

Bright Futures Learning Trust - Scheme of Delegation

Introduction

A multi academy trust's (MAT) board of trustees is accountable in law for all major decisions about their academies. However, this does not mean that the board is required to carry out all the trust's governance functions and many can and should be delegated, including to the CEO, the board's committees, and to academy Local Governing Bodies (LGBs). It is vital that the decision to delegate a function is made by the full board of trustees and is recorded. Without such delegation, the individual, committee or LGB has no power to act.

A scheme of delegation (SoD) is the key document defining the lines of responsibility and accountability in a MAT. It should be a simple yet systematic way of ensuring that the members, trustees, board committees, and academy LGBs, executive leadership and academy HTs are all clear about their roles and responsibilities. This overarching SoD for all decision making in the trust should not be confused with the written scheme of delegation of financial powers referred to in the Academies Financial Handbook.

Deciding what to retain at trustee level and what to delegate will vary from trust to trust. The detail will not be set out in the articles of association, the MAT's governing document. This is why it is critical that MATs agree a SoD that explicitly establishes who makes which decisions and who carries out which functions, and ensures that this is clear to both all those within the MAT, as well as to the LGBs of academies who may be potentially looking to join.

The SoD must be published on the trust and its academies' websites.

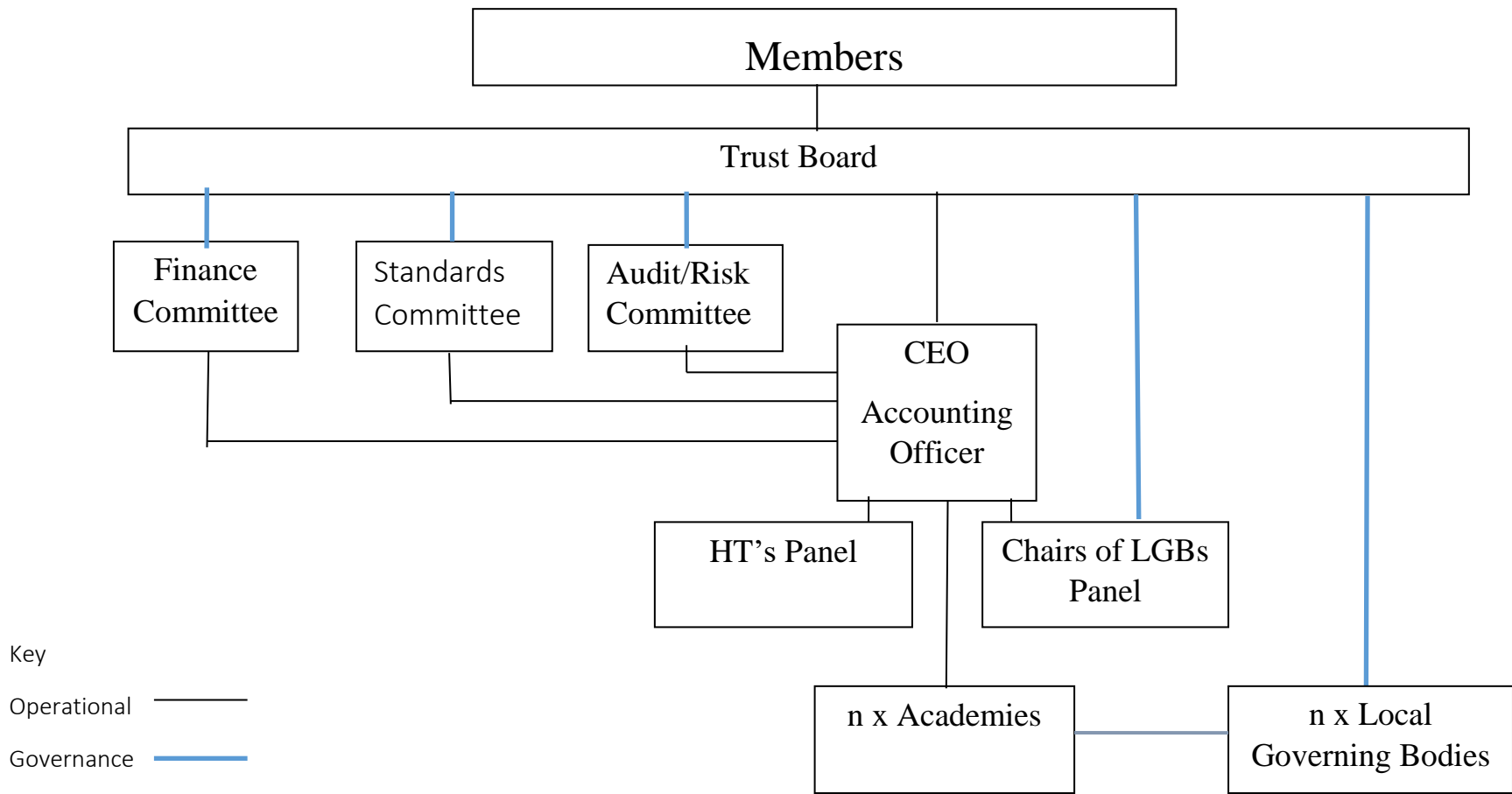
Review and adapt

The SoD should be reviewed annually, with changes made as the context changes, if necessary each year. It is important to ensure that all involved in governance are made aware of any changes and what these mean in practice.

