

# Kenton Schools Academy Trust Scheme of Delegation

September 2021

## Introduction

Kenton Schools Academy Trust is a multi-academy trust (MAT), so the Board of Trustees is accountable in law for all major decisions about our academies. However, this does not mean that the Board is required to carry out all the Trust's governance functions: many are delegated, including to the CEO, the Board's sub-committees or an academy's local governing body.

Our scheme of delegation (SoD) is the key document defining the lines of responsibility and accountability in our MAT. It is our way of ensuring that the members, trustees, board sub-committees, local governing bodies, executive leaders and academy principals are all clear about their roles and responsibilities.

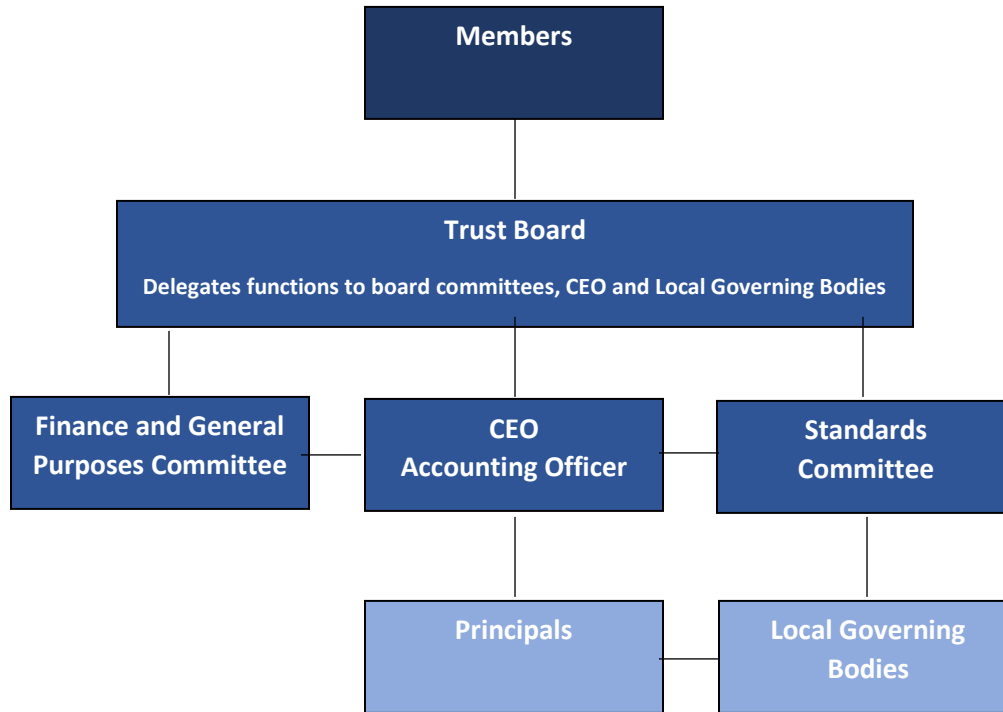
Each of our academies has a local governing board (LGB), which is in fact a committee appointed by the Board. Academy LGB functions are different from those of a maintained school governing body; the Board has the power to appoint and remove committees at any time, be it a board sub-committee or a local governing body.

Our scheme of delegation is designed to clarify decision-making and lines of accountability in a simple, succinct and clear format. It contains:

- A structure diagram which shows the layers of governance and lines of accountability
- Detailed narrative on roles and responsibilities
- A grid format, with columns for each layer of governance, which enables stakeholders to quickly determine who is responsible for each strategic decision within the Trust. The grid is divided into four key areas to reflect both the governance framework and the three core functions of governance:

1. The governance framework:
  - a. People
  - b. Systems and structures
  - c. Reporting
2. Being strategic
3. Holding to account
4. Ensuring financial probity

## Governance structure and lines of accountability



## Roles and responsibilities

### The Role of the Members

The Members of the Kenton Schools Academy Trust are guardians of the governance of the Trust and as such have a different status to trustees. Originally, they were the signatories to the Memorandum of Association and agreed the Trust's first Articles of Association (the legal document which outlines the governance structure and how the Trust will operate). The Members appoint trustees to ensure that the Trust's charitable object is carried out and can 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.

### The Role of the Trustees

The MAT is a charitable company and so trustees are both charity trustees (within the terms of section 177(1) of the Charities Act 2011) and company directors. Because trustees are bound by

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both charity and company law, the terms ‘trustees’ and ‘directors’ are often used interchangeably.

The Trustees are responsible for the general control and management of the administration of the Trust. In accordance with the provisions set out in our Memorandum and Articles of Association and our funding agreement, the Trust Board is legally responsible and accountable for all statutory functions and the performance of the schools within our Trust. It has approved 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 Role of the Trust Board Sub-committees

The Trust Board has established two sub-committees to carry out some of its governance functions, although any decisions made will be deemed decisions of the Trust Board. The membership and responsibilities of our two Board sub-committees, the Finance & General Purposes Committee and the Standards Co-ordination Committee are set out in their terms of reference (see appendices).

### 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 manages the performance of the academy principals.

The CEO is the accounting officer, so has overall responsibility for the operation of the 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 Trust. The CEO delegates executive management functions to the central executive management team and is accountable to the Trust Board for the performance of that team.

### The Role of the Academy Local Governing Bodies

The Trust Board has established academy local governing bodies to carry out some of its school level governance functions. These functions are outlined in the LGB terms of reference (see Appendix One below) and are reviewed by the Trust Board on an annual basis.

## The Role of the Academy Principals

The Academy Principals are responsible for the day-to-day management of the academies and are managed by the Chief Executive. In addition, they report to the local governing bodies on matters that have been delegated to them, which may include an element of monitoring and scrutiny of the school's management processes.

