

# Scheme of Delegation

---

Governance



# Scheme of Delegation - Governance

## Management log

Document name	Scheme of Delegation - Governance
Author	Alison Ingram, Company Secretary
Date approved	4 May 2017 – approved by Nova Board of Directors
Date issued	4 May 2017
Date of review	May 2019
Reviewer	Company Secretary

## Document history

Version	Date authored	Author	Date approved	Date issued
V1	13 April 2017	Alison Ingram		
V2	4 May 2017	Alison Ingram	4 May 2017	4 May 2017
V3	19 October 2017	Alison Ingram	23 October 2017	23 October 2017
V4	14 November 2017	Alison Ingram	14 November 2017	14 November 2017

# Introduction

The Nova Education Trust Board of Directors (Trustees) are accountable in law for all major decisions about their academies.

This scheme of delegation is the key document defining the lines of responsibility and accountability in our trust. It is a simple yet systematic way of ensuring that the Members, Directors (Trustees), Executive Leaders, Governors and Heads of School/Head Teachers are all clear about their roles and responsibilities. This overarching scheme of delegation for all decision making in the trust should not be confused with the written scheme of delegation of financial powers referred to in the Academies Financial Handbook.

Some governing bodies joining a new trust assume that they will continue to function as they did when they were a governing body of a maintained school. However, even if on joining they are known as the Local Governing Body (LGB), this body will in fact be a committee appointed by the NET Board, and the Board has the power to appoint and remove committees at any time.

Academy committee functions are likely to be different to those of a maintained school's governing body. A detailed yet clear scheme of delegation will prevent confusion arising before any misunderstanding develops.

This scheme of delegation will:

- Promote a culture of honesty and accountability
- Ensure the Executive Leaders are clear about which decisions the Nova Education Trust Board remains in control of
- Identify responsibility for the appointment and performance management of the CEO/Executive Principals and Heads of School/Head Teachers
- Ensure that the role of the Executive Leadership is fully understood throughout the trust
- Identify responsibility for policy and practice in each academy
- Identify responsibility for oversight of educational performance in each academy
- Identify responsibility for oversight of each academy's budget
- Identify responsibility for assessment of risk in each academy

The Nova Education Trust Board appoint the chief executive (CEO), to whom it delegates responsibility for delivery of its vision and strategy, and will hold the CEO to account for the conduct and performance of the trust, including the performance of the academies within the trust, and for its financial management.

In turn, the CEO line manages other senior executives and the academies' Heads of School/Head Teachers; setting their targets and performance managing them.

The Board delegates some of its school level monitoring and scrutinising functions to academy LGBs, and uses these committees to promote stakeholder engagement and as a point of consultation and representation. Directors (Trustees) do not normally sit on academy LGBs, and so lines of communication to the Board must be clearly established.

As the Head of School/Head Teacher is being line managed by the CEO or delegated executive leaders, the LGB no longer carries out the governance function of holding the Head of School/Head Teacher to account. However, they must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their

concerns. To support this aim it is usual for the CEO/Executive Leader to seek input from the Chair of the LGB when undertaking the Head of School/Head Teacher's performance management.

A schematic of the governance structures in place within the Trust is provided in Appendix 1.

## **The role of the Members**

The Members of Nova Education Trust are guardians of the governance of the trust and as such have a different status to Directors (Trustees). Originally they will have been the signatories to the Memorandum of Association and will have agreed the trust's first articles of association (the legal document which outlines the governance structure and how the trust will operate). The Articles of Association describe how Members are recruited and replaced, and how many of the Directors (Trustees) the Members can appoint to the Nova Education Trust Board. The members may appoint by ordinary resolution up to 10 Directors (Trustees). The University of Nottingham may appoint up to two Directors (Trustees), the Samworth Foundation may appoint up to one Director (Trustee). A minimum of two Parent Directors (Trustees) must be elected or appointed in the event that no LGB bodies are established.

The Members appoint Directors (Trustees) to ensure that the trust's charitable object is carried out and so must be able to remove Directors (Trustees) if they fail to fulfil this responsibility. Accordingly, the Trust Board submits an annual report on the performance of the Trust to the Members. Members are also responsible for approving any amendments made to the Trust's Articles of Association.

There must be at least three members, although the DfE prefer at least five, and while members are permitted to be appointed as Directors (Trustees), in order to retain a degree of separation of powers between the members and the trust board, and in line with DfE expectations, not all members should be Directors (Trustees). Members are not permitted to be employees of the academy trust. Currently only the Chair of the Nova Education Trust Board is a Member.

