

Djanogly Learning Trust Board Scheme of Delegation

The Djanogly Learning Trust (the Trust) is a multi academy trust (MAT). The Board of Trustees (Directors) of the Trust is accountable in law for all decisions about its academies. However, this does not mean that the Board is required to make all the decisions itself. Many decisions can and should be delegated to the Chief Executive Officer (CEO) and committees including local governing bodies (LGBs) (these include transitional governing bodies (TGBs) and interim executive boards (IEBs)). It is vital that the decision to delegate a function is made by the full Board of Trustees and is recorded. Without such formal delegation, the individual or committee has no power to act.

The purpose of the scheme of delegation

This scheme of delegation (SoD) is the key document defining which functions have been delegated and to whom. It ensures Members, Trustees, committees (including LGBs), CEO and Academy Heads are clear about who has responsibility for making which decisions in the Trust. This overarching SoD, covering all decision making in the Trust, should not be confused with the written SoD of financial powers (Financial Regulations) referred to in the Academies Financial Handbook.

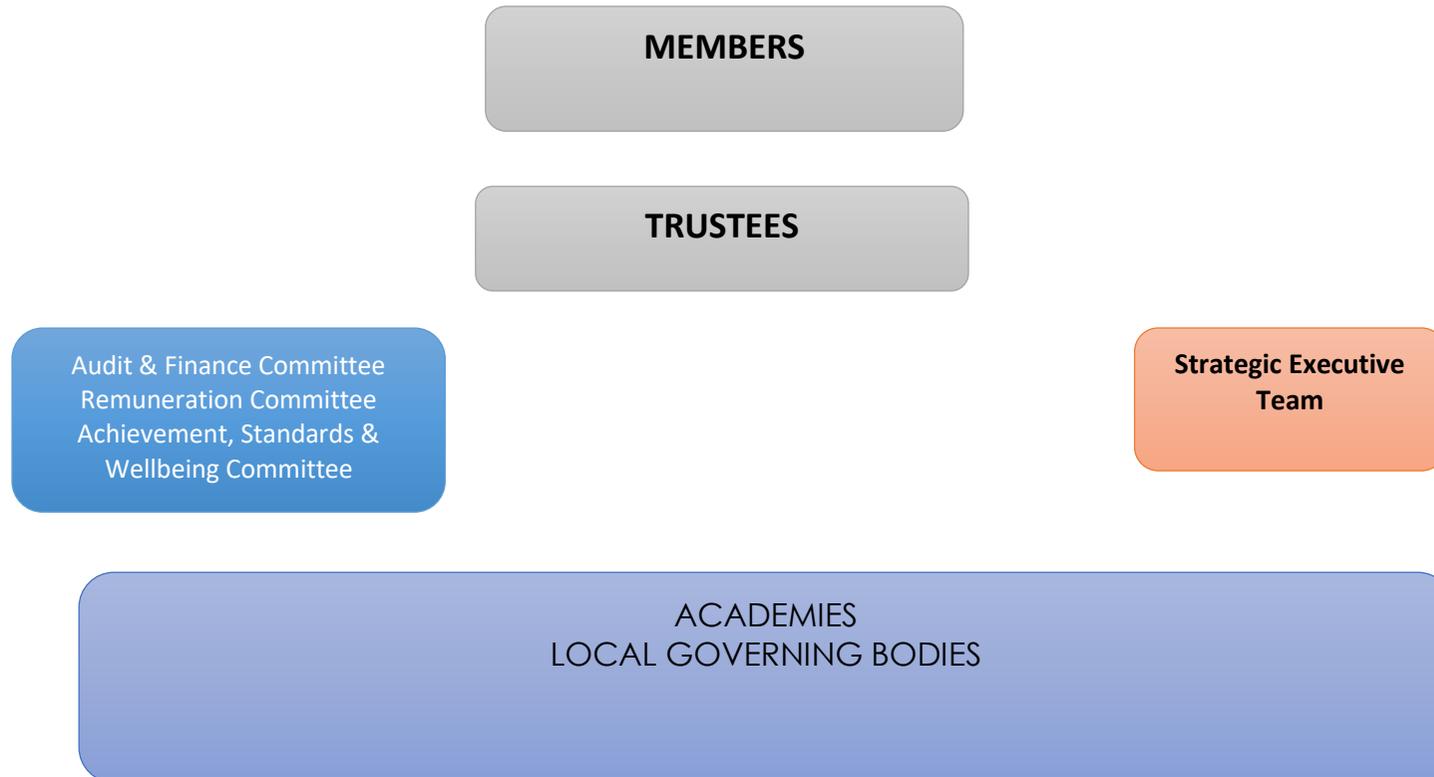
In this SoD the Trust Board delegates responsibility for the performance of the Trust, including the performance of the academies within the Trust, to the CEO and committees including LGBs. The powers and decision making functions delegated to committees can be amended or revoked at the discretion of the Trust Board.