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Decision/Action	Delegated to ...						
	Members	Trust Board	TB Finance & General Purposes Committee	TB Standards Committee	CEO	Academy LGB	Academy Principal
<b>Governance Framework</b>							
Members: Appoint/Remove	✓						
Trustees: Appoint/Remove	✓	✓					
Role descriptions for members	✓						
Role descriptions for trustees/chair/specific roles/sub-committees/LGB members: agree		✓			<A		
Parent LGB member: elected		✓				✓	
Board sub-committee chairs: appoint and remove		✓	✓	✓	<A		
Academy LGB chairs: appoint and remove		✓			<A		
Clerk to TB: appoint and remove		✓			<A		
Clerk to LGB: appoint and remove		✓			<A>	✓	
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
Annual self-review of TB and committees: complete		✓					
Annual self-review of LGB: complete						✓	
Chair's performance: carry out 360 review periodically		✓				✓	
Trustee/LGB member contribution: review annually		✓				✓	
Succession: plan		✓			<A>	✓	A
Annual schedule of business for TB: agree		✓	✓	✓	<A		
Annual schedule of business for LGB: agree					A>	✓	A

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Decision/Action	Delegated to ...						
	Members	Trust Board	TB Finance & General Purposes Committee	TB Standards Committee	CEO	Academy LGB	Academy Principal
<b>Reporting</b>							
Publication on trust and schools' websites of all required details on governance arrangements: ensure		✓			<A	✓	A
Annual report on performance of the trust: submit to members and publish		✓			<A		
Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, demonstrating value for money: submit		✓	<A		<A		
Annual report on work of LGB: submit to trust & publish						✓	A
<b>Being Strategic</b>							
Determine trust-wide policies which reflect the trust's ethos and values including: charging and remissions; complaints; 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 schools' ethos and values to include admissions; SEND; safeguarding; curriculum; behaviour: approve		✓		✓	A>	✓	A
Central spend / top slice: agree		✓	<A		<A		
Management of risk: establish register, review and monitor		✓	<A	<A	<A>	✓	A
Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓
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		

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Decision/Action	Delegated to ...						
	Members	Trust Board	TB Finance & General Purposes Committee	TB Standards Committee	CEO	Academy LGB	Academy Principal
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	<A		
Schools' staffing structure: agree					✓		A
<b>Holding to Account</b>							
Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓	<A>	✓	A
Auditing and reporting arrangements for progress on key priorities: agree		✓	<A	<A	<A>	✓	A
Holding CEO and academy principals to account for academic standards in the academies; undertake		✓		<A	<A>	✓	A
Performance management of the CEO: undertake		✓					
Performance management of academy principal: undertake					✓	A	
Trustee monitoring: agree arrangements		✓			<A		
Academy LGB member monitoring: agree arrangements						✓	A
Academy LGB overall performance monitoring: agree arrangements		✓			<A		

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Decision/Action	Delegated to ...						
	Members	Trust Board	TB Finance & General Purposes Committee	TB Standards Committee	CEO	Academy LGB	Academy Principal
<b>Ensuring Financial Probity</b>							
Appoint Chief Financial Officer for delivery of trust's detailed accounting processes		✓	<A		<A		
Trust's scheme of financial delegation: establish and review		✓	✓		<A		
School's scheme of financial delegation: establish and review			✓		<A		
External auditors' report: receive and respond		✓	<A		<A	✓	A
CEO pay award: agree		✓	<A				
Academy principal pay award: agree			✓		✓	A	
Staff appraisal procedure and pay progression: review and agree			✓		✓		
Benchmarking and trust wide value for money: ensure robustness			✓		<A		
Develop trust wide procurement strategies and efficiency savings programme					✓		
Review and approve trust wide procurement strategies and efficiency savings programme			✓				

KEY:

- Blue boxes: function cannot legally be 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



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**Appendix One**

**Terms of Reference of Local Governing Bodies**

**Constitution of the Local Governing Body**

**1.1 Members of the Local Governing Body**

- 1.1.1 The membership of the Local Governing Body is governed by Article 104.
- 1.1.2 The number of people who shall sit on the Local Governing Body shall be not less than three but, unless otherwise determined by the Directors, shall be subject to a maximum of eleven.
- 1.1.3 The Local Governing Body shall have the following members:
  - 1.1.3.1 up to four community members appointed under clause 1.2 below;
  - 1.1.3.2 up to two staff members (excluding the Principal of the Academy) appointed under clause 1.2.3 below;
  - 1.1.3.3 up to four parent members elected or appointed in accordance with clause 1.2.6 below;
  - 1.1.3.4 the Principal of the Academy; and
  - 1.1.3.5 any additional members, if appointed by the Directors at the request of the Secretary of State of Education (**Secretary of State**) pursuant to clause 102(c) of the Master Funding Agreement.
- 1.1.4 The Local Governing Body may also have co-opted members appointed under clause 1.3.
- 1.1.5 The Directors (all or any of them) shall also be entitled to serve on the Local Governing Body and attend any meetings of the Local Governing Body. Any Director attending a meeting of the Local Governing Body shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Body.  
All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Directors.

**1.2 Appointment of Members of the Local Governing Body**

- 1.2.1 The practical arrangements for the election of members of the Local Governing Body shall be the responsibility of the Local Governing Body but (subject to clause 5.2.5) nobody shall become a member of the Local Governing Body until appointed by the Directors.
- 1.2.2 The Directors may appoint persons to serve on the Local Governing Body, having regard to any recommendations and views of the Local Governing Body in relation to ensuring that the people serving on the Local Governing Body between them have an appropriate range of skills and experience and due attention is given to succession planning.
- 1.2.3 The Directors may appoint persons who are employed at the Academy to serve on the Local Governing Body through such process as they may determine, provided that the total number of such persons (including the Principal) does not exceed one third of the total number of persons on the Local Governing Body. The positions held by those employed at the Academy (e.g. teaching and non-teaching staff) may be taken into account when considering appointments.
- 1.2.4 Unless the Directors agree otherwise, in the election of persons to serve on the Local Governing Body who are employed at the Academy, the Local Governing Body shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the Academy (excluding the Principal) and, where there are any contested posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as

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to whether any person is an eligible candidate shall be determined by the Local Governing Body.

