1.3.6 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;

5.1.3.7 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

5.2.1 The Trust Board is accountable for the performance of the Academies, but the responsibility for oversight of the Academies' senior leadership team is shared with the Academy Council who play an important part in monitoring performance and supporting the senior leadership team.

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 Academy Council under this Scheme of Delegation in such circumstances. Transitional arrangements may be put in place in such circumstances and the terms of reference for a "**Transition Board**" are set out in Appendix 7 to this Scheme.

5.2.3 The Trust Board and the Academy Council acknowledge the value of maintaining a good working relationship and agree 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 and 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 Chief Executive Officer and Headteacher who will support and advise on steps to be taken and facilitate additional support if needed.



## 6. FUNCTIONING OF THE ACADEMY COUNCIL

### 6.1 Constitution of the Academy Council

- 6.1.1 An Academy Council shall be established for each of the Academies comprising up to 9 members appointed by the Trustees (having regard to any advice or nominations put forward by the Chief Executive Officer and the other members of the Academy Council).
- 6.1.2 The Headteacher (or Principal) shall serve on the Academy Council on an ex-officio basis.
- 6.1.3 Other members of the Academy's staff may serve on the Academy Council at the discretion of the Trust Board.
- 6.1.4 The Trustees shall endeavour to ensure that at least 2 of the members of the Academy Council are parents or carers of pupils attending an Academy within the Trust.
- 6.1.5 All persons appointed or elected to the Academy Council shall give a written undertaking to the Trust Board to uphold the object and mission of the Trust.
- 6.1.6 There is no power to co-opt members to the Academy Council but advisers (including other members of staff in the Academy) may attend meetings provided they do not take part in any decision making.
- 6.1.7 An Academy Council may be established to support one or more Academies on the advice of the Chief Executive Officer or as otherwise decided by the Trust Board.

### 6.2 Term of office

- 6.2.1 The term of office for any person serving on the Academy Council shall be 4 years, save that this time limit shall not apply to the Headteacher or any post which is held ex officio, who will serve for as long as he or she remains in office. Subject to remaining eligible to be a particular type of member, any person may be re-appointed or re-elected to the relevant body.

### 6.3 **Resignation and Removal of members of the Academy Council**

- 6.3.1 A person serving on the Academy Council shall cease to hold office if he or she resigns his or her office or is removed by the Trust Board (which the Trustees reserve the power to do without the need to provide any reasons for removal). Any vacancy on an Academy Council will trigger an appropriate appointment or election.
- 6.3.2 If any person who serves on the Academy Council in his or her capacity as an employee ceases to be employed and/or work at the Academy then he or she shall be deemed to have resigned and shall cease to serve on the Academy Council automatically on termination of his or her work at the Academy.
- 6.3.3 Where a person who serves on the Academy Council 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 Academy Council.

### 6.4 **Disqualification of members of the Academy Council**

- 6.4.1 No person shall be qualified to serve on the Academy Council unless he or she is aged 18 or over at the date of his or her election or appointment. No current pupil of any Academy shall be entitled to serve on the Academy Council.
- 6.4.2 A person serving on the Academy Council 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.
- 6.4.3 A person serving on the Academy Council shall cease to hold office if he or she is absent without the permission of the Chair from all the meetings of the Academy Council held within a period of six months and the Academy Council resolves that his or her office be vacated.
- 6.4.4 A person shall be disqualified from serving on the Academy Council if:
- 6.4.4.1 his or her estate has been sequestered and the sequestration has not been discharged, annulled or reduced;  
or

- 6.4.4.2 he or she is the subject of a bankruptcy restrictions order or an interim order.
- 6.4.5 A person shall be disqualified from serving on the Academy Council 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).
- 6.4.6 A person serving on the Academy Council shall cease to hold office if he or she would cease to be a Trustee 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).
- 6.4.7 A person shall be disqualified from serving on the Academy Council if he or she has been removed from the office of charity trustee or trustee for 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.
- 6.4.8 A person shall be disqualified from serving on the Academy Council 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.
- 6.4.9 A person shall be disqualified from serving on the Academy Council if he or she has not provided to the Chair of the Academy Council a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the Chair or the Chief Executive Officer confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be

made to the Chair of the Trust Board to determine the matter. The determination of the Trust Chair shall be final.

- 6.4.10 Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the Academy Council, 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 Academy Council.

## 6.5 **Appointment of the Chair and Vice-Chair**

- 6.5.1 The members of the Academy Council shall each school year, at their first meeting in that year, subject to the approval of the Trust Board, elect a Chair and a Vice-Chair from among their number except any person who is employed by the Trust to work at any of the Academies.

- 6.5.2 The role of the Chair of the Academy Council is an important one, demanding yet worthwhile. Whilst the Chair is elected by the members of the Academy Council, because of the vital link and the importance of maintaining a strong and effective relationship between the Academy Council and the Trust Board, the appointment following election is subject to the approval of the Trust Board. The Chair must be approachable, readily accessible and ready to take issues and ideas raised by the Academy Council seriously.

