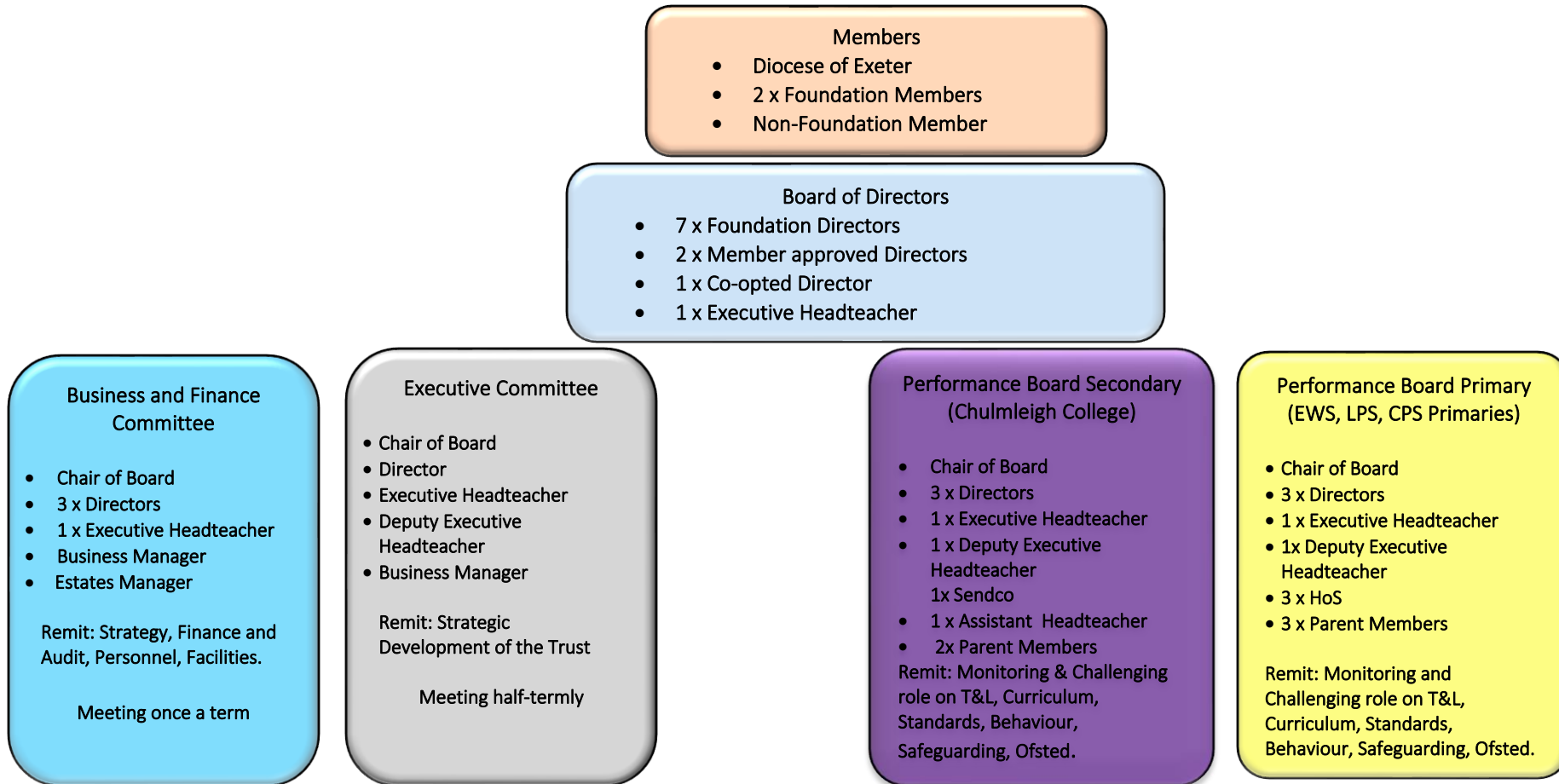




Trust Board Scheme of Delegation

2023-2024

Chulmleigh Academy Trust Governance Structure



Governance structure and lines of accountability

- The board of trustees is responsible for the three core governance functions.
- The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for delivery of its vision and strategy, and will hold the CEO to account for the conduct and performance of the trust, including the performance of the academies within the trust, and for its financial management.
- In turn, the CEO line manages other senior executives and academy principals, except where there are executive principles who will line manage the academies' principals, setting their targets and performance managing them.
- The board constitutes committees for finance and standards; these look in detail at resources and progress and attainment across the trust. As board committees, at least three trustees must sit on each.
- The board delegates some of its school level monitoring and scrutinising functions to cluster committees. Trustees do not need to sit on cluster committees, and so lines of communication to the board of trustees must be clearly established. It is usual for the CEO to seek input from the chair of the cluster committee when undertaking the executive principal's performance management.
- The cluster committee delegates stakeholder engagement to academy councils who also act as a point of consultation and representation.
- As the executive principal is being line managed by the CEO, neither the cluster committee nor the academy council carry out the governance function of holding the executive principal to account. However the cluster committee must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their concerns. This arrangement will also affect the cluster committee and academy council's role in Ofsted inspections.

