

The Blue Kite Academy Trust



Scheme of Delegation September 2016

Company Number 09889819

Introduction

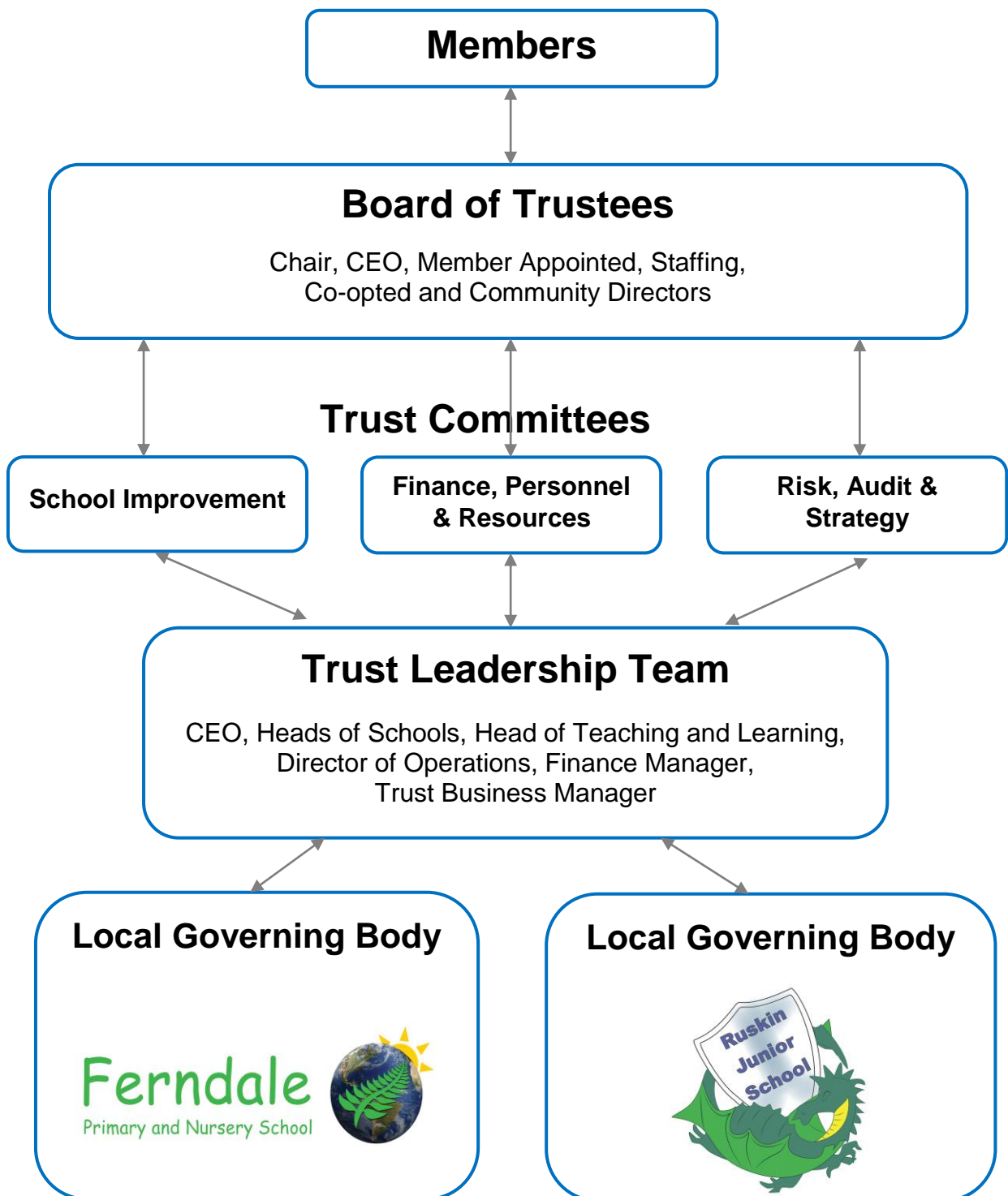
A multi academy trust's (MAT) board of directors is accountable in law for all decisions about its academies. However, this does not mean that the board is required to make all the decisions itself. Many decisions can and should be delegated, including to the CEO, board committees and local governing bodies. It is vital that the decision to delegate a function is made by the full board of directors and is recorded. Without such formal delegation, the individual or committee has no power to act.

