



Mighty Oaks Academy Trust – Scheme of Delegation



Scheme of Delegation - Remit and Responsibilities of the Members, Directors (Trustees), Executive Principal / CEO and Local Governing Boards within Mighty Oaks Academy Trust

Mighty Oaks Academy Trust has a board of trustees (known as the Directors) responsible for the core governance functions. The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for the conduct and performance of the trust, including the performance of the schools within the trust, and for its financial management. The board constitutes committees for finance, audit and risk, and for curriculum and standards; these look in detail at resources and risk, and progress and attainment across the trust. The Directors also constitute academy committees (LGBs) to provide links to parents and the community, as well as for providing additional scrutiny of how the trust is managing its schools.

Detailed roles and responsibilities

The role of the members

- The members of the trust are guardians of the governance of the trust and must ensure it carries out its charitable objective.
- There must be at least three members, although the DfE prefer at least five; members are not permitted to be employees of the academy trust.
- The members agree the trust's articles of association, appoint trustees and appoint the trust's external auditors.
- The members should receive information about the trust's business and receive the annual report and accounts. If they have concerns that the trust is not carrying out its charitable objective, members should remove trustees that are failing to fulfil this responsibility.

The role of the Directors (trustees)

- The trust 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 (within the terms of the Companies Act 2006).
- Trustees are bound by both charity and company law so the terms 'trustees' and 'directors' are often used interchangeably. At Priorslee MAT the term Directors is used.
- Directors are responsible for the general control and management of the trust, and in accordance with the provisions set out in the memorandum and articles of association and its funding agreement are legally accountable for all statutory functions and for the performance of all the schools within the trust; they do this by carrying out the core governance functions.
- The board of trustees must approve a written scheme of financial delegation and if they choose to delegate to board committees and academy committees (LGBs), must approve a written scheme of delegation and committee terms of reference.
- The trust creates information pathways between the trust board, the academy committees (LGBs) and the chief executive so that academy committees (LGBs) can share with them any concerns (or celebrations) they may have.

The role of the Finance, Audit and Risk Committee

- Financial governance is a responsibility of the Board of Trustees ("the Board"). The overall purpose of this Committee is to assist the Board in its duty to supervise the broad direction of the Trust's financial affairs.
- The Committee will also act as an Audit Committee and an Investment Committee. It will be made clear when the Committee is acting in one of these capacities.
- Acting as a sounding board and source of advice to the director of corporate services and the head of finance on major areas of change, innovation, and development.
- Undertaking tasks delegated by the Board that are within the Committee's terms of reference.
- Reviewing and commenting upon management accounts and financial forecasts.

- Considering financial implications of proposals for areas of major new strategic development on behalf of the Board and making recommendations to the Board in respect of their suitability.
- Maintaining an overview of financial performance.
- Reviewing the Trust's financial policies, including its financial reserves policy, and commenting upon proposed changes before making recommendations to the Board.
- Keeping a watching brief and providing advice, where appropriate, on potential and actual financial opportunities and threats.
- Assisting the Board identify the Trust's major risks and developing appropriate approaches to risk management. This will include periodic reviews of the Trust's insurance cover.
- The Committee will also encompass the roles of an Audit Committee and an Investment Committee. The specific purposes of these roles in the Terms of Reference for this committee. The agenda, papers and minutes will clearly indicate the capacity in which the Committee is acting.

The role of academy committees (LGBs)

- Directors delegate some governance functions to academy committees (LGBs); the articles of association do not require trustee membership of academy committees (LGBs) and by committing to the separation of individuals on each tier in the governance structure, trusts are able to demonstrate transparent decision making and prevent bias and conflicts from emerging, thus strengthening the governance checks and balances within the trust.
- It is advisable for the trust board to approve the appointment of the academy committee (LGB) chairs, and many will also approve the appointment of the majority of academy committee (LGB) members.
- Mighty Oaks Academy Trust opts for parent representation to be at school level with parents elected to sit on the academy committees (LGBs).

Being close to and representative of the community the school serves, the academy committees (LGBs) should be:

- a valued point of consultation and representation in the development of trust policies
- the recipients of detailed information about how their schools are being managed and are performing
- tasked with scrutinising management information thus providing assurance to trustees that the school is:
 - operating within the ethos and values of the trust and creating a positive climate for all stakeholders
 - working within agreed policies
 - meeting the agreed targets
 - engaging with stakeholders
 - acting as an ambassador for the trust
- The Directors should demonstrate the value they put on local governance by ensuring effective channels of communication between trustees and academy committees (LGBs), as well as providing specific training and development programmes for all involved in the governance of the trust.

