



Governance Handbook

Scheme of Delegation

RESPONSIBILITY FOR REVIEW: TRUST BOARD
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* The Board of Trustees added in a new Quality of Education Committee in September 2021. The Committee has been set up during a transitional year to support an increase focused on the Quality of Education. This Committee is temporary in the first instance and until a review of governance takes place in the summer term 2022. The terms of reference are appended to the SOD.

1 Introduction

Impact Education Multi Academy Trust is on a mission to improve the life chances of children and young people.

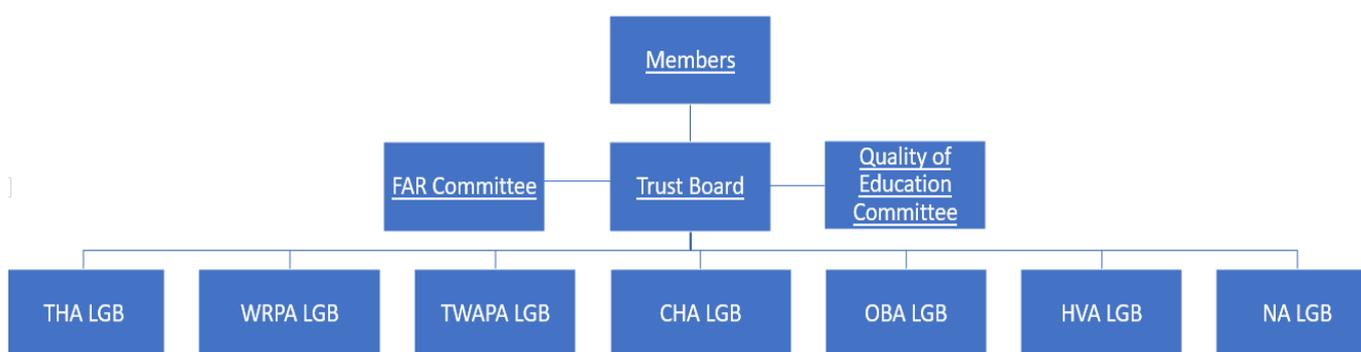
Impact is a Trust **where hearts and minds connect**; values-driven partners who work collaboratively to ensure education impacts positively on students, families, communities and staff.

Impact is a values driven organisation with the belief that **collaborative leadership** and strong **partnership development** can lead to significant positive impact on the quality of education. We believe that this can happen without schools losing their own identity.

We are an organisation **where Hearts and Minds Connect** and have developed a **culture and ethos** that ensures children and young people achieve the **very best outcomes** whilst developing a life-long **love of learning**. We have **high expectations** academically but we also place a great emphasis on positive **attitudes to learning** and building effective **relationships** with others. Our children and young people are encouraged to develop themselves as **fully rounded, emotionally intelligent** individuals. Our people are highly valued and encouraged to take advantage of the wealth of **developmental opportunities** across the trust.

Impact's model of governance is designed to recognise the overall responsibility of the Trust Board; the line management of Headteachers by the CEO and the Executive Team; and the support and challenge of the Local Governing Bodies. The law places accountability for the educational outcomes and financial diligence of the Trust firmly with the Trustees and the CEO as Accounting Officer. Much of this responsibility is located at Trust Board level. **However, a fundamental principle for us is that effective governance is best delivered as close as possible to the point of impact of decisions.** For this reason, we have developed a governance structure that delegates key accountability to our Local Governing Bodies (LGBs).

The Governance Structure of the Impact Education Multi Academy Trust is as below:



Trust Growth Timeline:

Academy	Phase	Region	Route	Joined Trust	Last Ofsted
The Halifax Academy	All through	Calderdale	Convertor	Founded Trust 01-Nov-16	Good Sept 2017
Castle Hall Academy	Secondary	Kirklees	Sponsor	01-Sep-18	Inadequate Nov 2016
Warley Road Academy	Primary	Calderdale	Convertor	01-Mar-19	Good Nov 2017
The Whitley AP Academy	Alternative Provision	Calderdale	Convertor	01-Aug-19	Good June 2017
Old Bank Academy	Primary	Kirklees	Sponsor	01-Apr-20	Inadequate Mar 2019
Hill View Academy	Primary	Kirklees	Sponsor	01-Sep-20	Inadequate Dec 2018
Newsome Academy	Secondary	Kirklees	Sponsor	01-Mar-21	Inadequate Nov 2018

Governance Tier	Number	Meeting schedule	Notes	Core role	Documentation relevant to this tier
Members	3 increasing to 5	Twice per year including AGM	Chair of Trust Board is a Member but cannot be Chair of Members. Trustees may also be Members but cannot be the majority of Members.	The Members of the Company define the Object, Purpose and Ethos of the Company, and can direct the Trust Board where required to ensure those elements are met. In order to carry out their duties, the Members have a right to all information and briefing documents supplied to the Trust Board and its committees, together with minutes of meetings. Members have a standing invitation to attend meetings of the Trust Board, Committees or Local Governing Body, and the right to ask questions of the auditors. Further details regarding the role of Members can be found in the Academies Financial Handbook and the DfE Governance Handbook Power to amend Trust Articles of Association	Articles of Association – the constitution of our Academy Trust specifying the composition of the membership and how it conducts business. Scheme of Delegation. Academies Financial Handbook DfE Governance Handbook
Trustees (Trust Board)	7-12	At least 3 meetings per year	Chair. Vice Chair. Chairs of LGBs may also be Trustees but cannot be the majority of Trust Board members.	The Trustees, who form the Trust Board, have overall responsibility and ultimate decision-making authority for all the work of the Company, including establishing and running of schools and, in particular, each Academy as a school. This is largely exercised through strategic planning and the setting of policy, holding the Executive Team to account and the oversight of financial control. It is managed through business planning, monitoring of budgets, performance appraisal, the setting and monitoring of standards and the implementation of quality assurance processes. In this work, the Board is aided the Finance, Audit and Risk Committee.	Articles of Association – the constitution of our Academy Trust specifying the composition of the membership and how it conducts business. Scheme of Delegation. Academies Financial Handbook DfE Governance Handbook.
Local Governing Bodies (LGBs)	7-11 (dependent on need of each LGB)	At least 4 meetings per year	Each LGBs will have a Chair & Vice Chair. 3 Co-opted 2 Parents 2 Staff	The Trustees delegate their responsibilities for the day-to-day oversight of each Academy to a Local Governing Body (LGB) through a Scheme of Delegation (the Scheme). A single Local Governing Body may manage more than one Academy but the funding granted for each Academy must be applied only to that Academy subject to the requirements of the Scheme. The Headteacher of each Academy is an ex officio member of the LGB.	Scheme of Delegation Academies Financial Handbook DfE Governance Handbook.