- 1.2.5 The Principal shall be treated for all purposes as being an ex officio member of the Local Governing Body.
  - 1.2.6 Subject to clause 1.2.10 below, the parent members of the Local Governing Body shall be elected by parents of registered pupils at the Academy and they must be a parent of a pupil at the Academy at the time when he or she is elected.
  - 1.2.7 The Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent members of the Local Governing Body, including any question of whether a person is a parent of a registered pupil at the Academy. Any election of persons who are to be the parent members of the Local Governing Body that is contested shall be held by secret ballot.
  - 1.2.8 The arrangements made for the election of the parent members of the Local Governing Body shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he prefers, by having his ballot paper returned to the Academy by a registered pupil at the Academy.
  - 1.2.9 Where a vacancy for a parent member of the Local Governing Body is required to be filled by election, the Local Governing Body shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the Academy is informed of the vacancy and that it is required to be filled by election, informed that he is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
  - 1.2.10 The number of parent members of the Local Governing Body required shall be made up by persons nominated by the Local Governing Body if the number of parents standing for election is less than the number of vacancies.
  - 1.2.11 In appointing a person to be a parent member of the Local Governing Body pursuant to clause 1.2.10 above, the Directors shall appoint a person who is the parent of a registered pupil at the Academy or, where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.
- 1.3 **Co-opted Members of the Local Governing Body**
- 1.3.1 The Directors resolve that the Local Governing Body may itself co-opt up to two persons to serve on the Local Governing Body.
  - 1.3.2 The Local Governing Body may not co-opt a person who is employed at the Academy if thereby the number of persons employed at the Academy serving on the Local Governing Body would exceed one third of the total number of persons serving on the Local Governing Body (including the Principal).
- 1.4 **Term of Office**
- 1.4.1 The term of office for any person serving on the Local Governing Body shall be 4 years save that:
    - 1.4.1.1 this time limit shall not apply to the Principal; and
    - 1.4.1.2 persons who are co-opted to the Local Governing Body shall serve for 1 year.
  - 1.4.2 Subject to remaining eligible to be a particular type of member on the Local Governing Body and to clause 1.4.3 below, any person may be re-appointed or re-elected (including being co-opted again) to the Local Governing Body.
  - 1.4.3 *[No person may be reappointed or re-elected at the end of his term after serving on the Local Governing Body for 8 years or more consecutively unless in the circumstances the Directors decide to disapply the restriction set out in this clause 1.4.3.]*
- 1.5 **Resignation and Removal from Office**
- 1.5.1 A person serving on the Local Governing Body shall cease to hold office if he resigns his office by notice to the Local Governing Body (but only if at least three persons will remain in office when the notice of resignation is to take effect).
  - 1.5.2 A person serving on the Local Governing Body shall cease to hold office if he is removed by the person or persons who appointed him except in the case of parent members. Whilst

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

- 1.5.3 If any person who serves on the Local Governing Body in his capacity as an employee at the Academy ceases to work at the Academy, he shall be deemed to have resigned and shall cease to serve on the Local Governing Body automatically on termination of his work at the Academy.
- 1.5.4 Where a person who serves on the Local Governing Body resigns his office or is removed from office, that person or, where he is removed from office, those removing him, shall give written notice thereof to the Local Governing Body, who shall inform the Directors.

### 1.6 **Disqualification of Members of the Local Governing Body**

- 1.6.1 No person shall be qualified to serve on the Local Governing Body unless he is aged 18 or over at the date of his election or appointment. No current pupil of the Academy shall be entitled to serve on the Local Governing Body.
- 1.6.2 A person serving on the Local Governing Body shall cease to hold office if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.
- 1.6.3 A person serving on the Local Governing Body shall cease to hold office if he is absent without the permission of the Chair of the Local Governing Body from all the meetings of the Local Governing Body held within a period of six months and the Local Governing Body resolves that his office be vacated.
- 1.6.4 A person shall be disqualified from serving on the Local Governing Body if:
  - 1.6.4.1 his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
  - 1.6.4.2 he is the subject of a bankruptcy restrictions order or an interim order.
- 1.6.5 A person shall be disqualified from serving on the Local Governing Body at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 1.6.6 A person serving on the Local Governing Body shall cease to hold office if he would cease to be a director by virtue of any provision in the Companies Act 2006 or would be disqualified from acting as a charity trustee by virtue of section 178 of the Charities Act 2011.
- 1.6.7 A person serving on the Local Governing Body shall cease to hold office if he is deemed by HM Revenue & Customs not to be a fit and proper person to be a manager of a charity.
- 1.6.8 A person shall be disqualified from serving on the Local Governing Body if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.
- 1.6.9 A person shall be disqualified from serving on the Local Governing Body at any time when he is:
  - 1.6.9.1 included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
  - 1.6.9.2 disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or
  - 1.6.9.3 barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).
- 1.6.10 A person shall be disqualified from serving on the Local Governing Body if he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.

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- 1.6.11 A person shall be disqualified from serving on the Local Governing Body where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- 1.6.12 After the Academy has opened, a person shall be disqualified from serving on the Local Governing Body if he has not provided to the chair of the Local Governing Body a criminal records certificate (Disclosure and Barring Service Check) at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chair or the Principal confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.
- 1.6.13 Where, by virtue of this Scheme, a person becomes disqualified from serving on the Local Governing Body; and he was, or was proposed, to so serve, he shall upon becoming so disqualified give written notice of that fact to the Local Governing Body, who shall inform the Directors.
- 1.6.14 This clause 1.6 and paragraph 2 of the Appendix shall also apply to any member of any committee of the Local Governing Body who is not a member of the Local Governing Body itself.