- 6.5.3 The Chair's specific duties are to:

6.5.3.1 provide a clear lead and direction for the Academy Council, 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 individuals to the Academy Council with necessary skills and experience, promoting equality and diversity, ensuring individuals have opportunity for training and personal development, 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 Headteacher and the Chief Executive Officer 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 the members of the Academy Council of this as often as necessary;
  - 6.5.3.5 hold the members of the Academy Council to account, ensuring the business of the Academy Council 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
  - 6.5.3.6 be available when there is a need to act quickly, taking or supporting the Head of Academy in taking urgent action and making decisions, subject to subsequent ratification by the Academy Council (or the Trust Board as the case may be).
- 6.5.4 The Chair or Vice-Chair may at any time resign his office by giving notice in writing to the Academy Council. The Chair or Vice-Chair shall cease to hold office if:
- 6.5.4.1 he or she ceases to serve on the Academy Council;
  - 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 Academy Council 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 6.6.6. 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 Academy Council shall elect one of their number to act as a chair for the purposes of that meeting.
- 6.5.8 The clerk to the Academy Council 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 Meetings

- 6.6.1 The minutes of the proceedings of a meeting of the Academy Council 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 Academy Council and shall be signed (subject to the approval of the members of the Academy Council) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:
- 6.6.1.1 all appointments of officers made by the Academy Council;  
and
- 6.6.1.2 all proceedings at meetings of the Academy Council and of committees of the Academy Council including the names of all persons present at each such meeting.
- 6.6.2 The Chair shall ensure that copies of minutes of all meetings of the Academy Council shall be provided to the Chief Executive Officer as soon as reasonably practicable after those minutes are approved.
- 6.6.3 Subject to this Scheme of Delegation and provided the Academy Council complies with any requirements of the Trust Board regarding

specific business to be conducted, the Academy Council may regulate its proceedings as it sees fit, provided at all times that there is openness and transparency in matters relating to the Academy Council. The Academy Council is expected to meet once a term.

6.6.4 Meetings of the Academy Council shall be convened by the clerk to the Academy Council.

6.6.5 Any three members of the Academy Council may, by notice in writing given to the clerk, requisition a meeting of the Academy Council; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.

6.6.6 Each member of the Academy Council shall be given at least seven clear days before the date of a meeting:

6.6.6.1 notice thereof and sent to each member of the Academy Council at the email address provided by each member from time to time; and

6.6.6.2 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 notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.

6.6.7 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received notice of the meeting or a copy of the agenda thereof.

6.6.8 A resolution to rescind or vary a resolution carried at a previous meeting of the Academy Council shall not be proposed at a meeting of the Academy Council unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

6.6.9 A meeting of the Academy Council shall be terminated forthwith if:

6.6.9.1 the members of the Academy Council so resolve; or

6.6.9.2 the number of members present ceases to constitute a quorum for a meeting of the Academy Council in accordance with paragraph 6.8, subject to paragraph 6.10.

6.6.10 Where in accordance with paragraph 6.6.9 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 clerk 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.

6.6.11 Where the Academy Council resolves in accordance with paragraph 6.6.10 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Academy Council 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.

## 6.7 **Quorum for meetings**

6.7.1 Subject to paragraph 6.7.3, the quorum for a meeting of the Academy Council, and any vote on any matter thereat, shall be three.

6.7.2 The Academy Council 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 general meeting.

6.7.3 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Academy Council shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Academy Council shall have one vote, with the Chair having a casting vote in the event of a tie.

6.7.4 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Academy Council, shall be valid and effective as if it had been passed at a meeting of the Academy Council duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Academy Council 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 Academy Council in writing of the email address or addresses which the member will use.

6.7.5 Subject to paragraph 6.7.6, the Academy Council shall ensure that a copy of:

6.7.5.1 the agenda for every meeting of the Academy Council;

6.7.5.2 the draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;

6.7.5.3 the signed minutes of every such meeting; and

6.7.5.4 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.

6.7.6 There may be excluded from any item required to be made available in pursuance of paragraph 6.7.7, any material relating to:

6.7.6.1 a named teacher or other person employed, or proposed to be employed, at the Academy or the Trust;

6.7.6.2 a named pupil at, or candidate for admission to, the Academy; and

6.7.6.3 any matter which, by reason of its nature, the Academy Council is satisfied should remain confidential.

6.7.7 Any member of the Academy Council shall be able to participate in meetings of the Academy Council by telephone or video conference provided that:

6.7.7.1 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

6.7.7.2 the Academy Council 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.

## 6.8 Notices

- 6.8.1 Any notice to be given to or by any person pursuant to this Scheme of Delegation (other than a notice calling a meeting of the Academy Council) 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. In this Scheme of Delegation, “address” in relation to electronic communications, includes a number or address used for the purposes of such communications.
- 6.8.2 A notice may be given by the Academy Council to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his or her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Academy Council by the member. A member whose registered address is not within the United Kingdom and who gives to the Academy Council an address within the United Kingdom at which notices may be given to him, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him or her at that address, but otherwise no such member shall be entitled to receive any notice from the Academy Council.
- 6.8.3 A member of the Academy Council present, either in person or by proxy, at any meeting of the Academy Council shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 6.8.4 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 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

### FINANCIAL REGULATIONS MANUAL

This manual should be read in conjunction with the ESFA Academies Financial Handbook.