2 Tiers of Impact Education Multi Academy Trust Governance

The Executive Team

The Executive Team is the executive arm of the Board made up of the Chief Finance and Operations Officer (CFOO), Academy Headteachers, Director of Primary Education, Director of Estates and Compliance, under the direction of the Chief Executive Officer (CEO). Its functions are:

- i. To direct and support the operation of each Academy, developing strategic plans and policies in core areas of the operation in accordance with the direction of the Trust Board. These include managing risk, teaching and learning, leadership development, safeguarding training, finance, HR and ICT. The Executive Team specifies management controls and reporting requirements; audits the associated processes, procedures and outcomes in each Academy; identifies and delivers appropriate training and support; holds Headteachers to account; and reports to the Board on progress and concerns.
- ii. To manage the conversion of schools to Academies. The Executive carries out Due Diligence across the school to establish its position and identify any action required, and, with the DfE, LA and solicitors, manages the associated legal processes.

3 Powers and Duties Reserved for the Members

The members shall meet no less than twice per year and shall be quorate when 50% of the Members attend.

The members are responsible for:

- 3.1 Appointing the Members, and up to five of the Trustees (Article 50)
- 3.2 Dismissing any Member or Trustee
- 3.3 Instructing the Trust Board by special resolution to take specific action
- 3.4 Defining the Object, Purpose and Ethos of the Company
- 3.5 Amending if necessary the Articles of the Company, in agreement with the DfE
- 3.6 Appointing the External Auditors

4 Powers and Duties Reserved for the Trust Board

Within the Objects of the MAT, the Trust Board is responsible for ensuring clarity of vision, setting the ethos and strategic direction, holding the executive to account, and overseeing financial performance. They have the power to appoint:

- co-opted trustees
- the Chair of the Trust Board (on an annual basis)
- the Chief Executive Officer

In so far as the business of each Academy is concerned, the responsibility of the Trustees is to determine the policy and procedures of the Academy and to consider and respond to strategic issues. The Trustees are free to decide what constitutes a strategic issue.

The Trust Board shall meet no less than three times per year and shall be quorate when 50% of the trustees attend.

The Board is responsible for:

- 4.1 Approval of a written scheme of delegation of its financial powers and duties to its Local Governing Bodies, its Finance, Audit & Risk Committee, the Executive Team, Headteachers, and other staff. The scheme must satisfy the Trust Board's ultimate responsibility for ensuring that there are adequate operational controls in place for all the financial processes within the Trust. The Scheme of Delegation should be operated in conjunction with the Financial Policy and Handbook of the Trust.
- 4.2 Formal approval of the annual consolidated Trust budget at least six weeks prior to the start of each financial year.

- 4.3 Considering reports from the Finance, Audit & Risk Committee at every meeting, with relevant explanations and documentation where required.
- 4.4 Authorising significant financial transactions, as laid out in Section 13.
- 4.5 Holding any bank account in which any money of the Company is deposited and then operated by the Finance Department in the name of the Company. All cheques and orders for the payment of money from such an account shall be signed by at least two signatories authorised by the Trust Board.
- 4.6 Ensuring the appointment of external auditors.
- 4.7 Receiving, approving and acting upon (as appropriate) a report and recommendations from the Finance, Audit & Risk Committee on the financial statements and approving the audited financial statements prior to submission to the ESFA by 31 December.
- 4.8 Receiving, approving and acting upon (as appropriate) the reports of the Finance, Audit & Risk Committee on the use of resources, systems of internal financial control, and discharge of financial responsibilities.
- 4.9 Receiving, approving and acting upon (as appropriate) regular reports and recommendations from the Finance, Audit & Risk Committee on the annual budgets, financial performance against those budgets, the application of resources across the Trust, longer term financial plans, and business cases for expansion or other major developments across the Trust.
- 4.10 Informing the DFE if it suspects any irregularity affecting resources.
- 4.11 The Trustees will have the absolute discretion to review this Scheme of Delegation at least on an annual basis and to alter any provisions of it.
- 4.12 Chair's actions between meetings
- 4.12.1 Trustees agree to allow the Trust Board Chair to take action when:
- It is not possible to call a Trust Board or committee meeting before the decision has to be made
 - Not to act would be seriously detrimental to the interests of the settings in the Trust, the pupils, their parents / carers, or anyone employed by the Trust
- 4.12.2 In addition:
- The information supporting the request should include the rationale for the request and the effect on reserves
 - The relevant board committee to receive the same information alongside the rationale for the Chair's decision via email as soon as possible after the event
 - There is a standing item on the FA&R committee agenda to enable a review of Trust Board Chair's actions since the previous meeting
 - These actions should only be used in exceptional circumstances. This includes the request for use of reserves that has not been previously agreed and / or budgeted for. Funds to support these actions not to exceed £100,000

5 Powers and Duties Delegated to the Local Governing Body

5.1 General Provisions

- 5.1.1 A meeting of the Local Governing Body at which a quorum (50% of those entitled to attend and vote) is present may exercise all the powers so delegated.
- 5.1.2 In the exercise of its powers and functions, the Local Governing Body may consider any advice given by the Headteacher and any other executive officer as well as the Trustees.
- 5.1.3 The Local Governing Body shall oversee on behalf of Trustees the election of parent and staff governors, with the power to appoint to these positions if insufficient elected governors are available. It will appoint the Chair and

Vice Chair annually at its Annual General Meeting. All governors, including parent, staff and co-opted governors, are subject to Trustee approval.

5.2 Ethos and Values

5.2.1 Whilst the Local Governing Body shall be responsible for ensuring that the Academy is conducted in accordance with its ethos and values, the determination of the Trust's overarching ethos and mission statement shall be the responsibility of the Trustees.

5.2.2 At all times, the Trustees and the Local Governing Body shall ensure that the Academy is conducted in accordance with the object of the Company, the terms of the trust governing the use of the land which is used for the purposes of the Academy and any agreement entered into with the Secretary of State for the funding of the Academy.