## 2. Delegated Powers

### 2.1 General Provisions

- 2.1.1 Subject to provisions of the Companies Act 2006, the Articles, any directions given by the Members of the Company by special resolution and any directions given by the Directors, the management of the business of the Academy shall be delegated by the Directors to the Local Governing Body who may exercise all the powers of the Company in so far as they relate to the Academy in accordance with the terms of this Scheme.
- 2.1.2 No alteration of the Articles and no direction given by the Members of the Directors shall invalidate any prior act of the Local Governing Body which would have been valid if that alteration had not been made or that direction had not been given.
- 2.1.3 In general terms, the responsibility of the Directors in so far as the business of the Academy is concerned is to determine the policy and procedures of the Academy and to consider and respond to strategic issues. Whilst the Directors are free to decide what constitutes a strategic issue, having regard to all the circumstances, unless a matter is identified as a strategic issue and/or is identified as being the responsibility of the Directors under this Scheme, the responsibility for such matter will be that of the Local Governing Body. The Directors have determined that approval of budget plans for each academy, as well as monitoring of their implementation, in addition to issues which might affect or vary the Trust's policy on the use of its premises, are strategic issues which they and their Finance & General Purposes Committee will determine. They have also determined that the implementation of pay reviews following performance management and any decision about staffing which would vary an academy's staffing structure are strategic issues which they and their Finance and General Purposes Committee will determine.
- 2.1.4 In the exercise of its powers and functions, the Local Governing Body may consider any advice given by the Principal and any other executive officer as well as the Directors. Except as provided for in this Scheme, in addition to all powers hereby expressly conferred upon the Local Governing Body and without detracting from the generality of the powers delegated, the Local Governing Body shall have the following powers, namely:

### 2.2 Ethos and Values

- 2.2.1 Whilst the Local Governing Body shall be responsible for ensuring that the Academy is conducted in accordance with its ethos and values referred to above, the determination of the Academy's ethos and mission statement shall be the responsibility of the Directors.

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- 2.2.2 At all times the Directors and the Local Governing Body shall ensure that the Academy is conducted in accordance with the Objects of the Company, and any agreement entered into with the Secretary of State for the funding of the Academy.
- 2.3 **Resources**
- 2.3.1 **Principal**  
The appointment of the Principal is governed by Article 107. The Directors shall appoint the Chief Executive of the Company, the Principal and the Deputy Heads. The Local Governing Body may delegate such of its powers and functions under this Scheme as it considers are required by the Chief Executive of the Company and the Principal for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Directors and the Local Governing Body and for the direction of the teaching and curriculum at the Academy).
- 2.3.2 **Other Staff**
- 2.3.2.1 The Local Governing Body shall be responsible for the appointment and management of all other staff to be employed at the Academy provided that the Local Governing Body shall:
- 2.3.2.1.1 comply with all policies dealing with staff issued by the Directors from time to time;
- 2.3.2.1.2 take account of any pay terms set by the Directors;
- 2.3.2.1.3 adopt any standard contracts or terms and conditions for the employment of staff issued by the Directors;
- 2.3.2.1.4 manage any claims and disputes with staff members having regard to any advice and recommendations given by the Directors.
- 2.4 **Curriculum and Standards**
- 2.4.1 The Local Governing Body shall be responsible for the setting and review of the curriculum but shall have regard to any views of the Directors in recognition of the Company's obligation to the Secretary of State to provide a broad and balanced curriculum.
- 2.4.2 The Local Governing Body shall be responsible for the standards achieved by the Academy and the pupils attending the Academy but shall follow such advice, recommendations and directions of the Directors as they might issue from time to time.
- 2.4.3 The Local Governing Body shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no change will be made to the admissions criteria without the written consent of the Directors.
- 2.4.4 Any decision to expand the Academy shall be that of the Directors but who shall have regard to the views of the Local Governing Body.
- 2.5 **Extended Schools and Business Activities**  
Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income would be the responsibility of the Local Governing Body, this shall only be undertaken in a manner consistent with any policy set by the Directors and, having regard to the viability of such activities, the impact on the Academy's activities and any financial implications such as, for example, the threat of taxation in light of the Company's Objects and any threat to funding provided by the Secretary of State.
- 2.6 **Regulatory Matters**  
The responsibility for the satisfaction and observance of all regulatory and legal matters shall be the Directors but the Local Governing Body shall do all such things as the Directors may specify as being necessary to ensure that the Company is meeting its legal obligations.
3. **Operational Matters**
- 3.1 The Local Governing Body shall comply with the obligations set out in the Appendix which deals with the day to day operation of the Local Governing Body.

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- 3.2 The Local Governing Body shall adopt and comply with all policies of the Directors communicated to the Local Governing Body from time to time.
- 3.3 The Directors and all members of the Local Governing Body each have a legal duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Company and the Academy and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential.
- 3.4 The Local Governing Body will review its policies, procedures and practices on a regular basis, having regard to recommendations made by the Directors from time to time, in order to ensure that the governance of the Academy is best able to adapt to the changing political and legal environment.
- 3.5 The Local Governing Body shall provide such data and information to the Directors regarding the business of the Academy and the pupils attending the Academy as the Directors may require from time to time.
- 3.6 The Local Governing Body shall submit to any inspections by the Directors and any inspections pursuant to section 48 of the Education Act 2005.
- 3.7 The Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Directors in the event that intervention is either threatened or is carried out by the Secretary of State and the Directors expressly reserve their unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme in such circumstances.
- 3.8 The Local Governing Body acknowledges that the Directors have legal responsibility for the management of the Company including the running of the Academy. Furthermore, the Local Governing Body acknowledges that its powers are limited to those delegated by the Directors under this Scheme and are revocable by the Directors at any time in accordance with the Articles.
4. **Annual Review**
- 4.1 This Scheme shall operate from the Effective Date in respect of the Academy. The Directors will have the absolute discretion to review this Scheme at least on an annual basis.
- 4.2 In considering any material changes to this Scheme or any framework on which it is based, the Directors will have regard to and give due consideration of any views of the Local Governing Body.

