

# Atlantic Centre of Excellence Multi Academy Trust

## SCHEME OF DELEGATION FOR GOVERNANCE FUNCTIONS

<b>Adopted by Resolution of the Board</b>	<b>13 October 2014</b>
<b>Updated</b>	<b>19 May 2017</b>
<b>For Review:</b>	<b>Summer 2018</b>

### SCHEME OF DELEGATION (TERMS OF REFERENCE)

#### 1. INTRODUCTION

- 1.1 As a charity and company limited by guarantee, ACE Multi Academy Trust (the “**Trust**”) is governed by a Board of Directors (the “**Directors**”) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies run by the Trust.
- 1.2 The following academies are currently run by the Trust: Beacon Infant & Nursery ACE Academy, Charlestown ACE Academy, Robartes ACE Academy, St Agnes ACE Academy, St Columb Major ACE Academy, St Columb Minor ACE Academy, St Kew ACE Academy and Upton Cross ACE Academy.
- 1.3 In order to assist with the discharge of their responsibilities, the Directors have established a Local Advisory Board (LAB) to represent each of its academies. The LAB shall be a committee established pursuant to Articles 100 to 104 (inclusive) of the Articles of Association of the Trust (the “Articles”).
- 1.4 The Directors may review this Scheme of Delegation for governance functions at any time, but shall review it at least annually.
- 1.5 This Scheme of Delegation may only be amended by the Board of Directors.
- 1.6 Each LAB is a sub-committee of the ACE Board of Directors.
- 1.7 Scheme of Delegations may vary according to each establishment.

## **2. CONSTITUTION OF THE LAB**

### **Governors of the LAB**

- 2.1 Members of the LAB shall be known as “**Governors**”.
- 2.2 The Directors have the right to appoint such persons to the LAB as they shall determine from time to time.
- 2.3 Subject to clause 2.2, the Governorship of the LAB shall be comprised as follows:
- a) the Executive Principal for the Trust
  - b) Headteacher or Head of School (as applicable) of the Academy
  - c) 1 Staff Governor elected in accordance with clauses 2.4 – 2.5
  - d) 2 Parent Governors elected in accordance with clauses 2.6 - 2.10
  - e) up to three Community Governors appointed by the Directors in accordance with clauses 2.11 – 2.12
  - f) LAB Governors may make a request to ACE Directors to increase their number of Community Governors, to ensure a good skillset

### **Appointment of Governors**

Directors make the final decision on the appointment of any Governor to a LAB, with reference to the LAB Skills Audit.

### **Staff Governors**

- 2.4 The Directors shall invite nominations from all staff employed under a contract of employment or fixed term employee and, where there are any contested posts, shall hold an election by a secret ballot.
- 2.5 All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Directors. The Directors may delegate the running of the election to the LAB.

### **Parent Governors**

- 2.6 Parent Governors of the LAB shall be elected by parents of registered pupils at the academy. They must be a parent of, or have parental responsibility for, a pupil at the academy at the time when they are elected.
- 2.7 The Directors shall make all necessary arrangements for, and determine all other matters relating to, an election of the Parent Governors. The Directors may delegate the running of the election to the LAB.

- 2.8 Where a vacancy for a Parent Governor is required to be filled by election, the Directors shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the Academy, is informed of the vacancy and that it is required to be filled by election, informed that they are entitled to stand as a candidate, vote at the election and given an opportunity to do so.
- 2.9 Any election of persons who are to be the Parent Governors which is contested shall be held by secret ballot. The arrangements made for the election of the Parent Governors shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he prefers, by having his ballot paper returned to the Academy by a registered pupil at the Academy.
- 2.10 Where the number of parents standing for election is less than the number of vacancies, the Directors may appoint a person who is the parent of a registered pupil at the Academy or, where it is not reasonably practical to do so, a person who is the parent of a registered pupil of another Academy run by the Trust.

### **Community Governors**

- 2.11 Community Governors of the LAB shall be appointed by the Directors. They must:
- a) have a skillset which fits the needs of the Academy  
and
  - b) be a person who lives or works in the community served by the Academy  
or
  - c) be a person who, in the opinion of the Directors, is committed to the government and success of the Academy
- 2.12 The Directors may not appoint an employee of the Trust as a Community Governor.