5.2.3 There is an expectation that all governors will be able to make a positive contribution to the Local Governing Body. Whilst it is acknowledged that governors may need to absent themselves from the occasional meeting due to other commitments, a lengthy absence will have an effect on the efficacy of the Governing Body and will need to be addressed. This could include asking that governor to step down, depending on the circumstances at the time.

5.3 Finance

5.3.1 The accounts of the Company shall be the responsibility of the Trustees but the Finance Department shall provide accurate and timely information about the finances of the Academy to the LGB at their meetings, and the LGB has both a right and a duty to scrutinize the accounts of its academies.

5.3.2 The Local Governing Body shall follow the advice and instruction of the Chief Finance and Operations Officer, who shall ensure that proper procedures are put in place for the safeguarding of funds and that the requirements of the Academies Financial Handbook are observed at all times as well as any requirements and recommendations of the Trustees and the Secretary of State.

5.3.3 The Local Governing Body shall have the responsibility for holding the Headteacher to account for the allocation of ring-fenced funding such as Pupil Premium, Sports Premium and Catch-up Premium, and its impact on students' outcomes.

5.3.4 The Local Governing Body shall inform the Trustees of any need for significant unplanned expenditure and will discuss with the Trustees, and others as the Trustees shall require, options for identifying available funding.

5.3.5 The Local Governing Body shall formally review the annual Academy budget for approval by the Trust Board.

5.3.6 Authorising permanent changes to the Academy's staffing structure within an agreed budget.

5.3.7 Maintenance of a Register of Business Interests for all Governors and those Academy staff with financial responsibilities.

5.4 Premises

5.4.1 The maintenance of the buildings and facilities used in respect of the Academy is the responsibility of the Local Governing Body, 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 Trustees (and/or any others) as owners of such buildings and facilities.

5.4.2 The Director of Estates and Compliance, managed by the CFOO, will be responsible for developing a ten-year estate management strategy that will identify the suitability of buildings and facilities in light of long-term curriculum needs and the need for and availability of capital investment to meet the Local Governing Body's responsibility to ensure the buildings and facilities are maintained to a good standard.

5.4.3 The responsibility for any disposals or acquisitions of land to be used by the Trust will be that of the Trustees.

5.5 Resources

5.5.1 Headteacher

The Trustees shall appoint the Headteacher, in consultation with the Local Governing Bodies. The Trustees and the Local Governing Body 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 Trustees and the Local Governing Body and for the direction of the teaching and curriculum at the Academy).

5.5.2 Other Staff

5.5.2.1 The Local Governing Body shall be responsible for the appointment and management of all other staff to be employed at the Academy, other than the headteacher, provided that the Local Governing Body shall:

- comply with all policies dealing with staff issued by the Trustees;
- take account of any pay terms set by the Trustees;
- adopt any standard contracts or terms and conditions for the employment of staff issued by the Trustees;
- manage any claims and disputes with staff members having regard to any advice and recommendations given by the Trustees.

5.5.2.2 The Local Governing body shall appoint a pay committee which ensures that the performance management policy / process is carried out effectively, including reviewing and approving all the pay decisions (other than the Headteacher) brought to them by the Headteacher.

5.5.2.3 The Chair of the Local Governing Body, the CEO (or Director of Primary Education for Primaries) and the Academy's Improvement Partner will carry out the performance management of the Headteacher and pay recommendations following this process will be taken to the Board's Remuneration Committee.

5.6 Curriculum and Standards

5.6.1 The Local Governing Body shall be responsible for the setting and review of the curriculum but must have regard to any views of the Trustees in recognition of the mission of the Trust as well as the Trustees' obligation to the Secretary of State to provide a broad and balanced curriculum.

5.6.2 The Local Governing Body shall be responsible for the standards achieved by the Academy and the pupils attending the Academy but shall follow such advice and recommendations of the Trustees as they might issue from time to time.

5.7 Regularity Matters

5.7.1 The responsibility for the satisfaction and observance of all regulatory and legal matters shall be the Trustees but the Local Governing Body shall do all such things as the Trustees may specify as being necessary to ensure that the Company is meeting its legal obligations.

5.8 Operational Matters

5.8.1 The Local Governing Body will adopt and will comply with all policies of the Trustees communicated to the Local Governing Body.

5.8.2 Both the Trustees and all members of the Local Governing Body have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Company and the Academy and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential.

5.8.3 The Local Governing Body will review its local policies and practices on a regular basis, having regard to recommendations made by the Trustees, in order to ensure that the governance of the Academy is best able to adapt to the changing political and legal environment.

- 5.8.4 The Local Governing Body shall provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees require.
- 5.8.5 The Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Trustees in the event that intervention is either threatened or is carried out by the Secretary of State and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme of Delegation in such circumstances.
- 5.8.6 The Local Governing Body shall be responsible for the annual review of the Academy's admissions policy before recommending its approval by the Trust Board.
- 5.8.7 Any decision to expand the Academy shall be that of the Trustees but who shall have regard to the views of the Local Governing Body.
- 5.8.8 The Local Governing Body shall regularly review the academy risk register and the effectiveness of systems to assess and manage risk.

5.9 Annual Review

- 5.9.1 This Scheme of Delegation shall operate from the Effective Date in respect of any named Academy. Where applicable, it will be based on the framework Scheme of Delegation that will have been put in place on the incorporation of the Company and will have been attached to Company's first Articles of Association.
- 5.9.2 The Trustees will have the absolute discretion to review this Scheme of Delegation at least on an annual basis and to alter any provisions of it.
- 5.9.3 In considering any material changes to this Scheme of Delegation or any framework on which it is based, the Trustees will have regard to and give due consideration of any views of the Local Governing Body.

5.10 Meetings

- 5.10.1 The Local Governing body will meet not less than four times per year. The Chair of the Trust Board and CEO shall have the right to attend any meeting of the Local Governing Body.

5.11 Interim Governing Boards

- 5.11.1 The trustees may decide to set up an interim governing board for a newly sponsored academy lacking effective governance and requiring turnaround and rapid improvement. The interim board will have the same powers and duties as a local governing body, but with a smaller number of governors bringing the necessary expertise to academy governance. This will not necessarily include staff or parent governors. It will include the headteacher as an ex officio member.
- 5.11.2 The interim board will be appointed by trustees for a time limited period and will create the conditions by which it can pass its responsibilities to a local governing body within a reasonable timescale, usually within 12 months.