## **The role of the Directors (Trustees)**

Nova Education Trust is a charitable company and so Directors (Trustees) are both Charity Directors (Trustees) (within the terms of section 177(1) of the Charities Act 2011) and Company Directors (Trustees). Because Directors (Trustees) are bound by both charity and company law, the terms 'Trustees' and 'Directors' are often used interchangeably. From this point on in this document Trustees will be referred to only as Directors.

The Directors are responsible for the general control and management of the administration of the trust, and in accordance with the provisions set out in the Memorandum and Articles of Association and its Funding Agreement, it is legally responsible and accountable for all statutory functions, for the performance of all schools within the trust, and must approve a written scheme of delegation of financial powers that maintains robust internal control arrangements. In addition it must carry out the three core governance functions:

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

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

## **The role of Nova Education Trust Board Committees**

The directors may establish committees to carry out some of its governance functions which may include making decisions, although any decisions made will be deemed decisions of the trust board.

Subject to the Articles of Association the Directors:

- may appoint committees to be known as Local Governing Bodies (LGB) for each Academy; and
- may establish any other committee

The constitution, membership and proceedings of any committee shall be determined by the Directors. The establishment, terms of reference, constitution and membership of any committee of the Directors shall be reviewed at least every twelve months. The membership of any committee for the Directors may include persons who are not Directors, provided that (with the exception of LGBs) a majority of members of any such committee shall be Directors. Except in the case of an LGB, no vote on any matter shall be taken at a meeting of a committee of the Directors unless the majority of members of the committee present are Directors.

The Directors shall ensure that any LGB shall include at least two Parent Local Governors.

The functions, duties and proceedings of the LGB or committees shall be subject to regulations made by the Directors from time to time. LGBs may be established solely for the purpose of fulfilling an advisory function to the Nova Education Trust Board.

It is usual for the board to appoint board committee chairs and committee members according to their skills.

The Academies Financial Handbook 2016 makes it clear that the directors 'should have a finance committee to which the board delegates financial scrutiny and oversight'. In trusts with income above a certain level, there must also be a separate audit committee.

## **The role of the Chief Executive Officer (CEO)**

The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies and so the CEO/Vice CEO's performance manages the academy Heads of School/Head Teachers. As there is the delegation of some governance functions to LGBs, it is usual for the CEO/Executive Leader to seek input from the Chair of the LGB when undertaking the Head of School/Head Teacher's performance management.

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

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

## **The role of the LGBs**

As outlined above the Directors may establish LGBs to carry out some of its school level governance functions, although as Directors are not required to sit on academy committees, decision making is limited. Usually the Directors will appoint the Chair, and ensure that two parents are elected to the academy committee.

Members of the LGB shall be known as governors.

The Directors have the right to appoint such persons to the LGB as they shall determine from time to time. Subject to this the governorship of the LGB shall be compromised as follows:-

- a) The Head of School/Head Teacher
- b) 1 staff governor (elected)
- c) 2 parents governors (elected)
- d) Any persons appointed by the Directors as sponsor (trust) governors.

Typically, delegated functions may include:

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

As a committee of the Board, delegation can be removed at any time.

During an Ofsted Inspection:

- Inspectors will always seek to meet those responsible for governance during the inspection
- The contribution of governors to the school's performance is evaluated as part of the judgement on the 'effectiveness of leadership and management'
- Inspectors will expect governors to know about the strengths and weaknesses of the school. Inspectors will expect school governors to be familiar with, and understand, performance data, including the information that the school data dashboard presents for their school
- In making the judgement on the 'effectiveness of leadership and management', inspectors will consider the leaders' and governors' vision and ambition for the academy and how these are communicated to staff, parents and pupils

Further information on the role of governors can be found in the Nova document entitled *Terms of Reference for Local Governing Body Meetings*.

## **The role of the City and County Advisory Groups**

The Advisory Group's membership consists of:

- Chairs of LGBs
- Heads of School/Head Teachers
- Directors
- Other co-opted specialist advisors
- Their main remit will be focused on raising critical awareness of emerging issues linked to training and support.

## **The role of the Executive Head**

The Executive Head provides counsel and advice to the Head of School/Head Teacher in order to secure the appropriate direction and momentum for change. Equally they are able to add strategic capacity where need is identified. The Executive Head maintains a particular focus on attainment and progress to ensure this agenda is secure and assists with preparing for external monitoring.

## The role of the Head of School/Head Teacher

The Head of School/Head Teacher is responsible for the day to day management of the academy and is managed by the Chief Executive Officer and/or Executive Principal but reports to the LGB on matters which have been delegated to it which may include an element of monitoring and scrutiny of the school's management processes.