The SoD must be published on the trust and its schools' websites. This scheme of delegation need not detail every single decision that will need to be made, but seeks to demonstrate the principals which determine the lines of accountability so it is clear where certain decision making should lie.

A scheme of delegation (SoD) is the key document defining which functions have been delegated and to whom. It is a simple yet systematic way of ensuring members, directors, committees, local governing bodies, CEO and headteachers are clear about who has responsibility for making which decisions in the trust. This overarching SoD covering all decision making in the trust should not be confused with the written scheme of delegation of financial powers referred to in the Academies Financial Handbook.

Deciding what to retain at director level and what to delegate, will not be set out in the articles of association, the MAT's governing document. This is why it is critical that MATs agree a SoD that explicitly establishes who makes which decisions, and ensures this is clear to all those within the MAT, as well as to the governing bodies of schools potentially looking to join.

Academy Governance Model



Governance structure and lines of accountability

The board of directors of a delegate responsibility for delivery of the vision and strategy to the CEO. The board will hold the CEO to account for the performance of the trust, including the performance of the academies within the trust. The CEO in turn holds the senior leadership team to account by line managing them. While the board cannot ever delegate its accountability, it can and must delegate some of the detailed scrutiny, oversight and decision making.

The trust board delegates responsibility for the performance of the trust, including the performance of the academies within the trust, to the chief executive officer (CEO). However, some responsibilities concerning the performance of each academy are delegated to a local governing bodies (LGB). These responsibilities may include monitoring whether the school is working within the agreed policies, whether standards are being met. The LGB will use its detailed knowledge of their own school setting and engagement with stakeholders to ensure that their school is being well served by the MAT, and as a LGB has direct access to the board if there are concerns.

This means that as the CEO is accountable to the board for the performance of the trust as a whole, the CEO will report to the board on the performance of the trust including on the performance of the trust's schools, although this may be supplemented by monitoring reports from the LGBs.

The CEO is performance managed by the trust board. The CEO performance manages the academy headteachers but will seek input from the LGB chair.

Roles and responsibilities

The role of the members

The members of the trust have a different status to directors. Originally they will have been the signatories to the memorandum of association and will have agreed the trust's first articles of association (a document which outlines the governance structure and how the trust will operate). The articles of association will also describe how members are recruited and replaced, and how many of the directors the members can appoint to the trust board. The members appoint directors to ensure that the trust's charitable object is carried out and so must be able to remove directors if they fail to fulfil this responsibility. Accordingly, the trust board submits an annual report on the performance of the trust to the members. Members are also responsible for approving any amendments made to the trust's articles of association.

While members are permitted to be appointed as directors, in order to retain a degree of separation of powers between the members and the trust board, and in line with DfE expectations, not all members should be directors. The DfE has amended the

model articles to state that members are not permitted to be employees of the academy trust.

The role of the directors

The directors are the charity directors (within the terms of section 177(1) of the Charities Act 2011) and are responsible for the general control and management of the administration of the trust in accordance with the provisions set out in the memorandum and articles of association. The board of directors is the accountable body for the performance of all schools within the trust and as such must:

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

The trust board is permitted to exercise all the powers of the academy trust. The trust board will delegate to the CEO responsibility for the day to day operations of the trust. The directors can determine whether to delegate any governance functions.

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

The role of committees

The directors may establish committees either with delegated authority to make decisions or for the purpose of providing advice and support, informing the overall work of the trust board. However these committees are not legally responsible or accountable for statutory functions – the trust board retains overall accountability and responsibility. The responsibilities of board committees are set out in their terms of reference; the responsibilities for local governing bodies are set out in the scheme of delegation. The trust board may appoint committee members and committee chairs.