An effective scheme of delegation will:

- Promote a culture of honesty and accountability
- Ensure the executive leadership is clear about which decisions the trust board remain in control of
- Identify responsibility for the appointment and performance management of the CEO and academy HTs
- Ensure that the role of the executive leadership is fully understood throughout the MAT
- Identify responsibility for policy and practice in each academy
- Identify responsibility for oversight of educational performance in each academy
- Identify responsibility for oversight of each academy's budget
- Identify responsibility for assessment of risk in each academy

Delegation to academy committees



Governance structure and lines of accountability

- The board of trustees is responsible for the three core governance functions.

- The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for delivery of its vision and strategy, and will hold the CEO to account for the conduct and performance of the trust, including the performance of the academies within the trust, and for its financial management.
- In turn, the CEO line manages other senior executives and the academies' HTs, setting their targets and performance managing them.
- The board constitutes committees for finance, standards and audit/risk; these look in detail at resources and progress and attainment across the trust. As board committees, at least three trustees must sit on each.
- The board delegates some of its academy level monitoring and scrutinising functions to academy LGBs, and uses these LGBs to promote stakeholder engagement and as a point of consultation and representation. Trustees do not need to sit on academy LGBs, and so lines of communication to the board of trustees must be clearly established. It is usual for the CEO to seek input from the chair of the academy LGB when undertaking the headteacher's performance management.
- As the headteacher is being line managed by the CEO, the academy LGB no longer carries out the governance function of holding the headteacher to account. However they must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their concerns. This arrangement will also affect the academy LGB's role in Ofsted inspections.

Roles and responsibilities

The role of the members

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

There must be at least three members, although the DfE prefer at least five, and while members are permitted to be appointed as trustees, in order to retain a degree of separation of powers between the members and the trust board, and in line with DfE expectations, not all members should be trustees. Members are not permitted to be employees of the academy trust.

The role of the trustees

The MAT is a charitable company and so trustees are both charity trustees (within the terms of section 177(1) of the Charities Act 2011) and company

directors. Because trustees are bound by both charity and company law, the terms 'trustees' and 'directors' are often used interchangeably.

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

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

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

The role of trust board committees

The trustees may establish committees to carry out some of its governance functions which may include making decisions, although any decisions made will be deemed decisions of the trust board. The membership (there must be at least three trustees) and responsibilities of board committees are set out in the committee's terms of reference. It is usual for the trust board to appoint board committee chairs and committee members according to their skills.

The Academies Financial Handbook 2018 makes it clear that the board of trustees 'should have a finance committee to which the board delegates financial scrutiny and oversight'. In trusts with income above a certain level, there must also be a separate audit committee.

The role of the chief executive officer (CEO)

The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies and so the CEO performance manages the academy HTs. As there is the delegation of some governance functions to academy LGBs, this is usually with the academy LGB chair alongside.

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

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

The role of the academy Local Governing Bodies

The trustees may establish academy LGBs to carry out some of its academy level governance functions, although as trustees are not required to sit on academy LGBs, decision making is limited. Usually the trustees will appoint the chair, and ensure that two parents are elected to the academy LGB.

Typically, delegated functions may include:

- Building an understanding of how the academy is led and managed
- Monitoring whether the academy is:
 - Working within agreed policies
 - Is meeting the agreed targets
 - Managing its finances well
- Engaging with stakeholders
- Being a point of consultation and representation
- Reporting to the board

As a LGB of the board, delegation can be removed at any time.

The role of the academy Headteacher

The academy Headteacher is responsible for the day to day management of the academy and is managed by the chief executive or executive HT but reports to the academy LGB on matters which have been delegated to it which may include an element of monitoring and scrutiny of the academy's management processes.

Key

Column 1: Members

Column 2: Board of trustees of the multi academy trust

Column 3: Trust board finance committee

Column 4: Trust board standards committee

Column 5: Trust Board audit and risk committee

Column 6: Chief executive officer

Column 7: Academy Local Governing Body (an Academy can be a school or a Federation)

Column 8: Academy Headteacher

Blue box Function **cannot** be legally carried out at this level.

