DATED 2021

ELSTON HALL LEARNING TRUST (1)

and

PHEASEY PARK FARM PRIMARY SCHOOL AND EARLY YEARS CENTRE (2)

SCHEME OF DELEGATION

HOWES PERCIVAL

CAMBRIDGE • LEICESTER • MANCHESTER • MILTON KEYNES • NORTHAMPTON • NORWICH

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This Deed is dated 2021

PARTIES

(1) **ELSTON HALL LEARNING TRUST** incorporated and registered in England and Wales with company number 09780473 whose registered office is at Elston Hall Primary School, Stafford Road, Fordhouses, Wolverhampton, West Midlands, WV10 6NN (the "**Company**"); and

(2) **THE GOVERNORS OF PHEASEY PARK FARM PRIMARY SCHOOL AND EARLY YEARS CENTRE** (which are individually referred to in this agreement as a Governor (of any type) and collectively referred to as "**Governors**" or as the "**Local Governing Board**". Those terms shall include all successor, replacement and additional Governors of Pheasey Park Farm Primary School and Early Years Centre).

BACKGROUND

(A) As a charity and company limited by guarantee, the Company is governed by a Board of Trustees (the "**Trustees**") who are responsible for, and oversee, the management and administration of the Company and the academies run by the Company. Pheasey Park Farm Primary School and Early Years Centre (the "**Academy**") is one of the academies.

(B) The Trustees are accountable to external government agencies including the Charity Commission, the Department for Education, Ofsted and the Education Funding Agency (including any successor bodies) for the quality of the education and proper financial management they provide and they are required to have systems in place through which they can assure themselves of quality, safety and good practice.

(C) In order to discharge these responsibilities, the Trustees appoint people who are more locally based to serve on a board (the "**Local Governing Board"**) which has been established to ensure the good governance of the Academy.

(D) This document (referred to as the "**Deed**" or the "**Scheme**") explains the ways in which the Trustees fulfil their responsibilities for the leadership and management of the Academy, the respective roles and responsibilities of

the Trustees and the Governors and the commitments to each other to ensure the success of the Academy.

(E) This Scheme has been put in place by the Trustees from the date set out at the top of page 1 of this Scheme (the "**Effective Date**") in accordance with the provisions of the Company's Articles of Association (the "**Articles**") and it should be read in conjunction with those Articles. References in this Scheme to numbered Articles are to the relevant clause of the Articles.

1 AGREED TERMS

1.1 From the Effective Date, Pheasey Park Farm Primary School and Early Years Centre is an Academy established by the Company (the "**Academy**") and the persons listed in Schedule 1 of this Scheme are the first Governors appointed to serve on the Local Governing Board for Pheasey Park Farm Primary School and Early Years Centre.

1.2 This Scheme is a binding legal agreement between the Company and the Governors of the Academy setting out their respective roles and responsibilities and the commitments to each other to ensure the success of the Academy.

1.3 Each of the Governors hereby acknowledges that they have been provided with and have read and understood the terms of:

1.3.1 the Articles, a copy of which is annexed as Annexure 1 to this Scheme;

1.3.2 the Master Funding Agreement, a copy of which is annexed as Annexure 2 to this Scheme;

1.3.3 the Supplemental Funding Agreement applicable to the Academy, a copy of which is annexed as Annexure 3 to this Scheme;

1.3.4 the Deed of Agreement and Indemnity entered into by the Company and Walsall Metropolitan Borough Council, a copy of which is annexed as Annexure 4 to this Scheme (the "**Agreement**"); and

1.3.5 the Company's governance structure document effective from 1 October 2015, as amended or updated by the Trustees from time to time, a copy of

which is annexed as Annexure 5 to this Scheme (the "**Governance Structure Document**").

1.4 Each of the Governors agrees to comply with the terms of the documents listed in clauses 1.3.1 and 1.3.5 inclusive and this Scheme throughout the term of their appointment to the Local Governing Board and shall use all reasonable endeavours to carry out and comply with the policies (including the Policies referred to in clause 6.2 of this Scheme), and all directions and instructions issued by the Chief Executive Officer and Trustees and further agree that they shall not, whether by their acts or omissions, do anything to put the Trustees in breach of their obligations under these documents insofar as their terms are applicable to the Academy.

1.5 Any conflict between the terms of this Scheme or any of the documents listed in clauses 1.3.1 and 1.3.5 inclusive shall be determined by the Trustees acting in the best interests of the Company as a whole.

1.6 Clause, schedule, annexure and paragraph headings shall not affect the interpretation of this Scheme.

1.7 A **person** includes a natural person, corporate or unincorporated body (whether or not having separate legal personality) and that person's legal and personal representatives, successors and permitted assigns.

1.8 The schedules, annexes and background form part of this Scheme and shall have effect as if set out in full in the body of this Scheme. Any reference to this Scheme includes the schedules, annexes and background.

1.9 Words in the singular shall include the plural and vice versa.

1.10 A reference to a statute or statutory provision is a reference to it as it is in force for the time being, taking account of any amendment, extension, or re-enactment and includes any subordinate legislation for the time being in force made under it.

1.11 A reference to **writing** or **written** includes faxes but not e-mail.

1.12 Any obligation in this Scheme on a person not to do something includes an obligation not to agree, allow, permit or acquiesce in that thing being done.

1.13 References to clauses, schedules and annexes are to the clauses, schedules and annexes of this Scheme.

2 ETHOS AND MISSION STATEMENT

2.1 The Company's mission is as follows:

Elston Hall Learning Trust; Supporting Learning - Inspiring Achievement.

2.2 The Academy will work in partnership with other schools, including those within the Company and the wider community, to provide high expectations, high aspirations and high achievement.

2.3 This mission is pursued through the Academy's interaction with all other academies in the Company, families, the wider educational community and society at large.

2.4 The Academy shall collaborate with other academies in the Company and also co-operate with other local schools, charities, statutory bodies and educational bodies in accordance with the Articles.

