



SCHOOLS IN PARTNERSHIP
STEPHENSON
MULTI ACADEMY TRUST

Stephenson Multi Academy Trust

Scheme of Delegation

Purpose

This document outlines the governance structures, principles and processes for Stephenson Multi Academy Trust. It explains the ways in which the Members and the Trustees fulfil their responsibilities for the oversight of the Trust and the respective roles, responsibilities and accountability of all those with a governance responsibility. It sets out the commitments to each other to ensure effective leadership and governance. It is one of the key documents for all colleagues working at all levels in the Trust.

Definitions

Members

The role of the Members

The Members are members of the Academy Trust for the purposes of the Companies Acts.

In simple terms, the Members "own" the Academy Trust. They have a number of statutory rights, including the right to remove Trustees, the right to amend the Articles and the right to receive the annual accounts. They also have the right to appoint Trustees under the Articles.

The Members guarantee that, if the Academy Trust is wound up and its assets do not meet all of its liabilities, they will each contribute £10 towards those costs.

The Members will meet once a year at the annual general meeting and may also meet as and when required (for example if any amendments to the Articles are required).

The appointment of the Members

Members are appointed in accordance with Articles 12 to 18 of the Articles.

On appointment, all Members shall sign a written consent to be a member. The Clerk shall also update the register of Members as appropriate. Companies House does not need to be notified of appointments or removals/resignations of Members otherwise than in the Confirmation Statement.

The Members will meet once a year at the annual general meeting and may also meet as and when required (for example if any amendments to the Articles are required).

Trustees

Capacity of Trustees

Each Director is:

- (a) a director of the Academy Trust under company law; and
- (b) a trustee of the Academy Trust under charity law.

The Trustees manage the affairs of the Academy Trust and are responsible for its day-to-day operation including by its committees (including Local Governing Bodies) and executives (including Head Teachers).

Meetings of the Board

The Trustees shall hold at least three meetings in every school year. Meetings will normally be held towards the end of each term and the dates published at the beginning of each academic year.

All meetings of the Trustees shall be convened and conducted as provided by the Articles.

Each meeting of the Trustees shall, in respect of the Academies and the Academy Trust, cover:

- (a) a report on the financial position, including income and expenditure and financial commitments against agreed budgets;
- (c) whether adequate financial monitoring of budgets and activities is being undertaken;
- (d) progress on any action identified to improve financial arrangements;
- (e) significant contracts entered (or proposed to be entered) into;
- (f) details of any significant matters affecting
 - a. staff,
 - b. pupils' welfare and/or education,
 - c. assets and
 - d. any other matters which require the consideration and/or approval of the Trustees.

Accountability of Trustees

The Trustees are chiefly accountable to:

- (a) the members of the Academy Trust;

- (b) the beneficiaries of the Academy Trust (i.e. the students at the Academies and their parents);
- (b) the DfE, the Education Funding Agency and specifically the Secretary of State under the terms of the Funding Agreements;
- (c) the Secretary of State (in his role as principal regulator in respect of charity matters) for operating the Academy Trust for the public benefit, for the prudent management of the Academy Trust and its financial efficiency and for compliance with legislation including charity law;
- (d) the employees of the Academy Trust for their working environment, and for compliance with the contract of employment and employment law requirements and matters of health and safety; and
- (e) other regulatory authorities for compliance with regulated responsibilities to which the Academy Trust and the Academies are subject.

Powers, functions and responsibilities of Trustees

The business of the Academy Trust is managed by the Trustees, fulfilling a largely strategic role, who may exercise all of the powers of the Academy Trust, as set out in the Articles.

The Trustees have a number of duties and responsibilities towards the management of the Academy Trust and its finances. In summary, the Trustees are responsible for:

- (a) carrying on the Academy Trust in accordance with the objects of the Academy Trust as set out in the Articles and safeguarding its assets;
- (b) running the Academies and directing the education, pastoral care, financial and other policies and practices of the Academies in accordance with the Articles and the Funding Agreements (including the Academies Financial Handbook);
- (c) ensuring sound management and administration of the Academy Trust, and ensuring that managers are equipped with the relevant skills and guidance;
- (d) financial controls and the financial management of the Academy Trust in accordance with the provisions of the Handbook, which sets out in detail provisions for the financial management of each Academy including guidance on financial systems and controls and accounting and reporting requirements;
- (e) setting standards of conduct and values, monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon;
- (f) risk management, that is identifying, quantifying and devising systems to identify and mitigate risks affecting the Academy Trust; and
- (g) ensuring the Academy Trust and the Academies are conducted in

compliance with the general law.