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### Functioning of the Local Governing Body

1. **Chair and Vice Chair of the Local Governing Body**
  - 1.1 The election of the chair and vice-chair of the Local Governing Body shall be carried out in accordance with this paragraph 1 or otherwise as the Directors shall determine.
  - 1.2 Each academic year the members of the Local Governing Body shall at their first meeting in that year (subject to the prior written approval of the Directors) elect a chair and a vice-chair from among their number to serve until a successor is appointed or a vacancy occurs, as envisaged in paragraph 1.4 below. Neither a person who is employed by the Company (whether or not at the Academy) nor a person who is at the time of election already a Director of the Company (except where such person is a Director by virtue of being the incumbent chair) shall be eligible for election as chair or vice-chair, noting for the avoidance of doubt that, once elected, the chair will be eligible to serve as a Director of the Company pursuant to the provisions of Article 51.
  - 1.3 Subject to paragraph 1.5 below, the chair or vice-chair shall hold office as such until his successor has been elected in accordance with this paragraph 1.
  - 1.4 The chair or vice-chair may at any time resign his office by giving notice in writing to the Local Governing Body. The chair or vice-chair shall cease to hold office if:
    - 1.4.1 he ceases to serve on the Local Governing Body;
    - 1.4.2 he is employed by the Company (whether or not at the Academy);
    - 1.4.3 he is removed from office by the Directors or otherwise in accordance with this Scheme;or
    - 1.4.4 in the case of the vice-chair, he is elected in accordance with this Scheme to fill a vacancy in the office of chair.
  - 1.5 Where by reason of any of the matters referred to in paragraph 1.4 above, a vacancy arises in the office of chair or vice-chair, the members of the Local Governing Body shall at its next meeting elect one of their number to fill that vacancy subject to the prior written approval of the Directors.
  - 1.6 Where the chair is absent from any meeting or there is at the time a vacancy in the office of the chair, the vice-chair shall act as the chair for the purposes of the meeting.
  - 1.7 Where in the circumstances referred to in paragraph 1.6 above the vice-chair is also absent from the meeting or there is at the time a vacancy in the office of vice-chair, the members of the Local Governing Body shall elect one of their number to act as a chair for the purposes of that meeting, provided that the person elected shall neither be a person who is employed by the Company (whether or not at the Academy) nor a Director.
  - 1.8 A Director shall act as chair during that part of any meeting at which the chair is elected.
  - 1.9 Any election of the chair or vice-chair which is contested shall be held by secret ballot.
  - 1.10 The Directors may remove the chair or vice-chair from office at any time in accordance with the Articles. The chair or vice-chair may only be removed from office by the Local Governing Body in accordance with this Scheme.
  - 1.11 A resolution to remove the chair or vice-chair from office which is passed at a meeting of the Local Governing Body shall not have effect unless:
    - 1.11.1 it is confirmed by a resolution passed at a second meeting of the Local Governing Body held not less than fourteen days after the first meeting; and
    - 1.11.2 the matter of the chair's or vice-chair's removal from office is specified as an item of business on the agenda for each of those meetings.
  - 1.12 Before a resolution is passed by the Local Governing Body at the relevant meeting as to whether to confirm the previous resolution to remove the chair or vice-chair from office, the person or persons proposing his removal shall at that meeting state their reasons for doing so and the chair or vice-chair shall be given an opportunity to make a statement in response.
2. **Conflicts of Interest**
  - 2.1 Any member of the Local Governing Body who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a member of the Local Governing Body shall disclose that fact to the Local Governing Body as soon as he becomes aware of it. A person must absent himself from any discussions of the Local Governing Body in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy and any duty or personal interest (including



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- but not limited to any Personal Financial Interest) and shall have no vote on the matter in question and shall not be counted in the quorum in relation to such vote.
- 2.2 For the purpose of paragraph 2.1 above, a person has a Personal Financial Interest if he is in the employment of the Company or is in receipt of remuneration or the provision of any other benefit directly from the Company or in some other way is linked to the Company or the Academy.
- 2.3 The obligation under paragraph 2.1 above to disclose any direct or indirect duty or personal interest shall not apply where:
- 2.3.1 the member in question of the Local Governing Body is unaware of such direct or indirect duty or personal interest (but for these purposes he is treated as being aware if he ought reasonably to have been aware); or
- 2.3.2 the Local Governing Body is already aware of such any direct or indirect duty or personal interest.
- 2.4 The obligation under paragraph 2.1 above that a conflicted Director absent himself and have no vote and not be counted in the quorum shall not apply in relation to any of the following:
- 2.4.1 the purchase of indemnity insurance pursuant to Article 6.3;
- 2.4.2 the reimbursement of expenses pursuant to Article 6.5;
- 2.4.3 any benefit received by the member in question of the Local Governing Body in his capacity as a beneficiary pursuant to Article 6.7(a) and which is generally available to all beneficiaries; and/or
- 2.4.4 the payment of any indemnity pursuant to Article 136;
- unless in the circumstances the other members of the Local Governing Body decide to the contrary.
- 2.5 Any disagreement in relation to conflicts of interest between the members of the Local Governing Body and the Principal or any sub-committee of the Local Governing Body shall be referred to the Directors for their determination.
3. **The Minutes**
- 3.1 The minutes of the proceedings of a meeting of the Local Governing Body shall be drawn up and entered into a book kept for the purpose by the person authorised to keep the minutes of the Local Governing Body; and shall be signed (subject to the approval of the members of the Local Governing Body) at the same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:
- 3.1.1 all appointments of officers made by the Local Governing Body; and
- 3.1.2 all proceedings at meetings of the Local Governing Body and of committees of the Local Governing Body including the names of all persons present at each such meeting.
- 3.2 The chair shall ensure that copies of minutes of all meeting of the Local Governing Body (and such of the sub-committees as the Directors shall from time to time notify) shall be provided to the Directors as soon as reasonably practicable after those minutes are approved.
4. **Sub-Committees**
- 4.1 Subject to this Scheme, the Local Governing Body may establish any sub-committee as it deems necessary. The constitution, membership and proceedings of any sub-committee shall be determined by the Local Governing Body having regard to any views of the Directors. The establishment, terms of reference, constitution and membership of any sub-committee shall be reviewed at least once in every twelve months.
- 4.2 The membership of any sub-committee may include persons who do not also serve on the Local Governing Body, provided that a majority of the members of any such sub-committee shall be members of the Local Governing Body or Directors. The Local Governing Body may determine that some or all of the members of a sub-committee who are not Directors or who do not serve on the Local Governing Body shall be entitled to vote in any proceedings of the sub-committee. No vote on any matter shall be taken at a meeting of a sub-committee unless the majority of members of the sub-committee present either are Directors or are persons who serve on the Local Governing Body.
5. **Delegation**
- 5.1 Provided such power or function has been delegated by the Directors to the Local Governing Body, the Local Governing Body may further delegate to any person serving on the Local Governing