6 Powers and Duties Delegated to the Finance, Audit and Risk Committee (F,A & R)

6.1 Authority

- 6.1.1 The **F,A & R** Committee works in accordance with the relevant part of section 4 of the Scheme of Delegation: Powers and Duties Reserved for the **F,A & R** Committee. The Committee reports to the Trust Board and is authorised to act on its behalf within its delegated powers. The **F,A & R** Committee is authorised to obtain independent professional advice if it considers this necessary.

6.2 Membership and Quoracy

- 6.2.1 The Committee shall be appointed by the Trust Board. The Chair of Trust Board shall not be a member of the Committee (other than in exceptional circumstances). The normal term of office will be four years.

The Committee shall comprise of 5 members with a quorum being three members. The Chair shall be a member of the Trust Board but not a LGB Chair Trustee. To assist it in discharging its function, the Committee may co-opt up to two additional members (not being members of the Trust) with appropriate financial and/or audit experience. The Trust must give its prior approval to any such nominations. Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

6.3 Chairing

6.3.1 The Chair and Vice-Chair of the **F,A & R** Committee shall be appointed by the Trust Board.

6.4 Attendance

6.4.1 The Chief Executive Officer and Chief Finance and Operations Officer will be attendees. The Chair of the Trust Board shall have the right to attend any meeting of the Committee. Others, such as appropriate, internal and external Audit representatives will attend by invitation of the Chair.

6.5 Key Purpose

6.5.1 The purpose of the **F,A & R** Committee is to monitor the financial performance of the Trust; to ensure that the Trust complies with the Academies Financial Handbook; to authorise spending within the limits laid out in Section 13 below; to oversee the annual budgeting and the medium-term financial plan; and to recommend or otherwise the statutory accounts for Board approval; to monitor the integrity of the financial statements; to review the governance, internal control and risk management systems, including the risk register and to review the internal and external audit services. It also gives recommendations to the Trust Board where it considers that action and improvement is needed. In addition, it is authorised by the Trust Board 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 enquiries. The Committee is authorised to obtain independent professional advice if it considers this necessary.

3.12 In accordance with the Academies Financial Handbook, the committee must agree a programme of work annually to deliver internal scrutiny that provides coverage across the year; review the ratings and responses on the risk register to inform the programme of work, ensuring checks are modified as appropriate each year; agree who will perform the work; consider reports at each meeting from those carrying out the programme of work; consider progress in addressing recommendations; consider outputs from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations; have access to the external auditor as well as those carrying out internal scrutiny, and consider their quality.

6.6 Functions and Duties

The **F,A & R** Committee shall be responsible for:

Financial matters

6.6.1 Exercising the powers and duties of the Trust Board in respect of the financial administration of the Trust, except for those items specifically reserved for the Trust Board, the Local Governing Bodies and those delegated to the Headteacher and other staff.

6.6.2 Reporting on decisions taken under delegated powers to the next meeting of the Trust Board.

6.6.3 Reviewing the annual Trust budget prior to the start of each financial year and recommending its acceptance, or otherwise to the Trust Board.

6.6.4 Considering budgetary control reports on the Trust's financial position at every meeting, taking appropriate action to contain expenditure within the budget and report to the Trust Board.

6.6.5 Reporting to the Trust Board all significant financial matters and any actual or potential overspending.

- 6.6.6 Authorising financial transactions of the Trust as laid out in Section 13
- 6.6.7 Ensuring that the CFO has put in place arrangements for adequate insurance cover.
- 6.6.8 Ensuring that the Director of Estate and Compliance, managed by the CFO, has put in place annual independent checks of assets and the asset register.
- 6.6.9 Reviewing the draft financial statements and highlighting any significant issues to the Trust Board, prior to submission to the Secretary of State by the dates specified by the ESFA.

Governance, and Risk Management

- 6.6.10 Review internal and external reports and make recommendations to the Trust Board.
- 6.6.11 Consider all relevant reports, including reports on the Trust's accounts, achievement of value for money and the response to any management letters.
- 6.6.12 Review the effectiveness and integrity of systems of internal control 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.
- 6.6.13 Review the effectiveness of systems to assess and manage risk, and review the Trust-wide risk register.
- 6.6.14 Review the operation of the Academies' code of practice for members of the Trust Board, Local Governing Bodies and the code of conduct for staff.
- 6.6.15 Consider any other matters where requested to do so by the Trust Board.

Internal Audit

- 6.6.16 Consider and make recommendations to the Trust on the appointment, reappointment and removal of the internal auditors.
- 6.6.17 Recommend the internal audit programme for Trust Board approval, ensure that the function is adequately resourced and has appropriate standing within the Trust and its academies.
- 6.6.18 Consider and monitor management's responses to any major internal audit, and the timely and appropriate implementation of any recommendations.
- 6.6.19 Meet with the internal auditors at least once a year to discuss their remit and any issues arising from the internal audits carried out.
- 6.6.20 Monitor and review the effectiveness and quality of the internal audit function to ensure it provides appropriate independent assurance to the Trust and value for money.

External Audit

- 6.6.21 Consider and make recommendations to the Trust Board and members on the appointment, reappointment and removal of the external auditors.
- 6.6.22 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.
- 6.6.23 Consider and advise Trust Board on the Trust's annual and long-term audit programme.
- 6.6.24 Review the findings of the audit with the external auditor considering any material issues which arose during the audit, any accounting and audit judgements and levels of errors identified during the audit.
- 6.6.25 Meet with the external auditors at least once year to discuss their remit and any issues arising from the audit.
- 6.6.26 Monitor and review the effectiveness and quality of the audit, assessing annually their independence and the relationship with the auditor as a whole, including the provision of any non-audit services, and value for money.

6.7 Frequency of Meetings

6.7.1 The **F,A & R** Committee will meet not less than three times per year

6.8 Reporting

6.8.1 The **F,A & R** Committee will regularly report via its Minutes to Trust Board.

6.9 Review of Terms of Reference

6.9.1 The terms of Reference will be reviewed annually by the **F,A & R** Committee and recommended to the Trust Board for their approval.

7 Powers and Duties Delegated to the Headteacher

The Headteachers have delegated powers and functions in respect of internal organisation, management and control of their Academy, the implementation of all policies approved by the Trust Board and for the direction of teaching and the curriculum.