Specific Functions of Local Governance Boards

The following points specify the range and remit of the LGB:

Governance framework: people

- Parent academy committee (LGB) members - appoint when elected
- Academy committee (LGB) members - appoint and remove
- Clerk to academy committees (LGBs) - appoint and remove

Governance framework: systems and structures

- Annual schedule of governance business - agree
- Self-review of academy committees (LGBs) - complete annually
- Academy committee (LGB) member contribution - review annually

Governance framework: reporting

- Contribute to annual report on the performance of the trust

- Annual report works of academy committee (LGB) - submit to trust and publish

Being strategic

- Determine school level policies - approve
- Engagement with stakeholders - ensure

The role of the Executive Principal / CEO

- The trustees delegate the day-to-day management of the trust to the Executive Principal, line managing them in line with the trust's appraisal and performance management policies.
- The Executive Principal is also the accounting officer and so is not only responsible for the performance of the trust as a whole, but has a personal responsibility to parliament for the regularity, propriety and value for money, and for assuring the board about compliance with the funding agreement and the Academies Financial Handbook.
- The Executive Principal will be responsible for the leadership and management of the central executive team and the Heads of School and will report to the Board of Directors and its committees.

The role of Heads of School

- The Executive Principal delegates the day-to-day management of the trust's schools to Heads of School, line managing them in accordance with the trust's appraisal and performance management policies.
- Heads of School share information about how the trust is managing the school with the academy committee (LGB) so that committee members build an understanding about how the school operates and are enabled to monitor and scrutinise how key policies and improvement plans are working in practice.

Delegation and decision making in Mighty Oaks Academy Trust

Reading the grid

✓ - governance function and decision making is at this level

C - to be consulted prior to decision being made

Note: Decisions delegated to the trust board may be delegated to a board committee but not the CEO, academy committee or HT

| Governance function | | Members | Board of Directors / Committees | CEO / accounting officer | Academy committees (LGBs) | HOS |
|--|--|---------|---------------------------------|--------------------------|---------------------------|-----|
| Governance framework: people | Members: appoint/remove | ✓ | | | | |
| | Trustees: appoint/remove | ✓ | ✓ | | | |
| | Parent trustees/parent academy committee (LGB) members: appoint when elected | | ✓ | | ✓ | |
| | Board committee chairs: appoint and remove | | ✓ | | | |
| | Named safeguarding trustee: appoint and remove | | ✓ | | | |
| | Academy committee (LGB) chairs: appoint and remove | | ✓ | | | |
| | Academy committee (LGB) members: appoint and remove | | ✓ | | ✓ | |
| | Clerk to board: appoint and remove | | ✓ | | | |
| | Clerk to academy committees (LGBs): appoint and remove | | ✓ | | ✓ | |
| Governance framework: systems and structures | Articles of association: review and agree | ✓ | | | | |
| | Governance structure for the trust: establish and review annually | | ✓ | | | |
| | Committee terms of reference and scheme of delegation: agree annually | | ✓ | | | |
| | Annual schedule of governance business: agree | | ✓ | | ✓ | |
| | Self-review of trust board and committees: complete annually | | ✓ | | | |
| | Self-review of academy committees (LGBs): complete annually | | | | ✓ | |
| | Chair's performance: carry out 360° review periodically | | ✓ | | | |
| | Trustee/academy committee (LGB) member contribution: review annually | | ✓ | | ✓ | |
| Governance framework: reporting | Publish governance arrangements on trust and schools' websites: ensure | | | ✓ | | |
| | Annual report on the performance of the trust: submit to members and publish | | ✓ | | C | |
| | Annual self-review/triannual external review of board effectiveness: submit to members | | ✓ | | C | |