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- Body, any sub-committee, the Principal or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions either the Directors or the Local Governing Body may impose and may be revoked or altered by either the Directors or the Local Governing Body.
- 5.2 Where any power or function of the Directors or the Local Governing Body is exercised by any sub-committee, any Director or member of the Local Governing Body, the Principal or any other holder of an executive office, that person or sub-committee shall report to the Local Governing Body in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Local Governing Body immediately following the taking of the action or the making of the decision.
6. **Meetings of the Local Governing Body**
- 6.1 Subject to the Articles and this Scheme, the Local Governing Body may regulate its proceedings as the members of the Local Governing Body think fit.
- 6.2 The Local Governing Body shall meet at least three times in every school year. Meetings of the Local Governing Body shall be convened by the Clerk to the Local Governing Body. In exercising his/her functions under this Scheme, the clerk shall comply with any direction:
- 6.2.1 given by the Directors or the Local Governing Body; or
- 6.2.2 given by the chair of the Local Governing Body or, in his/her absence or where there is a vacancy in the office of chair, the vice-chair of the Local Governing Body, so far as such direction is not inconsistent with any direction given as mentioned in paragraph 6.2.1 above.
- 6.3 Any three members of the Local Governing Body may, by notice in writing given to the secretary, requisition a meeting of the Local Governing Body; and it shall be the duty of the secretary to convene such a meeting as soon as is reasonably practicable.
- 6.4 Each member of the Local Governing Body shall be given at least seven clear days before the date of a meeting:
- 6.4.1 notice in writing thereof, signed by the secretary, and sent to each member of the Local Governing Body at the address provided by each member from time to time; and
- 6.4.2 a copy of the agenda for the meeting;
- provided that where the chair or, in his absence or where there is a vacancy in the office of chair, the vice-chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.
- 6.5 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.6 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Body shall not be proposed at a meeting of the Local Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.7 A meeting of the Local Governing Body shall be terminated forthwith if:
- 6.7.1 the members of the Local Governing Body so resolve; or
- 6.7.2 the number of members present ceases to constitute a quorum for a meeting of the Local Governing Body in accordance with paragraph 6.10 below, subject to paragraph 6.12 below.
- 6.8 Where, in accordance with paragraph 6.7 above, a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the secretary as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.
- 6.9 Where the Local Governing Body resolves in accordance with paragraph 6.7 above to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Body shall before doing so determine the time and date at which a further meeting is to be held for

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- the purposes of completing the consideration of those items, and they shall direct the secretary to convene a meeting accordingly.
- 6.10 Subject to paragraph 6.12 below, the quorum for a meeting of the Local Governing Body, and any vote on any matter thereat, shall be any [three] of the members of the Local Governing Body, [or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office on the Local Governing Body at the date of the meeting].
- 6.11 The Local Governing Body may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies.
- 6.12 The quorum for the purposes of:
- 6.12.1 appointing a parent member;
  - 6.12.2 any vote on the removal of a person in accordance with this Scheme;
  - 6.12.3 any vote on the removal of the chair of the Local Governing Body by the Local Governing Body;
- shall be any two-thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on those respective matters including a Director.
- 6.13 Subject to this Scheme, every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Subject to paragraph 6.14 below, every member of the Local Governing Body shall have one vote.
- 6.14 Where there is an equal division of votes, the chair of the meeting shall have a casting vote in addition to any other vote he may have.
- 6.15 The proceedings of the Local Governing Body shall not be invalidated by:
- 6.15.1 any vacancy on the board; or
  - 6.15.2 any defect in the election, appointment or nomination of any person serving on the Local Governing Body.
- 6.16 A resolution in writing, signed by all the persons entitled to vote on the matter in question at a meeting of the Local Governing Body or of a sub-committee of the Local Governing Body, shall be valid and effective as if it had been passed at a meeting of the Local Governing Body or (as the case may be) a sub-committee of the Local Governing Body duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Body and may include an electronic communication by or on behalf of the Local Governing Body indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Body in writing of the email address or addresses which the member will use.
- 6.17 Subject to paragraph 6.18 below, the Local Governing Body shall ensure that a copy of:
- 6.17.1 the agenda for every meeting of the Local Governing Body;
  - 6.17.2 the draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;
  - 6.17.3 the signed minutes of every such meeting; and
  - 6.17.4 any report, document or other paper considered at any such meeting;
- are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.
- 6.18 There may be excluded from any item required to be made available in pursuance of paragraph 6.17 above, any material relating to:
- 6.18.1 a named Teacher or other person employed, or proposed to be employed, at the Academy;
  - 6.18.2 a named pupil at, or candidate for admission to, the Academy; and
  - 6.18.3 any matter which, by reason of its nature, the Local Governing Body is satisfied should remain confidential.
- 6.19 Any member of the Local Governing Body shall be able to participate in meetings of the Local Governing Body by telephone or video conference provided that:
- 6.19.1 he has given notice of his intention to do so detailing the telephone number on which he can be reached and/or appropriate details of the video conference suite from which he shall be taking part at the time of the meeting at least 48 hours before the meeting; and

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6.19.2 the Local Governing Body has access to the appropriate equipment if after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference the meeting may still proceed with its business provided it is otherwise quorate.