The Headteacher shall be responsible for:

7.1 Reviewing income and expenditure reports with the Finance Department, highlighting actual or potential overspending.

7.2 Authorising financial transactions in line with the arrangements laid out in section 13

7.3 Ensuring the arrangements for collection of income, ordering of goods and services, payments and security of assets are in accordance with the Financial Policy & Procedures.

7.4 Ensuring that all contracts and agreements conform to the Financial Policy & Procedures.

7.5 Approving new staff appointments within the authorised establishment.

7.6 Certifying the payment of salaries each month, in conjunction with the Trust Accountants, managed by CFOO.

7.7 Ensuring that proper security is maintained at all times for all buildings, furniture, equipment, vehicles, stocks, stores, cash, information and records etc. under their control.

7.8 The operation of financial processes within the Academy, ensuring that adequate operational controls are in place and that the principles of internal control are maintained.

7.9 Ensuring that full, accurate and up to date records are maintained in order to provide financial and statistical information.

7.10 Ensuring that all records and documents are available for audit by the appointed external auditors and Audit Committee

8 Powers and Duties Delegated to the Chief Finance and Operations Officer (CFOO)

The CFOO shall be responsible for:

8.1 Preparing, after discussion with the CEO, an annual draft budget plan for consideration by the **F,A & R** Committee, relevant LGB and Trust Board before the start of the relevant financial year.

8.2 Monthly monitoring of expenditure and income against the approved budget and submitting reports on the Trust's financial position to the Chair of the Board monthly, and to every meeting of the **F,A & R** Committee. Any actual or potential material overspending shall be reported to the **F,A & R** Committee.

8.3 Authorising financial transactions in line with the arrangements laid out in section 13

- 8.4 Operating financial controls in line with the Academies Financial handbook and other regulations.
- 8.5 Ensuring the appropriate segregation of duties between staff responsible for processing orders, receiving deliveries and processing payments.
- 8.6 Notifying the **F,A & R** Committee on any eventuality that could affect the Academy's insurance arrangements.
- 8.7 Insuring all of the assets used by the Trust.
- 8.8 Preparing, after discussion with the CEO, an annual draft operations and estate management plan for consideration by the **F,A & R** and Trust Board before the start of the relevant financial year.
- 8.9 Maintaining a permanent and continuous register of all items of furniture, equipment, vehicles and plant in the Trust.
- 8.10 Maintaining the standards of control for such systems in operation within the trust to include the use of properly licensed software, and for the security and privacy of data in accordance with the UK Data Protection Act and the EU General Data Protection Regulation.

9 Powers and Duties Delegated to Other Staff

Members of staff with delegated responsibilities should be aware that these must be exercised in accordance with the Financial Policy & Procedures.

The following responsibilities are delegated to other staff in addition to the Headteacher and CFOO:

- 9.1 Budget Holders are responsible for checking and certifying monthly statements of expenditure against their delegated budget and for reporting any errors or irregularities to the Central Finance Team CFOO. Any actual or potential overspending shall also be reported to the Trust Accountant assigned to each Academy.
- 9.2 Departmental Budget Holders can authorise orders up to £1,000 provided it is within the scope and remaining balance of their delegated budget.
- 9.3 The CEO or CFOO are authorised to open tenders in the presence of a Trustee.
- 9.4 The following members of staff are authorised to receive and check goods:
 - Budget Holders
 - Administrators nominated by the Budget Holder
- 9.5 Budget Holders can authorise time records and authorise overtime within their delegated budget, subject to Headteacher approval.

10 Powers and Duties Delegated to the CEO

The CEO shall be responsible for:

- 10.1 Fulfilling the role of Accounting Officer of the Trust;
- 10.2 Authorising financial transactions in line with the arrangements laid out in Section 13;
- 10.3 Approving all central team salary amendments.
- 10.4 Recommending Executive Team pay progression to the Remuneration Committee of the Trust Board

11 Powers and Duties Delegated to the Remuneration Committee

11.1 Authority

11.1.1 The Committee reports to the Trust Board and makes decisions on Trust-wide decisions on staff pay. The Remuneration Committee is authorised to obtain independent professional advice and benchmarking if it considers this necessary.

11.2 Membership and Quoracy

11.2.1 The Committee shall be appointed by the Chair of the Trust Board from the Trustees of the Trust Board. The normal term of office will be four years.

The Committee shall comprise of three members with a quorum being two members. Only one of the three members can be on the F,A&R committee. A trustee who is also an LGB Chair cannot be on this committee. Decisions to be made at meetings of the Committee shall be determined by a majority of the votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.

11.3 Chairing

11.3.1 The Remuneration Committee shall be chaired by the Chair of the Trust Board or their nominee.

11.4 Attendance

11.4.1 The CEO will be an attendee, having prepared recommendations to the Committee and making available national benchmarking information.

11.5 Key Purpose

11.5.1 The purpose of the Remuneration Committee is to agree the annual Trust pay policy and to approve central team and Executive pay recommendations.

11.6 Functions and Duties

11.6.1 The Remuneration Committee shall be responsible for:

- reviewing and agreeing the annual Trust pay policy
- reviewing pay rates following any national review, e.g. the annual School Teacher's Review Body Review
- Making any discretionary PRP awards for exceptional performance.

11.7 Frequency of Meetings

11.7.1 The Remuneration Committee will meet at least annually. The first meeting to take place in the Autumn term, to ensure pay decisions are made within the timeframe as set down in the School Teachers terms and conditions

11.8 Decisions

11.8.1 The Remuneration Committee will confirm its decisions in writing to the CEO, who will then authorise the CFO to action them.

11.9 Review of Terms of Reference

11.9.1 The terms of Reference will be reviewed annually by the Remuneration Committee and recommended to the Trust Board for their approval.