3 TRUSTEES' POWERS AND RESPONSIBILITIES

3.1 The Trustees of the Company (referred to in this Scheme as the "**Trustees**") have overall responsibility and ultimate decision making authority for all the work of the Company, including the establishing and running of schools and in particular the Academy. This is largely exercised through strategic planning and the setting of policy. It is managed through business planning, monitoring of budgets, performance management, the setting of standards and the implementation of quality management processes. The Trustees have the power to direct change where required.

3.2 The Trustees have a duty to act in the fulfilment of the Company's objects as set out in the Articles.

3.3 The Trustees will have regard to the interests of the other academies for which the Company is responsible in deciding and implementing any policy or exercising any authority in respect of the Academy.

3.4 Article 100 provides for the appointment by the Trustees of committees to whom the Trustees may delegate certain of the functions of the Trustees.

In further recognition of the Trustees' power to delegate under Article 105 and subject to the terms of this Scheme, responsibility for the running of the Academy from the Effective Date will be delegated to the committee established by this Scheme which shall be known as Local Governing Board of the Academy.

3.5 The constitution, membership and proceedings of the Local Governing Board is determined by the Trustees and this Scheme expresses such matters as well acknowledges the authority delegated to the Local Governing Board in order to enable the Local Governing Board to run the Academy and fulfil the Academy's mission.

4 CONSTITUTION OF THE LOCAL GOVERNING BOARD

4.1 Governors

4.1.1 The number of members who shall sit on the Local Governing Board as Governors shall not be less than 3 and no more than 12.

4.1.2 The Local Governing Board shall have the following members:

4.1.2.1 up to 2 Staff Governors, appointed under clause 4.2.3;

4.1.2.2 a minimum of 2 Parent Governors elected or appointed under clause 4.2.8;

4.1.2.3 1 head teacher or head of school from each Academy (the "**Head Teacher/Head of School**").

4.1.3 The Local Governing Board may also have up to 6 Community Governors providing an appointment would not make the total number of Governors more than 12 under clause 4.3.1.

4.1.4 Subject to prior notification being provided to the Chairperson of the Local Governing Board, the Trustees (all or any of them) shall also be entitled to serve on the Local Governing Board and attend any meetings of the Local Governing Board. Any Trustee attending a meeting of the Local Governing Board shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Board.

4.1.5 Each person appointed or elected to be a Governor of any type shall prior to taking up his position as a Governor and voting on any matter at a meeting of the Local Governing Board either execute this Scheme as a deed in the case of the original appointees as Governors or enter into a

deed of adherence in such form as the Board of Trustees may reasonably require any subsequent appointed or elected Governor to become a party to, and to be bound by the terms of, this Scheme (the "**Deed of Adherence**").

4.2 **Appointment of members of the Local Governing Board**

4.2.1 The Local Governing Board shall be established by the Trustees and the first Governors will be appointed by the Trustees.

4.2.2 At any time the Trustees may appoint Community Governors to the Board providing that the total number of Governors does not exceed 12.

4.2.3 **Staff Governors**

4.2.4 The Trustees may appoint up to 2 persons who are employed at the Academy to serve on the Local Governing Board as Staff Governors through such process as they may determine.

4.2.5 the Head Teacher/Head of School shall be treated for all purposes as being ex officio members of the Local Governing Board.

4.2.6 **Parent Governors**

4.2.7 The Parent Governors of the Local Governing Board shall be elected by parents of registered pupils at the Academy and he or she must be a parent of a pupil at the Academy at the time when he or she is elected, or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age can be appointed by the Trustees.

4.2.8 The Trustees shall make all necessary arrangements for, and determine all other matters relating to, the appointment of the Parent Governors of the Local Governing Board, including any question of whether a person is a parent of a registered pupil at the Academy.

4.2.9 The first Parent Governors and Staff Governor(s) of the Local Governing Board shall be selected by the Trustees.

4.3 **Community Governors**

4.3.1 The Local Governing Board may appoint up to 6 Community Governors which must then be approved by the Trustees. Trustees may also appoint Community Governors directly providing that any appointment would not cause the total number of Governors to exceed 12.

4.4 **Term of office**

4.4.1 The term of office for any person serving on the Local Governing Board shall be 4 years, save that this time limit shall not apply to the Head Teacher/Head of School who shall be ex officio members of the Local Governing Board by virtue of their respective offices. Subject to remaining eligible to be a particular type of member on the Local Governing Board, any person may be re-appointed or re-elected (including being "Co-opted" again) to the Local Governing Board.

4.5 **Resignation and removal**

4.5.1 A person serving on the Local Governing Board shall cease to hold office if he resigns his office by notice to the Local Governing Board (but only if at least 3 persons will remain in office when the notice of resignation is to take effect).

4.5.2 A person serving on the Local Governing Board shall cease to hold office if he is removed by the person or persons who appointed him. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a person who serves on the Local Governing Board by a person or persons who appointed him, any failure to uphold the values of the Company and/or the Academy or to act in a way which is appropriate in light of this Scheme will be taken into account. A person may also be removed by the Trustees but only after the Trustees have given due regard to any representations by the Local Governing Board.

4.5.3 If any person who serves on the Local Governing Board in his capacity as an employee at the Academy ceases to work at the Academy then he shall be deemed to have resigned and shall cease to serve on the Local Governing Board automatically on termination of his work at the Academy.

4.6 **Disqualification of members of the Local Governing Board**

4.6.1 No person shall be qualified to serve on the Local Governing Board unless he is aged 18 or over at the date of his election or appointment. No current pupil of the Academy shall be entitled to serve on the Local Governing Board.

4.6.2 A person serving on the Local Governing Board shall cease to hold office if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.

4.6.3 A person serving on the Local Governing Board shall cease to hold office if he is absent without the permission of the Chairperson of the Local Governing Board from all the meetings of the Local Governing Board held within a period of 6 months and the Local Governing Board resolves that his office be vacated.

4.6.4 A person shall be disqualified from serving on the Local Governing Board if:

4.6.4.1 his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or

4.6.4.2 he is the subject of a bankruptcy restrictions order or an interim order.

4.6.5 A person shall be disqualified from serving on the Local Governing Board at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Trustees Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).

4.6.6 A person serving on the Local Governing Board shall cease to hold office if he would cease to be a Trustee by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision).