#### Budgeting and Reporting

Role	Value	Delegated Authority	Method	Review Period
Budget setting process		CEO and Headteacher	Agree academy improvement priorities	Annual
		Headteacher and executive team	Draft budget plan	Annual
		CEO/COO and Headteacher	Agree budget plan	Annual
		Trust Board	Approval and overall monitoring	Annual
Budget holders' responsibilities	As per the individual budgets	Headteacher, SLT and other budget holders	Budget monitoring is the responsibility of the budget holder and must not be overspent at any time during the year, unless through prior agreement from the appropriate authorisation level.	Monthly

Monthly Management Accounts		School Finance Leader and Headteacher with Head of Finance and Finance Manager	All transactions to be processed and reconciled by the academies' finance staff for the timely checking and production of the monthly management accounts and governors reports as per the Financial Timetable.	Monthly
Virements	Up to £10,000	Headteacher/CEO	Must be disclosed to the Finance, Risk and Audit Committee.	As necessary
	Over £10,001	Finance, Risk and Audit Committee	Must be approved by the Finance, Risk and Audit committee.	As necessary
ESFA Reporting		Headteacher, CEO/COO/Head of Finance/Accounting Officer in conjunction with the Trust's Auditors	An annual Financial Reporting Timetable will be released by the ESFA. Dates and requirements will be included on this timetable.	As necessary to ensure compliance

## Income

Role	Value	Delegated Authority	Method	Review Period
Collection and receipt of cash and cheques	Any	Finance Leaders or delegated administration assistant	Cash must be receipted by the person with delegated authority and recorded in the appropriate ledger. All on site cash and cheques must be locked in the safe until banking.	Daily
Sales invoices	Up to £15,000	Finance Leaders	All sales invoices must be processed through the financial management system, and issued in a timely manner.	As required
	Over £15,001	As above, plus Headteacher	Headteacher/Head of Finance/COO to authorise the issuing of sales invoices above £15,001, and then as above.	As required
Banking of cash and cheques	Any	Finance Leaders or delegated administration assistant	Cash and cheques should be banked on a regular basis and cash should not be allowed to accumulate above £3,000. Banking should be checked and agreed by another member of staff before being banked and should relate back to receipts issued.	As required
Reconciliation of bank accounts		Finance Leaders and/or Head of Finance	Bank accounts should be reconciled at least on a monthly basis by someone other than the person doing the banking. Bank reconciliations should then be signed, dated and filed.	Monthly

## Purchases and Payments

Role	Value	Delegated Authority	Method	Review Period
Purchase orders	Up to £1,000	Headteachers , budget holders and executive team	Must have at least one verb quote. Orders should be written on approved purchase order pro forma and authorised before being processed in the financial management system, and before order is placed with supplier. Approved paper based orders should be entered into the financial management system by someone other than the person who approved the order.	Monthly
	£1,001 to £5,000	As above	As above and one written quote must be obtained. These can include both written and verbal.	Monthly
	£5,001 to £10,000	As above	As above; however, minimum two quotes must be written.	Monthly
	£10,001 to £20,000	Headteacher and Deputy with notification to the CEO or COO	As above; however, minimum three quotes must be written.	Monthly

	Over £20,001 to £75,000	CEO and/or COO and Headteacher	As above; however, a minimum of three quotes must be written in response to formal specification.	Monthly
	Over £75,000	Trust Board with CEO and/or COO recommendation	Full tender process	Monthly
Payment by BACs	Up to £15,000	Two approvers required - Headteacher, Deputy or executive team	Individual payments to any supplier to the value of £20,000 need to be signed by two individual in the delegated authority column. Payment notifications must be accompanied by authorised supporting documentation.	As necessary
	£15,001 to £100,000	Two signatories, including one from the above list, plus the CEO or COO.	Payment notification must be accompanied by authorised supporting documentation	As necessary
	Above £100,000	CEO and COO	Payment notification must be accompanied by authorised supporting documentation	As necessary
<b>Role</b>	<b>Value</b>	<b>Delegated Authority</b>	<b>Method</b>	<b>Review Period</b>



Charge Card	Limited to £3k (individual transaction limit £500)	Headteacher, deputy and executive team	Must be kept in the safe when not in use. All transactions must be supported by a receipt. Orders should be placed only by card holder. Reconciliation should be checked by someone other than the person who places the orders.	Monthly
Standing orders and direct debits	As per limits for cheque of BACs payments	As per limits for cheque of BACs payments	As per limits for cheque of BACs payments	As necessary
Liabilities and Write-Offs	1% of total annual income or £45,000 (whichever is smaller) per single transaction.  Cumulatively, 2.5% of total annual income in any one financial year per category of transaction where notified by the Trust Board.  Otherwise cumulatively, 5% of total annual income in	Headteacher/CEO/COO	Anything above these limits must be approved by Secretary of State through the ESFA	Annual

	any one financial year per category of transaction.			
Purchase or sale of any freehold property	Any	Trust Board ESFA approval required	On recommendation of the CEO	Annual
Granting any leasehold or tenancy agreement	Any	Trust Board ESFA approval required	On recommendation of the CEO	Annual
Taking up any leasehold or tenancy agreement for more than three years	Any	Trust Board ESFA approval required	On recommendation of the CEO	Annual