### 7. **Notices**

7.1 Any notice to be given to or by any person pursuant to this Scheme (other than a notice calling a meeting of the Local Governing Body) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In this Scheme “**Address**” in relation to electronic communications, includes a number or address used for the purposes of such communications.

7.2 A notice may be given by the Local Governing Body to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Governing Body by the member. A member whose registered address is not within the United Kingdom and who gives to the Local Governing Body an address within the United Kingdom at which notices may be given to him, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from the Local Governing Body.

7.3 A member of the Local Governing Body present, either in person or by proxy, at any meeting of the Local Governing Body shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

7.4 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

### 8. **Indemnity**

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

## Appendix Two

### FINANCE AND GENERAL PURPOSES COMMITTEE

#### TERMS OF REFERENCE

##### **1 Constitution**

- 1.1 The Kenton Academy Trust Board (“the Board”) has resolved to establish a Finance and General Purposes Committee to advise the Board on matters relating to the Trust’s finance and resources arrangements.
- 1.2 The Finance and General Purposes Committee is responsible to the Trust Board.
- 1.3 The Committee’s Terms of Reference are adopted by the Board and may only be changed with the approval of the Board.
- 1.4 The Committee’s remit will extend to advise the Board on the performance and pay of the Chief Executive of the Trust.
- 1.5 The Clerk to the Board (or appointed deputy) shall be the Clerk to the Committee.

##### **2 Authority**

- 2.1 The Committee will report to the Board on any decisions taken in accordance with the Schemes of Delegation and delegated powers, including the Academies’ assets, depreciation and removal of such items from the asset register.
- 2.2 The Finance and General Purposes Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any employee of the Trust and all employees are directed to co-operate with any request made by the Committee.
- 2.3 The Committee is authorised to obtain any outside legal or independent professional advice it considers necessary and may require experts to be present and to advise when drafting disclosures to be made in the Trust’s annual Report and Accounts.

##### **3 Main Duties**

- 3.1 The Committee is required to fulfil its responsibilities as set out in these Terms of Reference in line with the Academies Financial Handbook, the Trust’s Financial Regulations and in compliance with the Funding Agreement with the Secretary of State of Education.
- 3.2 To ensure sound management of the Trust’s finances and resources, including proper planning, monitoring, probity and value for money.
- 3.3 To advise the Trust Board on specific remuneration packages of the CEO to ensure that staff are fairly rewarded in relation to their individual contributions to the Trust’s overall performance; and
- 3.4 To demonstrate to the public that the pay of senior staff is set by a committee which has no personal interest in the outcome of its decision and which gives due regard to the interests of the public and of the financial health of the Trust.

##### **4 Terms of Reference**

- 4.1 Subject to the detailed requirements of the Academies Financial Handbook, Funding Agreement and the Financial Regulations of the Trust, the Committee shall consider **and advise** the Board on the following specific matters:

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- 4.1.1 The annual estimates of income and expenditure and financial forecast for the Trust and its Academies
  - 4.1.2 Monitoring of revenue finances of the Trust and its Academies and advising the Board on progress towards achieving its financial objectives
  - 4.1.3 Monitoring of policies relating to finance, staffing and buildings, including Health and Safety, capitalisation, depreciation, treasury management, investment and borrowing
  - 4.1.4 The acquisition or disposal of land to be used by the Academies
  - 4.1.5 The financial elements of the risk management policy including health and safety, buildings and insurance
  - 4.1.6 The management accounts of the Trust, advising the Board on the year-end Accounts
  - 4.1.7 To consider any relevant legal and contractual documentation, operating within the Articles of Association, Schemes of Delegation, Funding Agreement and Financial Regulations
  - 4.1.8 To monitor policies in relation to non-educational services such as Human Resources, publicity and marketing, and to agree changes as necessary
  - 4.1.11 To monitor the deployment of non-financial resources, including personnel and property, with a view to advising the Board on the effectiveness of such resources.
  - 4.1.12 The oversight of the pay and conditions of service of all employees of the Trust.
- 4.2 The Committee will produce an annual report for the Board and Accounting Officer regarding the Trust's internal controls.

### 5 **Pay Matters**

- 5.1 The Committee shall advise the Board on the remuneration packages of the CEO and the Principals and in doing so it shall consider the following component elements:
- a) basic salary
  - b) pension provisions
  - e) the main terms and conditions of each individual's service agreement, with particular reference to the notice provisions.
- 5.2 The Committee shall evaluate annually the specific remuneration package of the CEO in particular against pre-established performance goals and objectives and an appropriate peer group.
- 5.3 The Committee shall receive a report from the Chair of the Board on the performance of the CEO and the Clerk to the Board.
- 5.4 For the purposes of 5.3 the Committee will review and assess performance targets, goals and objectives established before the commencement of the relevant period and determine whether such goals and objectives have been achieved at the end of the relevant period.
- 5.5 The Committee shall advise the Board of any compensation (including the augmentation of pension benefits) which may be payable in the event of the early termination of the employment of the CEO, Principals of the Academies or any senior member of staff, with the broad aim of:
- a) avoiding rewarding poor performance and
  - b) dealing fairly with cases where early termination is not due to poor performance.
- 5.6 The Committee shall periodically review and approve any changes to the job description of the CEO.

### 6 **Administration**

- 6.1 The Finance and General Purposes Committee will meet at least three times in each academic year. The Chair or any two members may call a meeting.