The role of the local governing body (LGB)

The trust board will establish LGB's, appoint the chair, ensure two parents are elected and will determine what will be delegated. Typically, responsibilities may include:

- Building an understanding of how the school is led and managed
- Monitoring whether the school is:
 - Working within agreed policies
 - Is meeting the agreed targets of raising educational standards and progress
 - Is ensuring the wellbeing of staff and pupils
- Engaging with stakeholders
- Reporting to the board

As a local governing body, delegation can be removed at any time by the trust board.

The role of the chief executive officer (CEO)

The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies and so the CEO performance manages the academy headteachers. As there is delegation to a local governing body(LGB) this is usually with the LGB chair alongside.

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

The CEO leads the senior leadership team of the academy trust. The CEO will delegate senior management functions to the senior leadership team and is accountable to the trust board for the performance of the senior leadership team.

As the CEO is also a director, the trust board will need to ensure that it manages this conflict of interest effectively.

The role of the academy headteacher

The academy headteacher is responsible for the day to day management of their school and is managed by the CEO, but reports to the LGB on matters which have been delegated to the LGB.

Key	
Level 1:	Members
Level 2:	Board of trustees of the Multi Academy Trust
Level 3:	Chief Executive Officer
Level 4:	Local Governing Committee (LGC)
Level 5:	Academy Principal
Blue box	Function cannot be legally carried out at this level.
✓	Action to be undertaken at this level
✓	Action to be undertaken at this level
A	Provide advice and support to those accountable for decision making
↔	Direction of advice and support

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Governance framework						
People	Members: Appoint/Remove	✓				
	Trustees: Appoint/Remove	✓				
	Role descriptions for members	✓				
	Role descriptions for trustees/chair/ specific roles/committee members: agree		✓	<A		
	Appointment of Responsible Officer		✓	<A		
	LGC Parent trustee/committee member: elected		✓	<A>	✓	
	Committee chairs: appoint and remove		✓	<A		
	LGC chairs: appoint and remove		✓	<A>	✓	
	Clerk to board: appoint and remove		✓	<A		
	Clerk to LGC: appoint and remove		✓	✓		

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Systems and structures	Articles of association: agree and review	✓	<A	<A		
	Governance structure (committees) for the trust: establish and review annually		✓	<A		
	Terms of reference for trust committees (including audit if required, and scheme for school committees): agree annually		✓	<A		
	Terms of reference for LGC/local committees: agree and review annually		✓	<A		
	Skills audit: complete and recruit/training to fill gaps		✓	< A >	✓	A
	Annual self-review of trust board and committee performance: complete annually		✓			
	Annual self-review of LGB performance: complete annually				✓	
	Chair's performance: carry out 360 review periodically		✓		✓	
	Trustee / committee member contribution: review annually		✓		✓	
	Succession: plan		✓	< A >	✓	A
	Annual schedule of business for trust board: agree		✓	<A		
Annual schedule of business for LGC: agree			A>	✓	A	

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Reporting						
Reporting	Trust governance details on trust and academies' websites: ensure		✓	<A		
	Academy governance details on academy website: ensure		✓	<A		
	Compliance: Regulatory – with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety law)		✓	<A		
	Register of all interests, business, pecuniary, loyalty for members/trustees/committee members and put in place procedure to deal with any conflicts of interest and connected party transactions: establish and publish		✓	<A	A	A
	Annual report on performance of the trust: submit to members and publish		✓	<A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A		
	Annual report work of LGC: submit to trust and publish				✓	A

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Being Strategic						
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	<A		
	Determine school level policies which reflect the school's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve			A>	A	✓
	Central spend / top slice: agree a funding model across the Trust and develop individual funding model for the Academies, so as to secure the Trust's financial health in the short and long term		✓	<A		
	Management of risk: establish register, review and monitor		✓	< A >	✓	A
	Engagement with stakeholders	✓	✓	✓✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured against the trust development plan: determine and periodically review		✓	<A		
	Schools vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured against the school development plan: determine and periodically review			A>	A	✓