### Wages and Salaries

Role	Value	Delegated Authority	Method	Review Period
Appointment of Staff	Up to senior leadership team	Headteacher and Head of HR		Annual
	Senior leadership team	Headteacher in consultation with CEO or COO		Annual
	Headteacher	Chair of Trust Board on the recommendation of		Annual

		the CEO or COO [following recommendation of the Head Appointments Panel]		
Payroll Processing		Finance Leaders, HR, Headteachers and executive team	School business manager to check monthly payroll and make any necessary changes or adjustments. Monthly payroll and any changes must be authorised and signed off by the Headteacher. Payroll reports and payments made will be checked and agreed by the finance consultant on a monthly basis.	Monthly
Contracts of employment		EPM or delegated administrator	All employee contracts need to be kept up to-date. Any contract changes need to be authorised by the appropriate authority level as per (Appointment of staff) authority and filed in the staff member's file. These contracts will be periodically checked by the responsible officer and the auditors.	As required
One-off Payments (e.g. in settlement of claims, ill health retirements,	Any	Headteacher and CEO /COO		"

bonuses and golden handshakes)				
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**Assets**

<b>Role</b>	<b>Value</b>	<b>Delegated Authority</b>	<b>Method</b>	<b>Review Period</b>
Fixed Asset Register	£5,000	Business manager or on-site ICT staff member	All assets to the value of £5,000, either individually or as a group, will need to be recorded in the Asset Register, with the exception of IT, where all individual items over the value of £500 should be recorded.	Monthly and annually

## APPENDIX 2

### SUMMARY OF KEY DELEGATED RESPONSIBILITIES

Members	Trustees	Members of Academy Council
<ul style="list-style-type: none"> <li>• determine constitution</li> <li>• oversee the Trustees</li> <li>• recognise any strategic partnerships</li> <li>• delegate governance and management responsibility to the Trustees (appointing and removing Trustees where necessary)</li> </ul>	<ul style="list-style-type: none"> <li>• determine strategic vision and overarching strategic plan</li> <li>• provide strategic leadership and governance</li> <li>• provide challenge and support to senior leaders</li> <li>• develop and decide strategic and operational policies</li> <li>• facilitate collaboration</li> <li>• co-ordinate and oversee shared services and resources</li> <li>• develop and oversee the implementation of action plans</li> <li>• set performance benchmarks</li> <li>• determine curriculum priorities</li> <li>• set overall Trust budget and approve of Academy budgets</li> <li>• monitor expenditure in accordance with appropriate authorisations</li> <li>• develop and implement a risk management strategy</li> <li>• determine the Trust's reserves/contingency policy</li> <li>• ensure appropriate insurance or risk cover is put in place</li> <li>• undertake recruitment and performance management of head teachers and other senior leaders</li> <li>• develop staff training programmes and opportunities for professional development</li> <li>• support the development and building of leadership and governance capacity at Academy level</li> <li>• approve of site and asset management strategy</li> <li>• oversee any significant capital expenditure and building projects</li> <li>• approve of all funding applications</li> <li>• decision maker for all appeals</li> </ul>	<ul style="list-style-type: none"> <li>• monitor implementation of strategic vision</li> <li>• support senior leadership team</li> <li>• oversee expenditure ensuring the Academy works within its budget and implements the Trust risk and financial management policies</li> <li>• support the senior leadership team in the development and review of an appropriate staffing structure</li> <li>• where appropriate, support the head teacher in the recruitment and performance management of strategic personnel</li> <li>• promote collaboration with other Academies in the Trust</li> <li>• contribute to the development and review of Academy policies (e.g. admissions, pupil behaviour, safeguarding)</li> <li>• provide advice and feedback to the Trustees, ensuring the Academy is meeting the needs of its community</li> <li>• support the senior leadership team in relation to curriculum and budgeting priorities</li> <li>• support the senior leadership team in monitoring pupil progress and analysing performance data</li> <li>• support the implementation of any Academy plan, focussing particularly on school performance targets</li> <li>• undertake all and any appropriate community consultation</li> <li>• provide a point of contact for parents, carers and other members of the local community</li> <li>• maintain effective links with the school community and the wider local community</li> </ul>

## APPENDIX 3

### RISK MANAGEMENT POLICY

#### Principles

The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and maintaining of the Academies (which includes taking existing schools into the Trust). The Trustees have the power to direct change where required.

The Trustees have delegated certain responsibilities for the running of each of the Academies to an Academy Council and to the Headteacher and senior leadership team who are responsible for the internal organisation, management and control of the Academy on a day to day basis. The responsibilities of the Academy Council are set out in the Trust's "Scheme of Delegation".

Risk management must prioritise and protect:

- The safeguarding of high quality and effective education of the young people in the Academies;
- The reputation and ethos of the Trust and the Academies;
- The common good in terms of the interests of the families in the communities served by the Academies and the pupils of the future;
- The Scheme of Delegation and the balance struck between central management and local responsibility.

#### The responsibility of each Academy Council

It is the responsibility of each Academy Council 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 Academy Council should take such steps needed to support leadership and assist the Trust Board in meet its legal obligations including the requirements of the Department for Education (or any successor body) as they relate to the operation of the Academies. The Academy Council and the Headteacher should provide resources to mitigate identified risks and declare any non-compliance to the Trust Board. The Trustees will commission on a regular basis external verification of internal systems so as to ensure the systems fitness for purpose and compliance to current standards.

#### The responsibilities of the Trustees

It is the responsibility of the Trustees to identify those risks which arise from academy status and membership of a multi-academy trust and develop policies and procedures which mitigate these risks (taking account of the principles identified above). To mitigate financial risk the Trustees will require all Academies to use approved banking arrangements, audit arrangements, financial management systems, and premises insurance and building surveyors. Rigorous safeguarding policies are also a requirement for all Academies.