### **Term of Office**

- 2.13 The term of office for any Governor shall be 4 years, save the Executive Principal for the Trust and Headteacher/Head of School of the academy (as applicable), who shall remain a Governor until they cease to work at the academy.
- 2.14 Subject to remaining eligible to be a particular type of Governor, any person may be re-appointed or re-elected to the LAB.
- 2.15 There is no limit to the number of terms of office for a Governor.

### **Resignation and Removal**

- 2.16 A person serving on the LAB shall cease to hold office if:
- a) they resign their office by giving notice in writing to the Clerk of the LAB
  - b) the Headteacher/Head of School or a Staff Governor ceases to work at the academy
  - c) the Directors terminate the appointment of a Governor whose presence or conduct is deemed by the Directors, at their sole discretion, not to be in the best interests of the Trust or the academy

d) they are absent from 3 consecutive meetings and their apologies are not “accepted”

2.17 For the avoidance of doubt, a Parent Governor shall not automatically cease to hold office solely by reason of their child ceasing to be a pupil at the academy.

#### **Disqualification of Governors of the LAB**

2.18 A person shall be disqualified from serving on the LAB if they would not be able to serve as a Director in accordance with Articles 68-80.

#### **Appointment and Removal of Chair and Vice Chair**

The Chair may also be appointed by Directors to join the Board (if the LAB Chair is in agreement), subject to the required skills of the Board at that time.

2.19 The Chair and Vice Chair of the LAB shall be appointed by the Directors and may be removed from office by the Directors at any time.

2.20 The term of office of the Chair and Vice Chair shall be 2 years. Subject to remaining eligible to be a Governor, any Governor may be re-appointed as Chair or Vice Chair of the LAB.

2.21 The Chair and Vice Chair may at any time resign their office by giving notice in writing to the Directors. The Chair or Vice Chair shall cease to hold office if:

a) they cease to serve on the LAB

b) they are employed by the Trust, whether or not at the academy

or

c) in the case of the Vice Chair, they are appointed to fill a vacancy in the office of the Chair

2.22 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the Chair for the purposes of the meeting. Where the Vice Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice Chair, the Governors of the LAB shall elect one of their number to act as Chair for the purposes of that meeting.

#### **Working Groups**

2.23 Subject to the prior agreement of the Directors, the LAB may establish **Working Groups** who may include individuals who are not Governors of the LAB, provided that such individuals are in a minority.

2.24 It is a statutory requirement that each academy has an **Admissions Committee** (or Working Group). This committee shall:

- determine within statutory provisions and governing body policy whether any child should be admitted to the academy (this cannot be delegated to an individual)
- review admissions arrangements and make recommendations for changes to the LAB

It is good practice to appoint the Headteacher or Head of School (as applicable) onto the

Admissions Committee, but the Headteacher or Head of School cannot act in place of the LAB in determining the Academy's Admissions Policy, or in deciding on the admission of any individual child.

2.25 The LAB, or any person serving on the LAB, may delegate to a **Working Group**, the Headteacher or Head of School (as applicable), or any other holder of an executive office, such of their powers or functions as they consider desirable. Any such delegation may be made subject to any conditions either the Directors or the LAB may impose and may be revoked or altered. The person or **Working Group** - shall report to the LAB, in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the LAB, immediately following the taking of the action, or the making of the decision.

2.25 Working Groups do not have Scheme of Delegation.

### **3. PROCEEDINGS OF THE LAB**

The LAB is a sub-committee of the ACE Board of Directors and does not have a constitution.

#### **Meetings**

- 3.1 The LAB shall meet at least once in every term and shall hold such other meetings as may be necessary.
- 3.2 Meetings of the LAB shall be convened by the Clerk to the LAB, who shall send the Governors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting. Where there are matters demanding urgent consideration, the Chair or, in their absence, the Vice Chair, may waive the need for seven days' notice of the meeting and substitute such notice as they think fit.
- 3.3 Any Governor shall be able to participate in meetings of the LAB by telephone or video conference, provided that they have given reasonable notice to the Clerk of the LAB and that the LAB have access to the appropriate equipment.
- 3.4 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof or any defect in the election, appointment or nomination of any person serving on the LAB.

#### **Quorum**

- 3.5 The quorum for a meeting of the LAB, and any vote on any matter at such a meeting, shall be any three of the LAB, or, where greater, any one third (rounded up to a whole number) of the total number of the LAB at the date of the meeting, which must include at least one Governor appointed by the Trust (Community Governor).

