

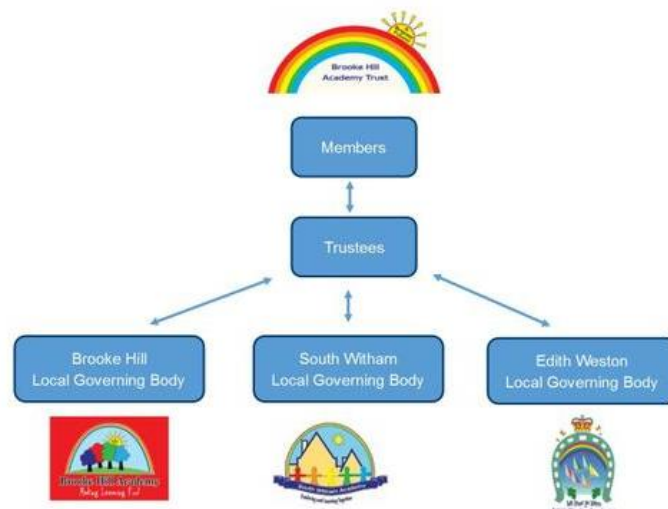


## SCHEME OF DELEGATION AND TERMS OF REFERENCE

Brooke Hill Academy Trust is a Multi Academy Trust with responsibility for three primary academies, Brooke Hill Academy and Edith Weston Academy in Rutland and South Witham Academy in Lincolnshire. The overall aim of the Multi Academy Trust is to ensure all children receive a good quality education through:

- ☐ Provision of a safe and secure learning environment
- ☐ Maintaining standards by challenging and monitoring the performance of the Academies
- ☐ Managing the Academy Trust's finances and property in line with the **Funding agreement** set out by the Secretary of State for Education
- ☐ Maintain a full complement of teaching and support staff
- ☐ Ensure that the Academies and the Academy Trust comply with both charity and company law

The Governance of the academy trust is managed with a tiered structure and this document sets out the terms of reference and delegated responsibilities for each level of governance:



A governance structure is in place to ensure the overall aims of the Multi Academy trust are met.

This structure set out in the diagram above comprises 3 tiers of governance.

### MEMBERS

The Members have ultimate responsibility for performance of the academies in particular:

- ☐ Appointment of a board Trustees to set the vision and strategic direction of the Trust and to manage the day to day business of the Trust
- ☐ Ensure the financial conduct of the trust in compliance with the **Master Funding agreement** and **Academy's Financial Handbook**
- ☐ Adherence to the Articles of association of the Multi Academy Trust

Members of the usually meet once a year at the Trust's AGM.



## BOARD OF TRUSTEES (MAY ALSO BE REFERRED TO AS DIRECTORS)

The Board of Trustees is appointed by the Members and is responsible for setting the strategic direction of the Trust and is directly accountable for the standards and financial management of the Trust and the individual Academies. In particular:

- ☐ Defining and communicating a Vision for the Trust and its academies
- ☐ Financial management in accordance with the **Master funding agreement** through the setting of budget for each academy and monitoring the financial performance
- ☐ Setting and monitoring of standards for achievement of the Vision of the Trust
- ☐ Employment of staff in accordance with the strategy
- ☐ Management of the premises of the Academies to ensure the continued provision of a safe and secure learning environment for children and staff

The Board of Trustees comprises of at least 9 trustees and will meet at least 3 times per year. The Executive Head Teacher of the Trust will be a Trustee.

The board will delegate to 2 executive committees to fulfil the responsibilities of the board:

- **Resources** – with overall responsibility for financial management and setting of budgets, personnel management and recruitment of staff and premises management including Health and Safety and safeguarding.
- **Education Provision** – with responsibility for the curriculum through setting of standards and monitoring performance across the whole Trust, ensuring adequate provision of resources for the deliver the aims of the Trust and meeting the regular and any special needs of the children. The Education Provision committee has specific responsibility for ensuring

Resources and Education Provision committees shall meet as often as required and at least 3 times per year.

## Local Governing Bodies

Each academy shall have a Local Governing Body with responsibility for supporting the management and staff in implementing the overall aims of the Trust. In particular:

- Delivery of the Curriculum & monitoring performance
- Ensuring that the policies of the academies are implemented and highlighting areas for improvement
- Safeguarding and SEND
- Local management of finances, including premises and H&S

Membership of the local governing bodies is to be made up Head of School, Parents, Staff and Trustees. The ideal complement of members of the local governing body is 8 governors.