| Governance function | | Members | Board of Directors / Committees | CEO / accounting officer | Academy committees (LGBs) | HOS |
|---------------------|---|---------|---------------------------------|--------------------------|---------------------------|-----|
| | Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit to members and Companies House | | ✓ | | | |
| | ESFA required reports and returns submit | | ✓ | | | |
| | Annual report work of academy committee (LGB): submit to trust and publish | | | | ✓ | |
| Being strategic | Determine trust wide policies which reflect the trust's ethos and values: approve | | ✓ | C | | |
| | Determine school level policies: approve | | | | ✓ | C |
| | Management of risk: establish register, review and monitor | | ✓ | C | | |
| | Engagement with stakeholders: ensure | | ✓ | ✓ | ✓ | ✓ |
| | Determine trust's vision, strategy and key priorities: approve | | ✓ | C | | |
| | Determine schools' vision, strategy and key priorities: approve | | | ✓ | | |
| | Chief executive officer: appoint and dismiss | | ✓ | | | |
| | Accounting officer: appoint and dismiss | | ✓ | | | |
| | HTs: appoint and dismiss | | | ✓ | | |
| | Budget plan to support delivery of trust key priorities: agree | | ✓ | C | | |
| | Budget plan to support delivery of schools' key priorities: agree | | | ✓ | | C |
| | Trust's staffing structure: agree | | ✓ | C | | |
| | Schools' staffing structure: agree | | | ✓ | | C |
| Holding to account | Ensuring compliance (e.g. safeguarding, H&S, employment): agree auditing and reporting arrangements | | ✓ | C | | |
| | Monitoring progress on key priorities: agree reporting arrangements | | ✓ | C | | |
| | Performance management of the chief executive: undertake | | ✓ | | | |
| | Performance management of HTs: undertake | | | ✓ | C | |
| Financial oversight | External auditors: appoint | ✓ | | | | |
| | Chief financial officer: appoint | | ✓ | C | | |
| | Trust's scheme of financial delegation: establish, monitor and review | | ✓ | C | | |
| | External auditors' report: receive and respond | | ✓ | | | |
| | CEO / Executive Principal pay award: decide | | ✓ | | | |
| | Headteachers' pay award: agree | | | ✓ | | |
| | Staff appraisal procedure and pay progression: review and agree | | ✓ | | | |
| | Benchmarking and trust wide value for money: ensure robustness | | | ✓ | | |
| | Monitoring budget: agree reporting | | ✓ | C | | |

Appendix 2

Audit and Risk – Programme of Work

Autumn meeting

- Consider report on emerging findings from internal audit
- Consider the External Audit report from the previous year, any emerging findings from the current / interim / in-year work of the external audit, and external audit's approach to their work
- Consider the external audit strategy proposed in respect of the current year's accounts and
- Consider any residual actions arising from the previous year's work of both internal and external audit.

Winter Meeting

- Review and challenge the internal audit strategy and the periodic work plan for the beginning of the new financial year
- consider the Audit Planning reports from external audits
- review the overall Assurance Framework
- consider areas in which the Committee particularly promotes cooperation between auditors and other review bodies in the coming year
- revisit emerging findings from auditors and review actions in response to the external audit report, and
- Consider the Committee's own effectiveness in its work

Spring Meeting

- Comment on the annual reports and accounts for the year just finished prior to the finalisation and submission for audits
- Consider the interim External Audit findings and updates reports
- advise on the contents of the Governance Statement for the year just finished to be presented alongside the finalise reports
- review the internal audit plan for forthcoming financial year and
- agreed the Audit and Risk committees annual report to the Board and Accounting Officer

Summer / Pre-Recess meeting

- Review and consider the accounts
- Consider the emerging external audit opinion (Audit Completion Report) brought a financial year just finished the buys the Accounting Officer on signing the accounts and Governance Statement

- Consider Internal Audit’s opinion for the financial year just finished, and
- Discuss the implications of the results of the Accounting Officer’s review of effectiveness of the system of control in relation to the Governance Statement.

Appendix 3

| Example meeting schedule for an academy committee (LGB) | | | |
|--|--|---|--|
| Autumn 1 (early Sept) | Autumn 2 (late in term) | Spring (mid term) | Summer (late in term) |
| Business: Confirm membership, chair, safeguarding lead Sign code of conduct Declare conflicts Confirm minutes | Business: Declare conflicts Confirm minutes | Business: Declare conflicts Confirm minutes | Business: Declare conflicts Confirm minutes |
| Reporting: HT report on: Initial analysis of public examination results against targets Update on operational matters (staffing, premises etc.) Confirm strategy for achieving the vision | Reporting: HT report on: Benchmarked validated performance data against national and local figures Progress towards meeting targets/KPIs, and staffing | Reporting: HT report on: Mid-year progress towards meeting targets/KPIs, and staffing Stakeholder survey results | Reporting: HT report on: End year progress Review of strategy and if it supports the achievement of the vision Propose targets/KPIs for following year(s) How staffing will support strategy |
| Monitoring: Determine which aspects of improvement strategy and which key policies will be monitored and how | Monitoring: Committee members to report on monitoring visits | Monitoring: Committee members to report on monitoring visits | Monitoring: Review monitoring arrangements and their effectiveness and to begin thinking about strategy for the following year |
| Community: Determine interface with the school and agree plan for the year | Community: Report on community engagement | Community: Report on community engagement | Community: Review community engagement and effectiveness, plan strategy for following year |
| Building knowledge: Gain an understanding of pupil attainment and progress and performance targets for the year, and how these will be measured | Building knowledge: SLT to present on a curriculum area | Building knowledge: HT to lead on: Review of the school’s SWOT, its vision and ethos, key priorities for achieving the vision, areas of risk | Building knowledge: SLT to present on how following year’s curriculum will be broad and balanced and prepare students for the next stage of their education or adult life |
| Training and CPD: Identify training needs and plan delivery | Training and CPD ongoing Plan annual conference with trust board for thanks and acknowledgements, information sharing and training | | |