#### **Voting**

- 3.6 Every matter to be decided at a meeting of the LAB shall be determined by a majority of the votes of the Governors present and entitled to vote on the matter. Every Governor shall have one vote. Where there is an equal division of votes, the Chair of the meeting shall have the casting vote. A Governor may not vote by proxy.

- 3.7 Any Governor who is also an employee of the Trust shall withdraw from that part of any meeting of the LAB at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 3.8 A resolution in writing, signed by all the LAB Governors shall be valid and effective as if it had been passed at a meeting of the LAB duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more Governors.

### **Conflicts of Interest**

- 3.9 Any Governor who has or may have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest as defined below) which conflicts or may conflict with their duties as a Governor shall disclose that fact to the LAB as soon as they become aware of it.

A person must absent themselves from any discussions of the LAB in which it is possible that a conflict will arise between their duty to act solely in the interests of the academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

- 3.10 A Governor has a Personal Financial Interest if they, or any child, stepchild, parent, grandchild, grandparent, brother, sister or spouse of the Governor or any person living with the Governor as their partner, is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust, or in some other way is linked to the Trust or the academy.

### **Minutes of Meetings**

- 3.11 At every meeting of the LAB, the minutes of the last meeting shall be taken as the first agenda item after any apologies and, if agreed to be accurate, shall be signed as a true record.
- 3.12 The Clerk to the LAB shall ensure that a copy of the agenda, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Company Secretary of the Trust.

## **4. DELEGATED POWERS**

### **General principles**

- 4.1 In the exercise of its delegated powers and functions, Governors shall
- a) ensure that the academy is conducted in accordance with the object of the Trust, the terms of any Trust governing the use of the land which is used for the purposes of the academy, any agreement entered into with the Secretary of State for the funding of the academy and this Scheme of Delegation
  - b) promptly implement and comply with any policies or procedures communicated to the LAB by the Directors from time to time

- c) review its own policies and practices on a regular basis, in view of any advice or recommendations made by the Directors
- d) work closely with the Directors and act with integrity, objectivity and honesty in the best interests of the Trust and the academy
- e) be open about decisions and be prepared to justify those decisions
- f) keep confidential all information of a confidential nature obtained by them relating to the academy and the Trust
- g) adopt financial prudence in managing the financial affairs of the Trust in so far as these relate to the academy and are delegated to them

4.2 Each Governor shall be required to take part in regular self-review and is accountable for meeting their own training and development needs. It is each Governors responsibility to consider if, and raise any concerns where, they feel that appropriate training and development is not being provided.

4.3 Governors shall be expected to report to the Trust against Key Performance Indicators (KPIs) which have been set for the academy and provide such data and information regarding the business of the academy and the pupils attending the academy as the Directors may require from time to time.

## 5. LEVELS OF DELEGATION

**The powers retained by the Trust and delegated from the Directors to the LABS shall be as follows:**

in respect of Beacon Infant & Nursery/Robartes ACE Academy (joint LAB), Charlestown ACE Academy, St Agnes ACE Academy, St Columb Major ACE Academy, St Columb Minor ACE Academy, St Kew ACE Academy/Upton Cross ACE Academy (joint LAB), the Appendix sets out the powers retained by the Trust and the powers delegated from the Directors to the LABs (full delegation).

5.1 For the avoidance of doubt, where a power is not expressly delegated to any LAB, it will be deemed to have been retained by the Trust regardless of whether it is specified in the Appendix. The Appendix may be reviewed by the Directors at any time, but shall be reviewed at least annually. Directors reserve the right to remove or alter any delegation at any time, whilst having due regard to, but not being bound by, the views of the LAB.

### **Delegation to Headteacher or Head of School of the Academy**

5.2 Subject to the responsibilities of the LAB (which may vary according to each establishment) and the policy statements of the Trust, the Headteacher or Head of School (as applicable) of the academy shall be responsible to the LAB for:

- a) implementing the agreed policies and procedures laid down by the LAB including the implementation of all statutory regulations

- b) advising the LAB on strategic direction, forward planning and quality assurance
- c) the leadership and management of the academy
- d) advising the LAB (and/or the Admissions Committee) on the admission of pupils
- e) managing the delegated budget and resources agreed by the LAB, ensuring adherence to the EFA Financial Handbook and the Trust's Financial Procedures Manual
- f) communication surrounding the appointment of any Deputy or Assistant Headteacher to the academy
- g) communication surrounding the appointment of all other staff and the salary grading, allocation of duties, appraisal and discipline of all staff
- h) the maintenance of good order and discipline by the pupils including their suspension and/or exclusion within the framework laid down by LAB the schools Behaviour Policy
- i) all such additional functions as may be assigned under the job description or contract of employment

## POWERS RETAINED BY THE TRUST

### Key Performance Indicators

- Set Key Performance Indicators (KPIs) as an outcome of the schools audit, the schools action plan, the Ofsted report and incorporating standard KPIs.

