

East Midlands Academy Trust

Scheme of Delegation 2023/2024

'Every child deserves to be the best they can be'

Scope: East Midlands Academy Trust & Academies within the Trust	
Version: V3	Filename: East Midlands Academy Trust Scheme of Delegation
Approval: Sept 2023 This SoD was ratified by the East Midlands Academy Trust Board of Trustees.	Next Review: July 2024 <i>This SoD will be reviewed annually by the Trust Board</i>
Owner: East Midlands Academy Trust Board of Trustees	Union Status: N/A

Revision History

RevisionDate	Revisor	Description of Revision
Sept 2023 – V3	A Rigler	Updated to reflect inclusion of Standards & Performance scrutiny into full board Update of COO to Deputy CEO
July 2022 – v2	M Juan	Updates to include: <ul style="list-style-type: none"> • Revision to further clarify the remit of the Local Advisory Board, incorporating the functions of the S&P committee to the full board • Revision to clarify delegated functions to CEO and Head of Governance regarding LAB appointments and creation of committees/panels.
April 2021 – v1	M Juan	New EMAT Scheme of Delegation issued to all LABs and Schools

EAST MIDLANDS ACADEMY TRUST: SCHEME OF DELEGATION AND TERMS OF REFERENCE

INTRODUCTION

East Midlands Academy Trust (“the Trust”) operates a family of schools¹. It is a company limited by guarantee and is an exempt charity which means that although it has the responsibilities that are placed upon charities it is not required to be registered with the Charity Commission or file documents there. The Trust is constituted under Articles of Association which set out the purposes (“Objects”) and powers of the Trust and how these are to be exercised. The Objects cannot be changed although they can be added to with the approval of the Secretary of State and the Charity Commission. The Objects are:-

to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum (“the mainstream Academies”) or educational institutions which are principally concerned with providing full- time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them (“the alternative provision Academies”) or 16 to 19 Academies offering a curriculum appropriate to the needs of its students (“the 16 to 19 Academies”) or schools specially organised to make special educational provision for pupils with Special Educational Needs (“the Special Academies”)

As a company limited by guarantee and to meet the requirements of company law the Trust has a dual governance level. It has

1. Members, the equivalent of shareholders in a commercial limited company, and
2. Trustees² who are the directors of the company and who together comprise the Trust Board (“TB”) and who report and are accountable to the Members. The TB has overall responsibility for the operation of the schools. It delegates functions that are specific to the individual schools to committees constituted as Local Governing Boards as prescribed by the Articles but described and referred to in this Scheme as Local Advisory Boards (“LAB”) and it delegates certain of its functions that relate to the Trust as a whole to other committees of the TB. The Chief Executive Officer (CEO) has delegated responsibility for the day to day operation of the Trust. The Chief Financial Officer (“DCEO”) – who has the job title of Deputy Chief Executive Officer – has delegated responsibility for all financial matters subject to any direction from the CEO. Each school has a Headteacher (“HT”) who reports to the CEO and has delegated responsibility for the operation of the individual school.
3. An LAB may, but need not, have Trustees as members and the power of the TB to appoint LAB members (who have full voting powers) is unrestricted. In addition, the TB may appoint additional members (“AM”) of other committees on such terms as it thinks appropriate. Such members may be permitted to vote but no vote may be taken unless a majority of those attending the meeting at which the vote is taken are Trustees.

¹ All schools within the Trust, including any free schools that may be formed, are academies but the Trust uses the term “school” rather than “academy”

² Trustees are the equivalent of governors in stand-alone maintained schools.

The Trust intends to operate on the basis that the LAB of schools that are graded Good or better by Ofsted will report directly to the CEO and the TB while schools that are graded below Good will normally be supported by an Academy Improvement Team (“AIT”) working under the overall direction of the CEO and the LAB will work with and report via the AIT. As and when further schools join the Trust their capacity will be assessed and where the school is graded below Good by Ofsted or the CEO acting reasonably considers that, if currently inspected, the school would not achieve a grade of Good or better an AIT will be set up. The existence of an AIT will be monitored at least annually and changes will be made where perceived to be necessary.

This document sets how those various responsibilities are delegated and how the various constituent parts of the Trust are required to operate. Appendix One shows the delegation process for a range of decisions that arise, Appendix Two identifies the policies that the Trust maintains, Appendix Three sets out the general requirements in relation to calling and attending meetings and voting, Appendix Four summarises the position relating to conflicts of interest and sets out the Nolan Principles and Appendix Five gives outline guidance on organisational aspects of governance.

The Trust Board reserves the right to review or remove any power or responsibility which it has delegated, in particular, in circumstances where serious concerns in the running of an academy (or academies) are identified. Trustees have the authority to amend this Scheme of Delegation at any time.

MEMBERS

The Members have overall nominal responsibility for the Trust but they exercise their functions through the TB. Each Member guarantees to contribute £10 if the Trust were to become insolvent and be wound up – that is the “guarantee” implied by the term “company limited by guarantee”.

The main powers and duties of the Members in broad terms are:

1. To appoint and remove Trustees taking account of the competencies required by the DfE Competency Framework accessible at <https://www.gov.uk/government/publications/governance-handbook>
2. Through a collaborative process to monitor and evaluate the performance of the TB
3. To maintain the Membership and to appoint Members
4. To approve any proposed changes to the Articles of Association
5. To receive the annual accounts of the Trust

TRUSTEES

The Trustees are the directors of the trust and have a similar role to governors in a local authority-maintained school. As company directors their duties are to:-

- act within their powers;
- promote the success of the company;
- exercise independent judgment;
- exercise reasonable care, skill and diligence;
- avoid conflicts of interest;
- not to accept benefits from third parties; and
- declare any interest in proposed transactions or arrangements

Appendix Five sets out the Nolan Principles of public life and what is required of Trustees and Local Governors in relation to conflicts of interest.

TRUST BOARD

The TB focuses on the three core functions of governance:

1. Ensuring clarity of vision, ethos and strategic direction;
2. Holding the CEO to account for the educational performance of the schools and their pupils, and the performance management of staff; and
3. Overseeing the financial performance of the Trust and making sure its money is well spent.