✓ Action to be undertaken at this level

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A Provide advice and support to those accountable for decision making

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<> Direction of advice and support

Area	Decision	Delegation								
		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT	
Governance framework										
People	Members: Appoint/Remove	✓								
	Trustees: Appoint/Remove	✓	✓							
	CEO: Appoint		✓							<A
	CEO: Remove		✓							
	Trust Accountant: Appoint/Remove		✓							
	Clerk to board: appoint/remove		✓							
	Trust Board committee chairs: appoint and remove		✓	✓	✓	✓	<A			
	Role descriptions for trustees/chair/CEO/ specific roles: agree		✓							
	Parent Governor (Local Governing Board): elected								✓	
	Academy committee chairs: appoint								✓	
	Academy committee chairs: remove			✓					✓	
	Clerk to academy LGB: appoint and remove			✓					<A	
	HT appoint/dismiss			✓				<A	<A	
Staff Redundancy			✓				<A	<A	<A	

Area	Decision	Delegation							
		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
Systems and structures	Parent complaint Stage 1: hearing								✓
	Parent complaint Stage 2: hearing							✓	<A
	Pupil short exclusion: exclude or not								✓
	Pupil permanent exclusion: exclude or not							✓	<A
	Articles of association: review and agree	✓	<A			<A	<A		
	Governance structure (committees) for the trust: establish and review annually		✓				<A		
	Terms of reference for board committees and scheme of delegation for academy LGBs: agree annually		✓			<A	<A		
	Skills audit: complete and recruit to fill gaps		✓				<A>	✓	<A
	Annual self review of trust board and committees: complete annually		✓						
	Annual self review of academy LGBs: complete annually							✓	
	Chair's performance: carry out 360 review periodically		✓					✓	
	Trustee / academy LGB member contribution: review annually (self evaluation)		✓					✓	
	Succession: plan		✓				<A>	✓	<A
	Annual schedule of business for trust board: agree		✓	✓	✓	✓	<A		

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		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
	Annual schedule of business for academy LGB: agree						A>	✓	<A
	Ofsted readiness					A>	✓	<A>	<A
Reporting									
Reporting	Publication on trust and academies' websites of all required details on governance arrangements: ensure		✓				<A>	✓	<A
	Annual report on performance of the trust: submit to members and publish		✓				<A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A	<A	<A	<A		
	Annual report work of academy LGB: submit to trust and publish							✓	<A
Being Strategic									
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	✓	✓	✓	<A		

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		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
Being Strategic	Determine academy level policies which reflect the academy's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve		✓		✓	✓	A>	✓	<A
	Central spend / top slice: agree		✓	<A		<A	<A		
	Management of risk: establish register, review and monitor		✓	<A	<A	<A	<A>	✓	<A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓				<A		
	Academy's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓				<A>	✓	<A
	Budget plan to support delivery of trust key priorities: agree		✓	<A			<A		
	Budget plan to support delivery of academy key priorities: agree						✓	<A>	<A
	Trust's staffing structure: agree		✓	<A	<A	<A	<A		
	Academy staffing structure: agree						✓	<A>	<A

Area	Decision	Delegation							
		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
Holding to account									
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓		<A>	✓	<A>
	Reporting arrangements for progress on key priorities: agree		✓	<A>	<A>		<A>	✓	<A>
	Performance management of the Chief Executive Officer: undertake		✓						
	Performance management of academy HT : undertake						✓	<A>	
	Trustee monitoring: agree arrangements		✓				<A>		
	Academy LGB member monitoring: agree arrangements							✓	<A>
	Academy LGB overall performance monitoring: agree arrangements		✓				<A>		
	Disciplinary procedures of member of academy staff							✓	<A>
	Disciplinary procedures of Academy head						✓	<A>	
	Disciplinary procedures of CEO		✓	<A>	<A>	<A>			

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		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
Ensuring financial probity									
Ensuring financial probity	Appoint Chief financial officer for delivery of trusts detailed accounting processes		✓	<A			<A		
	Trust's scheme of financial delegation: establish and review		✓	✓		<A	<A		
	Academy's scheme of financial delegation: establish and review		✓	<A		<A	<A		
	External auditors' report: receive and respond		✓	<A		<A	<A>	✓	<A
	CEO pay award: agree		✓	<A					
	Academy HT pay award: agree						✓	<A	
	Staff appraisal procedure and pay progression: review and agree		✓				✓		
	Benchmarking and trust wide value for money: ensure robustness			✓			<A		
	Benchmarking an academy value for money: ensure robustness							✓	<A

Area	Decision	Delegation							
		Members	Trust Board (TB)	TB Finance Committee	TB Standards Committee	TB Audit & Risk Committee	CEO	Academy Local Governing Body	Academy HT
	Develop trust wide procurement strategies and efficiency savings programme					A>	✓	<A	<A
	Review and approve trust wide procurement strategies and efficiency savings programme			✓		<A			