4.6.7 A person shall be disqualified from serving on the Local Governing Board if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of

the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.

4.6.8 A person shall be disqualified from serving on the Local Governing Board at any time when he is:

4.6.8.1 included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or

4.6.8.2 disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or

4.6.8.3 barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).

4.6.9 A person shall be disqualified from serving on the Local Governing Board if he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.

4.6.10 A person shall be disqualified from serving on the Local Governing Board where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 72 of the Charities Act 1993.

4.6.11 After the Academy has opened, a person shall be disqualified from serving on the Local Governing Board if he has not provided to the Chairperson of the Local Governing Board a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the Chairperson or the Head Teacher/Head of School confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall

be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.

4.6.12 Clause 4.6 and clause 4.5 shall also apply to any member of any committee or delegate of the Trustees including the Local Governing Board who is not a Trustee or a Governor (as applicable).

5 DELEGATED POWERS

5.1 Subject to the provisions of the Companies Act 2006, the Articles and to any directions given by the Members of the Company by special resolution, the Trustees may delegate functions to the Local Governing Board who may exercise the powers of the Company in so far as they relate to the Academy, in accordance with the terms of this Scheme. The Trustees delegated powers are set out in Schedule 3. This is divided into four sections: Strategy & Leadership, Education & Curriculum, Financial and HR & Operations.

FINANCE AND GENERAL PURPOSES COMMITTEE AND AUDIT AND RISK COMMITTEE ("FGP&AA COMMITTEES")

5.2 **Finance**

5.2.1 In acknowledgement of the receipt by the Company of funds in relation to each Academy, provided by the Secretary of State, donated to the Company and generated from the activities of the Company, the Trustees delegate to the FGP&AA Committees (as applicable) the responsibility to manage and expend all monies received on account of each Academy for the purposes of the Academy. To manage and monitor any buy back amounts planned by each Academy in order to benefit all the Academies working collaboratively.

5.2.2 The accounts of the Company shall be the responsibility of the Trustees but the FGP&AA Committees (as applicable) shall provide such information about the finances of each Academy as often and in such format as the Trustees shall reasonably require.

5.2.3 The FGP&AA Committees (as applicable) 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, the Secretary of State and the Education Funding Agency.

5.2.4 The Chief Executive Officer will inform the FGP&AA Committees (as applicable) of any need for significant unplanned expenditure in excess of £10,000 and will discuss with the FGP&AA Committees (as applicable) to identify available funding.

5.2.5 The FGP&AA Committees (as applicable) shall develop appropriate risk management strategies and shall at all times adopt financial prudence in managing the financial affairs of the Company to ensure compliance with the Academies Financial Handbook and all government recommended policies and requirements in so far as these relate to the Academy.

5.2.6 The Company, the Local Governing Board and the FGP&AA Committees (as applicable) shall have the responsibility for the satisfaction and observance of all regulatory and legal matters, and shall do all such things as the Trustees may specify as being necessary to ensure that the Company is meeting its legal obligations.

5.2.7 The routine maintenance of the buildings and facilities used in respect of each Academy is the responsibility of the Local Governing Board, whilst any material developments or proposed material capital expenditure shall be the responsibility of the Trustees and/or the FGP&AA Committees (as applicable) (where responsibility has been delegated to the FGP&AA Committees (as applicable) and LGB), 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 Company (and/or any others) as tenant to the owners of such buildings and facilities.

5.2.8 The insurance arrangements for the land and buildings used by the Academy will be the responsibility of the Trustees who shall recover the costs from the budget delegated to the Local Governing Board.

5.2.9 The undertaking of any activities which may be described as part of the Academy's "extended schools' agenda" or any designed to generate business income shall be the responsibility of the Local Governing Board and the FGP&AA Committees (as applicable) save that such activities shall only be undertaken in a manner consistent with any policy set by the

Trustees and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of the Company's charitable objects and any threat to funding provided by the Secretary of State.

6 OPERATIONAL MATTERS

6.1 The Local Governing Board shall comply with the obligations set out in Schedule 2 which deals with the day to day operation of the Local Governing Board.

6.2 The Local Governing Board will adopt and will comply with all policies that are approved by the Trustees and adopted by the Company from time to time (collectively the "**Policies**").

6.3 All of the Governors 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.

6.4 The Local Governing Board will review its policies and practices on a regular basis, having regard to recommendations made by the Chief Executive Officer and where appropriate the Trustees from time to time, in order to ensure that the governance of the Academy is best able to adapt to the changing educational, political, and legal environment.

6.5 The Local Governing Board shall provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees may require from time to time.

6.6 The Local Governing Board shall submit to any inspections by the Chief Executive Officer and Trustee of Finance and Operations and any inspections pursuant to section 48 of the Education Act 2005 to assess how well the Academy is being managed in light of the additional responsibilities and expectations of schools which are academies.

6.7 The Local Governing Board 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 or their Ofsted judgement is category 3 or 4 and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Local Governing Board under this Scheme in such circumstances.

7 REVIEW

7.1 This Scheme shall operate from the Effective Date in respect of the named Academy.

7.2 Notwithstanding this being the first Scheme to apply in respect of the Academy, the Trustees will have the absolute discretion to review this Scheme at least on an annual basis and to alter any provisions of it.

7.3 In considering any material changes to this Scheme or any framework on which it is based, the Trustees will consider the interests of the Company as a whole.

8 WAIVER

8.1 A waiver of any right or remedy under this Scheme is only effective if given in writing and shall not be deemed a waiver of any subsequent breach or default. A failure or delay by a party to exercise any right or remedy provided under this Scheme or by law shall not constitute a waiver of that or any other right or remedy, nor shall it preclude or restrict any further exercise of that or any other right or remedy.

8.2 No single or partial exercise of any right or remedy provided under this Scheme or by law shall preclude or restrict the further exercise of any such right or remedy.

9 SEVERANCE

9.1 If any provision of this Scheme (or part of any provision) is found by any court or other authority of competent jurisdiction to be invalid, illegal or unenforceable, that provision or part-provision shall, to the extent required, be deemed not to form part of the Scheme, and the validity and enforceability of the other provisions of this Scheme shall not be affected.