Composition:

- Up to 12 Trustees appointed by the Members,
- The CEO if the Members appoint and the CEO agrees to act. It has, however, been decided that the CEO will not be appointed as a Trustee but will be entitled to attend and speak at all meetings of the TB and of every committee (including every LAB)
- Any Trustees co-opted by those Trustees who are not themselves co-opted Trustees.
- Elected Parent Trustees (if any) as determined by the Members In certain circumstances³

Quorum: One-third of the total number of Trustees in post or 3 if higher

Meetings: At least three each year convened on seven clear days' notice except in emergency as determined by the Chair

Responsibilities retained by the TB

- Deciding upon major strategic and legal aspects such as:
 - Establishing a new school
 - Discontinuing or merging existing ones
 - Disposal of land otherwise than for operational letting or hire purposes
 - Recommending amendments to the Articles of Association
- Adopting the strategic plan for the Trust which will include individual strategic plans for each school
- General oversight of strategic and operational risk identification and management
- Procurement requiring the publication of OJEU advertisements
- Approving the overall budget for the Trust and its devolution to each academy

³ Namely, If there are no LABs or each LAB does not have provision for at least two parent local governors. Then the TB must contain at least 2 elected parent Trustees

- Approving the annual accounts of the Trust
- Ensuring that all regulatory requirements are met
- To monitor following standards and performance related areas:
 - Data on attainment and achievement for all of the Trust's academies
 - School improvement work and leadership
 - Overall performance of the academies
 - Student performance data and progress towards KPIs
 - Leadership standards
 - Student issues including behaviour and exclusions
 - Local Governance effectiveness
 - The trust quality improvement and intervention strategies and plans
 - Special Education Needs (SEN) and inclusion
 - Partnership working
 - Admissions
 - Safeguarding arrangements including wellbeing of staff and pupils
 - Community engagement
- To support and agree improvements in the curriculum to enhance academic performance, and to promote and track their effective implementation.
- To monitor and advise the trust the Board on the policies delivering the required standards and performance targets within each Academy within the Trust, including feedback from Local Academy Bodies. To recommend appropriate action to the Trust Board where Local Academy Bodies have been identified as not implementing Trust policies.
- Monitor and review staffing and staff development programmes across the Trust as a whole and in individual Academies to ensure that staff have the skills to achieve the standards and performance targets that have been set. To recommend to Finance and Resources Committee any changes to the resources required to ensure that training and development meet needs across the Trust
- Recommending appointment of Members, Trustees and members of LAB and co-opting additional Trustees including conducting skills audits as required
- Securing that all Trustees and members of LAB are appropriately trained
- Approving all policies that the Trust by law is required to maintain. All policies originate from the CEO. A schedule of policies is attached as Appendix Two and shows where detailed consideration of each takes place and with whom consultation takes place
- Determining each year the scheme of delegation and terms of reference including approving the membership of all committees
- Determining admission arrangements for each school
- Ensuring and monitoring compliance with Admissions Code
- Establishing arrangements for independent appeals against refusals to admit pupils to a school

- Establishing arrangements for independent review panels to review permanent exclusions
- Appointment of:
 - CEO
 - Deputy CEO
 - HT
- Appointment of a Company Secretary or equivalent person having regard to the DfE Clerking Competency Framework accessible at

<https://www.gov.uk/government/publications/governance-handbook>

EMAT Trust Board has the following committees:

- Finance, HR and Estates
- Audit & Risk
- Local Advisory Board (for each academy)

CHAIR'S EMERGENCY POWERS

The Chair, or in the absence of the Chair the Vice-Chair, may take such action as the Chair may think fit to protect the interests of the Trust, any school within the Trust, any student or employee of the Trust or any other member of the school community in circumstances where in the opinion of the Chair it would not be reasonably possible to convene a meeting of the TB or a relevant Committee or LAB in the time necessary to protect such interests.

The Chair must inform the rest of the Board immediately and the action(s) must be officially recorded in the minutes of the next meeting.

TRUST BOARD COMMITTEES

Finance, HR and Estates Committee

Composition: as determined by the TB and ToR (*at least 50% must be trustees*)

Quorum: as determined by the TB and ToR

Meetings: as determined by the TB and ToR

Delegated responsibilities:

- The overall finances of EMAT including:
 - a. The annual estimates of income and expenditure and financial forecast for the Trust and its Academies
 - b. Monitoring of revenue finances of the Trust and its Academies and advising the Board on progress towards achieving its financial objectives
 - c. The acquisition or disposal of land to be used by the Academies
 - d. The management accounts of the Trust, and to advise the Board on the year- end Accounts
 - e. Strategic matters with financial implications concerning sponsorship of Academies
 - f. The Financial Regulations, to be reviewed on an annual basis
 - g. To consider any relevant legal and contractual documentation, operating within the Articles of Association, Schemes of Delegation, Funding Agreement and Financial Regulations
 - h. To monitor policies in relation to non-educational services such as Human Resources, publicity and marketing and to agree changes as necessary;
 - i. To monitor the deployment of non-financial resources, including personnel and property, with a view to advising the Trust Board on the effectiveness of such resources
 - j. To monitor the use of the pupil premium and other earmarked or dedicated funds
 - k. Approve Asset Management policy and plan for the Trust
 - l. Approve Asset Management policy and plan each individual school

- Monitoring all Human Resource aspects and personnel of EMAT including:
 - a. Staff recruitment procedures
 - b. Staff appointments procedures
 - c. Equal opportunities
 - d. Performance review of CEO
 - e. Employment contractual matters
 - f. Remuneration packages of the CEO and DCEO
 - g. Disciplinary, capability and grievance aspects relating to CEO and DCEO and relating to other staff to the extent if at all provided for in relevant policies and procedures
 - h. Staff well-being and retention strategies
 - i. Oversight of HR policies, their implementation and impact on staff welfare and pupils' performance

- The Estates of EMAT including:
 - a. To advise the Board on priorities, including health and safety, for the maintenance of the existing Academy buildings
 - b. To oversee arrangements for repairs and maintenance
 - c. To make recommendations on premises-related expenditure
 - d. In consultation with the CEO, oversee premises-related funding bids
 - e. To oversee arrangements, including health and safety, for the use of the premises by outside users
 - f. To establish and keep under review accessibility plan and travel plan.

- Review and approval of policies delegated by the Trust Board

Audit and Risk Committee

Composition: as determined by the TB and ToR (*at least 50% must be trustees*)

Quorum: as determined by the TB and ToR

Meetings: as determined by the TB and ToR

Delegated responsibilities:

External Audit

- To consider the appointment of the external auditor and assess independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals.
- To recommend the audit fees to the Board and pre-approve any fees in excess of £10,000 in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity.
- To oversee the process for selecting the external auditor and make appropriate recommendations through the Board to the Members of the Trust to consider at any general meeting where the accounts are laid before members.
- To discuss with the external auditor the nature and scope of each forthcoming audit and to ensure that the external auditor receives the fullest co-operation.
- To review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
- To review the performance of the external auditor on an annual basis.
- To recommend to the Members, through the Board of Trustees, the appointment/re-appointment of the external auditor.
- To review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

Internal Scrutiny

- To set and review the internal audit programme and ensure that the internal audit function is adequately resourced and has appropriate standing within the Trust.
- To review the reports and recommendations of the internal audit, together with the appropriateness of management's response.
- To monitor the implementation of action agreed by management in response to reports from the external auditor and internal audits.
- Annually, to agree a programme of work delivering internal scrutiny across the academic year.
- To monitor and review income and expenditure on a regular basis and ensure compliance with the overall financial plan for the Academy Trust, drawing any matters of concern to the attention of the Trust Board.
- To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement.
- To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement.
- To ensure information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the trust and (for MATs) by constituent academies, is accurate and in compliance with funding criteria.