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Being Strategic	Chief executive officer: Appoint and dismiss		✓			
	Academy principal : Appoint and dismiss			✓		
	Budget plan to support delivery of trust key priorities: agree		✓	<A		
	Budget plan to support delivery of school key priorities: agree		✓	<A>	A	A
	Trust's staffing structure: agree		✓	<A		
	School staffing structure: agree			A>	A	✓

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Holding to account						
Holding to Account	Auditing and reporting arrangements for matters of compliance (eg safeguarding, H&S, employment): agree		✓	< A >	✓	A
	Reporting arrangements for progress on key priorities: agree		✓	<A >	✓	A
	Performance management of the Chief Executive Officer: undertake		✓			
	Performance management of academy principal : undertake			✓	A	
	Trustee monitoring: agree arrangements		✓	<A		
	LGC member monitoring: agree arrangements		✓	A>	✓	A

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Ensuring financial probity						
Ensuring Financial Probity	Chief financial officer for delivery of trusts detailed accounting processes: appoint		✓	<A		
	Trust's scheme of financial delegation: establish and review		✓	<A		
	School's scheme of financial delegation: establish and review		✓	<A		
	Compliance: Funding Agreement – comply with all obligations including the Academies Financial Handbook		✓	<A		
	Compliance: Financial Oversight – ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds		✓	<A		
	Expenditure and ensuring delivery of Annual Budgets – reporting any area of concern in connection with compliance with the annual budgets		✓	<A		A
	External auditors' report: receive and respond		✓	<A		A
	CEO pay award: agree		✓			
	Academy principal pay award: agree			✓	A	

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
	Staff appraisal procedure and pay progression: monitor and agree		✓	A>	A	A
	Benchmarking and trust wide value for money: ensure robustness		✓	<A		
	Benchmarking and academy value for money: ensure robustness		✓	<A		A
	Develop trust wide procurement strategies and efficiency savings programme			✓		

Area	Decision	Delegation				
		Members	Trust Board	CEO	LGC	Academy Principal
Education & Curriculum						
Education & Curriculum	Quality of Teaching: ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes			A>	✓	✓
	Curriculum: Setting the curriculum for the academies and reviewing its effectiveness			✓	✓	✓
	Pupil Premium: reviewing and challenging the value for money/return on investment of the pupil premium in terms of educational outcomes and narrowing the achievement gap		✓	✓		✓
	Pupil Issues: (including attendance, exclusions, punctuality and disciplinary matters for each academy)		✓	✓	✓	✓

Appendix A

Scheme of Delegation – Authorisation Limits

Financial Regulations Authorisation Limits

Expenditure Limits

Chief Executive Officer	£50,000
Chief Financial Officer	£25,000
Head Teachers (Primary Schools)	£5,000
Finance Manager	£5,000

Business Charge Card Limits

CEO	£2,000
Chief Finance Officer	£2,000
Finance Manager	£2,000
Finance Officer (Ferndale)	£2,000

Virement Limits

CEO	£5,000
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Ordering Process

Three Quotes	£5,000
Tendering	£30,000

BACS Authorisation

Approver A:

Designated (see bank mandate) Administrative/Finance Officer

Trust Business Manager

Approver B:

Chief Executive Officer

Chief Finance Officer

Trust Finance Manager

BACS run – total combined value

2 x A Approvers Up to £20,000

2 x B Approvers

1 x A Approver and 1 x B Approver

2 x B Approvers Over £20,000

1 x A Approver and 1 X B Approver

Cheque signatories

Same principles apply as BACS authorisations for individual cheques

Members & Directors

Member - Neil Uzzell

Signature:

Member - Nigel Tucker

Signature:

Member - Judith Randell-Sly

Signature:

Director - Paul Himple

Signature:

Director - Rachel Soare

Signature:

Director – Jan Hobbs

Signature:

Director – Sue Marshall

Signature:

THE AUDIT COMMITTEE

TERMS OF REFERENCE (October 2016)

Constitution

The Board of Directors (“the Board”) has resolved to establish an Audit Committee in accordance with the provisions of Article 6 of the Articles of Association to advise the Board on matters relating to the Trust’s audit arrangements and systems of internal control. This Committee will be subject to the provisions of the Standing Orders of the Trust and its Committees (to which specific reference should be made) and shall operate in accordance with any requirements of the Education Funding Agency and any other national funding bodies. It is responsible to the Board.

Authority

The Committee is authorised by the Board to:-

- I investigate any activity within its terms of reference.
- li seek any information it requires from the internal audit service, the financial statements auditor, Directors, Committees and Trust employees, plus relevant information from subcontractors and other third parties.
- lii obtain external professional advice.

NB. The Board must not add to these terms of reference responsibilities that require the Audit Committee to adopt an executive role, or its members to offer professional advice to the Board. The Audit Committee should seek formal professional opinions from the internal audit service, financial statements auditor or other professional advisers to the Board. Advice should only be given in Committee members' capacity as Directors and co-optees and only within their terms of reference.

Membership and quorum

The Board may co-opt persons to the Committee who are not Directors. The Committee shall consist of a minimum of 3 and a maximum of 6 members (of whom at least two shall be Directors and at least one of whom shall have the relevant skills and expertise). The Chair of the Trust Board, the CEO and Finance Director, shall not be eligible for membership. The Committee may include employees of the Academy (other than senior post holders and those with executive responsibilities in the Academy at senior level).

50% of members, rounded up represent a quorum, provided that there are a majority of Board members present.

Chairmanship

The Chair of the Committee shall be appointed by the Board and will normally be a Director to allow effective feedback to the Board. If the Chair is absent from a meeting, the members shall choose one of their number to act as Chair for that meeting.

Meetings

- i. The Committee shall meet as necessary but normally at least once per term. The Chair or any two committee members may call a meeting.
- ii. The meetings shall be timely with the work of the Trust's internal audit service and the financial statements auditor.
- iii. Non-members may be invited to attend meetings.
- iv. Other Board members shall not have the right to attend meetings.
- v. The Clerk to the Committee will keep appropriate records of the proceedings.
- vi. The minutes of Committee meetings shall be circulated to all Board members.

Duties

The duties of the Committee shall include:-

- i. responsibility for monitoring the adequacy and effectiveness of the Trust's systems of internal control (including review of the statement of internal control) and its arrangements for risk management, control and governance processes and for securing economy, efficiency and effectiveness (value for money).
- ii. advising the Board on the appointment, re-appointment, dismissal and remuneration of the financial statements auditor and the internal audit service.
- iii. advising the Board on the scope and objectives of the work of the internal audit service and the financial statements auditor.
- iv. ensuring effective co-ordination between the internal audit service and the financial statements auditor
- v. considering and advising the Board on the audit strategy and annual internal audit plans for the internal audit service.
- vi. advising the Board on internal audit assignment reports and annual reports and on control issues included in the management letters of the financial statements auditor, and management's responses to these.
- vii. monitoring, within an agreed timescale, the implementation of agreed recommendations relating to internal audit assignment reports, internal audit annual reports and the financial statements auditor's management letter.
- viii. considering and advising the Board on relevant reports by the National Audit Office, the Education Funding Agency (including those from the local provider financial assurance teams) and other funding bodies and, where appropriate, management's response to these.
- ix. Establishing in conjunction with Trust management, relevant annual performance measures and indicators and monitoring the effectiveness of the internal audit service and financial statements auditor through these measures and indicators and deciding, based on this review, whether a competition for price and quality of the audit service is appropriate.