Delegated Goods and Services	Value	Delegated Authority	Procurement Process
Ordering Goods and Services (raising requisitions)	Up to £1,999	Budget Holder	Select from established sources and new authorised suppliers. Always attain BV and VFM
	£2,000 - £14,999	As above plus Headteacher or CFO	Orders above £10,000 and up to £100,000 must be subject to three competitive quotes unless technical specialisation or exceptional other good reason exists. Where three quotes are available an audit trail recording BV and VFM must be retained and approved by the CFO
	£15,000 - £24,999	As above plus CFO	
	£25,000 - £99,999	As above plus CEO	
	£100,000 - £500,000	FARC	
	Above £500,000	Board	Orders for £100,000 and above must follow the formal tender process including advertising in OJEU if over the EU threshold (currently £181,302) as at 1.1.18 See Tender Policy
Signatories for DFE grant claims and statutory returns	All	Two signatories (or as required by DFE) from Chair, CEWO, CFO	N/A
Writing off Bad Debts or Losses	Up to £9,999 £10,000 - £45,000 Above £45,000 individually, or above £625,000 cumulatively in one year	CFO and CEO As above plus FARC As above plus ESFA	N/A
Entering into any form of guarantee, indemnity, or letters of comfort	All	ESFA approval	N/A
Borrowing in any form	All	ESFA approval	N/A
Disposal of Fixed Assets	Up to £9,999	CFO	N/A
Non-land & buildings	£10,000 to £19,999	As above plus CEO	
	£20,000 and over	As above plus FARC	
Freehold land & buildings (including heritage assets)	Acquisition Disposal	ESFA approval ESFA approval	N/A
Leasehold land & buildings	Acquisition Disposal Lease under 7 years Lease over 7 years Sub-leasing any leasehold L&B	ESFA approval N/A FARC ESFA approval ESFA approval	
Raising Invoices to Collect Income	£1 - £9,999 £10,000 - £49,999 £50,000 and over	Finance Officer Trust Accountant As above plus CFO	N/A

Payroll Authorisation			N/A
Academies	All payments including monthly adjustments	Headteacher	
Monthly BACS runs	All salaries transfers	Trust Accountant plus CFO	
Contractual redundancy & severance & pension capital	All	Headteacher plus CFO	The procedure for all severance-type payments is for the payment to be calculated by Payroll, and the proposed payment to be authorised as per the limits advised here
Non-contractual severance-type payments	Up to £1,999	Headteacher	Non contractual payments must be rarely applied
	£2,000 - £10,000	CEO	
	£10,000 - £49,999	CEO plus FARC	
	£50,000 and above	As above plus ESFA	

13 Model of Governance

	Academy Headteacher <i>(Delivers on academy performance & operations)</i>	LGB <i>(Monitors and challenges academies)</i>	Executive Team <i>(Approves key items and supports academies)</i>	Trust Board <i>(Ultimately accountable and approves all statutory policies and finance)</i>
Academy Improvement	<ul style="list-style-type: none"> • Develops and implements academy strategy, culture & ethos in line with overall Trust mission • Develops and then proposes academy priorities and academy improvement plan (AIP), including suggesting targets • Initiates academy expansion strategy • Delivers as per AIP and targets • Develops & proposes curriculum model • Leads assessment processes • Improves teaching quality through performance management, CPD, etc • Commissions Trust AIP support 	<ul style="list-style-type: none"> • Supports and challenges and then agrees the development of the AIP, SEF, and academy expansion strategy • Supports the Headteacher to develop and implement local academy culture and ethos • Supports and challenges, and then agrees, the academy curriculum model • Monitors academy performance against AIP and targets, through reviewing and challenging Headteacher updates and data analysis. LGB will also receive Trust Review reports and KPIs 	<ul style="list-style-type: none"> • Approves: <ul style="list-style-type: none"> ○ Trust culture & ethos ○ Trust targets ○ Trust priorities ○ Trust Curriculum Principles; behaviour policy • Develops & approves Academy expansion strategy - can also initiate academy expansion strategy; • Deploys support to academies, including: implementing AIP; improving teaching quality; managing assessment processes; analysing academy KPIs and providing information to LGBs • Monitors academy performance 	<ul style="list-style-type: none"> • Sets overall vision, mission and strategy for the Trust • Holds Executive to account on academy improvement, and all operational areas
Headteacher recruitment, appraisal		<ul style="list-style-type: none"> • LGB Chair or rep: <ul style="list-style-type: none"> ○ Engages in Headteacher recruitment – veto right ○ Engages in appraisals with CEO ○ Engages in Headteacher Performance Related Pay through appraisal 	<ul style="list-style-type: none"> • Conducts Headteacher recruitment • Conducts appraisals with engagement from LGB Chair • Makes pay recommendations to the Remuneration Committee 	<ul style="list-style-type: none"> • Remuneration Committee approves salary and PRP • Trust Board approves Headteacher appointment
Finance & procurement	<ul style="list-style-type: none"> • Delivers budget and financial targets • Works with Finance Team to prepare and propose budget and 4-year forecasting • Works with Finance Team on preparation of monthly and end-of-year academy finance documents • Finds and implements local academy procurement opportunities • Provides feedback to Executive on performance of central services 	<ul style="list-style-type: none"> • Reviews, supports and challenges on the development of the budget • Receives timely and accurate financial information • Accountable for Pupil Premium, Catch-up, Sports Premium and SEND expenditure • Monitors and challenges academy finances, particularly against budget and the use of resources vs. education plans • Monitors & challenges locally-led procurement 	<ul style="list-style-type: none"> • Sets financial policies • Recommends to Trust Board: <ul style="list-style-type: none"> ○ Academy budgets & forecasts ○ Use of reserves & endowments ○ Central recharge • Recommends academy finance targets to Finance Committee of Trust Board • Supports Headteachers with academy finances • Responsible for all MAT finances • Finds, implements and manages Trust-wide procurement opportunities 	<ul style="list-style-type: none"> • Accountable for ensuring financial compliance and sustainability • Appoints Finance & Audit Committee • Approves use of reserves and inter-Academy loan process • Approves: <ul style="list-style-type: none"> ○ Trust budget and central recharge ○ Financial targets for academies ○ Use of capital endowments ○ Running academy deficit ○ Financial statements