Risk Assurance

- At least annually, to undertake a risk mapping exercise to inform the Trust's approach to risk management, internal scrutiny and internal financial and non-financial controls.
- To review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
- To review the adequacy and robustness of the Trust's strategic risk register.
- To ensure that risk assurance measures include oversight of risks at constituent academies.
- To keep under review the adequacy and effectiveness of the Trust's governance, risk management and internal control arrangements, as well as its arrangements for securing value for money, through reports and assurances received from management, internal audit, the external auditor and any other relevant independent assurances or reports (e.g. from the ESFA).
- To review all risk and control related disclosure statements, in particular the Trust's annual "Statement on Internal Control", together with any associated reports and opinions from management, the external auditor and Responsible Officer, prior to endorsement by the Trust Board.

General

- To notify promptly the Trust Board of all financial matters of which the Committee has knowledge and which may materially affect the current or future position of the Academy Trust.
- To advise generally on the provision of resources and services to the Academy Trust.
- To keep under review the Trust's financial management and reporting arrangements, providing constructive challenge to the actions and judgements of the Executive in relation to the interim management and financial accounts, statements and reports and the annual accounts and financial statements, prior to submission to the Board, paying particular attention to:
 - Critical accounting policies and practices, and any changes in them
 - Decisions requiring a major element of judgement
 - The extent to which the financial statements are affected by any unusual or complex transactions in the year and how they are disclosed
 - The clarity and transparency of disclosures
 - Significant adjustments resulting from the audit
 - The going concern assumption
 - Compliance with accounting standards
 - Compliance with DfE and legal requirements.
- To receive reports of notifiable breaches from the Data Protection Officer and to ensure compliance with data protection legislation.
- To review or investigate any other matters referred to the Finance, Risk & Audit Committee by the Board.
- To draw any significant recommendations and matters of concern to the attention of the Board.
- To review, on a regular basis, its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness.
- To review and approve all policies delegated by the Trust Board

Local Advisory Boards

Note: *all decisions taken under delegated authority MUST be reported to the next available Trust Board meeting. This should routinely be done by way of a minute of the decision or of the meeting at which the decision was taken.*

Composition: unless otherwise determined by the TB, two elected parent local governors, one elected staff local governor, up to five co-opted governors appointed by the LAB and up to three co-opted EMAT staff members appointed by the TB who are not themselves staff in the school they govern.

Quorum: as determined by the TB and ToR

Meetings: as determined by the TB and ToR

Delegated responsibilities:

- Supporting good governance of the school
- Monitoring all aspects of safeguarding, SEN, equality and student welfare
- Reporting to the Trust Board on the overall performance of the school
- Working in collaboration with the Headteacher to improve pupil achievement and wellbeing
- Maintaining a detailed understanding of the strengths and areas for development of the school
- Accountability for any targeted funding delegated by the Trust to be managed by the school
- Monitoring and managing all aspects of risk in relation to the school in collaboration with the HT and Deputy CEO
- Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LAB
- Liaising with the Trust Board, CEO and Deputy CEO on all aspects of policy setting as they may respectively require
- Arranging election of elected members of the LAB in accordance with the Articles of Association
- Engaging regularly with the stakeholders and reporting back to the TB
- Monitoring all aspects of the curriculum and curriculum delivery
- Dealing with formal complaints to the extent provided for in the Trust complaints policy
- Monitoring systems for assessing the quality of teaching
- Monitoring student issues including behaviour and exclusions
- Monitoring all aspects of SEN
- Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy
- Monitoring educational outcomes including ASP
- Monitoring all equality aspects including the Public Sector Equality Duty
- Detailed consideration of those policies within its remit

Admissions Sub-Committee of the LAB

Composition: All LAB members and such others as may be appointed by the Trust Board

Quorum: 2 for decisions on individual admission applications, 3 for all other meetings

Meetings: As required on seven days' notice other than meetings to determine individual admission applications which may be convened without notice

Outline of responsibilities:

- To advise the Trust Board on any aspects of admissions and the admission arrangements for the school that may be relevant including reporting on admission patterns and matters of concern
- To respond when required by the Trust Board to any proposal to amend the admission arrangements
- To manage any local consultation required in relation to any proposed amendment to the admission arrangements or otherwise to secure compliance with the Admissions Code
- To consider and decide upon each application for a place at the school in question including reviewing and confirming the ranking of applications as advised by the local authority at the points of normal entry to the school, i.e. (depending on the school) at Year R, Year 3, Year 7 and Year 12

Pupil Exclusions Sub-Committee of the LAB

Composition: All LAB members other than employees of the Trust and such others as may be appointed by the Trust Board

Quorum: 3 members

Meetings: In accordance with statutory requirements

Outline of responsibilities:

- To consider all parental representations in relation to any pupil exclusion
- To meet to review all fixed period exclusions individually or in aggregate in excess of five days and all permanent exclusions whether or not parents make representations or exercise the right to attend

General Power to Sub-delegate

The LAB may sub-delegate any of its other functions to a sub-committee of the LAB or to an individual local governor or to the HT

Chairs' Forum

The Chair of Trustees should meet regularly (at least three times each school year) with the Chairs and Vice-Chairs of Academy schools. The key responsibilities and purpose of the Chairs' Forum are:

- To receive a regular information update from the Board of Trustees
- To ensure that information from the Board is disseminated to each Local Board
- To provide feedback on areas of consultation requested by the Board
- To ensure that relevant issues from Local Boards are reported to Trustees
- To provide an environment for open and honest discussion on matters of celebration or improvement.

CEO

- Provide strategic and operational leadership of the Trust
- Considering strategic risk elements and advising the TB
- Performing the function of Accounting Officer in accordance with the Academies Financial Handbook
- Responsible for the internal organisation management and control of each of the schools and specifically:
 - Development of Trust-wide strategies and strategies for individual schools for Trust Board approval
 - Determining and implementing curriculum provision and assessment
 - Performance management (including progression) of all staff at HT level or below
 - Appointment of all teaching staff at HT level or below
 - Disciplinary, capability and grievance aspects relating to all staff other than DCEO to the extent provided for in relevant policies and procedures
 - Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement
 - Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion
 - Ensuring that staff and local governors engage effectively with their local community and that the effectiveness of such engagement is reported to the Trust Board
 - Appointing, managing and directing any Academy Interim Board established in relation to one or more schools
- Reporting termly to the Trust Board and otherwise as required by the Trust Board
- Subject to any requirement to withdraw where a conflict of interest arises the CEO is entitled to attend every meeting of the Trust Board, any committee of the Trust Board and any LAB and committee of any LAB

DEPUTY CEO

- Provide financial leadership of the Trust
- Secure financial probity and value for money including compliance with the Academies Financial Handbook
- Prepare and maintain the Trust's Financial Procedures Manual
- Prepare and maintain the Risk Register
- Prepare budget for the Trust, including allocation of funds for centrally-maintained services, determining envelope of funding allocated to individual schools and determining sums to be delegated to each LAB for local spending, for Trust Board approval
- Appointment of all non-teaching staff
- Reporting termly to FHRE Committee
- Subject to any requirement to withdraw where a conflict of interest arises the DCEO is entitled to attend every meeting of the Trust Board, any committee of the Trust Board and any LAB and committee of any LAB

HT

- Responsible for the internal organisation management and control of the specific school
- Management of any element of the budget delegated to the specific school
- Such other duties as may be delegated by the CEO
- Subject to any requirement to withdraw where a conflict of interest arises the HT is entitled to attend every meeting of the LAB and committee of any LAB relating to the specific school

ACADEMY IMPROVEMENT TEAM (AIT)

The decision to create an AIT for any school or groups of schools will be a decision of the TB. Any AIT will be set up by the CEO, who will consult with the TB in relation to its membership, and will have such responsibilities as the CEO may determine. The terms of engagement of members, including any remuneration, will be determined by the TB acting through the Finance and HR committees as appropriate. The AIT will report to the CEO as the CEO may require and the Chair of the AIT will report personally to the TB as the TB may direct.