9.2 If a provision of this Scheme (or part of any provision) is found to be illegal, invalid or unenforceable, the provision shall apply with the minimum modification necessary to make it legal, valid and enforceable.

10 RIGHTS OF THIRD PARTIES

10.1 A person who is not a party to this Scheme shall not have any rights under or in connection with it.

11 NOTICES

11.1 Any notice given to a party under or in connection with this Scheme shall be in writing and shall be:

11.1.1 delivered by hand or by pre-paid first-class post or other next working day delivery service at the address of the relevant party as stated at the beginning of this Scheme or such other address as the relevant party may provide to the other party in writing from time to time;

11.2 or sent by fax to the fax number provided by the relevant party to the other party in writing from time to time.

11.3 Any notice shall be deemed to have been received:

11.3.1 if delivered by hand, on signature of a delivery receipt;

11.3.2 if sent by pre-paid first-class post or other next working day delivery service, at 9.00 am on the second Business Day after posting; and

11.3.3 if sent by fax, at 9.00 am on the next Business Day after transmission.

11.4 For the avoidance of doubt, "writing" shall not include e-mail for the purposes of this clause.

12 GOVERNING LAW AND JURISDICTION

12.1 This Scheme and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims), shall be governed by, and construed in accordance with, the law of England and Wales.

12.2 The parties irrevocably agree that the courts of England and Wales shall have exclusive jurisdiction to settle any dispute or claim that arises out of or in connection with this Scheme or its subject matter or formation (including non-contractual disputes or claims).

This Scheme has been entered into as a Deed on the date stated at the beginning of it.

SCHEDULE 1

LIST OF GOVERNORS

PHEASEY PARK FARM PRIMARY SCHOOL AND EARLY YEARS CENTRE

Susan Arnold ex officio (Headteacher)
Sophie Hay
Tony Orbell
Amy Hall
Ritchie Doidge
Kelly Bill
Tina Hart

SCHEDULE 2

FUNCTIONING OF THE LOCAL GOVERNING BOARD

1. **CHAIRPERSON OF THE LOCAL GOVERNING BOARD**

1.1 The Governors shall appoint the Chairperson of the Local Governing Board (the "**Chairperson**"). Subject to paragraphs 1.2 and 1.3 below, the Chairperson may be appointed for between 1 and 4 years, to be determined by the Local Governing Board at the time of election.

1.2 The Chairperson may at any time resign his office by giving notice in writing to the Local Governing Board.

1.3 The Trustees may remove the Chairperson from office by passing a board resolution with a simple majority, provided that it is in the best interests of the Company to do so.

2. **CONFLICTS OF INTEREST**

2.1 Any member of the Local Governing Board who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a member of the Local Governing Board shall disclose that fact to the Local Governing Board as soon as he becomes aware of it. A person must absent himself from any discussions of the Local Governing Board in which it is possible that a conflict will arise between his 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).

2.2 For the purpose of paragraph 2.1, a person has a Personal Financial Interest if he is in the employment of the Company or is in receipt of remuneration or the provision of any other benefit directly from the Company or in some other way is linked to the Company or the Academy.

2.3 Any disagreement between the members of the Local Governing Board and the Chief Executive Officer / Head Teacher/Head of School or any subcommittee shall be referred to the Trustees for their determination.

3. **THE MINUTES**

3.1 The minutes of the proceedings of a meeting of the Local Governing Board shall be drawn up and entered into a book kept for the purpose by the person authorised to keep the minutes of the Local Governing Board; and shall be signed (subject to the approval of the members of the Local Governing Board) at the same or next subsequent meeting by the person acting as Chairperson thereof. The minutes shall include a record of:

3.1.1 All appointments of officers made by the Local Governing Board; and

3.1.2 All proceedings at meetings of the Local Governing Board including the names of all persons present at each such meeting.

3.2 The Chairperson shall ensure that copies of minutes of all meetings of the Local Governing Board (or of any subcommittees of the Trustees as the Trustees shall from time to time notify) shall be provided to the Trustees.

4. COMMITTEES

4.1 The Trustees shall create such subcommittees of the Trustees as they see fit to ensure that the Company and the Local Governing Board are managed and operate in an effective manner including but not limited to a subcommittee for Audit, Finance and Premises and Staff and Safeguarding.

4.2 The Trustees may elect an interim advisory board that shall, at its discretion, determine the constitution, membership and proceedings of the Local Governing Board and any subcommittee. The establishment, terms of reference, constitution and membership of any subcommittee shall be reviewed by the Trustees and the interim advisory board at least once in every six months.

4.3 The Trustees will regularly review the performance of the Academy and will make such recommendations and take such actions as they deem appropriate, as permitted by law, to ensure that the standards of the Academy improve.

4.4 Any dispute in relation to clauses 4.2 or 4.3 above shall be determined by the Trustees, in their absolute discretion, acting in accordance with the best interests of the Company as a whole.

5. DELEGATION

5.1 Where any power or function of the Trustees or the Local Governing Board is exercised by any subcommittee, any Trustee or member of the Local Governing Board, the Head Teacher/Head of School or any other holder of an executive office, that person or subcommittee shall report to the Local Governing Board in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Local Governing Board immediately following the taking of the action or the making of the decision.

6. MEETINGS OF THE LOCAL GOVERNING BOARD

6.1 Subject to this Scheme and the provisions of the Governance Structure Document, the Local Governing Board may regulate its proceedings as the members of the Local Governing Board think fit. Any holder of an executive office, including the Chief Executive Officer can attend any meetings of the Local Governing Board.

6.2 The Local Governing Board shall meet at least three times in every school year. Meetings of the Local Governing Board shall be convened by the clerk to the Local Governing Board. In exercising his functions under this Scheme the clerk shall comply with any direction:

6.2.1 Given by the Chief Executive Officer and the Trustee of Finance and Operations or the Local Governing Board;

6.2.2 given by the Chairperson of the Local Governing Board, in so far as such direction is not inconsistent with any direction given as mentioned in clause 6.2.1 above; or

6.2.3 Given by the Chief Executive Officer.

6.3 Any three members of the Local Governing Board may, by notice in writing given to the clerk, requisition a meeting of the Local Governing Board; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.