- x. monitoring the Academy's risk management plan and advising the Board on its adequacy and effectiveness
- xi. producing an annual report for the Board and accounting officer which should include the Committee's advice on the effectiveness of the Academy's risk management, control and governance processes and any significant matters arising from the work of the internal audit service and the financial statements auditor.
- xii. monitoring and advising the Board on any alleged fraud and irregularity in the Academy's financial and other control systems and ensuring that all allegations of fraud and irregularity are properly followed up.
- xiii. being informed of all additional services undertaken by the internal audit service and the financial statements auditors.
- xiv. recommending the annual financial statements to the Board for approval.
- xv. monitoring the effectiveness of the Academy's whistleblowing procedures meeting privately with the Internal and External Auditors, and separately with the Director of Finance at least once a year.

These Terms of Reference were discussed and approved by the Board of Directors on:

Signed Chair of Blue Kite Academy Trust Board

FINANCE, PERSONNEL AND RESOURCES COMMITTEE

TERMS OF REFERENCE OCT 2016

The Board of Directors hereby resolves to establish a committee of the Trust to be known as the Finance, Personnel and Resources Committee and will cover Finance, Personnel and Resources.

The chair and members of the Finance, Personnel and Resources Committee shall be directors and shall be appointed by the Board of Directors. The chair shall be a director of the Trust Board, other than its chair.

Directors who are not members of the Finance, Personnel and Resources Committee should have the right of attendance. The Chair will circulate minutes of meetings of the Finance, Personnel and Resources Committee to all members of the Trust Board.

The Chief Executive Officer, in his role as Accounting Officer and the Finance Director will normally attend meetings of the Committee.

The Board of Directors shall determine how often the Committee shall meet. The external auditor may request a meeting if he or she considers one necessary.

Authority

The Finance, Personnel and Resources Committee is an advisory body with no executive powers. However, it is authorised by the Board of Directors to investigate any activity within its terms of reference, and to seek any information it requires from staff, who are requested to co-operate with the Committee in the conduct of its inquiries.

The Finance, Personnel and Resources Committee is authorised to obtain independent professional advice if it considers this necessary.

Duties

The specific duties of the Finance, Personnel and Resources Committee shall be to:

- review the Annual Budget in detail and to make recommendations to the Board
- review the Trust's internal and external financial statements and reports to ensure that they reflect best practice;
- discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor has the fullest co-operation of staff;
- consider all relevant reports by the Finance Director or the appointed external auditor, including reports on the Trust's accounts, achievement of value for money and the response to any management letters;
- review the effectiveness of the Trust's internal control system established to ensure that the aims, objectives and key performance targets of the

organisation are achieved in the most economic, effective and environmentally preferable manner;

- review any report from the Finance Director in relation to the operation of the Trust Buildings and Grounds;
- review new and existing policies relating to the employment and conditions of staff of the Trust and make recommendations to the Board of Directors;
- review and monitor the Health and Safety policy statement in order to safeguard the health and wellbeing of pupils, employees and visitors to the Trust, and to make recommendations to the Board of Directors;
- review the recommendations of the Chief Executive Officer as to salaries particularly any discretionary awards;
- review the operation of the Trust's code of practice for Members and Directors, and code of conduct for staff;

The Finance, Personnel and Resources Committee must ensure personnel management procedures have been identified, formally approved and documented to cover as a minimum:

- recruitment (including references and police checks);
- performance appraisal and review;
- equal opportunities;
- disciplinary (including absence policies);
- grievance;
- staff expenses.
- consider any other matters where requested to do so by the Board of Directors; and
- report at least once a year to the Board of Directors on the discharge of the above duties.

The Board of Directors should also ensure that procedures are in place to ensure that employees of the Trust are paid for work done in accordance with their contracts of employment with the Trust.

In addition, the Board of Directors must ensure the Trust has adequate insurance cover to support its activities as an employer, such as employers' liability insurance, fidelity insurance, trustee indemnity, public liability insurance and so forth.

These Terms of Reference were discussed and approved by the Board of Directors on:

Signed Chair of Blue Kite Academy Trust Board