In addition to any responsibilities delegated by the CEO an AIT will be responsible for the following:-

- In collaboration with the HT and CEO
 - Monitoring and reporting to the Trust Board on the overall performance of the school and progress against the SDP
 - Monitoring of educational outcomes in the school
 - Monitoring all aspects of safeguarding, SEN, equality and student welfare
 - Monitoring all aspects of risk in relation to the school
 - Advising the CEO and TB of any local concerns or issues likely to affect the performance, reputation or public perception of the school
 - Liaising with the Trust Board, CEO and Deputy CEO on all aspects of policy setting as they may respectively require
 - Responding as necessary to any consultation by the TB, CEO and Deputy CEO

APPENDIX 1: SCHEME OF DELEGATION - TABLE

The bodies identified in the scheme of delegation are as follows:

KEY	
M	Members of the Academy Trust
TB	Trust Board (<i>which may separately delegate any powers reserved to it to specific committees of the Trust Board</i>)
TBC	Trust Board Committee. <i>The letter in the relevant column indicates the committee:</i> FHRE: Finance, HR & Estates Committee A&R: Audit & Risk Committee
LAB	Local Advisory Board of the school (<i>a committee of the Trust Board, which operates subject to Terms of Reference set by the Trust Board</i>)
CEO	Chief Executive Officer
DCEO	Deputy Chief Executive Officer
HT	Leader of the school <ul style="list-style-type: none"> • Executive Headteacher • Headteacher • Head of School

The different levels of delegated power are listed as:

KEY	
A	Accountable (<i>statutory obligation and answerability</i>)
R	Responsible (<i>duty to complete and/or implement action/document</i>)
AP	Approval (<i>recommendation made to approve and action and/or document</i>)
C	Consulted (<i>discussion with before action taken and/or seek advice where appropriate</i>)
S	Support (<i>provide assistance to complete the task</i>)
I	Informed (<i>keep up-to-date on progress</i>)

Allocation of resources

Budgets are set via a centrally coordinated process led by the Deputy CEO, in consultation with Headteachers and other cost center owners. Education staff budgets are determined with reference to a curriculum-led model, flexed where appropriate in consultation with Headteachers and the central Academy Improvement Team. Pupil Premium and Higher Needs monies are allocated directly to the schools and managed by the Head and LAB.

Budget Approval

The Trust operates from a single legal entity. A Trust-wide budget and 3-year financial plan must be recommended by the FHRE committee, for approval by the Trust Board, on an annual basis, ahead of the ESFA's BFR submission deadline.

Scheme of Delegation

Key Function	Decision	Delegation							
		M	TB	TBC	CEO	DCEO	LAB	HT	
Governance	1.1	Setting EMAT's vision, strategy and strategic objectives	C	A	I	R	C	C	C
	1.2	Championing EMAT's vision, values and strategic objectives	A	A	A	A	A	A	A
	1.3	Approve changes to the Governance structure, Terms of Reference, Schemes of Delegation	I	A	R	I	S	S	I
	1.4	Approve changes to the Articles or Funding Agreement (with EFA approval sought)	A	R	I	I	I	I	I
	1.5	Appoint and remove the Chair and Vice Chair of the Trust Board	I	A	R	I	I	I	I
	1.6	Appoint the Chair and Vice-Chair of the Local Advisory Board (*delegated to Head of Governance)	I	I	I	A*	I	R	S
	1.7	Establish Trust committees	I	A	R	I	S	I	I
	1.8	Establish LAB committees (*delegated to Head of Governance)	I	I	I	A*	I	R	S
	1.9	Appoint and remove the Chairs of TB Committees	I	A	R	I	I	I	I
	1.10	Appoint and remove Trust Board members including carrying out Trust Board skills audit	A	R	I	I	I	I	I
	1.11	Approve the appointment of TB Clerk	I	A	I	R	S	I	I
	1.12	Approve the appointment of LAB Clerk	I	I	I	R	S	I	I
	1.13	Review performance of the Board	A	A	R	I	S	S	I
	1.14	Review performance of Board committees and LABs	I	A	I	S	S	R	S
	1.15	Review committee membership to ensure each have a diverse and appropriate skill set	I	A	I	S	I	R	S
	1.16	Ensure access to training for TB and LAB members and monitor take-up	I	A	I	R	I	S	I
	1.17	Change of Trust name	A	R	C	I	I	I	I
	1.18	Local Governance appointments (*delegated to Head of Governance)	I	I	I	A*	I	R	I
	1.19	Review and approve Scheme of Delegation		A		S		C	C
Finance	2.1	Approve Financial Scheme	I	A	I	S	R	I	I
	2.2	Scrutinise all schools' budgets for the financial year	I	A	I	S	R	I	I
	2.3	Approve the overall Trust budget for financial year	I	A	I	S	R	I	I
	2.4	Review the Trust budget throughout the financial year	I	A	FHRE	S	R	I	I
	2.5	Review all schools' budgets throughout the financial year	I	A	FHRE	S	R	I	C
	2.6	Allocation of budgets to each school	I	A	FHRE	I	R	I	C
	2.7	Local spend decisions	I	A	I	I	R	R	R
	2.8	Propose the Trust 1 year business plan	I	A	I	R	R	I	I
	2.9	Approve the Trust 1 year business plan	I	A	I	I	I	I	I
	2.10	Submit annual report and accounts, including accounting policies, signed statement of regularity, propriety and compliance incorporating governance statement demonstrating value for money	I	A	FHRE	R	R	I	I
	2.11	Propose Trust 3-year Strategic Plan	I	A	I	R	R	I	I
	2.12	Approve Trust 3-year Strategic Plan	I	A	I	I	I	I	I
	2.13	External auditors: appoint/remove	R	A	I	S	S	I	I