This means that as the CEO is accountable to the Board for the performance of the Trust as a whole, the CEO will report to the Board on the performance of the Trust including on the performance of the Trust's academies, although this may be supplemented by monitoring reports from committees.

The CEO is performance-managed by the Trust Board and in turn the CEO performance-manages the Academy Heads alongside the relevant governing body chair.

Details of delegated functions are contained within the Trust's Delegation Matrix.

Governance Structure



The role of the Members

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

While Members are permitted to be appointed as Trustees, in order to retain a degree of separation of powers between the Members and the Trust Board, and in line with DfE expectations, not all Members should be Trustees. Members are not permitted to be employees of the academy trust.

The role of the Trustees

The Trustees are charity trustees (within the terms of section 177(1) of the Charities Act 2011) as well as Directors of the company limited by guarantee and are responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the memorandum and articles of association. The Board of Trustees is the accountable body for the performance of all academies within the Trust and as such must:

- Ensure clarity of vision, ethos and strategic direction
- Hold the executive to account for the educational performance of the schools and their pupils, and the performance management of staff
- Oversee the financial performance of the Trust and make sure its money is well spent

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

The Trust Board is permitted to exercise all the powers of the academy trust. The Trust Board will delegate to the SET responsibility for the day to day operations of the Trust. The Trustees can determine whether to delegate any governance functions.

The Trust has the right to review and adapt its governance structure at any time, including the removal of delegated powers.

The role of committees

The Trustees may establish committees either with delegated authority to make decisions or for the purpose of providing advice and support, informing the overall work of the Trust Board. However these committees are not legally responsible or accountable for statutory functions – the Trust Board retains overall accountability and responsibility. The responsibilities of Board committees are set out in their terms of reference; the responsibilities for academy governing committees are set out in the SoD and terms of reference. The Trust Board may appoint committee members and committee chairs.

The role of the Strategic Executive Team

The SET consists of the CEO, Executive Headteachers and Central Support Services Heads of Department and any other relevant employee as designated by the Trust Board.

The SET has the delegated responsibility for the operation of the Trust including the performance of the Trust's academies.

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 role of Academy Heads

The Academy Heads are responsible for the day to day management of their academy. Academy Heads are managed by the Executive Headteachers.

The role of the Local Governing Body (LGB)

The role of the LGB is important in providing focussed governance for each individual academy at a local level. It monitors the academy's key performance indicators and acts as a critical friend to the Academy Heads and the senior leadership team, providing support and challenge as appropriate.

LGBs carry out their functions in relation to their respective academy on behalf of the Trust Board and in accordance with policies determined by the Trust Board. The Trust SoD sets out clearly the delegation of powers, duties and responsibilities. The Trust Board has ultimate responsibility and accountability and retains the right to overrule a decision of the LGB and/or to remove delegated powers should they consider it to be in the best interest of the academy or the wider Multi-Academy Trust.

The role of the Transition Governing Body (TGB)

The TGB's primary role is to support the transition of the school from a maintained school or alternative trust academy, to becoming a Trust academy and to facilitate the establishment of an LGB to whom delegated responsibility can be given. The TGB will have been established by the Trust and the school in partnership and will meet regularly during the first year; working to the same pattern as an LGB. Operating with a TGB is not intended to be a long-term arrangement and a target date will be identified by the Trust for the review of this arrangement. It is envisaged that the TGB will remain in place for no longer than one year with the intention that a full LGB is in place for the second year after transferring into the Trust.

The role of the TGB is important in providing focussed transitional governance for newly transferring academies at a local level. It monitors the academy's key performance indicators and acts as a critical friend to the Academy Head and the senior leadership team (SLT), providing support and challenge as appropriate.

TGBs carry out their functions in relation to their respective academy on behalf of the Trust Board and in accordance with policies determined by the Trust Board. The Trust SoD sets out clearly the delegation of powers, duties and responsibilities. The Trust Board has ultimate responsibility and accountability and retains the right to overrule a decision of the TGB and/or to remove delegated powers should they consider it to be in the best interest of the academy or the wider Multi-Academy Trust.