### Vision

- Setting out the vision for the Trust and its application at both Trust and academy levels, determination of the corporate planning and strategy for the academy and the Trust (in consultation with the LAB)

### Compliance

- Ensure compliance with all statutory regulations and Acts of Parliament governing the operation of the academy and the Trust, including, without limitation, all charity and company laws and all health and safety regulations
- Ensure compliance with the provisions of the Articles and the Funding Agreements
- Ensure compliance with the Academies Financial Handbook

## POWERS DELEGATED TO THE LOCAL ADVISORY BOARD

### Note - Items marked with an asterisk (\*)

- These items would not be expected to be included for any LAB during their first year; however, they would be aims to achieve for their second year onwards.
- For LABs with limited delegated powers, these items would typically remain Powers Retained by the Trust

### Vision

- \* Work with the Trust to determine corporate planning and strategy for the academy
- Carry forward the Trust's vision, in a way appropriate to the specific qualities and community characteristics of the academy

### Compliance

- Implementation of actions required to comply with all statutory regulations
- Assist the Trustees in complying with the provisions of the Funding Agreements where requested
- Ensure compliance with the Academies Financial Handbook

Continued

### **Governance**

- Ensuring processes are in place for the appointment of Governors to the LAB
- Appointing the Clerk to the LAB and performance managing the Clerk (in consultation with the Chair of Governors)
- Monitoring the performance of the LAB
- Power to withdraw delegated powers from the LAB and, if necessary, disband it

### **Policies**

- Setting HR policies and procedures (as legal employer of all staff), developing appropriate terms and conditions of service with each academy, including the performance management policy and pay policy
- Setting and reviewing the curriculum and standards to be achieved by the academies (in consultation with LABs)
- Overseeing the Admissions Policy and arrangements for the academy, to ensure it is in accordance with Admissions Law and DfE Codes of Practice
- Determining Trust-wide DBS policy as set out in the Academies Financial Handbook
- The development of a charging and remissions policy, a lettings policy and a revenue generation policy for the Trust
- Setting other Trust-wide policies such as health & safety, DBS, safeguarding etc

### **Governance**

- \* Work with the Trust in the appointment of the Clerk to the LAB
- \* Assist in the appointment of Governors where requested by the Trust
- Oversight of the academy's activities
- \* Holding the Headteacher or Head of School (as appropriate) and academy leadership to account for the achievement, quality of teaching, behaviour and safety and leadership and management of the academy

### **Policies**

- \* Work with the Trust to set the curriculum and standards to be achieved by the academy
- \* Implementation of all policies prepared and approved by the Trust, for example, policies regarding admissions, DBSs and health and safety
- \* Ensure provision of universal free school meals to those pupils meeting the criteria
- To comply with and adhere to the terms of any Trust protocol or any guidance issued by the Trust from time to time
- Determining the Admissions Policy and arrangements for the academy, in accordance with Admissions Law and DfE Codes of Practice
- \* Put in place other academy specific policies and procedures as required

**Continued**

### **Educational Standards**

- Annual target setting for the Trust in general
- Determination of the educational targets of the academy including, but without limitation, determination of the academy's improvement plan (in consultation with the LAB)
- Considering and evaluating school performance against key performance indicators set by the Trust (in consultation with the LAB)
- Oversight of performance, standards and outcomes on a Trust and individual academy basis
- Putting in place support and intervention strategies for individual Academies

### **Appointments**

- Putting in place processes for
  - (i) making appointments within the Trust's remit
  - (ii) the LAB making appointments within its own remit
- Appointing the Headteacher and/or Head of School of the academy and any Deputy, Assistant Headteacher (in consultation with the LAB)
- Approving the appointment of any senior appointments at the academy (in consultation with the LAB)
- Appointment of cross-academy staff