Scheme of Delegation

Key Function	Decision	Delegation							
		M	TB	TBC	CEO	DCEO	LAB	HT	
Staff/PM	3.1	Appoint the CEO	I	A R	I	I	I	I	I
	3.2	Appoint HT	I	A	I	R	S	C	I
	3.3	Appoint other staff (as required by CEO)	I	A	I	R	S	I	S
	3.4	Performance review of CEO (as required by TB)	I	A	FHRE	I	I	I	S
	3.5	Suspend the CEO, DCEO or HT (in accordance with policies and procedures)	I	A R	I	I	I	I	I
	3.6	End the suspension of the CEO, DCEO or HT (in accordance with policies and procedures)	I	A R	I	I	I	I	I
	3.7	Dismiss the CEO, DCEO or HT (in accordance with policies and procedures)	I	A R	I	I	I	I	I
	3.8	Participate in appointment of school leadership	I	A	I	R	S	C	R
	3.9	Appointment/dismissal of other staff (in accordance with policies and procedures)	I	A	I	R	R	I	I
	3.10	Propose staff, HR, pay, performance and disciplinary policies	I	A	I	R	R	I	I
	3.11	Implementation of capability policy (in accordance with policies and procedures)	I	A	I	R	R	I	I
	3.12	Approve staff, HR, pay, performance and disciplinary policies	I	A	FHRE	I	I	I	I
	3.13	Approve changes to school staffing structures including recruitment and terms and conditions(within agreed budget)	I	A	AP	R	R	I	I
	3.14	Approve changes to school staffing structures including recruitment and terms and conditions(outside of agreed budget)	I	A	FHRE	S	S	I	I
	3.15	Approve redundancies and staff restructures	I	A	FHRE	S	S	I	I
	3.16	Approve appointments of central Trust posts	I	A	AP	R	R	I	S
Pupil Welfare, Safeguarding Discipline and Exclusions	4.1	Monitor all aspects of pupil welfare and safeguarding across the Trust including safer recruitment	I	A	S&P	R	S	I	I
	4.2	Propose pupil behaviour policies	I	A	I	R	I	R	R
	4.3	Approve pupil behaviour policies	I	A	I	I	I	R	C
	4.4	Monitor implementation of pupil behaviour policies	I	A	I	R	I	R	S
	4.5	Review of exclusions in accordance with statutory requirements (via LAB exclusions sub-committee)	I	A	I	R	I	S	S
	4.6	Establish Independent Review Panels for permanent exclusions	I	A	I	R	I	I	I
	4.7	Review permanent exclusion on reference from Independent Review Panel (via LABexclusions sub-committee)	I	A	I	R	I	S	S
	4.8	Monitor safeguarding and pupil welfare in schools	I	A	I	R	I	R	R
	4.9	Monitor all aspects of SEN	I	A	I	R	I	R	R
	4.10	Responsible for handling and monitoring of complaints	I	A	I	R	I	R	S
Admissions	5.1	Approve admissions policy	I	A	I	I	I	C	I
	5.2	Admissions application decisions (via LAB admissions sub-committee)	I	A	I	I	I	R	C
	5.3	Establish Independent Admission Appeal Panels	I	A	I	S	I	I	I
Premises & Insurance	6.1	Propose premises-related policies	I	A	I	I	R	I	I
	6.2	Approve premises-related policies	I	A	FHRE	I	S	R	I

Scheme of Delegation

Key Function	Decision	Delegation							
		M	TB	TBC	CEO	DCEO	LAB	HT	
	6.3	Propose school premises & capital strategy	I	A	I	R	R	I	I
	6.4	Approve a school premises & capital strategy	I	A	FHRE	I	I	I	I
	6.5	Approve appropriate insurance cover for all schools in the Trust	I	A	FHRE	S	R	I	I
	6.6	Maintain a central property asset register, including asset evaluation	I	A	FHRE	S	R	I	S
	6.7	Maintain a central property conditions database, delivering capital improvement projects, in line with the agreed methodology utilising the Conditions Improvement Fund (CIF)	I	A	FHRE	S	R	I	I
	6.8	Maintain school premises for routine condition, repair and decorating utilising the school budget and Devolved Formula Capital (DFC)	I	A	FHRE	S	R	S	R
	6.9	Ensure compliance with all appropriate statutory functions e.g. Health and Safety, fire and asbestos risk assessments etc.	I	A	FHRE	S	R	R	R
	6.10	Ensure best value through effective procurement and contract assessment (inc: educational, commercial and contractual legal advice)	I	A	FHRE	C	R	I	C
Health & Safety	7.1	Propose Health & Safety Policy for the Trust (to include all schools)	I	A	I	R	R	I	I
	7.2	Approve Health & Safety Policy for the Trust (to include all schools)	I	A	FHRE	I	I	I	I
	7.3	Monitor implementation of H&S Policies (individual schools)	I	A	I	I	S	R	R
	7.4	Develop Risk Management Plan for the Trust	I	A	I	R	R	I	I
	7.5	Approve Risk Management Plan for the Trust	I	A	A&R	I	I	I	I
	7.6	Develop Risk Management Plan for each individual school	I	A	I	R	R	C	C
	7.7	Approve Risk Management Plan for each individual school	I	A	A&R	I	I	I	I
	7.8	Monitor Risk Management Plan for each individual school	I	A	I	I	R	R	R
	7.9	Report on Risks to Board	I	A	A&R	I	I	R	I
	7.1.	Develop Asset Management policy and plan for the Trust	I	A	I	R	R	I	I
	7.11	Approve Asset Management policy and plan for the Trust	I	A	FHRE	I	I	I	I
	7.12	Develop Asset Management policy and plan for each individual school	I	A	I	I	R	C	C
	7.13	Approve Asset Management policy and plan each individual school	I	A	FHRE	I	I	I	I
	7.14	Propose school-specific aspects of the Trust Health & Safety Policy	I	A	I	I	I	R	S
Performance & Curriculum	8.1	Review progress against School Development Plan	I	A	I	I	I	R	R
	8.2	Propose the school curriculum plan	I	A	I	R	I	C	R
	8.3	Approve the school curriculum plan	I	A	I	I	I	R	S
	8.4	Propose pupil premium plan	I	A	I	R	I	S	R
	8.5	Approve pupil premium plan	I	A	I	R	I	R	S
	8.6	Monitor application of pupil premium plan	I	A	I	R	I	R	S
	8.7	Review pupil premium plan	I	A	I	R	I	R	R
	8.9	Propose Trust and School Development Plans	I	A	I	R	S	C	S
	8.10	Approve Trust and School Development Plans	I	A	I	S	I	C	S

Scheme of Delegation

Key Function	Decision	Delegation							
		M	TB	TBC	CEO	DCEO	LAB	HT	
	8.11	Review progress against Trust Development Plan	I	A	I	S	S	I	I
	8.12	Review progress across against all School Development Plans	I	A	I	S	I	R	R
	8.13	Propose Trust 3-year Strategic Plan	I	A	I	R	I	I	I
	8.14	Approve Trust 3-year Strategic Plan	I	A	I	I	I	I	I
School Organisation	9.1	Approve times of school day and dates of school terms and holidays	I	A	I	R	I	C	C
	9.2	Extended services on site	I	A	I	I	I	C	S
	9.3	School uniform	I	A	I	R	I	C	C
	9.4	Trust website	I	A	I	R	I	S	S
	9.5	School website	I	A	I	R	I	S	S
Policies	10.1	To determine, annually, those policies which will be developed by the Trust and mandatory for all Trust academies	I	A	I	R	C	I	I
	10.2	To approve and monitor policies at school level	I	A	I	I	I	R	C

APPENDIX TWO: POLICIES MAINTAINED BY THE ACADEMY TRUST REQUIRING TRUST REVIEW AND ADOPTION

Note: all required policies are initiated by CEO at the direction of CEO. All policies are to be reviewed every three years unless shown otherwise or a change of legislation, DfE requirements or policy requires a sooner review. The Trust Board will set a review timetable to secure a rolling cycle of review.