6.4 Each member of the Local Governing Board shall be given at least seven clear days before the date of a meeting:

6.4.1 notice in writing thereof, signed by the clerk, and sent to each member of the Local Governing Board and any other holder of an executive office at the address provided by each member and any other holder of an executive office from time to time;

6.4.2 A copy of the agenda for the meeting,

provided that where the Chairperson so determines, on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.

6.5 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.

6.6 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Board shall not be proposed at a meeting of the Local Governing Board unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

6.7 A meeting of the Local Governing Board shall be terminated forthwith if:

6.7.1 The Governors so resolve; or

6.7.2 The number of members present ceases to constitute a quorum for a meeting of the Local Governing Board in accordance with clause 6.10 of this Schedule 2.

6.8 Where in accordance with clause 6.7 of this Schedule 2 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the clerk as soon as is reasonably practicable, but in any event within fourteen days of the date on which the meeting was originally to be held or was so terminated.

6.9 Where the Local Governing Board resolves in accordance with clause 6.7 of this Schedule 2 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Board shall before

doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and they shall direct the clerk to convene a meeting accordingly.

6.10 The quorum for a meeting of the Local Governing Board, and any vote on any matter thereat, shall be any three of the members of the Local Governing Board, or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office on the Local Governing Board at the date of the meeting.

6.11 The Local Governing Board may act notwithstanding any vacancies on its board, but, if the number of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.

6.12 Subject to this Scheme, every question to be decided at a meeting of the Local Governing Board shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Local Governing Board shall have one vote.

6.13 Where there is an equal division of votes, the Chairperson of the meeting shall have a casting vote in addition to any other vote he may have.

6.14 The proceedings of the Local Governing Board shall not be invalidated by:

6.14.1 Any vacancy on the board; or

6.14.2 Any defect in the election, appointment or nomination of any person serving on the Local Governing Board.

6.15 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Board or of a subcommittee of the Trustees, shall be valid and effective as if it had been passed at a meeting of the Local Governing Board or (as the case may be) a subcommittee of the Trustees duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Board and may include an electronic communication by or on behalf of the Local Governing Board indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Board in writing of the email

address or addresses which the member will use.

6.16 Subject to clause 6.16 below, the Local Governing Board shall ensure that a copy of:

6.16.1 The agenda for every meeting of the Local Governing Board;

6.16.2 The signed minutes of every such meeting; and

6.16.3 Any report, document or other paper considered at any such meeting subject to any applicable confidentiality laws,

are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.

6.17 There may be excluded from any item required to be made available in pursuance of clause 6.16 above, any material relating to:

6.17.1 A named teacher or other person employed, or proposed to be employed, at the Academy;

6.17.2 A named pupil at, or candidate for admission to, the Academy; and

6.17.3 Any matter which, by reason of its nature, the Local Governing Board is satisfied should remain confidential.

6.18 Any member of the Local Governing Board shall be able to participate in meetings of the Local Governing Board by telephone or video conference provided that:

6.18.1 he has given notice of his intention to do so detailing the telephone number on which he can be reached and/or appropriate details of the video conference suite from which he shall be taking part at the time of the meeting at least 48 hours before the meeting;

6.18.2 The Local Governing Board has access to the appropriate equipment; and

6.18.3 If after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference the meeting may still proceed with its business provided it is otherwise quorate.

7. **INDEMNITY**

7.1 Subject to the provisions of the Companies Act 2006, every Governor or other officer or auditor of the Company acting in relation to the Academy shall be indemnified out of the assets of the Company against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted, or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Company.

SCHEDULE 3

DELEGATED POWERS

STRATEGY AND LEADERSHIP				
	Trustees	**CEO**	**LGB**	**Headteacher**
Set strategic objectives of the Trust & Academy	Has primarily responsibility to ensure that the task is completed – for the Trust & Academy and determining how the Trust action should be taken and/or Academies should undertake the task.	Develop proposals – in the case of the Academy in consultation with LGB & Headteacher	Recommend how it should be completed in relation to the Academy to the Board, CEO and/or Head	Should be consulted – in the case of the Academy
Develop the character, mission & ethos of Trust & Academy	Has primarily responsibility to ensure that the task is completed – for the Trust and Academy and determining how the Trust action should be taken and/or Academies should undertake the task.	Develop proposals – for the Trust Consult – for the Academy	Undertaking and reporting on delivery	Recommend how it should be completed – for the Academy
Deliver strategic objectives of the Trust & Academies	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactory	Undertaking and reporting on delivery	Review the head and his/her leadership team if it is being carried out satisfactory	Undertaking at Academy level and reporting on its delivery

Scrutiny: Performance – review & challenge progress of the Trust against its strategic objectives and KPI's	Review progress of the Trust & Academy	Report on the delivery of task to the Board and/or LGB (as appropriate) Review – reports from the LGB's/Headteachers	Review progress of the Academy Report on progress to the CEO & Board	Report on progress of the Academy to the LGB
Scrutiny: Ethos – operation of the Trust & Academies against the agreed character, mission & ethos	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Report on the delivery of task to the Board and/or LGB (as appropriate)	Review the Head and his/her leadership if it is being carried out	Report to the CEO and/or LGB (as appropriate) on the delivery of task
Compliance: Funding Agreement – comply with all obligations including the Academies Financial Handbook	Review the CEO and/or LGB (as appropriate) if it is being carried out	Undertaking at Trust level and reporting on its delivery	Will comply with the agreed policies and procedures	Will comply with the agreed policies and procedures
STRATEGY AND LEADERSHIP				
	Trustees	**CEO**	**LGB**	**Headteacher**
Compliance: Regulatory – with all regulations affecting the Trust	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking at Trust level and reporting on delivery	Review the Head and his/her leadership if it is being carried out satisfactorily	Undertaking at Academy level