The role of the Interim Executive Board (IEB)

The Interim Executive Board (IEB) is appointed directly by the Trust Board for any sponsored academy joining the Trust where governance is not proving effective at securing improvement in outcomes or covering its statutory duties.

The role of the IEB is important in providing focussed governance in order to secure the rapid turnaround of the academy. Whilst the IEB is in place the SoD for the LGB will be suspended. The IEB will meet each half term in order to monitor the academy's key performance indicators and act as a critical friend to the Academy Head and the senior leadership team, providing support and challenge as appropriate.

IEBs carry out their functions in relation to their respective academy on behalf of the Trust Board and in accordance with policies determined by the Trust Board. The Trust SoD sets out clearly the delegation of powers, duties and responsibilities. The Trust Board has ultimate responsibility and accountability and retains the right to overrule a decision of the IEB and/or to remove delegated powers should they consider it to be in the best interest of the academy or the wider Multi-Academy Trust.

Chair's Power to Act

Appendix 1 to the SoD set out the circumstances in which the Board of Trustees delegates to its Chair and to the Chairs of LGBs power to act on its behalf.

Djanogly Learning Trust

Delegation of Chair's Emergency Power to Act

Purpose:

This document sets out the circumstances in which the Djanogly Learning Trust (the Trust) Board of Trustees delegates to its Chair and to the Chairs of Local Governing Bodies power to act on its behalf.

Introduction:

Chairs have no additional functions or responsibilities above any other Trustee or Governor and cannot act in isolation. However, Chairs are permitted to act in urgent situations, where a delay in taking action or making a decision would cause a serious, detrimental effect to the Trust or one of its' academies, a pupil, parent or member of staff – this is known as a Chair's Power to Act.

The Trust Board, its committees and Local Governing Bodies must conduct all their business and activity through their schedule of meetings and the various procedures which govern them, namely the Trust's Scheme of Delegation.

Context:

The Trust's Articles of Association allows delegation as follows:

105. The Trustees may delegate any of their powers or functions (including the power to sub-delegate) to any Trustee, committee (including any Local Governing Body), the Chief Executive Officer or any other holder of an executive office. Any such delegation shall be made in writing and subject to any conditions the Trustees may impose, and may be revoked or altered.

105A. A Trustee, committee (including any Local Governing Body), the Chief Executive Officer or any other holder of an executive office to whom a power or function of the Trustees is delegated under Article 105 may further sub-delegate those powers or functions (or any of them) to a further person. Where any power or function of the Trustees is sub-delegated by any person to whom it has been delegated, that person must inform the Trustees as soon as reasonably practicable which powers and functions have been further delegated and to whom, and any such sub-delegation shall be made subject to any conditions the Trustees may impose, and may be revoked or altered by the Trustees.

106. Where any power or function of the Trustees has been exercised by any committee (including any Local Governing Body), any Trustee, the Chief Executive Officer any other holder of an executive office, or a person to whom a power or function has been sub-delegated under Article 105A, that person or committee shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.

Trustees and governors should refer to the Trust's Scheme of Delegation to ascertain which functions have been delegated and to whom.

Circumstances where Chair's Power to Act may be used:

There is no automatic right for anyone individually to perform any of the functions for which Trustees and Governors are responsible.

Exceptional circumstances may arise when a delay in exercising a function of the Board or Local Governing Body is likely to be seriously detrimental to the interest of:

1. The Trust or one of its academies; or
2. A pupil (or their parents) at one of the Trust's academies; or
3. A person who works for the Trust or one of its' academies

In the circumstances outlined above, the Chair of the Board of Trustees or the Chair of the respective Local Governing Body (or, in the absence of the Chair, the Vice Chair) has the

power to carry out the required functions. If a Chair takes action under any of these circumstances, he/she will first consult with the Executive Headteacher and also, if necessary/appropriate, seek the advice of the Chief Executive Officer.

Chair's emergency powers to act should on be used in rare and genuinely urgent situations. Chairs should resist the temptation to make decisions outside of Board or Local Governing Body meetings except in cases of real urgency.

Any actions taken under Chair's Emergency Power to Act must be reported to the Board/respective Local Governing Body at the first available opportunity. The form at Appendix should be used to record the use of any actions.

Removal of Power to Act:

The delegation of Power to Act will be removed from any Chair who abuses the delegation or fails to report any actions to the Board/Local Governing Body as soon as possible.

Review: The Board of Trustees will review the delegation of Chair's Emergency Power to Act annually.