Appendix 4

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Appendix 5

Example of an agenda for academy committee (LGB) meetings

| Example of an agenda for academy committee (LGB) meetings | | | | |
|---|--|-------|---|---------|
| | Item | Lead | Papers | Time |
| 1. Business | <ol style="list-style-type: none">Welcome and introductionsAttendance - to note apologiesDeclarations of Interest - to noteAppointments and elections - to noteUrgent items - urgent items must be agreed with the chair in advance of the meetingOther business - to agree and sign code of conduct and to discuss the training planMinutes of the last meeting – to agree | Clerk | Code of conduct Training plan Minutes | 30 mins |
| 2. Reporting | Headteacher's report To include: <ol style="list-style-type: none">Contextual detailsSummary of exam resultsTargets for coming yearBriefing on the improvement cycle, and the role of the SEF and the SDPPolicy changes | HT | HT report SDP Policy schedule | 60 mins |

| | | | | |
|-----------------------|---|-------|----------|---------|
| 3. Monitoring | <ol style="list-style-type: none"> 1. To approve visits' policy and protocols 2. To agree focus for spring term visits | Chair | Policy | 10 mins |
| 4. Community | To propose setting up a task and finish group to develop ideas for engaging with parents and the community | Chair | | 5 mins |
| 5. Information | <ol style="list-style-type: none"> 1. Meeting dates - to note meeting schedule 2. School events - list of events committee members may want to attend | Clerk | Calendar | 5 mins |

** All information in this document was extracted from the National Governance Association Guidance on Schemes of Delegation For Academy Trusts

Appendix 6

Academy Committee / Local Governing Board

Example terms of reference

Membership

A minimum of seven and a maximum of nine committee members to include:

- Two elected parents
- One elected member of staff
- Four committee members appointed by the trust, one of whom will be the chair
- The Head of School will be in attendance; the clerk will convene and minute meetings

Quorum

A minimum of three committee members appointed by the trust

Meetings

Four meeting a year, two in the autumn term, one in the spring term and one in the summer term

Reporting

Minutes to be submitted to the trust within three weeks of the meeting

Functions

Academy committees are responsible for the link between the trust and the parents and the community, feeding into the trust's oversight and management of the school. The board delegates to them the following functions:

1. Developing an understanding of how the trust and the school are led and managed by:
 1. Building an understanding of the trust's ambitions for the school and its pupils – its vision and strategy and how this is realised at school level
 2. Knowing the trust's values and becoming familiar with key policies, understanding how these work in practice so that they are creating a healthy culture for all
2. Being the link with parents and the community by:
 1. Building a knowledge of parents' views and the community context

2. Ensuring that trustees and the CEO are aware of parents' and community views, canvassed through formal methods
3. Monitoring the work of the school, escalating any concerns to the CEO and / or trustees by:
 1. Scrutinising reports on the school's progress with achieving its ambitions
 2. Scrutinising reports on how the school complies with key policies
 3. Visiting the school during the school day and attending events
4. Reviewing key decisions made by the headteacher e.g. pupil exclusions and responses to complaints.

Communication with Board of Directors

Local Governors play an important role in our trust.

Communication is very important and at each meeting of Local Governors there is a standard item to report things discussed that are important for the trust to know; this takes the form of a summary of the minutes of the previous Directors' meeting. At each board meeting there is also a standing item on the agenda to review the minutes of the local boards and discuss anything important that arises. Additionally, we hold a Chairs Network meeting who meet each half term led by our chair of trustees.