Beyond these areas the Trustees will identify risks common to all Academies, set policy frameworks but seek not to impose specific control mechanisms for those risks which are the responsibility of the Academy Council. The Trustees should receive compliance reports from the Headteacher, which shall be collated and monitored by the Chief Executive Officer, with appropriate acknowledgements from the Academy Council (and declarations of non-compliance) and develop systems to support individual Academies to mitigate risk to the Trustees and the Trust generally.

### **Operation of the Risk Management Policy**

To assist the Trust Board in fulfilling its function, the Trustees may establish a “risk management committee” made up of appointed Trustees, representatives of the Academy Councils and the Executive Team, and others as may be required. The terms of reference should identify that a minimum of two Trustees should serve on this committee, with one being present for the committee to be quorate. The risk management committee may be a function of the Finance and Audit Committee or work alongside it. It is the duty of this committee to review the termly schedule of self-assessments made by individual Academies’ Academy Councils, consider how to support Academies to mitigate identified risks and report to the Trust Board each term on the risks identified.

### **The Nature of the Risks**

- **The safeguarding of those involved in the enterprise**

The Trustees and Academy Councils will be required to have safeguarding (including safer recruitment and e-safety) policies which comply with the requirements of the appropriate Safeguarding Board.

- **The employment of those involved in the enterprise**

The Trustees and individual Academies should have a suite of legally compliant and common personnel policies, supported by advice and insurance.

- **The stewardship of the premises and site and the health, safety and welfare of those who use the site**

The Trustees reserve the right to direct individual Academies with regard to the insurances of Trust property (buildings, land and assets) and to approve and be kept informed of planned capital works. The Academies should develop comprehensive health, safety and welfare policies to include systems to monitor compliance with regulation and good practice and to externally assess these at a regular period.

- **The vision and values of the Trust and the academic standards attained**

The Headteacher should report to the Trustees on any OFSTED or other inspections and reports. Equally the Trustees should be informed of trends and actual academic outcomes and other key indicators identified by OFSTED (or any successor body) in order that the Trustees may broker support and advice from within (or beyond) the Trust to minimise the possibility of the Secretary of State using his reserve powers in relation to one of the Academies for which the Trust is responsible.

- **The financial integrity of individual academies**

The Trustees reserve the right to direct the Academies to bank with a named bank and to direct the Academies to use the services of agreed auditors. The Trust Board reserves the right to have annual agreed budget plans, termly budget summaries and annual outturn statements reported to it. Academies will not be permitted to operate deficit budgets without specific approval from the Trust Board. The Academy Councils will agree such policies as required to comply with DfE requirements on the operation of academies, including in relation to the procurement of goods and services. The Trust Board will appoint a suitably experienced “responsible officer” to work in the Academy who will oversee the financial integrity of the Academy with a particular reference to levels of delegation and the avoidance of over-reliance upon key individuals.

- **The capacity of the Trust Board and the Academy Councils to discharge their duties**

The Trust Board and individual Academy Councils will be expected to make an annual self-assessment of the skills and experience they require and their capacity to fulfil those requirements. Plans to mitigate deficiencies should be passed to the relevant Academy Council and the Trust Board. All Trustees and members of the Academy Councils are required to hold an enhanced Criminal Records Bureau certificate and to make a declaration of interests at the beginning of each meeting. The Trust will operate a Conflicts of Interest policy. The Trust will ensure that good quality legal advice is available to the Trust Board, the Academies and those responsible for running the Academies on a day to day basis.



## APPENDIX 4

### TRUSTEES: JOB DESCRIPTION AND PERSON SPECIFICATION INCORPORATING ROLE RESPONSIBILITIES

<b>Job title:</b>	Trustee (also a Director of the Lime Trust serving on the Trust Board)
<b>Location:</b>	Trust Board meetings to be held at Larkwood Primary School or other agreed venue Site visits to the Academies as necessary Site visit to the Trust's registered office as necessary
<b>Hours:</b>	Up to six Trust Board meetings a year Remote involvement via email/telephone Regular review of reports and documentation
<b>Salary range:</b>	Voluntary
<b>Term of office:</b>	Four years

**Job purpose:** The Trustees oversee the management and administration of the Trust and the Academies run by the Trust.

#### Job Description

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 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.

#### Specific responsibilities of the Trust Board and the Trustees

The role of the Trust Board and the Trustees collectively is to:

- determine the strategic vision and overarching strategic plan of the Trust
- provide strategic leadership and governance by overseeing and supporting the Chief Executive Officer

- develop effective links within the education community, communicating openly and frequently as appropriate and ensuring that the Academies meet their responsibilities to the community and serve the needs of their communities in relation to the safeguarding and education of pupils
- support the Chief Executive Officer in developing and implementing appropriate strategic and operational policies
- facilitate collaboration between the Academies to actively seek opportunities for the Academies to work together either with the aim of improving economic efficiencies within the Trust or identifying and implementing best practice across all Academies
- approve the overall Trust budget and heads of expenditure within the Academy budgets
- monitor expenditure in accordance with appropriate authorisations and any Trust wide policy in respect of reserves and contingencies
- develop and implement a risk management strategy
- ensure the Trust and the Academies comply with their legal obligations
- support the development and building of leadership and governance capacity at Academy level
- approve of site and asset management strategies
- oversee any significant capital expenditure and building projects
- act as decision maker for all appeals

### **Core Competencies**

The following are the core competencies and skills expected of the Trustees:

- 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;
- 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.