This Appendix only specifies policies that are required under statute or are referenced in statutory guidance or the Academies Financial Handbook. The Trust will maintain other operational policies as determined from time to time by the TB or CEO

Policy	Review Cycle
• Admission arrangements	Annually
• Charging and remissions	Recommended annually
• Data protection	Recommended annually
• Protection of biometric information of children in schools and colleges	Recommended annually
• Register of pupils' admission to school and attendance	Live document
• School information published on a website	Live document
• School complaints	Recommended annually
• Capability of staff	Recommended annually
• Newly qualified teachers (NQTs)	Recommended annually
• Staff discipline, conduct and grievance (procedures for addressing)	Recommended annually
• Single central record of recruitment and vetting checks	Live document
• Statement of procedures for dealing with allegations of abuse against staff	Recommended annually
• Accessibility plan	Every 3 years
• Child protection policy and procedures	Annually
• Children with health needs who cannot attend school	Recommended annually
• Designated teacher for looked-after and previously looked-after children	Recommended annually
• Early years foundation stage (EYFS)	Varies
• Special educational needs and disability	Annually

Policy	Review Cycle
<ul style="list-style-type: none"> • Supporting pupils with medical conditions 	Recommended annually
<ul style="list-style-type: none"> • Sex and relationships education 	Recommended annually
<ul style="list-style-type: none"> • Behaviour in schools 	Recommended annually
<ul style="list-style-type: none"> • School exclusion 	Recommended annually
<ul style="list-style-type: none"> • Health and safety 	Annually
<ul style="list-style-type: none"> • First aid in schools 	Recommended annually
<ul style="list-style-type: none"> • Premises management documents 	Recommended annually
<ul style="list-style-type: none"> • Equality information and objectives (public sector equality duty) statement for publication 	Every 4 years
<ul style="list-style-type: none"> • Register of business interests of headteachers and governors 	Live document
<ul style="list-style-type: none"> • Career's guidance: details of your careers programme and a provider access statement 	Recommended annually

APPENDIX THREE: PROVISIONS RELATING TO MEETINGS AND VOTING

NB. The Articles contain very detailed provisions regarding the calling of meetings, how they are conducted and voting. What follows is a brief summary and reference should be made to the Articles if particular questions arise.

1. Calling meetings

Meetings of Members and of Trustees are convened by the Clerk.

2. Meetings of Members

Members must hold an Annual General Meeting each year. The Trustees decide when and where the meeting is to take place and the Trustees may also call a General Meeting if required. This would normally be to decide on the appointment or removal of Trustees or the amendment of the Articles. The Trustees must call a General Meeting if the Members require them to do so.

14 clear days' notice must be given, i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday two weeks before. However, shorter notice can be given if agreed to by a majority of Members having at least 90% of the right to attend and vote. That means that unless there are 10 Members, a meeting can only be called on short notice if all agree.

The notice of the meeting must state time and place of the meeting and should indicate in general terms what business is to be discussed. It should also state to right to appoint a proxy.

There must be a quorum present – normally specified in the Articles as two people entitled to attend and vote. Although all Trustees are entitled to attend and speak at any Members' meeting they are not entitled to vote and therefore those Trustees who are not also Members do not count in the quorum.

The Members present appoint the chair of the meeting. There is no formal position of Chair of the Members.

3. Meetings of Trustees

The Trustees must meet at least three times in each school year.

The Chair (or vice-Chair in the absence of the Chair) and any three Trustees may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable.

Seven clear days' notice, together with the agenda, must be given i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday one week before, but the Chair (or vice- Chair in the absence of the Chair) can direct shorter notice on the grounds of urgency.

There must be a quorum present which is normally whichever is the greater of three Trustees or one-third (rounded up) of the total number of Trustees holding office at the time – i.e. don't count vacant positions. The quorum required for a vote to remove a Trustee or to remove the chair is two- thirds of those present and entitled to vote. Note that there are special procedures set out in the Articles that have to be followed to remove the chair or vice-chair from office.

4. What is a Meeting?

Under the Articles, the definition of a meeting covers not just the situation when all are present but also a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. In other words, a meeting can be convened with people taking part remotely. That covers meetings of the Members (which usually will only rarely be needed) and the more regular meetings of the Trust Board. Members may also “attend” Members’ meetings by giving another person a proxy vote but Trustees and LAB members cannot do this.

The condition for being entitled to attend remotely is that the person concerned has given notice of the intention to do so by giving appropriate contact details at least 48 hours before the meeting. Of course, this also depends on having the necessary equipment! Note that this is a right that an individual Trustee has. The other Trustees can agree not to insist on the 48 hours’ notice.

There is also a provision under which a resolution of the Trustees that all Trustees agree with, can be passed by getting each Trustee to sign a copy of the resolution and without having to hold a physical meeting – you can have several copies as long as, in total, every Trustee has signed.

Note that there is no provision for making decisions by email or by separate telephone conversations. Under exceptional circumstances Trustees might agree to approve documents remotely. This will be specified in the minutes of the meeting.

5. Generally

So far as LABs are concerned, the Trust Board can specify the procedures to be adopted. Normal good practice indicates that LABs should follow the same rules. Again, as a matter of good practice all meetings of Members, Trustees, LABs and their respective committees should be clerked. This is especially important in relation to exclusion reviews.

All meetings should be minuted. Minutes should be concise and impersonal. They should record the topics discussed, the main points raised, the conclusions reached and, briefly if appropriate, the reasons for decisions. Where questions and answers need to be minuted as evidence of challenge, it is better practice that the questioner is not identified but the respondent should be.

Reporting back should be by way of tabled minutes. All decisions taken under delegated authority (which does not extend to internal organisation management or control of the Academy Trust (AT) or any constituent school) must be reported also to the next Trust Board meeting. Minutes of those decisions should, therefore, be reported to the Clerk who will ensure that they are tabled for the AT.

APPENDIX FOUR: LOCAL ADVISORY BOARD TERMS OF REFERENCE

Context:

Local Advisory Boards (LABs) are at the heart of EMAT. Appointed by and reporting to the Board, they provide effective day-to-day oversight of EMAT academies. LABs are the face of EMAT in the community and are responsible for championing EMAT's mission, vision and values. Members of the LAB will be known as 'Governors' and will be listed on the Get Information for Schools website.

Each LAB has a Standards & Performance committee chaired by an independent chair appointed by EMAT. The main purpose of the S&P is to focus on challenging and supporting the quality of provision and educational outcomes for young people at academy level.

LAB Core functions:

The core functions of the LAB are:

- Champion EMAT's vision and values throughout the academy and wider community, nurturing a culture of consistent high expectations from all
- Ensuring compliance with EMAT Safeguarding and HR policies, promoting well-being, equality, diversity and tolerance amongst staff and students
- Support, monitor and challenge the Headteacher against targets set by EMAT for the academy
- Regular community engagement, ensuring that systematic arrangements are in place to hear and respond to the voices of all stakeholders.
- Monitoring the performance of the academy with particular respect to the progress and attainment of individuals and groups (including the most disadvantaged and SEN), pupil well-being and staff appraisal
- Monitoring the use of certain resources to ensure best value.
- Ensuring appropriate use and probity of targeted funding, such as pupil premium and sports funding
- Conduct annual self-effectiveness/skills audit reviews to identify training requirements and ensure robust governance at academy-level.