### Scheme of Delegation

Key	
Column 1:	Members
Column 2:	Board of Directors (Trustees)
Column 3:	Chief Executive Officer
Column 4:	Local Governing Body
Column 5:	Executive Head
Column 7:	Head of School/Head Teacher
Blue box	Function <b>cannot</b> be legally carried out at this level.
✓	Action to be undertaken at this level
✓	Action to be undertaken at this level
A	Provide advice and support to those accountable for decision making
<>	Direction of advice and support

Area	Decision						
		Members	Trust Board	CEO	Executive Head	LGB	HoS/HT
People	Members: Appoint/Remove	✓					
	Directors (Trustees): Appoint/Remove	✓	✓				
	Role descriptions for members	✓					
	Role descriptions for directors (trustees)/chair/specific roles/committee/council members: agree		✓	<A			
	Parent trustee/committee/council member: elected		✓			✓	
	Board committee chairs: appoint and remove		✓	<A			
	Academy committee/council chairs: appoint and remove		✓	<A			
	Clerk to board: appoint and remove		✓				
	Clerk to academy committee/council: appoint and remove		✓			✓	
Systems and	Articles of association: review and agree	✓	<A	<A			
	Governance structure (committees) for the trust: establish and review annually		✓	<A			
	Terms of reference for board committees and scheme of delegation for academy committees: agree annually		✓	<A			
	Skills audit: complete and recruit to fill gaps		✓	<A>		✓	A



<b>structures</b>	Annual self review of trust board and committees: complete annually		✓				
	Annual self review of academy committees/councils: complete annually					✓	
	Chair's performance: carry out review periodically		✓			✓	
	Trustee / academy committee/council member contribution: review annually		✓			✓	
<b>Area</b>	<b>Decision</b>						
		Members	Trust Board	CEO	Executive Head	LGB	HoS/HT
<b>Systems and structures</b>	Succession: plan		✓	<A>	<A	✓	<A
	Annual schedule of business for trust board: agree		✓	<A	<A		
	Annual schedule of business for academy committee/council: agree			A>	<A	✓	<A
<b>Reporting</b>	Publication on trust and schools' websites of all required details on governance arrangements: ensure		✓	<A	<A	✓	<A
	Annual report on performance of the trust: submit to members and publish		✓	<A	<A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A			

	Annual report work of academy committee/council: submit to trust and publish					✓	<A
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	<A			
	Determine school level policies which reflect the school's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve		✓	<A>	<A>	✓	<A

Area	Decision	Members	Trust Board	CEO	Executive Head	LGB	HoS/HT
	Central spend / top slice: agree		✓	<A			
	Management of risk: establish register, review and monitor		✓	<A>	<A>	✓	<A
	Engagement with stakeholders	✓	✓	✓	A>	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	<A			

<b>Being Strategic</b>	Schools vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	A>		<A>	✓
	Chief executive officer: appoint and dismiss		✓				
	Academy principal : appoint and dismiss			✓	<A	<A	
	Budget plan to support delivery of trust key priorities: agree		✓	<A	<A		
	Budget plan to support delivery of school key priorities: agree			✓	<A		<A
	Trust's staffing structure: agree		✓	<A	<A		
	School staffing structure: agree			✓	<A>		<A

Area	Decision	Members	Trust Board	CEO	Executive Head	LGB	HoS/HT
<b>Holding to account</b>	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	<A>	<A>	✓	<A

	Reporting arrangements for progress on key priorities: agree		✓	<A>	<A>	✓	<A>
	Performance management of the Chief Executive Officer: undertake		✓				
	Performance management of academy principal : undertake			✓	<A>	<A>	
	Trustee monitoring: agree arrangements		✓	<A>	<A>		
	Academy committee member monitoring: agree arrangements				A>	✓	<A>
	Academy committee overall performance monitoring: agree arrangements		✓	<A>	<A>		
<b>Ensuring financial probity</b>	Appoint Chief financial officer for delivery of trusts detailed accounting processes		✓	<A>			
	Trust's scheme of financial delegation: establish and review		✓	<A>	<A>		
	School's scheme of financial delegation: establish and review			<A>	<A>		

Area	Decision	Members	Trust Board	CEO	Executive Head	LGB	HoS/HT
------	----------	---------	-------------	-----	----------------	-----	--------

<b>Ensuring financial probity</b>	External auditors' report: receive and respond		✓	<A		✓	A
	CEO pay award: agree		✓				
	Academy principal pay award: agree			✓	<A	<A	
	Staff appraisal procedure and pay progression: review and agree		✓	✓	<A>		<A
	Benchmarking and trust wide value for money: ensure robustness			<A			
	Benchmarking and academy value for money: ensure robustness				<A>	✓	<A
	Develop trust wide procurement strategies and efficiency savings programme			✓	<A		
	Review and approve trust wide procurement strategies and efficiency savings programme			✓	<A		

# Appendix 1



## Governance Roles and Responsibilities 2017/2018