(including all charity law, company law, employment law and health and safety		Report on the delivery of the task to Board		Report on delivery of task to LGB & CEO
Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds	Has primarily responsibility to ensure that policies are completed to ensure compliance and report on delivery And review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking at Trust level and reporting on delivery Report – to Board	Review the Head and his/her leadership team if task is being carried out satisfactorily	Undertaking at Academy level and reporting on delivery Report to LGB & CEO
Compliance – completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions	Has primarily responsibility to ensure that policies are completed to ensure compliance and report on delivery Has the responsibility for undertaking the task and reporting on delivery		Undertaking and reporting on delivery	
Trust Risk Register	Review the CEO and/or LGB (as appropriate) if delivery is being carried out satisfactorily	Undertaking and reporting on its delivery – management of corporate risk register	Review the Head and his/her leadership team if it is being carried out satisfactorily - Academy risk register	Has the responsibility for undertaking and reporting on its delivery – management of Academy risk register
Appointments of Trustees and Governors – ensuring	Has primarily responsibility to ensure that the task is completed and determining how the Trust action	Report - to the Board on the performance of the LGBs	Review procedures for the election of staff and parent governors of the LGB	

processes in place for appointment of trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)	should be taken and/or Academies should undertake the task - policies and criteria for the selection of Trustees and Governors Review – the Board's own performance	Review – annually the size, structure and composition and skill Determines of LGBs	Review – own performance	

STRATEGY AND LEADERSHIP				
	Trustees	**CEO**	**LGB**	**Head teacher**
	Review – Performance of the LGBs	Recommend how it is to be carried out – if appropriate changes to the size and composition of the LGBs		
Register of Interests	Undertaking and reporting on its delivery		Undertaking and reporting on its delivery	
Appointment of Clerk – Board and LGBs	Undertaking and reporting on its delivery on – appointing the clerk to the Board & LGBs		Should be consulted – in connection with the appointment of the LGB clerk	

Policies – review and approval of Trust Wide Policies (including admissions, DBS, charging and remissions policies, health & safety and safeguarding)	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task.	Undertaking and reporting on its delivery on – presenting polices to the Board for approval Report – material non-compliance to the Board	Review the Head and his/her leadership team if it is being carried out on – all policies approved by the Board and Academy specific policies	Undertaking and reporting on its delivery in relation to – presenting Academy specific policies for approval by the LGB Report noncompliance to the LGB and the CEO
Prepare terms of reference for LGB's and Committees	Undertaking and reporting on its delivery Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily – annually	Develop proposals for discussion and approval	Should be consulted	
Training programme for trustees and governors	Undertaking and reporting on its delivery	Develop proposals for discussion and approval	Undertaking and reporting on its delivery	Should be consulted

EDUCATION AND CURRICULUM				
				Head teacher

Academy Development Plan - for each Academy in line with strategic aims of the Trust	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task in relation to the Academy Development Plan in consultation with the appropriate LGB	Undertaking and reporting on its delivery– drafting and agreeing the Academy Development Plan	Recommend – Academy Development Plan to the Board	Work with the CEO in producing the Academy Development Plan Review if the Academy Development Plan is being carried out
Key Performance Indicators – setting and reviewing performance of the Trust & the Academies	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task – Trust wide and Academy KPIs Review performance against KPIs	Consult with the LGBs and propose KPIs to the Board Receive reports - from the LBGs and report performance of the LGBs against KPIs	Recommend – targets for performance of the Academy to the CEO Review – performance of the Academy and report to the CEO Undertaking and reporting on its delivery on – holding leadership to account for delivery against KPIs	Undertaking and reporting on its delivery on – performance of the Academy against KPIs Report performance of the Academy to LGB

EDUCATION AND CURRICULUM				
	Trustees	**CEO**	**LGB**	**Headteacher/Head**

Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes	Review the work of the CEO	Supporting the Academies and intervening where appropriate	Review the Head and his/her leadership team if it is being carried out satisfactorily - at the Academy	Review management of staff to ensure teaching and learning objectives are met Report on the delivery of strengths and concerns in the quality of teaching to LGB
Curriculum – setting the curriculum for the Academies and reviewing its effectiveness	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task - curriculum and Standards Review effectiveness of the curriculum across Trust	Undertaking and reporting at Trust level on its delivery Recommend to the Board and/or LGB (as appropriate)	Should be consulted Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Academy level
Curriculum - ensuring that the legal requirements for children with special needs are met and that they are given support for learning.			Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Academy level
Pupil Premium – reviewing and challenging the value for money/ ROI of the Pupil	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactory	Report to Board effectiveness of use of the Pupil Premium across Trust	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should	Undertaking and reporting on its delivery at Academy level

Premium in terms of educational outcomes and narrowing the achievement gap			be taken and/or Academies should undertake the task & Review – how Pupil Premium is spent at the Academy	Report to the CEO and/or LGB (as appropriate) – on effectiveness of use of the Pupil Premium

EDUCATION AND CURRICULUM				
	Trustees	**CEO**	**LGB**	**Head teacher**
Collective worship arrangements for school without religious character			Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Academy level
Set admissions policy	Undertaking and reporting on its delivery	Develop proposals for discussion and approval		
Admission decisions			Undertaking and reporting on its delivery	Should be consulted
Review – considering and evaluating performance of the Academies by: • reviewing progress against agreed KPIs • holding each academy's leadership to account for academic	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Review the Head if it is being carried out satisfactorily	Undertaking and reporting on its delivery	Report on the delivery to the CEO and/or LGB (as appropriate)

performance, quality of care and quality of provision • monitoring the overall effectiveness and efficiency of leadership and management at the Academies • receiving reports on the quality of teaching and learning and making recommendations to the Board.				
Self-evaluation – carrying out the self-evaluation process and the areas for improvement with particular regard to outcomes and success criteria	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Should be Consulted	Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and ensuring on its delivery at Academy level
EDUCATION AND CURRICULUM				
	Trustees	**CEO**	**LGB**	**Head teacher**

Review priorities - considering the aims and priorities for raising standards of achievement in each of the Academies' strategic plans.	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactory	Should be consulted	Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and ensuring on its delivery at Academy level
Report – termly to Board on performance	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Review the Head if it is being carried out satisfactorily	Undertaking and ensuring on its delivery	Undertaking and ensuring on its delivery at Academy level
Student issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Review delivery	Receiving reports from the Headteacher Report any material issues to the Board and the CEO	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task on ensuring student issues are dealt with in accordance with Trust and Academy Policies Report to the LGB on any material issues
Academy Hours – setting the opening and closing times for the Academies	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task – in consultation with		Consult – with the Board	Comply with agreed policies and procedures