	Academy Headteacher	LGB	Executive Team	Trust Board
HR / Recruitment	<ul style="list-style-type: none"> Ensures HR policies and processes are implemented in line with policy, including: performance appraisals and pay reviews, grievance (unless against a Headteacher), local academy recruitment (unless for Headteacher or new Impact Academy, then Executive conducts) Develops and presents staff restructure proposals Liaises with local level unions Develops and retains great staff in academies Has the power to dismiss, in line with Trust policies and having consulted the Executive 	<ul style="list-style-type: none"> Scrutinises significant staff restructures Monitors implementation of key HR policies, esp. pay and performance Responsible for additional HR activities including: <ul style="list-style-type: none"> Chair leads on complaints against Headteacher, guided by Executive Supplies representation for hearings & tribunals Participates in academy recruitment at senior leadership team level 	<ul style="list-style-type: none"> Drafts HR and recruitment policies Approves significant staff restructures Conducts recruitment of a Headteacher or for a new Impact Academy Supports academies with ongoing HR guidance Responsible for additional HR activities including: <ul style="list-style-type: none"> Supplying representation for hearings Conducting Staff Consultative Committee as required Liaising with national level unions when required Recruits Trust operational staff Recommends Trust pay scales 	<ul style="list-style-type: none"> Accountable for all HR compliance Approves all HR policies (<i>some non-statutory policies are delegate to Audit and Risk Committee or Executive team</i>) Approves recruitment of a Headteacher or for a new Impact Academy Conducts recruitment of a CEO and CFO; approved by Members Chair leads on complaints against CEO, guided by independent advice Remuneration Committee: <ul style="list-style-type: none"> Sets pay policy Makes decisions on senior salaries, ranges & PRP
Safeguarding, H&S and other compliance	<ul style="list-style-type: none"> Ensures compliance with statutory obligations and mandatory Trust policies, including H&S, safeguarding, SEND, admissions and exclusions Leads on academy level risk management Provides information for FOI requests Responds to all academy level complaints 	<ul style="list-style-type: none"> Monitors academy implementation of statutory compliance & risk management Leads on non-safeguarding complaints against Headteacher Appoints link governors for Safeguarding and SEND (mandatory) 	<ul style="list-style-type: none"> Drafts statutory and Trust policies Leads on safeguarding issues against the Headteacher Supports academies as needed, e.g. admissions, safeguarding, H&S, etc Responsible for additional activities, inc: <ul style="list-style-type: none"> Make the appropriate arrangements for Admission Appeals Coordinate response to FOI requests 	<ul style="list-style-type: none"> Accountable for all compliance Approve all statutory policies
Communications & community	<ul style="list-style-type: none"> Delivers on academy communications strategy and academy visual identity Manages parent, community, local stakeholder and academy media engagement Leads on LA communications Refers any reputational risk to the CEO 	<ul style="list-style-type: none"> Supports family communications and community engagement 	<ul style="list-style-type: none"> Develops communications toolkit & guidance Manages crisis communications & reputational risk Supports Headteachers with LAs & families as needed Leads on marketing for Trust and Academies and develops brand guidelines 	<ul style="list-style-type: none"> Approves any changes to the overall Impact Academies brand
Capital projects	<ul style="list-style-type: none"> Leads proposal development for significant building projects and refurbishments Leads on project delivery with engagement from Executive and LGB especially on procurement & CDM compliance 	<ul style="list-style-type: none"> Supports and challenges the development of academy building / refurbishment proposals Monitors academy building projects 	<ul style="list-style-type: none"> Approves significant building projects and smaller refurbishments if over £25k or if Academy in deficit Supports significant building project delivery Engages in project delivery for procurement if subject to OJEC procurement law & CDM 	<ul style="list-style-type: none"> Accountable for all compliance with building projects Engages in procurement process for significant projects Grants initial approval of all building projects

Compliance Delegations

	Academy Headteacher	LGB	Executive & Operations	Trust Board
Health and Safety	<ul style="list-style-type: none"> Responsible for local implementation of policies, including development of academy procedures and internal reporting on statutory requirements 	<ul style="list-style-type: none"> Monitors academy compliance with H&S policies and statutory obligations as well as challenging academies to ensure best practice is followed 	<ul style="list-style-type: none"> Drafts Trust H&S policies Monitors academy H&S by arranging inspections / audits Supports implementation, as needed 	<ul style="list-style-type: none"> Accountable for ensuring a safe and healthy environment for staff, pupils and other persons on Trust premises Approves H&S policy
Safeguarding	<ul style="list-style-type: none"> Tailors Trust policy to their academy Appoints Designated Safeguarding Lead (DSL) Manages all safeguarding complaints (exc. against Headteacher), with Executive engagement Responsible for referrals for children at risk, outside academy environment 	<ul style="list-style-type: none"> Signs off academy safeguarding policy Monitors implementation of safeguarding through reports from DSP on the measures being taken to ensure compliance Ensures the list of aspects to monitor is in the Safeguarding policy. 	<ul style="list-style-type: none"> Drafts Trust Safeguarding policy Responsible for dealing with any complaint against Headteacher Consulted in responding to any complaint against a staff member Supports academies to assess the need for referrals for children at risk 	<ul style="list-style-type: none"> Accountable for all legal responsibilities Approves Trust safeguarding policy
SEND	<ul style="list-style-type: none"> Sets academy specific SEND policy Appoints qualified SENDCo. Responsible for implementation in line with all relevant statutory requirements 	<ul style="list-style-type: none"> Monitors and challenges implementation of SEND policy and performance of SEND students 	<ul style="list-style-type: none"> Drafts Trust SEND policy Engaged on academy SEND policy Supports academies and monitors implementation 	<ul style="list-style-type: none"> Accountable for all legal responsibilities Approves SEND policy
Equalities	<ul style="list-style-type: none"> Responsible for ensuring compliance with all aspects of equalities legislation 	<ul style="list-style-type: none"> Monitors the performance disadvantaged learners, SEND, children looked after & BAME groups 	<ul style="list-style-type: none"> Scrutinises Stage 2 complaints & protected characteristics 	<ul style="list-style-type: none"> Sets employee equalities objectives
Admissions	<ul style="list-style-type: none"> Participates and negotiates with LA over local fair access/in year placements protocols – and then implements 	<ul style="list-style-type: none"> Recommends Academy Admissions Policy Kept informed of major aspects such as policy and appeals Monitors fair access in line with guiding principles 	<ul style="list-style-type: none"> Drafts mandatory admissions policy & responsible for its implementation Manages admissions appeals Sets guiding principles for fair access/ in year protocols; provides expertise 	<ul style="list-style-type: none"> Accountable for all legal responsibilities Approves Academy admissions policies
Exclusions	<ul style="list-style-type: none"> Responsible for issuing an exclusion, informing all relevant parties and managing any appeal processes 	<ul style="list-style-type: none"> Informed of every permanent exclusion and monitors FTE frequency and trends Makes final decision if governors panel needed 	<ul style="list-style-type: none"> Drafts mandatory exclusions policy Provides expert supports to help manage exclusions appeals (esp. for independent review panel) 	<ul style="list-style-type: none"> Accountable for all legal responsibilities Approves exclusions policy
FOI requests	<ul style="list-style-type: none"> Provides information needed to respond to FOI requests 	<ul style="list-style-type: none"> Engaged as needed to respond accurately to requests 	<ul style="list-style-type: none"> Responds to all FOI requests 	<ul style="list-style-type: none"> Accountable for ensuring Trust fulfils FOI/Data Protection statutory obligations
Finance	<ul style="list-style-type: none"> Accountable for financial probity & best value in Academy expenditure 	<ul style="list-style-type: none"> Register and publish all pecuniary and business interests 	<ul style="list-style-type: none"> Responsible for Trust-wide financial regularity, propriety and compliance Prepares EFA returns and Annual Report 	<ul style="list-style-type: none"> Accountable for Trust-wide financial regularity, propriety and compliance Responsible for Scheme of Delegation Acts on the advice of its Finance, Audit and Risk Committee