### **Educational Standards**

- \* Work with the Trust to determine the educational improvement targets of the academy including, but without limitation, determination of the academy's Impact and Improvement Plan
- \* Work with the Trust to consider and evaluate school performance against key performance indicators set by the Trust

### **Appointments**

- Work with the Trust to appoint the Headteacher and/or Head of School and any Deputy, or Assistant Headteacher of the Academy
- \* Seek the Directors approval for any senior appointments at the academy
- \* In consultation with the Executive Principal, make other appointments of staff within their remit and in a way consistent with any policy or procedure as may be determined by the Trust from time to time, including compliance with any pay terms and adoption of any standard contracts or terms and conditions for the employment of staff issued by the Trust

**Continued**

### **HR and Performance Management**

- Put in place procedures for the proper professional and personal development of all staff
- Responsibility for the performance management of the Headteacher and/or Head of School of the academy
- Responsibility for the performance management and oversight of cross-academy staff
- Putting in place processes for:
  - (i) undertaking the performance management of staff within the Trust's remit
  - (ii) the LAB undertaking the performance management of staff within its own remit
- Manage any claims and disputes all staff, including matters of suspension

### **Training**

- Providing Director and Governor training and evaluation

### **HR and Performance Management**

- Monitoring local HR activity and policy, including the process for local performance reviews for members of staff and in particular ensuring that it is within the parameters for the particular Academy from time to time established by the Trustees

### **Training**

- Local training to support the school Impact and Improvement Plan
- Individual Governor training
- Attending ACE training

**Continued**

## Finances

- Establishing a funding model for use across the Trust and academies, including developing an individual funding model for academies (in consultation with LABs)
- Agreement of academies annual budgets and determining the proportion of the overall academy budget to be delegated to individual academies (in consultation with the LAB)
- Keeping proper accounts and proper records in relation to the accounts
- Preparing a statement of accounts in respect of each financial year of the academy
- Determining any additional financial and reporting targets for academies
- Putting in place guidelines and establishing processes for the local maintenance of assets and appropriate registers
- Oversight of the finances of the Trust and its academies, including, but without limitation, responsibility for compliance with the financial and accounting requirements detailed within the Funding Agreement
- Considering and evaluating performance against key performance indicators set by the Trust in relation to finances (in consultation with the LAB)
- Arrange for the auditing of academy statements of accounts
- Managing a corporate risk register for the Trust

## Finances

- \* Consideration of the academy's required funding and support in relation to the annual budgetary process
- Regularly monitoring and reviewing the academy's cash flow and expenditure in accordance with policies determined by the Directors
- Inform the Trust of any need for significant unplanned expenditure and work with the Trust to explore options for identifying available funding
- Ensuring compliance with the overall financial plan for the academy
- Observe proper levels of delegation and protocols, in conjunction with the Group Accountant
- \* Managing a risk register for the academy

Continued

### **Assets and Premises**

- Developing an estate management strategy for academies that will identify the suitability of building and facilities, in light of long term curriculum needs and the need for and availability of Capital investment to meet their responsibility, to ensure the buildings and facilities are maintained to a good standard
- Dispose or acquire land or interests in land to be used by academies
- Insuring the land and buildings used by the academies

### **Services**

- Determination of procurement policies for the Trust, in conjunction with the Trust's Finance Director, from time to time
- Determination of the extent of the services provided to academies by the Trust and how the costs should be allocated (in consultation with the LAB)
- Oversight of the effectiveness of the delivery of centrally provided services

### **Media and PR**

- Oversight of public relations activities to project the activities of the Trust and its academies to the wider community

### **Assets and Premises**

- \* Maintenance of or putting in place appropriate arrangements for the maintenance of the academy estate in accordance with the guidelines established by the Trust (and in consultation with the ACE Estates Manager)
- Ensure the safety of the users of the academy buildings and facilities
- Notify the Trust of any changes to fixed assets used by the academy

### **Services**

- \* Work with the Trust to determine the extent of the services provided to the academy by the Trust and how the costs should be allocated
- Implementation of Trust's procurement policies in so far as they impact on the academy
- \* Enter into contracts on behalf of the Trust in so far as they relate to the academy, provided that the LAB shall first obtain the written consent of the Directors to any contracts or expenditure
- Seeking value for money and being able to demonstrate that value for money has been achieved

### **Media and PR**

- Support the Trust and the academy in relation to any public relations activities to project the activities of the Trust and the academies to the wider community