	LGBs			
Term Dates and length of school day	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task – in consultation with LGBs		Consult - with the Board	Comply with agreed policies and procedures
School lunch – ensure provided to appropriate nutritional standards			Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Academy level

EDUCATION AND CURRICULUM				
	Trustees	**CEO**	**LGB**	**Head teacher**
Provision of free school meals to those meeting criteria			Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery
Safeguarding – including enduing each Academy has	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Review the Head if it is being carried out satisfactorily	Undertaking and reporting on its delivery	Undertaking and reporting on its delivery at Academy level

appointed a Designated Safeguarding Lead, ensuring compliance with statutory guidance and maintenance of single central record.				
Stakeholder Engagement – • Promoting partnership working between parents/carers and the Academies to promote high standards of attendance, behaviour and learning by students. • Undertaking consultation with students, parents/carers and other stakeholders as part of a	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Should be consulted	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task	Undertaking and reporting on its delivery at Academy level

programme of regular self-evaluation by the Academies to assess its performance against its stated aims and objectives. • Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall student experience.				

EDUCATION AND CURRICULUM				
	Trustees	**CEO**	**LGB**	**Headteacher/Head**
Ofsted Inspections Trust Support –	Undertaking and reporting on its delivery	Undertaking and reporting on its delivery at Trust level	Should support when completing a task	Should support when completing a task

• Board will liaise with Oftsed where MAT is inspected it will assist with an Academy inspection. • CEO will ensure Trust is prepared for inspection and manage the process from a Trust perspective where the impact of the Trust is under review • CEO will support LGBs and Headteachers/Headteachers for individual Academy inspections				
Ofsted Inspections: Academies	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Should support when completing a task	Undertaking and reporting on its delivery	Undertaking and reporting on its delivery at Academy level

FINANCIAL				
	Trustees	**CEO**	**LGB**	**Headteacher/Head**
Appointment of the Audit & Risk Committee	Undertaking and reporting on its delivery			

Appointment of the Accounting Officer & Chief Financial Officer	Undertaking and reporting on its delivery	Undertaking and reporting on its delivery – the Accounting Officer role		
Recommend appointment of External Auditors to the Members	Undertaking and reporting on its delivery			
Appointment of the Internal Auditors	Undertaking and reporting on its delivery			
Approve Annual Accounts	Approve	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task on - arranging for auditing and filing of annual report and accounts	Comply with agreed policies and procedures by ensuring Academy keeps proper records and providing such information to assist the Trust in preparation of the Annual Accounts	
Scheme of Financial Delegation & Financial Policies – establishing of policies and procedures to ensure compliance with the Trust's financial and reporting requirements	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task.	Review compliance Report any issues or non-compliance to the Board Comply with agreed policies and procedures	Review compliance by the Academy Report any issues or non-compliance to the CEO Comply with agreed policies and procedures	Comply with agreed policies and procedures

FINANCIAL				
	Trustees	**CEO**	**LGB**	**Headteacher/Head**
Bank Accounts – authorising the establishment of bank accounts and approve bank mandates in the name of the Trust	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task	Recommend how it should be completed to the Board and/or LGB (as appropriate)		
Funding Model - agreeing a funding model across the Trust and develop an individual funding model for the Academies) so as to the secure the Trust's financial health in the short term and the long term	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task – in consultation with the LGBs	Recommend a funding model to the Board for Approval Review	Consult with the Board Review the Head and his/her leadership if compliance with the overall financial plan for the Academy is being carried out satisfactorily	Comply with agreed policies and procedures
Trust Annual Budget – formulating and setting the Trust wide budget	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task	Undertaking and reporting on the delivery of the preparation of Trust budget and present to the Board for approval		

	Approve – significant variances (as defined in the Scheme of Financial Delegation)	Review if submission of Trust budget to the EFA is being carried out satisfactorily		
Academy Annual Budgets – formulating and determining the proportion of the overall budget to be delegated to each Academy (including uses of contingency funds/ balances)	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task Approve – significant variances (as defined in the Scheme of Financial Delegation)	Undertaking and reporting on its delivery in relation to the preparation of Academy budgets in consultation with the LGBs and present to the Board for approval Review if submission of Academy budgets to the EFA is being carried out	Consult with CEO & CFO in respect of the Academy's requirements Comply with agreed policies and procedures Approve within permitted limits(as defined in the Scheme of Financial Delegation) any variances	Undertaking and reporting on its delivery – in consultation with CFO at Academy level Comply with agreed policies and procedures

FINANCIAL				
	Trustees	**CEO**	**LGB**	**Headteacher/Head**
Expenditure and ensuring delivery of Annual Budgets	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Report to the board any material issues with delivery against the Annual	Review the Head and his/her leadership team if it is being carried out satisfactorily	Report to the LGB any need for any matters of concern in respect of the Academy's annual budget

		Budget by the Academies Receive reports – on matters of concern in connection with compliance with the Annual Budgets	Report to the CEO any issues with expenditure or compliance with the Annual Budgets by the Academy	
Reporting: financial reporting and KPIs	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Trust level	Review the Head and his/her leadership team if task is being carried out satisfactorily	Undertaking and reporting its delivery at Academy level
Investments – agreeing the investment policy in line with the Academies Financial Handbook and the Scheme of Financial Delegation	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task.	Undertaking and reporting on its delivery at Trust level		