The Trustees are required to:

- (a) act together and in person and not delegate overall responsibility for the Academy Trust to others;
- (b) act strictly in accordance with the Academy Trust's Articles;
- (c) act in the Academy Trust's interests only and without regard to their own private interests;
- (d) manage the Academy Trust's affairs prudently;
- (e) not take personal benefit from the Academy Trust unless expressly authorised by the Articles or the Charity Commission; and
- (f) take proper professional advice on matters on which they are not themselves competent.

The Trustees should also hold the Head Teachers accountable. They should offer support, constructive advice, be a sounding board for ideas, a second opinion on proposals and help where needed, but will also challenge, ask questions, seek information and improve proposals where appropriate and at all times act in the best interests of the Academy Trust.

The Trustees shall have regard to the framework for inspecting schools in England under section 5 of the Education Act 2005 (as amended) issued by the Office for Standards in Education, Children's Services and Skills (Ofsted)

The Trustees shall have regard to the Academies Financial Handbook, which shall be circulated to all Trustees.

Delegation of powers of Trustees

The Trustees may delegate such of their powers or functions that they can legally delegate and which they consider would be desirable to delegate.

The Trustees shall not delegate any of their powers listed in Appendix 1 (the "**Reserved Matters**").

Delegation can be made to:

- (a) Academy Trust committees (committees with functions related to the Academy Trust) including a Finance Committee, whose remit includes the usual auditing functions;
- (b) the Local Governing Bodies;

- (c) any Director holding executive office; and
- (d) the Head Teachers.

However, every act of delegation shall be a delegation of powers and duties, and not a delegation or shedding of responsibilities.

Trustee Board Committees

Finance & Audit Committee
Staffing & Pay Committee

Please see Trustee Board Committee Remits for further details regarding the Trustee Board Committee's.

Key

A – Accountable
R – Responsible
C – Consult
I – Information Only

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Strategy and Leadership	Code	Members	Trust Board	Finance & Audit	Staffing & Pay	Headteacher	COO	Local Governing Board	Comments
Set vision and strategic objectives of the Trust & School	SL 1	C	A			R	R	A - for academy	
Oversee implementation of strategic objectives of the Trust & School	SL 2		A			R	R	A - for academy	
Scrutiny – review & challenge progress of the Trust against its strategic objectives and KPIs, and in accordance with Trust vision	SL 3	A	R			R	R	A - for academy	
Compliance: Funding Agreement – comply with all obligations including the Academies Financial Handbook	SL 4	A	A	R	R		R	I	
Compliance: Regulatory – with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety)	SL 5	A	A			R	R	A - for academy	
Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds	SL 6	I	A	R		R	R,A	C	

Compliance – completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions	SL 7	I	A	R			R - in respect of maintaining register of business interests for Trustees (in Accounting Officer capacity)	I	
Compliance – FOI and GDPR	SL 8	I	A	I		C	R	I	
Appointment and dismissal of Trustees – ensuring processes in place for appointment of directors (including ensuring that the Trustees have the skills to run the Trust)	SL 9	A	R			C	R	I	
Appointment of Governors – ensuring processes in place for appointment of governors (including ensuring that the Governors have the skills to run the Academies)	SL 10	I	A			R	C	R	
Appointment of the Accounting Officer and Audit Committee	SL 11	I	A,R						
Appointment of Trust internal and external auditors	SL 12	I	A	R		I	C	I	
Appointment of Trust banking provider	SL 13								

Appointment of Trust legal adviser	SL 14								
Appointment of MAT Board Company Secretary	SL 15	I	A,R			C	C	I	
Appointment of Clerk to Governors and Trustees	SL 16	i	c			R,A	R,A	C - Clerk to Governors	
Appointment of Chairs of Local Governing Body	SL 17	I	A			C	C	R	
Policies – review and approval of Trust-wide policies (including admissions, procurement, DBS, charging and remissions policies, health & safety and safeguarding)	SL 18	I	A	R	R	R	R	C	
Policies – review and approval of individual academy policies	SL 19		A			R	R	A - for academy	
Prepare and agree terms of reference for Trust Board Committees	SL 20	I	A	C	C	I	R		
Prepare and agree terms of reference for Local Governing Body	SL 21	I	I			R	I	A - for academy	
Training programme for Trustees and Local Governing Body	SL 22	I	C			R	R	C	
Review effectiveness of Local Governing Body	SL 23	I	A,R			C	C	C	
Review effectiveness of Board of Trustees	SL 24	A,R	C			C	C	C	