The extent of responsibilities for all LABs are outlined in the agreed **Scheme of Delegation**. It is the responsibility of all local governors to familiarise themselves with this document.

As part of the Local Advisory Board (LAB), a governor is expected to:

1. **Contribute** to the strategic discussions at governing board meetings which determine:
 - the vision and ethos of the school
 - clear and ambitious strategic priorities and targets for the school
 - that all children, including those with special educational needs, have access to a broad and balanced curriculum
 - the school's budget (when delegated), including the expenditure of the pupil premium allocation
 - the school's staffing structure and key staffing policies
 - the principles to be used by school leaders to set other school policies

2. **Hold** the senior leaders to account by monitoring the school's performance; this includes:
 - agreeing the outcomes from the school's self-evaluation and ensuring they are used to inform the priorities in the school development plan
 - considering all relevant data and feedback provided on request by school leaders and external sources on all aspects of school performance
 - asking challenging questions of school leaders
 - ensuring senior leaders have arranged for the required audits to be carried out and receiving the results of those audits
 - ensuring senior leaders have developed the required policies and procedures and the school is operating effectively according to those policies
 - acting as a link governor on a specific issue, making relevant enquiries of the relevant staff, and reporting to the LAB on the progress on the relevant school priority
 - listening to and reporting to the school's stakeholders: pupils, parents, staff, and the wider community, including local employers

3. **Ensure** the school staff have the resources and support they require to do their jobs well, including the necessary expertise on business management, external advice where necessary, effective appraisal and CPD (continuing professional development), and suitable premises, and that the way in which those resources are used has impact.

4. **When required, serve** on panels of governors to:
 - support appointing the Headteacher and other senior leaders
 - hear the second stage of staff grievances and disciplinary matters
 - hear appeals about pupil exclusions
 - hear third stage of complaint process

The role of a governor is largely a thinking and questioning role, not a doing role.

A governor does NOT:

- write school policies
- undertake audits of any sort – whether financial or health and safety – even if the governor has the relevant professional experience
- spend much time with the pupils of the school – if you want to work directly with children, there are many other valuable voluntary roles within the school
- fundraise – this is the role of the PTA, the governing board should consider income streams and the potential for income generation, but not carry out fundraising tasks
- undertake classroom observations to make judgments on the quality of teaching – the governing board monitors the quality of teaching in the school by requiring data from the senior staff and from external sources
- do the job of the school staff – if there is not enough capacity within the paid staff team to carry out the necessary tasks, the governing board needs to consider and rectify this

In order to perform this role well, **a governor is expected to:**

- get to know the school, including visiting the school occasionally during school hours and gaining a good understanding of the school's strengths and weaknesses
- attend induction training and regular relevant training and development events
- attend meetings (full governing board meetings and committee meetings) and read all the papers before the meeting
- act in the best interests of all the pupils of the school
- behave in a professional manner, as set down in the governing board's code of conduct, including acting in strict confidence

Composition and nomination of the LAB

EMAT LAB should contain a minimum of 9 governors and a maximum of 12 governors:

- A minimum of two Parent governors (elected)
- Headteacher as an ex officio member
- One staff governor (elected)
- A Minimum of two and up to five co-opted governors appointed by the LAB
- Up to three co-opted governors appointed by EMAT (staff serving in other EMAT academies or EMAT central team)

No Trustee may be appointed to serve as a Governor, without this being expressly sanctioned by the Trust Board.

Terms of Office

The length of service of all local governors shall be four years. Subject to remaining eligible to be a local governor, any local governor may be reappointed or stand for re- election at the end of his or her term.

Commitment

Being a local governor brings a responsibility and it is important, particularly with small local bodies that everyone fully commits to the role.

Local governors are expected to:

- prepare for and make an active contribution at meetings of the LAB;
- champion the academy in the local community;
- familiarise themselves with the academy and visit both during school hours (with prior arrangement with the Headteacher) and for evening events
- to get to know the academy and to be visible to the academy community;
- and attend training sessions for local governors, where possible.

Ceasing to be a local governor

A local governor's term of office will be terminated if:

- any event or circumstance occurs which would disqualify him or her from the office of Trustee under the Articles were he or she to hold such office;
- he or she has, without the consent of the LGB, failed to attend LGB meetings for a continuous period of six months, beginning with the date of the first such meeting he or she failed to attend and the Chair and the Vice Chair agree that the term of office should be terminated;
- he or she resigns from office
- he or she is removed from office by the Trust Board.

Personal interests of Local Governors

Local governors shall complete a register of their business interests, which shall be reviewed annually and published on the academy website.

Any local governor who has any personal interest that conflicts or may conflict with the academy's work must declare it.

A local governor must absent himself or herself from any discussions of the LAB in which it is possible that a conflict will arise between his or her duty to act solely in the interests of the academy and such duty or personal interest.

If the local governor does not withdraw from the meeting for that item because he/she has been expressly invited to remain in order to provide information, he/she must not be counted in the quorum for that part of any meeting; and have no vote on the matter

Governor Appointments

It will be essential to ensure that the Governors have the necessary skills and attributes required to contribute to the effective governance and success of the school and a skills audit will need to be completed in order to inform appointment decisions.

The LAB shall keep their skills under review and shall promptly notify the Trustees in the event that they do not feel they have an appropriate range of skills and experience to effectively carry out their functions. Due attention will be given to succession planning.

The appointment of LAB governors will be overseen by the Head of Governance and CEO. Every person wishing to become a local governor will be required to sign a declaration of acceptance and of willingness to act as a local governor as well as undertake a DBS check.

The following outlines the particular requirements that will apply to each type of Governor:

Staff Governors

- The LAB (supported by the Headteacher) shall be responsible for the election Staff Governors.
- In order to be eligible for election as a Staff Governor, an individual must be employed under a contract of employment to work at the school. A Staff Governor cannot be the Headteacher.
- The LAB shall invite nominations from staff and, where there are any contested posts, shall hold an election by a secret ballot. All individuals eligible to serve as a Staff Governor shall be entitled to vote in the election.

Parent Governors

- The LAB (supported by the Headteacher) shall be responsible for the election Parent Governors.
- In order to be eligible for election as a Parent Governor, an individual must be a parent of registered pupils at the school.
- The LAB shall invite nominations from parents and, where there are any contested posts, shall hold an election by a secret ballot. All individuals eligible to serve as a Parent Governor shall be entitled to vote in the election.
- If no parents put themselves forward for election the number of Parent Governors required shall be made up by Parent Governors appointed by the LAB.
- In appointing a Parent Governor, the LAB shall appoint a person who is the parent of a registered pupil at a school within the Trust; or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.