HR AND OPERATIONS

	Trustees	CEO	LGB	Headteacher
Appointing the CEO	Appoint			
Appointing the Headteachers at each Academy	Approve – in consultation with the CEO/ LGBs	Recommend on – sit on appointment panel along with, Trustee & [two] representatives of the relevant LGB	Recommend on – [two representatives] to sit on the appointment panel with the CEO & a Trustee	
Appointing of cross-Trust Staff (in line with recruitment policy)	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Appoint and report to the Board		
Appointing Academy SLT (excluding Headteacher/Head)		Should be consulted	Appoint and report to the Board	Recommend to the CEO and/or LGB (as appropriate)
Appointing Academy Staff (excluding SLT & Headteacher/Head)			Appoint	Recommend to the CEO and/or LGB (as appropriate)
Establishing Trust wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task and	Comply with agreed policies and procedures	Review the Head and his/her leadership team if it is being carried out satisfactorily	Comply agreed policies and procedures

accordance with all appropriate regulations	review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily			
Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust's pay policy and all statutory regulations)	Review if it is being carried out satisfactorily – in respect of CEO Receive reports – in respect of appraisal arrangements and outcomes Review if it is being carried out satisfactorily – any appeals in respect of the Headteachers and cross academy staff	Review if is being carried out satisfactorily – in respect of Headteachers and cross Trust staff (and any appeals from Academy staff) Review the Head if it is being carried out satisfactorily – and Report – (annually) to the Board on appraisal arrangements and outcomes on the delivery	Assure – in respect of performance management of Headteacher Review the Head and his/her leadership team if any appeals respect of all other staff is being carried out satisfactorily	Review the Head if it is being carried out in respect of all other staff Report annually to the CEO on appraisal arrangements and outcomes
HR AND OPERATIONS				
	Trustees	**CEO**	**LGB**	**Headteacher**
Setting Terms and Conditions of Employment and Staff Handbook	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task and consider any proposals by LGBs to make amendments	Recommend to the Board and/or LGB (as appropriate)	Consult - report to Board on any suggested changes to the Academy's terms and conditions	Comply with agreed policies and procedures

Dismissing CEO, Headteachers/Headteachers, senior/ cross Trust staff (in accordance with the Trust disciplinary and capability policies)	Review the CEO and/or LGB (as appropriate) if is being carried out satisfactorily – in respect of the CEO	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily – in respect of Headteachers, cross academy staff and senior leadership teams of the Academies Report on any dismissals to the Board	Review if it is being carried out satisfactorily – in respect of the Headteacher of the Academy	
Dismissing all other staff (in accordance with the Trust disciplinary and capability policies)		Review the Head if it is being carried out satisfactorily Report on delivery of task– to the Board	Review the Head and his/her leadership team if it is being carried out satisfactorily (in consultation with the CEO) Report on delivery of task – to the CEO	Comply with agreed policies and procedures
Reviewing discipline and grievance policy	Review delivery	Recommend to the Board and/or LGB (as appropriate) how it should be carried out	Review the Head and his/her leadership team if it is being carried out satisfactorily in line with Trust policy	
Setting trust wide procurement policies (for suppliers including auditors, HR and payroll providers and	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should	Undertaking and reporting on its delivery at Trust level	Comply with agreed policies and procedures	Comply with agreed policies and procedures

solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy	be taken and/or Academies should undertake the task			

HR AND OPERATIONS				
	Trustees	**CEO**	**LGB**	**Headteacher**
Setting academy specific procurement policies – in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task	Review the Head if it is being carried out satisfactorily	Undertaking and reporting on its delivery– in accordance with Trust Policy	Make recommendations to the CEO and/or LGB as appropriate in relation to their Academy
Enter into contracts – up to limit of delegation set out in Scheme of Financial Delegation	Undertaking and reporting on its delivery	Undertaking and reporting on its delivery at Trust level	Review the Head and his/her leadership team if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Academy level
Determining and allocating central services provided to the Academies by the Trust	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies	Undertaking and reporting on its delivery on recommending the allocation of services to the Board	Should be consulted	Should be consulted

	should undertake the task (in consultation with the LGBs)			
Overseeing the effectiveness of services provided centrally by the Trust	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Report to Board on delivery	Report to the Board on delivery	
Asset and Premises Maintenance Strategy – determining use of Academies' premises and ensuring premises are adequately maintained	Has primarily responsibility to ensure that the task is completed determining how the Trust action should be taken and/or Academies should undertake the task on Trust wide policy	Make recommendation to the Board and/or LGB as appropriate	Has primarily responsibility to ensure that the task is completed determining how the Trust action should be taken and/or Academies should undertake the task on academy plan in accordance with Trust policy Review delivery of academy plan	Undertaking and reporting on its delivery at Academy level – in accordance with Academy policy
Acquiring and disposing of Trust land	Undertaking and reporting on its delivery	Make recommendations to the Board and/o LGB (as appropriate)		
Changing use of Assets	Undertaking and reporting on delivery on Trust wide activities		Recommend to the Board of any changes to fixed assets used by the Academy	
HR AND OPERATIONS				

	Trustees	CEO	LGB	Headteacher
Arranging insurance for the Trust	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Trust level		
Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking and reporting on its delivery on Trust wide activities	Comply with policies and procedures	Comply with policies and procedures
Information management – including adopting and following policies for information security and compliance with FoI and DPA legislation and maintaining accurate records (staff, student)	Has primarily responsibility to ensure that the task is completed and determining how the Trust action should be taken and/or Academies should undertake the task	Undertaking and reporting on its delivery at Trust level	Comply with policies and procedures	Comply with policies and procedures
Academy Prospectus		Review the Head if it is being carried out satisfactorily	Undertaking and reporting on its delivery	Recommend how it should be carried out

Trust Prospectus and website	Review the CEO and/or LGB (as appropriate) if it is being carried out satisfactorily	Undertaking and reporting on its delivery at Trust level		

ANNEXURE 1

ARTICLES

ANNEXURE 2

MASTER FUNDING AGREEMENT

ANNEXURE 3

SUPPLEMENTAL FUNDING AGREEMENT

ANNEXURE 4

DEED OF AGREEMENT AND INDEMNITY

ANNEXURE 5

GOVERNANCE STRUCTURE DOCUMENT

Executed as a Deed
for and on behalf of:
ELSTON HALL LEARNING TRUST

……
Trustee

In the presence of:
Witness: ……..
Witness Signature: …….
Address: ……..
……
Occupation: ……

Executed as a Deed by the Local Governing Board
acting by the Governors listed in Schedule 1

1……

2……

3……

4……

5……

6……

7……