Legal claims - with potential impact on Academy or Trust reputation	SL 25	I	C			R	R	C	
Benchmarking and best value	SL 26		I	I		I	A,R	I	
Manage and mitigate strategic risk	SL 27	I	A	R		R	R	R - for academy	
Other major strategic decisions	SL 28	A/I	A			R	R	C	
Code of conduct - Trustees and employees	SL 29	A	A/R			R	R	C	

Educational effectiveness	Code	Members	Trust Board	Finance & Audit	Staffing & Pay	Headteacher	COO	Local Governing Board	Comments
Overall MAT Trust Development Plan	EC 1A	I	A			R	R	C	
Individual academy plan in line with strategic aims of the Trust (annual requirement) - SDP	EC 1B		I			R	C	A	
Key Performance Indicators – setting and reviewing performance of the Trust & the Academies (in relation to academic standards, finances, and other matters)	EC 2	I	A			R	R	R - for academy	
Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes	EC 3		A		C	A	I	A - for academy	
Curriculum – setting the curriculum for the Academy and reviewing its effectiveness	EC 4	I	C			A	I	A - for academy	
Pupil Premium – reviewing and challenging the value for money/ ROI of the Pupil Premium in terms of educational outcomes and narrowing the achievement gap	EC 5	I	A	I		A	I	A - for academy	
Set admissions policy	EC 6	I	A			R	R	A - at academy level	

Admission application decisions and appeals	EC 7	I	A			R	R	I	
Collective worship arrangements for school, without religious character	EC 8		A					A - at academy level	
Student issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)	EC 9	I	A			R	C	A - at academy level	
Academy Hours – setting the opening and closing times for the Academy	EC 10	I	A			R	R	A - at academy level	
Term Dates and length of school day	EC 11	I	A			R	R	C	
School lunch – ensure provided to appropriate nutritional standards	EC 12	I	A			A - for academy	R	I	
Provision of free school meals to those meeting criteria	EC 13		A			A - for academy	R	I	
Formal collaborations and partnership agreements	EC 14	I	A	C	C	R - for academy	R	C	

HR	Code	Members	Trust Board	Finance & Audit	Staffing & Pay	Headteacher	COO	Local Governing Board	Comments
Appointing the CEO, COO and/or CFO	HR 1	C	A,R				I	I	
Appointing the Headteachers at each Academy	HR 2a	I	A		C			R	
Appointing Deputy Headteachers and Assistant Headteachers	HR 2b	I	A		C	R, A	R, A	R	
Appointing Lead finance members of staff in each school	HR 2c		A	C	C	R, A	R, A	R	
Appointing of cross-Trust Staff	HR 3	I	A,R	C	C	I	R	I	
Appointing Academy Staff	HR 4	I	I		A	R, A	R, A	A	
Establishing Trust wide HR Policies (including recruitment, pay, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations	HR 5	I	A	C	C	C	R	C	
Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust's pay policy and all statutory regulations)	HR 6	I	A - for policy, R - for COO and Headteacher		R	R, A - for academy pay reviews	R	R - for academy pay reviews	

			performanc e						
Setting Terms and Conditions of Employment and Staff Handbook	HR 7		A		R	C	R	C	
Annual review of headteachers' salaries (in line with Trust's pay policy and all statutory regulations)	HR 8	I	A		R			C	
Dismissing COO, Academy Heads, senior/ cross-Trust staff (in accordance with the Trust disciplinary and capability policies)	HR 9	I	A, R (in respect of COO and Headteachers)		R	I	I	C	
Dismissing all other academy staff (in accordance with the Trust disciplinary and capability policies)	HR 10	I	A		C	A,R - for academy	A,R	R - for academy	
Reviewing discipline and grievance policy	HR 11		A		R	C	R	C	
Review Trust central team structure and complement	HR 12	I	A	C	C			I	
Trust central team organisational restructuring	HR 13	I	A	C	C	C	C	I	
Safeguarding	HR 14		A			A - for academy		R - for academy	