<b>Person Specification</b>
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### **Personal qualities and values:**

- A desire to create positive change for young people
- A commitment to the aims and objectives of the Trust
- A willingness to devote time and effort
- An ability to work effectively as a team while contributing an independent perspective

- An ability to build productive and supportive professional relationships
- A commitment to the Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- A commitment to equal opportunities and anti-discriminatory practice
- A commitment to Safeguarding young people
- Reliability and integrity

**Education and training:**

- A record of continuous professional development
- Educated to higher level in professional area of expertise

**Experience:**

- Experience of driving positive change
- Experience in leadership and management
- Professional experience in education / accountancy/ finance / business / HR / marketing/law

**Knowledge:**

- An understanding and acceptance of legal duties, responsibilities and liabilities of trusteeship
- An understanding of special educational needs and disability
- An understanding of the use of attainment and other data to assess the progress, strengths and weaknesses of a school
- An understanding of financial and workforce data

**Skills:**

- Strategic vision
- An ability to think creatively
- Good, independent judgement
- An ability to use financial and workforce data to inform decision-making

**Legal Requirements:**

Individuals who are not able to make the following declarations may not serve as a Trustee:

- 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
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school
- 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

## APPENDIX 5

### MEMBERS OF AN ACADEMY COUNCIL: JOB DESCRIPTION AND PERSON SPECIFICATION INCORPORATING ROLE RESPONSIBILITIES

<b>Job title:</b>	Member of an Academy Council for an Academy run by Lime Trust
<b>Location:</b>	Academy Council meetings to be held at the relevant Academy Site visits to other Academies operated by the Trust as necessary
<b>Hours:</b>	Up to three Academy Council meetings a year Remote involvement via email/telephone Regular review of reports and documentation
<b>Salary range:</b>	Voluntary
<b>Term of office:</b>	Four years

**Job purpose:** The Academy Council for an Academy plays an active part in supporting the headteacher, liaising as appropriate with the Trust's Chief Executive Officer and the Trust Board more generally in relation to the oversight of the Academy and the Academy's senior leadership team.

Appointments to the Academy Council will be made by the Trust Board. Recommendations to appoint may be put forward by either the Chief Executive Officer/Headteacher or by the Academy Council itself.

#### Job Description

The role of those serving on an Academy Council is an important one, ensuring there is local accountability for the performance of the Trust and the Academies and that the Academies serve their communities. Those serving on an Academy Council are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the Academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience.

#### Specific responsibilities of a Member of an Academy Council

The specific tasks and responsibilities of the members of the Academy Council are as follows, to:

- support the Headteacher in respect of the implementation of the strategic vision of the Trust and the Academy in particular;
- support the Trust Board in developing and maintaining 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 serves the community's needs in relation to the safeguarding and education of its pupils;

- support the Academy's senior leadership team;
- ensure the Academy works within its budget and implements the Trust's risk and financial management policies;
- where appropriate, support the Headteacher in the recruitment and performance management of strategic personnel;
- promote collaboration with other Academies in the Trust, actively seeking opportunities for the Academies to work together either with the aim of improving economic efficiencies within the Trust or identifying and implementing best practice across all Academies;
- support the Headteacher in developing and implementing delegated local Academy policies (e.g. admissions, pupil behaviour, safeguarding);
- provide advice and feedback to the Trustees and reporting on all matters, responsibility for which has been passed to the Academy Council;
- support the Academy's senior leadership team in relation to determining the Academy's curriculum and budgeting priorities;
- support the Academy's senior leadership team in monitoring pupil progress and analysing performance data;
- support the implementation of any Academy plan, focussing particularly on school performance targets;
- undertake all and any appropriate community consultation;
- provide a point of contact for parents, carers and other members of the local community;
- maintain effective links with the school community and the wider local community.

### **Core Competencies**

The following are the core competencies and skills expected of a member of the Academy Council:

- 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;
- 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 act in accordance with any authority delegated to him or her, including complying with any regulation or requirement of those from whom delegated authority is received.

## Person Specification

### Personal qualities and values:

- A desire to create positive change for young people
- A commitment to the aims and objectives of the Lime Trust
- A willingness to devote time and effort
- An ability to work effectively as a team while contributing an independent perspective
- An ability to build productive and supportive professional relationships
- A commitment to the Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- A commitment to equal opportunities and anti-discriminatory practice
- A commitment to Safeguarding young people
- Reliability and integrity

### Experience:

- Experience of driving positive change
- Experience in leadership and management
- Professional experience in education / accountancy/ finance / business / HR / marketing/law

### Knowledge:

- An understanding and acceptance of legal duties, responsibilities and liabilities of trusteeship
- An understanding of special educational needs and disabilities
- An understanding of the use of attainment and other data to assess the progress, strengths and weaknesses of a school
- An understanding of financial and workforce data

### Skills:

- Strategic vision
- An ability to think creatively
- Good, independent judgement
- An ability to use financial and workforce data to inform decision-making

### Legal Requirements:

Individuals who are not able to make the following declarations may not serve on the Academy Council:

- 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
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school
- 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



## APPENDIX 6

### TERMS OF REFERENCE FOR THE FINANCE, RISK AND AUDIT COMMITTEE

The quorum for Finance, Risk and Audit Committee meetings is two Committee members, or one third of the total number of Committee members, whichever is higher. In the event of the Committee Chair not being available to chair a meeting, s/he will nominate a suitable Committee member to chair the meeting in their absence.