## BROOKE HILL ACADEMY TRUST – DECISION PLANNER

(Incorporating Brooke Hill Academy, Edith Weston Academy and South Witham Academy)

Decision	DELEGATION					
	MEMBERS	TRUSTEES	RESOURCES COMMITTEE	EDUCATION PROVISION COMMITTEE	EXECUTIVE HT	LGBS
<b>People</b>						
Appoint/remove Members						
Appoint/remove Trustees						
Agree role descriptions for Chair of Trustees and Chair of LGBs		T6				
Ensure vacancies for Trustees, Directors and Governors are filled						
Appoint / Remove Chair of Trustees, Chair of Trust committees & Vice Chair of Trustees		T1	T1	T1		
Appoint /remove LGB Chairs and Governors – review annually		T6				
Appoint/remove Clerk to Board of Directors & LGBs		T1				
<b>Systems and Structures</b>						
Articles of Association						
Establish governance structure (LGBs and committees) for the Trust and review annually		T6				
Agree Scheme of Delegation and Terms of Reference LGBs		T6				T1
Complete and analyse skills audit annually		T1				T1
Carry out annual self-review of effectiveness of Board of Trustees, Board of Directors, LGBs and board committees		T6				T6
Establish a succession plan and review annually		T5	T5	T5		
Prepare an annual schedule of business for the board of trustees, board of directors, board committees and LGBs	MEETING PLANNER TO FORM AGENDAS EACH TERM					
<b>Reporting</b>						
Ensure publication on Trust and Schools' websites of all required details on governance arrangements		ALL				ALL
Prepare and publish Annual Report on educational and financial performance of the Trust			T5	T6		
Submit annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money	T2	T2				
Regular report of work of LGBs		ALL				



Decision	DELEGATION					
	MEMBERS	TRUSTEES	RESOURCES COMMITTEE	EDUCATION PROVISION COMMITTEE	EXECUTIVE HT	LGBS
<b>Being Strategic</b>						
Determine Trust wide policies as per Policy Schedule						
Engagement with stakeholders		Via LGB report				All
Determine the vision and strategy of the MAT		T1				
Agree annually key priorities and KPI to monitor progress towards achieving the vision		T1				
Appoint and dismiss Executive Head Teacher						
Appoint and dismiss Heads of School						
Budget plan to support delivery of key priorities for the Trust and individual schools		T6	T5			
Agree staffing structure for the Trust and individual schools staffing		T6	T5			
<b>Holding to Account</b>						
Agree auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment)						
Undertake performance management of the Executive Head Teacher		T1				
Undertake performance management of Head of School						
<b>Ensure Financial Probity</b>						
Appoint Finance Manager/Director for delivery of the Trust's detailed accounting processes						
Establish and review the Trust's scheme of financial delegation						
Receive and respond to External auditors' report		T2	T1			
Agree pay award for the Executive Head Teacher		T2	T1			
Agree pay award for the Head of School			T2			
Review and agree staff appraisal procedure and pay progression						
Ensure robustness of benchmarking and Trust wide value for money			T3			
Develop, review and approve Trust wide procurement strategies and efficiency savings programmes						



## Appendix A: Terms of reference Members

Terms of reference of Members is set out in the Articles of Association of Brooke Hill Academy Trust

## Appendix B: Terms of reference of Board of Trustees (also referred to as Directors)

### Membership

- ☐ The Trustees are appointed to the Board by the Brooke Hill Academy Trust Members. The Board will be made up of at least 9 directors including the Executive Head Teacher.
- ☐ The Trustees shall elect a Chair and Vice Chair annually at the first meeting of the school year.
- ☐ Membership of the Resource and Education Provision committees shall be defined by the Trust Board and reviewed annually at the start of each school year.
- ☐ The Trust Board will be supported by a Clerk who shall issue the agenda and record minutes of meetings
- ☐ Members of the Trust Management will be invited to attend meetings as appropriate.
- ☐ Term of office for Trustees is 4 years. Trustees may be re-appointed by the Members at the end of their period of office.

### Meetings

- ☐ The board of directors shall meet at least 3 times per year.
- ☐ Trust Committees shall meet as often as required but at least 6 times a year for resources and 3 times a year for Education Provision.
- ☐ Additional, Extraordinary meetings may be called at short notice if there are urgent issues that need board discussion and/or a board decision. Where possible 7 days notice will be provided ahead of meetings however in special circumstances agreed by the Executive Head and Chair of the Board of Directors this notice period may be waived.
- ☐ A quorum of at least 4 Trustees is necessary for the Main Board meetings and at least 3 directors for committees.
- ☐ Agenda items shall be circulated at least 7 days ahead of meetings.
- ☐ Minutes of meetings will be posted on a dedicated area of the BHAT website within a week of each meeting.



## Appendix C: Terms of reference of Local Governing Body

### Membership

Membership of the LGB is made up of at least 8 Governors and will include:

- Head of school
- 2 Staff representatives chosen by election (1 member of teaching staff and 1 member of support staff)
- Between 2 and 4 Parent governors appointed by democratic election. (Parent Governors must be a parent of a child at the local Academy at the time of election)
- Other governors (directors or members of the community) as decided by the Trust Board to ensure the LGB has necessary skills and represents the local community

The Local Governing Body shall have a Chairperson appointed by the Directors. A Vice Chair will be elected annually by members of the LGB.