Governor & Staffing Delegations

	Members	Trust Board	CEO	Headteacher	LGB
Agree & review Articles of Association	✓	R			
Appoint / remove Members	✓				
Appoint / remove Trustees	✓	R			
Appoint / remove LGB Chair		✓	R	C	
Appoint / remove LGB members		✓	R		C
Appoint / remove Clerks		✓	R		
Role descriptors for Trustees / Committees / Chairs / LGBs		✓	C		
Appoint / remove CEO		✓			
Appoint / remove CFOO		✓	R		
Appoint / remove Headteacher		✓	R		C
Appoint / remove SLT			✓	R	C
Appoint / remove Staff			C	✓	
Annual pay policy (Remuneration Committee)		✓	R		
Annual Bonuses for Exceptional Performance		✓	R	C	
CEO appraisal & pay award		✓			
CFOO and central team appraisal & pay award		✓	R		
Headteacher pay appraisal & pay award		✓	R		
SLT pay appraisal & pay award				R	✓
Staff pay appraisal & pay award				R	✓
Key: ✓ Approve R Recommend C Consulted					

1. Constitution

The Trust Board (“the Board”) hereby resolves to establish a Committee to the Board to be known as the Quality of Education Committee (“the Committee” or the QofEC). The Committee has no executive powers other than those specifically delegated in these Terms of Reference.

2. Terms of Reference

i) Purpose

To review and evaluate quality of education; pupils’ progress and attainment. In doing so, the committee should take account of the performance of the full range of different groups represented in the Trust’s academies, including disadvantaged pupils, pupils with SEND, looked after children and pupils in different ethnic, social and ability groups.

ii) Objectives

To challenge and monitor educational, behavioural and pastoral standards by receiving and scrutinising reports to ensure that:

-  The curriculum in all academies is aligned to the Trust mission and vision, meets contextual requirements and is informed by the most effective practice from within the Trust and nationally.
-  To keep under review the curriculum for the academies and to make recommendations to the Trustees where necessary to ensure that the requirements of the National Curriculum and relevant legislation are met.
-  To ensure that each academy’s curriculum is compatible with the principles of equal opportunity.
-  To review and be accountable for all assessment practices, meeting requirements laid out in statutory guidance.
-  The progress and attainment of pupils in all academies, including for different groups of pupils, is at least good or better when compared to national. If progress and attainment is below national, it should be an improving trend and narrowing gaps.
-  To ensure effective use of specific targeted resources across the Trust, e.g. Sports funding, Pupil Premium and Catch-Up Funding.
-  Improvement and intervention strategies are effective and timely.
-  Teaching and leadership at all levels is effectively developed.
-  Enrichment provision is of high quality and embedded, reflecting the trust’s mission and vision.
-  To keep under review the academies’ self-evaluation and strategic planning processes.
-  To receive and scrutinise summary reports on the monitoring of the performance of pupils and impact of planned strategies to improve QofE and to submit reports and recommendations to the Trust as necessary.
-  To determine, consider and approve KPIs each academy is required to set.
-  To monitor achievement towards the Trust’s KPIs related to QofE throughout the year
-  To consider and recommend the draft Trust Strategic Plan for School Improvement to the Trustees for approval.

3. Membership

i) Quorum

The QofEC will be appointed by the Board, and will be made up of 3-5 trustees and or LGB chairs . Only full members of the committee, who have been approved by the Board, have the right to vote. The committee may decide to appoint non-voting members, approved by the Board, who may advise the committee.

A minimum of 2 full members must attend the meeting in order to be quorate.

The Chair of Trustees will be appointed annually as an ex officio voting member who can be called upon to make a meeting quorate.

The Committee members will serve a term of four years. The Committee Chair will be appointed annually at the first meeting of the year of the Board.

ii). Leaders in Attendance

Meetings will be routinely attended by:

- CEO
- Headteachers (as requested by the CEO)
- Senior Leaders responsible for trust wide improvement areas (as requested by the CEO)

iii. Voting

It is generally expected and encouraged that decision making by the QofEC should be by consensus.

However, it is recognised that there will be occasions where a formal vote is necessary.

Members of the Committee shall have one vote each.

This is subject to any member of the Committee having an interest, loyalty or duty that conflicts, or is reasonably likely to conflict, with the interests of the Committee. In such cases the Committee member must declare his or her interest for the particular item and must not vote on or be present for the vote on that item.

The quorum for the Committee shall be two non-conflicted members. Where a split vote is reached the matter will be referred to the Board for resolution.

4. Frequency

3 meetings per year

5. Accountability and Reporting

- To provide regular reports to the Board on the proceedings, recommendations and decisions of the committee.
- To advise the Board on the internal scrutiny programme.
- To keep up-to-date with any relevant legislation and advise the Board when policies or procedures need to be revised.

6. Authority to Act and Approve on Behalf of the Board

The committee is authorised by the Board to:

- Carry out responsibilities as detailed in the terms of reference.
- Investigate any activity within its terms of reference.
- Obtain external professional advice; where necessary following approval from the Board.

7. Quality Assurance and Review

- To assess year on year progress and producing a summary report for the Board that outlines areas that have been reviewed, key findings, recommendations and conclusions.
- To review actions against the Terms of Reference on an annual basis