Appendix A - Record of the use of Chair's Power to Act

Date Power to Act used	
Trust Board/Local Governing Body	
Name of Chair	
Name of Executive Headteacher	
Reasons for use of Power to Act	
Date reported to Trust Board/Local Governing Body	
Signed	
Name of Chair	

SCHEME OF DELEGATION MATRIX - DJANOGLY LEARNING TRUST (the Trust)		Members	Board of Trustees (Directors)	CEO	Academy Head	Local Governing Body
Area of Responsibility						
1. Strategic Direction and Development						
1	Vision, ethos and strategic direction for the Trust					
2	Vision and mission (Academies) (must align with the overall vision and ethos of the Trust)					
3	Admission of new Academies					
4	Support and advice for Principals/Headteachers/Heads of School					
5	Trust-wide Policies (see below - Pupils - Trust template for adoption by individual academies)					
6	Academy-level policies & guidelines (cannot contradict Trust policies)					
2. Governance, Reporting & Compliance						
1	Review Scheme of Delegation annually					
2	Appointment & removal of Members					
3	Appointment & removal of trustees (inc Chair)		Co-opted			
4	Articles of association: agree and review					
5	Governance structures and delegation					
6	Terms of reference for Trust committees inc. LGB/TGB/IEBs					
7	Appointment & removal of LGB Chair					
8	Appoint named Governors for Safeguarding (inc. LAC), SEND, Pupil Premium and Health & Safety					
9	Appointment & removal of LGB members (exc Chair)					
10	Agree LGB monitoring arrangements					
11	Governance succession plan					
12	Trust governance details on Trust and academies website					
13	Establish & maintain register of all interests for Members/Trustees/Governors					
14	Annual report on performance of the Trust; submit to Members and publish					
15	Statutory compliance - Company & Charity Law					
16	Statutory compliance - Finance					
17	Statutory compliance - Education law					
18	Agree annual schedules of business for Trust Board and all committees					
19	Establish review and monitor risk register					
20	Undertake annual self review of Trust Board and local governing bodies					
3. Academy Continuous Improvement						
1	Set and monitor Trust Priorities and Targets					
2	Set and monitor Academy Priorities and Targets					
4. Pupils						
1	Curriculum (T&L, inclusion, SEND)					
2	Standards & Achievement					
3	Admissions Policy - Trust is admissions authority					
4	Exclusions					PEx appeals
5	Behaviour Policy - pupils					Approve
6	Safeguarding Policy					Approve
7	Monitor the impact of Pupil Premium and Sports Premium spend on pupil outcomes					
8	EYFS Policy					Approve
9	SEND Policy					Approve
10	Term patterns and dates					
5. Staffing						
1	Staffing structure (Central Support Services (CSS))					
2	Staffing structure (Academy)					
3	Recruitment and performance management of Lead Executive (CEO/Accounting Officer)					
4	Recruitment and Performance Management of Strategic Executive Team					
5	Recruitment and Performance Management of Principals/ Headteachers/Heads of School				Chair	Chair
6	Recruitment and Performance Management of Academy staff					
7	Recruitment and Performance Management of CSS Staff					
8	Appoint Chief Financial Officer					
9	Approval of Trust Performance Management Outcomes					
10	Trust Pay policy					
11	Employee engagement					
6. Relationships & Communications						
1	Communication Strategy (incl. Branding, logos etc.)					
2	DfE, national agencies etc.					
3	Press, LA and other forums					
4	Pupils					
5	Parents					
6	Community					
7	Trade Unions & Professional Associations					
8	Local forums (admissions, SEND, behaviour etc.)					
9	Complaints					
7. Resources, Finance, premises & assets (subject to Academies Financial Handbook)						
1	Set Trust budgets (subject to internal financial regulations)					
2	Accept and monitor Academy budget					
3	Set Academy contribution rates to Trust					
4	Prepare and approve annual financial reports to DfE etc.					
5	Financial Statement auditors - appointment					
6	Internal auditors - appointment & communication					
7	Insurances					
8	Finance policies and internal regulations					
9	Establish, review and monitor risk register					
10	Benchmarking and ensure Trust-wide value for money					
11	Health & Safety					
8. Financial Spend Authorisation as per Trust Financial Regulations (subject to Academies Financial Handbook)						
1	Purchasing (approved at Exec HT/HoF level)			>£10k	<£10k	
2	Budgetted Capital			>£30k		
3	Un-Budgetted Capital		>£30k	<£30k		

Key	
Overall responsibility & oversight	
Delegated decision making responsibility	
Delegated responsibility to action	
Operational responsibility	