The LGB may delegate duties to subcommittees and/or working groups if appropriate. Membership of these committees may include non-governors however decisions made must be agreed by the full local body.

Members of the Trust Board and The Trust/Local Academy Management will be invited to attend meetings as appropriate.

Term of office for Governors is 4 years. Appointed Governors may be re-appointed at the end of their period of office. Staff and Parent Governors may also stand for re-election at the end of their period of office

### Meetings

The Local Governing body shall meet at least 3 times per year.

Additional, Extraordinary meetings may be called at short notice if there are urgent issues that need consideration by the local body. Where possible 7 days notice will be provided ahead of meetings however in special circumstances agreed by the Head of School and Chair, this notice period may be waived.

A quorum of at least 5 Governors is necessary for the Governing Body Meetings

Agenda items shall be circulated at least 7 days ahead of meetings.

Minutes of meetings will be circulated within a week of each meeting and copies posted on the Governor zone of the Trust websites.



## Appendix D: Eligibility criteria for Directors and Governors

The following is the criteria of eligibility for Directors and Governors of Brooke Hill Academy Trust

### Eligibility for Membership

Directors and Governors must meet the eligibility requirements for Directors under UK company law. In particular:

- Must be aged 18 or over at the date of this election or appointment;
- Must not hold more than one governorship of the same school at any one time;
- Must not be detained under the Mental Health Act 1983;
- **Must not be** subject to bankruptcy restrictions order or an interim order or had a sequestration of my estate awarded and (in either case) not been discharged and the bankruptcy order has not been annulled or rescinded;
- **Must not be** subject to a disqualification order under the Company Directors Disqualification Act 1986 or disqualification under Part 2 of the Companies (Northern Ireland) Order 1989 or a disqualification undertaking accepted under the Company Directors Disqualification (Northern Ireland) Order 2002 or an order made under section 429(2)(b) of the Insolvency Act 1986
- **Must not have** been removed from the office of trustee for a charity by an order made by the Charity Commissioners or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which I was responsible or to which I was privy, or to which I contributed or which I facilitated by my conduct; or been removed, under Charities and Trustee Investment (Scotland) Act 2005, from being concerned in the management or control of anybody;
- **Must not be** included in the list kept under S1 Protection of Children Act 1999 or subject to a direction of the Secretary of State under S142 Education Act 2002 (or any other disqualification, prohibition or restriction which takes effect as if contained in such a direction);
- **Must not be** disqualified from working with children under sections 28 or 29A of the Criminal Justice and Court Services Act 2000;
- **Must not be** disqualified from registration under Part 10A Children Act 1989 for child minding or providing day care or from registration under Part 3 of the Childcare act 2006
- **Must not be** disqualified from being the proprietor of any independent school or from being a teacher or other employee in any school;
- **Must not have**, in the five years prior to becoming a governor taking effect, received a sentence of imprisonment, suspended or otherwise, for a period of not less than three months without the option of a fine;
- **Must not have**, at any time, had passed on me a sentence of imprisonment for a period of not less than five years or had passed on me a sentence of imprisonment for a period of not less than two and a half years in the preceding 20 years;
- **Must not have** been convicted or fined, in the five years prior to becoming a governor, for causing a nuisance or disturbance on education premises pursuant to S. 547 Education Act 1996;



### **Parent Governors**

In addition to the above a person is disqualified from election or appointment as a parent governor of a school if they are an elected member of Rutland County Council, or if they work at the Academy for more than 500 hours in any consecutive 12-month period (at the time of election or appointment). If a serving parent governor subsequently starts to work at the school for more than 500 hours in a consecutive 12-month period, they would serve out their term of office.

### **Membership at more than one level within the governance structure**

To ensure the risk of conflict of interest within the governing bodies it is important there is separation between the different levels of the governance within the MAT.

- Individuals may not operate at more than 2 levels of the governance structure
- No more than 2 Members may be appointed to the Trust Board
- Members may not be employees of the Trust

### **Criminal Records Bureau (CRB) checks (from 12 October 2009)**

The revised guidance issued by the CRB designates the role of a School Governor as a 'regulated activity' meaning that any individual wishing to undertake this role must have a satisfactory enhanced CRB Disclosure certificate (Children).

### **Failure to attend meetings**

This paragraph applies to any governor or Trustee who is not a Head of School or Executive Head Teacher.

A governor or Trustee, who, without the consent of the governing body or Board, has failed to attend meetings of the governing body for a continuous period of six months, beginning with the date of the first missed meeting, is, on the expiry of that period, liable for disqualification from office.

### **More information**

Details of the above restrictions may be found in Statutory Instrument 2007 No. 957, The School Governance (Constitution) (England) Regulations 2007 and Statutory Instrument 2004 No. 3264 The Education (Company Directors Disqualification Act 1986: amendments to Disqualification Provisions) England.