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
<b>Ethos and vision</b>	
Support the actions of the Trustees to develop and sustain a clear vision for the Trust.	
Advise and report to the Trustees in relation any organisational risks which might impede the development and implementation of a long term strategy for the success of the Trust. The Trustees shall consider any such advice given by the Finance and Audit Committee.	
Support the Trustees in developing an organisational structure which reflects the Trust's values and enables the management systems, structures and processes to work effectively in line with legal requirements and to ensure sound financial management.	
<b>Compliance and General Duties</b>	
The Finance and Audit Committee shall meet at least once a term.	
Have regard to and advise the Trustees on their duties as trustees and their responsibility to preserve charitable assets and safeguard public money.	
Act in accordance with the terms of the Master and Supplemental Funding Agreements, the Academies Financial Handbook, any account directions issued by the Education Funding Agency, the Trust's Articles of Association and the resolutions of the Trust in effect from time to time when fulfilling duties.	
Ensure that at all times the Trust is meeting any legal requirements and duties in relation to the management of public money.	
Support the Trustees in the formulation of financial and risk management policies for the Trust and the Academies for achieving the aims and objectives set out in the Trust's Development Plan or long term strategic vision.	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
Advise the Trustees on the adequacy and effectiveness of the Trust's systems of internal control and its arrangements for risk management, control and governance processes and securing economy, efficiency and effectiveness (value for money).	
Regularly review the statement on internal control and make appropriate recommendation to the Trustees and when appropriate communicate messages and advice to the governing bodies of the Academies, liaising as necessary with any responsible officer appointed by the governing body to be responsible for financial oversight and risk management of the Academy's activities.	
Review the Finance and Finance and Audit Committee's membership and effectiveness on an annual basis to ensure that it has appropriate skills and relevant experience.	
Support (and challenge when necessary) the chief executive officer to ensure he or she satisfies his or her duty as accounting officer to: <ul style="list-style-type: none"> <li>• Ensuring value for money;</li> <li>• Ensuring regularity and propriety;</li> <li>• Ensuring prudent and economical administration;</li> <li>• Avoiding waste and extravagance;</li> <li>• Ensuring the efficient and effective use of resources;</li> <li>• Keeping proper accounts;</li> </ul>	
<b>Finance and Risk Management</b>	
Establish and implement a system of financial and risk reporting by the Academies to the Trustees and to oversee that reporting to ensure that such a system complies with the Trust's legal obligations.	
Review any financial and risk report submitted by the Academies and advising the Trustees on any issues arising from it as well as making recommendations for future reports to sustain the integrity of the financial and risk management systems.	
Advise on the formulation and implementation of a 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 the Academy to undue risk.	
Advise the Trustees on the appointment, reappointment, dismissal and remuneration of auditors (both external auditors and internal audit).	
Monitor the effectiveness of auditors, including the use of auditor performance indicators.	
Ensure effective coordination between auditors ensuring that a consistent method of audit is adopted across all Academies.	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
Ensure that additional services undertaken by auditors is compatible with the audit independence and objectivity.	
Agree the work programme of internal audit including the checking of financial controls, systems, transactions and risks.	
Consider the reports of the auditors and, when appropriate, advise the Trustees and the Academies of material control issues.	
Monitor the implementation of agreed audit recommendations.	
Advise on policies for the securing of the funds and assets of the Trust including by the prevention of loss through fraud and irregularity.	
Ensure that all allegations of fraud and irregularity are appropriately investigated and control weaknesses addressed, working with the Trustees, the chief executive officer and the principals of the Academies, as appropriate.	
Recommend the annual financial statements to the Trustees for approval.	

## APPENDIX 6

### TERMS OF REFERENCE FOR THE EDUCATIONAL AND CURRICULUM STANDARDS COMMITTEE

#### **Role of the Educational and Curriculum Standards Committee**

The Educational and Curriculum Standards Committee is a sub-committee of the Lime Trust Board, undertaking detailed challenge and support around the Trust's approach to education, curriculum and standards by fulfilling the responsibilities outlined below. The committee will focus on pupil outcomes through interrogation of data, such as that provided by the Fischer Family Trust, look at predictions across the Trust academies, attendance and exclusions, with the objective of driving up standards.

#### **Membership and terms of office**

The membership of the Educational and Curriculum Standards Committee is agreed by the Trust Board on an annual basis and can include relevant personnel who are not Trustees. The Chair of the Committee is also appointed by the Trust Board on an annual basis.

#### **Meetings**

The Educational and Curriculum Standards Committee meets twice a year. The quorum for meetings is two Committee members, or one third of the total number of Committee members, whichever is higher. In the event of the Committee Chair not being available to chair a meeting, s/he will nominate a suitable Committee member to chair the meeting in their absence.