Roles and responsibilities

The role of the members

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

There must be at least three members, although the DfE prefer at least five, and while members are permitted to be appointed as trustees, 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 trustees. Members are not permitted to be employees of the academy trust.

The role of the trustees

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

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

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

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

The role of board committees

The trustees have established the Business & Finance committee, the Audit committee and Primary Standards committee (including Y6 monitoring) and Secondary Standards Committee, to carry out some of its governance functions, which include making decisions deemed of the trust board. The membership (there must be at least three trustees) and responsibilities of board committees are set out in the committee's terms of reference. It is usual for the trust board to appoint board committee chairs and committee members according to their skills.

The 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. As there is the delegation of some governance functions to academy committees, this is usually with the academy committee 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 executive management team of the academy trust. The CEO will delegate executive management functions to the executive management team and is accountable to the trust board for the performance of the executive management team.

Area	Decision						
		Members	Trust Board	Finance Committee	Performance Boards	Executive	Audit Committee
People	Members: Appoint/Remove	✓					
	Trustees: Appoint/Remove	✓	✓				
	Role descriptions for members	✓					
	Role descriptions for trustees/chair/specific roles/committee/council members: agree		✓				
	Board committee chairs: appoint and remove		✓	✓	✓		
	Academy committee/council chairs: appoint and remove		✓				
	Clerk to board: appoint and remove		✓				
Systems and structures	Articles of association: review and agree	✓	✓				
	Governance structure (committees) for the trust: establish and review annually		✓				
	Terms of reference for board committees and scheme of delegation for academy committees: agree annually		✓	✓	✓		
	Skills audit: complete and recruit to fill gaps		✓				
	Annual self-review of trust board and committees: complete annually		✓				
	Trustee / academy committee/council member contribution: review annually		✓				

Area	Decision						
		Members	Trust Board	Finance Committee	Performance Boards	Executive	Audit Committee
Systems and structures	Succession: plan		✓				
	Annual schedule of business for trust board: agree		✓	✓	✓		
Reporting	Publication on trust and schools' websites of all required details on governance arrangements: ensure		✓				
	Annual report on performance of the trust: submit to members and publish		✓				
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓				
	Annual report work of academy committee/council: submit to Trust and publish						
	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,		✓	✓	✓		

Area	Decision						
		Members	Trust Board	Finance Committee	Performance Boards	Executive	Audit Committee
Being Strategic	premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve						
	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		✓	✓	✓		
	Central spend / top slice: agree		✓	✓			
	Management of risk: establish register, review and monitor		✓	✓			
	Engagement with stakeholders		✓	✓	✓		
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓			✓	
	Schools vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓		✓		
	Provide leadership and monitoring of the Trust's strategic plan.					✓	
Being Strategic	Chief executive officer: appoint and dismiss		✓				
	Budget plan to support delivery of trust key priorities: agree		✓				

Area	Decision						
		Members	Trust Board	Finance Committee	Performance Boards	Executive	Audit Committee
	Trust's staffing structure: agree		✓				
	School staffing structure: agree					✓	
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓		
	Reporting arrangements for progress on key priorities: agree		✓		✓		
	Performance management of the Chief Executive Officer: undertake		✓				
	Trustee monitoring: agree arrangements		✓				
	Academy committee member monitoring: agree arrangements		✓		✓		
	Academy committee overall performance monitoring: agree arrangements		✓		✓		
	Appoint Chief financial officer for delivery of trusts detailed accounting processes		✓				

Area	Decision						
		Members	Trust Board	Finance Committee	Performance Boards	Executive	Audit Committee
Ensuring financial probity	Trust's scheme of financial delegation: establish and review		✓	✓			
	School's scheme of financial delegation: establish and review			✓			
	External auditors' report: receive and respond		✓	✓			
	CEO pay award: agree		✓				
	Academy teachers' pay award: agree		✓				
	Staff appraisal procedure and pay progression: review and agree		✓	✓			
	Benchmarking and trust wide value for money: ensure robustness			✓			
	Develop trust wide procurement strategies and efficiency savings programme						
	Review and approve trust wide procurement strategies and efficiency savings programme			✓			