LAB Co-opted Governors

- In order to be eligible for appointment as a Co-opted Governor, an individual must, in the opinion of the Local Advisory Board, have the skills required to contribute to the effective governance and success of the school.
- The LAB shall be responsible for identifying suitable Co-opted Governors. All Co-opted Governor appointments must have the prior approval of the Chair of the Board of Trustees.

EMAT Co-opted Governors

- EMAT Co-opted Governors will be members of staff serving across the trust.
- They shall not be members of staff in the school they govern.
- They will be expected to act as independent governors.
- Joining the LAB will be considered part of their professional and leadership development, adding valuable experience of strategic leadership.
- Where possible, they will be given time to complete monitoring visits during school hours

LAB governors will nominate and select their Chair and Vice-Chair for each academic year, from 1 September to 31 August for approval by the Board. The selection should take place at the last meeting of the Summer term in the preceding year or at the first meeting of the Autumn term for the current year. The Head of Governance and LAB Clerk are to be notified within seven days of selection. Where there is more than one nomination for the role of Chair a secret ballot will be arranged by the minute taker, with guidance from the Head of Governance where required. The Chair should not be a staff member of the academy.

All LAB governors are expected to visit the academy at pre-arranged times to take part in an agreed programme of monitoring activities and support with various academy events. Governors will also be required to complete the annual skills audit and attend the Annual Governance Conference and identified Governance training opportunities.

The LAB Clerk will maintain a list of all Chairs, LAB governors and their terms of office. The LAB Clerk is responsible for providing the Head of Governance with termly updates.

LABs must appoint from its membership the following link governors:

- **Safeguarding**
- **Pupil Premium**
- **SEND**
- **Wellbeing**

LABs should appoint from its membership some **Priority governors** linked to the school priorities as detailed in the School Improvement Plan.

The LAB Chair should act as the **Stakeholder Link Governor**.

Governors acting as Link governors should not work for the school where they govern.

EMAT Co-opted Governors cannot be appointed Chair of the LAB.

Proceedings

- The LAB shall meet at least 4 times a year.
- The S&P LAB committee shall meet at least 3 times a year. The S&P committee will be chaired by an independent chair appointed by EMAT.
- Dates – including times and venues - for meetings will be published at the start of each year.
- 51% of the governorship (excluding vacancies) is required for a meeting to be quorate.
- In the absence of the chair the vice-chair will chair the meeting.
- If the vice chair is also absent, the LAB shall choose an acting chair for that meeting from among their number.
- EMAT has set standing items on agendas for meetings at all levels of governance to ensure that all statutory duties are undertaken.
- LAB & S&P Agendas will be agreed between the Chair and the Headteacher, facilitated by the LAB clerk and will be published at least a week in advance of each meeting.
- Minutes will be taken to record the proceedings and decisions of all meetings of the LAB and its S&P committee, including recording names of those present and in attendance and, apologies and explanation for those not able to attend.
- Minutes will be stored on the EMAT Governance platform and be monitored by the CEO and Head of Governance.
- Any decisions taken must be determined by a majority of votes by the LAB members present – but no vote can be taken unless a majority of those present are governors
- Chairs and Vice-Chairs are expected to attend the Chairs Forum
- LAB Chairs will provide reports and updates to the Trust Board as required, but with a minimum annual report.

Chairs' Forum

The Chair of Trustees should meet regularly (at least three times each school year) with the Chairs and Vice-Chairs of Academy schools. The key responsibilities and purpose of the Chairs' Forum are:

- To receive a regular information update from the Board of Trustees
- To ensure that information from the Board is disseminated to each Local Board
- To provide feedback on areas of consultation requested by the Board
- To ensure that relevant issues from Local Boards are reported to Trustees
- To provide an environment for open and honest discussion on matters of celebration and/or improvement.

Further information to fulfil the governance role will be distributed regularly by the clerk of the board and will be accessible from the Governance Platform.

APPENDIX FIVE: CONFLICTS OF INTEREST AND THE NOLAN PRINCIPLES

Conflicts of Interest

Trustees and all who have delegated responsibility are required to ensure that no conflict of interest arises. They are required to disclose and declare any business interests.

The current Articles provide:-

“Any [Trustee] 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 [Trustee] shall disclose that fact to the [Trustees] as soon as he becomes aware of it. A [Trustee] must absent himself from any discussions of the [Trustees] in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).”

A “Personal Financial Interest” is defined in Articles 6.5 to 6.9 and is widely drafted to include companies in which the Trustee has an interest as well as interests of family members and those with whom the Trustee has business or other close relationships

The Nolan Principles

All Trustees and those with delegated responsibility are required to observe the Nolan Principles which are:-

Selflessness: Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

Integrity: Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

Objectivity: In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability: Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

Openness: Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty: Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership: Holders of public office should promote and support these principles by leadership and example.

APPENDIX SIX: GOVERNANCE ORGANISATION AND FUNCTIONALITY

Good governance depends on efficient organisation and systematised reporting. Key to this is a properly qualified Company Secretary or equivalent who has overall responsibility for organising meetings and arranging the clerking of all governance levels from Member meetings to LAB sub- committees. The function of anyone clerking a meeting is to provide impartial advice on legal and procedural aspects that arise at the meeting or to procure such advice from the Trust's advisors and report accordingly. Clerks at all levels, therefore, need to have appropriate skills in accordance with the DfE Clerking Competency Framework.

The following principles should be followed:-

1. This Scheme of Delegation must be reviewed annually at the first TB meeting of the academic year and all committee and LAB appointments confirmed. Decisions are not validly taken unless the delegation chain is clear.
2. A programme of meetings at all levels should be set for the whole academic year. The timing of meetings should take into account
 - When and by whom time-bound decisions, e.g. budget-setting, approval of accounts, setting of admission arrangements, determination of pay, need to be made
 - Sufficient time for consideration of reports by those to whom decisions are to be reported
 - Sufficient time for preparation of papers for decision-makers to consider.
3. Due notice of meetings should be given with an agenda and accompanying papers. The tabling of papers at a meeting is poor practice and should be avoided except in emergency. It is the responsibility of professional staff whose function includes reporting to Trustees or Local Governors to ensure that papers produced by them are available for circulation in good time
4. All meetings should be minuted. Minutes:
 - a) Should not be verbatim
 - b) Except in relation to professional staff, should not identify individuals unless that is necessary in the context of the discussion that is noted
 - c) Should be concise, setting out the subject of the discussion, the main points raised, the responses to challenge where that is material, the decision reached and, where relevant, a brief note of the reasons
 - d) Should be written up in draft and submitted to the chair of the meeting within 10 working days of each meeting
 - e) Should be approved by the chair within 5 working days whenever practicable
 - f) Should be sent once approved by the chair by way of report to the chair of the TB or the chair of the relevant TB committee according to where the reporting line is.
 - g) Should be formally approved at the next meeting of the TB or committee in question and any amendments noted.
5. Minutes of meetings of committees form part of the paperwork of the body to which the committee reports and must be circulated to all members of that body. Where that body meets before the minutes in question have been formally approved under 4 g. above, they should be clearly marked as drafts and the approved version should be circulated subsequently if material changes have been made.
6. It is the responsibility of the Clerk to ensure that all publication requirements are met