#### **Responsibilities**

##### ***Vision, ethos and Trust growth:***

- To support the actions of the Trust Board to develop and sustain a clear vision for the Trust
- To support the Trust Board in developing an organisational structure which reflects the Trust's values and enables the management systems, structures and processes to work effectively in line with legal requirements and to ensure sound financial management

##### ***Strategy, monitoring and benchmarks:***

- To support the work of the Trust Board in supervising the effectiveness of the Trust Academies and Headteachers, ensuring there is regular reporting through the Chief Executive Officer and proper management of outcomes and objectives, intervening if necessary in accordance with the procedures set out in the Lime Trust Scheme of Delegation
- To ensure there is a comprehensive system of support for school improvement in place within the Trust Academies, emphasising the benefits of collaborative working across the Trust Academies and procurement efficiencies for common educational services and resources
- To monitor Lime Trust progress and attainment measures against national benchmarks on an annual basis
- To monitor the quality and effectiveness of Lime Trust Initial Teacher Education programmes e.g. School Direct; middle and senior leadership programmes, including NPQH and NPQSL; and bespoke training programmes with Ambition Leadership

**Standards and educational performance:**

- To provide guidance and input on educational and curriculum standards and performance as the Trust Business Plan is developed
- To monitor the implementation of the Trust Business Plan throughout the academic year, noting in particular any changes to the plan in response to new or unexpected circumstances
- To provide guidance and input into the setting of academic predictions for the Academies, and recommend agreed predictions to the Trust Board for approval
- To monitor progress against predictions throughout the academic year as in-year assessments are undertaken within the Academies, noting and reporting to the Trust Board in particular any causes for concern

**Curriculum and enrichment:**

- To provide challenge and support around the Trust's approach to curriculum and assessment, ensuring that the Executive Team support the Trust Academies to take a proactive approach to engaging with changes put in place by central government over successive academic years
- To ensure that each Trust Academy has implemented the Lime Trust curriculum model and publishes on their website the names of the Trust's phonics and reading schemes
- To ensure that each Academy provides high-quality enrichment activities to pupils that are relevant to aspects of the curriculum, represent a good use of funds, and are delivered according to internal risk assessment and off-site visits policies
- To review data on pupil destinations, including performance against national benchmarks, championing a focus amongst school and central staff on ensuring that pupils move on to high-quality education providers, both as primary and secondary school leavers

**Safeguarding:**

- To ensure that relevant aspects of personal development, behaviour and welfare are factored into lessons through channels such as Personal, Social and Health Education, Religious Education and tutor/pastoral groups, so that a strong culture of Safeguarding and well-being is embedded into the curriculum

**Governance, risk and audit:**

- To make, or facilitate the making of, suitable appointments of individuals to serve on the Academy Councils, including removing such individuals who fail to fulfil expectations as set out in the Scheme of Delegation, and reporting any such appointments and removals to the Trust Board
- To advise the Trust Board in their role to determine and support the Chief Executive Officer in the implementation of educational policies and procedures, which it is intended will achieve a consistently high standard of education across the Trust, including Safeguarding; Standards and Educational Performance; and relevant Operational Matters

## APPENDIX 8

### TERMS OF REFERENCE FOR A TRANSITION BOARD

[NAME OF ACADEMY] (the “Academy”)

EFFECTIVE DATE [ ] REVIEW DATE [ ]

#### PURPOSE

The Transition Board’s two primary roles are:

1. [To support the conversion of the maintained school to Academy status and join the Lime Trust; and]
2. To support the rapid turnaround of the new Academy.

The Transition 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 Transition Board shall meet at least twice a term, more if necessary.

The Transition 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 (including pupil outcomes), facilities & resources and finance.

The Transition Board shall be accountable to the Chief Executive Office in all matters. The Transition Board will report to the Chief Executive Officer and to the Trust Board on progress, recommending further action as necessary.

#### MEMBERSHIP

Members of the Transition 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 be the Chief Executive Officer.

#### REVIEW

Operating with a Transition 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.

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
<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, 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.	
Adopt the Trust's systems and procedures in the Academy which recognise and prioritise collaborative working within the Trust where possible.	
Support the Trust Board in the formulation of policies and practices which reinforce the Trust's overall vision and aims as well as recognise the uniqueness of the Academy and the contribution it makes to the Trust and to the community.	
<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 Chief Executive Officer 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 both the Chief Executive Officer and 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 Scheme of Delegation and the current EFA 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>	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</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 either by the Trust Board or the Chief Executive Officer in relation to the budget of the Academy and the appropriate use of all funds available to the Academy.	
Support and introduce the Trust's systems of financial and risk reporting in respect of the Academy to the Chief Executive Officer and the Trust Board, 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 the 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>Implement the Trust's curriculum for the Academy, 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 Chief Executive Officer and 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.	



Responsibility / Delegated Authority	Assessment
<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 Chief Executive Officer.	
<b>Staff Recruitment</b>	
In conjunction with the Chief Executive Officer and 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 Chief Executive Officer and the Trust Board, 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 Chief Executive Officer and/or the Trust Board which includes the Chief Executive Officer.	
<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 Chief Executive Officer of any areas of weakness or where additional support and/or training is required.	
Advise the Chief Executive Officer 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.	

<b>Responsibility / Delegated Authority</b>	<b>Assessment</b>
Undertake any disciplinary or grievance procedure for the Principal/Headteacher and other members of the Academy's leadership team, reporting to the Chief Executive Officer and noting any right of appeal to the Trust Board.	
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 Chief Executive Officer 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 Chief Executive Officer and 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 Transition Board without the express written consent of the Chief Executive Officer and 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 Transition Board may delegate any powers and responsibilities to the Principal/Headteacher of the Academy, subject to any requirements of the Trust Board. The Transition Board will ensure the gradual transfer of responsibility to the Principal/Headteacher, the leadership team and the Academy Council when established is done sensitively to help successfully deliver the Academy's long term strategic plan.	