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- 6.2 The Committee will consist of a minimum of three Board Directors. Members of the Committee are appointed annually. The Chair of the Board shall be an ex-officio member.
- 6.3 Up to two external co-opted members may also be appointed who are not members of the Board. The Board may not co-opt an employee of the Academy Trust if the result would be that the number of committee members who are employees of the Trust (including the CEO) would exceed one third of the Committee. Co-opted members of the Committee will have full participation rights.
- 6.4 In respect of pay matters, Directors who are employed by the Trust and any co-opted members of the Committee shall be excluded. Where pay matters are being considered, the Chair of the Board shall attend.
- 6.7 The Chair of the Finance and General Purposes Committee will be appointed by the Board and will not be a member of the Audit Committee or the CEO. If the Chair is absent from a meeting, the members shall choose another member, who is also a member of the Board, to act as chair for that meeting.
- 6.8 The Finance and General Purposes Committee will be quorate if at least **three** members (or at least one third if greater) of those members eligible to vote are present. In addition, at least 50% of those present are required to be Board members [in the event of there being co-optees on the Committee] and no more than 50% of those present may be employees of the Trust.
- 6.9 Decisions to be made at meetings of the Committee shall be determined by a majority of votes of members present and voting. Where there is an equal division of votes, the Chair shall have a second or casting vote.
- 6.10 The Chief Finance Officer and other members of the Trust's staff may be invited to attend but will have no voting rights. The CFO will be excluded when pay matters relating to the CEO and Principals are to be considered.
- 6.11 The meeting agenda will be agreed in advance by the Chair of the Finance and General Purposes Committee (based on, but not limited to, a pre-agreed annual schedule of activity) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- 6.12 Minutes of meetings will be taken and submitted to the next scheduled meeting of the Board once approved in draft by the Chair of the Committee.
- 6.13 The Finance and General Purposes Committee will self-assess its performance against these Terms of Reference on an annual basis and will also review the Terms of Reference, submitting any proposed changes to the Board for approval.
- 6.14 The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee on subsequent consideration by the Board (whichever shall happen first).

## Appendix Three

### Terms of Reference of Trust Standards Co-ordination Committee

#### **1 Constitution**

- 1.1 The Kenton Schools Academy Trust Board (“the Board”) has resolved to establish a Standards Co-ordination Committee to advise the Board on matters relating to the Trust’s curriculum, quality and standards.
- 1.2 The Committee is responsible to the Trust Board.

#### **2 Authority**

- 2.1 The Committee will undertake an annual review of its performance and of these terms of reference, and recommend any changes needed to the Board for approval.
- 2.2 The Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any employee of the Trust and all employees are directed to co-operate with any request made by the Committee.

#### **3 Main Duties**

- 3.1 To monitor and advise the Trust Board by written report each term on the following:
  - 3.1.1 Data on attainment and achievement for each of the Trust’s academies
  - 3.1.2 School improvement work and leadership
  - 3.1.3 Overall performance of the academies
  - 3.1.4 Leadership standards
  - 3.1.5 Governance effectiveness
- 3.2 To monitor and advise the Board on:
  - 3.2.1 SEN and inclusion;
  - 3.2.2 Partnership working
  - 3.2.3 Admissions
  - 3.2.4 Safeguarding arrangements

#### **4 Terms of Reference**

- 4.1 In the context of the Kenton Academy Trust’s mission statement determined by the Members and the Board, the Committee shall consider and advise the Board on the following specific matters:
- 4.2 **Curriculum and Quality**
  - 4.2.1 The Academies statutory requirements in relation to the Curriculum offer and other curriculum issues such as spiritual, moral social and cultural learning;
  - 4.2.2 Extra-curricular activities;
  - 4.2.3 The educational needs of the pupils attending the Trust’s Academies
  - 4.2.4 The Trust’s policies in relation to its curriculum statement
  - 4.2.5 Determine and update relevant strategies relating to the above.
- 4.3 **Performance and Standards**
  - 4.3.1 To monitor and review the achievement of strategic objectives, in particular the overview of performance against quantitative and qualitative benchmarks for key indicators/outcomes and the Ofsted framework, providing challenge and recommending remedial actions where required in line with the Academy Improvement Plan.



#### **4.4 Self-Assessment and Review**

- 4.4.1 To receive the views on curriculum and quality issues of all Academies
- 4.4.2 To receive progress reports on the implementation of post-Ofsted action plans and any other formal evaluation reports related to the quality of provision and achievement across the Trust to further inform and develop the Trust's Quality Improvement plans and strategies.
- 4.4.3 To review outcomes, identifying significant changes in performance, emerging trends and risks in relation to future performance of each Academy.

#### **5 Administration**

- 5.1 The Standards Committee will meet at least once per term. The Chair or any two members may call a meeting.
- 5.2 The Standards Committee will consist of a minimum of three members of the Board. Additionally, up to two external co-opted members with particular expertise may also be appointed who are not members of the Board.
- 5.3 The Chair of the Standards Committee will be appointed by the Board. The CEO or Principal of an Academy may not act as Chair to the Committee. If the Chair is absent from a meeting, the members shall choose another member, who is also a member of the Board, to act as Chair for that meeting.
- 5.4 The Standards Committee will be quorate if two members are present and more than 50% of those members present are Board members.
- 5.5 Other members of the Trust's staff may be invited to attend but will have no voting rights.
- 5.6 Administrative support will be provided by the Clerk to the Board.
- 5.7 Agendas will be agreed in advance by the Chair of the Standards Committee (based on, but not limited to, a pre-agreed annual schedule of activity) and papers will be circulated to members and attendees at least 5 working days in advance of the meeting.
- 5.8 Minutes of meetings will be taken and submitted to the next scheduled meeting of the Board once approved in draft by the Chair of the Committee.
- 5.9 The Standards Committee will review these terms of reference and self-assess its performance against these terms of reference on an annual basis.
- 5.10 The members of the Committee shall hold office from the date of their appointment until the resignation or their omission from membership of the Committee