Operations and asset management	Code	Members	Trust Board	Finance & Audit	Staffing & Pay	Headteacher	COO	Local Governing Board	Comments
Determining and allocating central services provided to the Academies by the Trust	OP 1								
Overseeing the effectiveness of services provided centrally by the Trust	OP 2								
Asset and Premises Maintenance Strategy – determining use of Academies’ premises and ensuring premises are adequately maintained	OP 3	i	A	R		R	R	R - for academy	
Arranging insurance for the Trust	OP 4	I	A			I	R	I	
Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community	OP 5	I	A,R			A,R	A,R	R - for academy	
Academy Prospectus and website	OP 6			I		A,R	C	R - for academy	
Trust Prospectus and website	OP 7	I	A	R		C	A,R	I	
Dealing with Trust complaints	OP 8a	I,A	A		R	R	R		
Dealing with academy complaints	OP 8b	I	A - if complaint re Local Governing Body			R	R	R - for academy	

Determining and overseeing the overall buildings replacement and maintenance schedule and plan	OP 9	I	A	R		C	R	C	
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Financial	Code	Members	Trust Board	Finance & Audit	Staffing & Pay	Headteacher	COO	Local Governing Board	Comments
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Funding Model - agreeing a funding model across the Trust and develop an individual funding model for the Academies) so as to the secure the Trust's financial health in the short term and the long term (<i>top slice</i>)	F 1								
Trust Annual Budget – formulating and setting the Trust wide budget	F 2	I	A	R		C	R	I	
Academy Annual Budgets – preparation of academy budget for Trust Board approval	F 3	I	A	R		R	R	C - for academy budget	
Expenditure and ensuring delivery of individual academy annual budgets (including managing Academy cash flow)	F 4	I	I	R		A	A,R	I	
Reporting: financial KPIs	F 5	I	A	R			R	I	
Delegated Budgets and Finances - in the form of a scheme of delegation of financial authority to the Academies	F 6								
Financial Policies –establishing of policies and procedures to ensure compliance with the Trust's financial and reporting requirements	F 7	I	A	R		C	R	I	
Annual accounts (<i>statutory financial reporting</i>)	F 8	A	A	R		I	R	I	
Acquiring and disposing of Trust land	F 9	C	A	R		C	R	C	

Changing use of Assets	F 10	C	A	R		C	R	C	
Risk Register - review and update	F 11	I	A	R		R	R	I	
Investments – agreeing the investment policy in line with the Academies Financial Handbook and any internal polices and controls	F 12	I	A	R		C	R	I	
Setting trust wide procurement policies (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust’s procurement policy	F 13		A	R		I	R	I	
Setting academy specific lettings policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust’s procurement policy	F 14		A	R		I	R	I	
Submitting grant applications	F 15	I	A	R		R	R	I	
Approval of borrowing	F 16	C	A	R		C	R	C	
VAT compliance	F 17		A	R		C	R		

Appendix 1

Reserved matters

The Reserved Matters are:

- 1 to change the name of the Academies or the Academy Trust;
- 2 to change the Objects (which would require Charity Commission and Secretary of State consent in any event);
- 3 to determine the educational character, mission or ethos of the Academies;
- 4 to change the structure of the Board of Trustees or the constitution and terms of reference of any committee of the Board of Trustees;
- 5 to alter or amend the Articles or this Scheme;
- 6 to pass a resolution to wind up an Academy or the Academy Trust;
- 7 to establish a trading company;
- 8 to sell, purchase, mortgage or charge any land in which the Academy Trust has an interest;
- 9 to approve the annual estimates of income and expenditure (budgets) and major projects;
- 10 to appoint auditors and investment advisers;
- 11 to sign off the annual accounts;
- 12 to appoint or dismiss the Head Teachers or the Clerk to the Trustees;
- 13 to settle the division of executive responsibilities between the Trustees on the one hand and the Head Teachers on the other
- 14 to do any other act which the Funding Agreements expressly reserve to the Board of Trustees or to another body (including for the avoidance of doubt, terminating the Funding Agreement or any part thereof);
- 15 to do any other act which the Articles expressly reserve to the Board of Trustees or to another body; or
- 16 to do any other act which the Board of Trustees determine to be a Reserved Matter from time to time