



Scheme of Delegation

There are three core functions of effective governance: 1. Ensuring clarity of vision, ethos and strategic direction. 2. Holding the executive to account for the educational performance of the trust, its pupils and the performance management of staff. 3. Overseeing the financial performance of the trust and making sure its money is well spent.

The eight elements that will enable delivery of effective governance are: 1. The right people around the table 2. Understanding their role and responsibilities 3. Good chairing 4. Professional clerking 5. Good relationships based on trust 6. Knowing our academies 7. Commitment to asking challenging questions 8. Confidence to have courageous conversations in the interests of pupils.

As a multi academy trust, the Trust Board is accountable for all major decisions about their academies. This does not mean that the Board will make every decision within the Trust, they will delegate some governance and decision-making responsibilities to: • The CEO and executive team • Headteachers • Trust level sub-committees • Local (Academy) committees

In line with our values, particularly that of transparency, it is vital that a clear scheme of delegation defines lines of responsibility and accountability within our Trust. The scheme of delegation is intended to be a working document that will be revised (at least annually) and adapted in response to the context and circumstances of our Trust. As the Trust matures, both in terms of governance and operational leadership, the scheme of delegation is likely to change. This recognises the need to be responsive to the changing circumstances and ensures that our Trust continues to best meet the needs of their academies.

This scheme of delegation is based on a model produced by the National Governance Association. It was introduced at the Trust's Annual Governance Conference on 5 July 2019 and approved by Trustees on 8 July 2019.

8 July 2019



Multi Academy Trust Board Scheme of Delegation

Introduction

A multi academy trust's (MAT) board of trustees is accountable in law for all major decisions about their academies. However, this does not mean that the board is required to carry out all the trust's governance functions and many can and should be delegated, including to the CEO, the board's committees, and to academy committees. It is vital that the decision to delegate a function is made by the full board of trustees and is recorded. Without such delegation, the individual or committee has no power to act.

Which functions the board decides to delegate will vary depending upon the size of the MAT, both in terms of the number of schools and the number of pupils in the MAT, and the way in which its leadership is structured, as well as the geographical spread and the context of the schools. As a general rule, the larger the MAT, the more likely the need will be to delegate to regional or cluster committees as well as to academy committees. It is also possible for a MAT to mix models of delegation, for example delegating functions to academy committees in its secondary schools and to a cluster committee for its primary schools.

A scheme of delegation (SoD) is the key document defining the lines of responsibility and accountability in a MAT. It should be a simple yet systematic way of ensuring that the members, trustees, board committees, cluster and/or academy committees, executive leadership and academy principals are all clear about their roles and responsibilities. This overarching SoD for all decision making in the trust should not be confused with the written scheme of delegation of financial powers referred to in the Academies Financial Handbook.

When considering the model schemes of delegation it is important to bear in mind that any one model will not necessarily be appropriate for your trust. Governance and management in groups of schools is complex and so the models are designed to show how a scheme of delegation need not detail every single function, but seeks to demonstrate the principals which determine the lines of accountability so it is clear where certain functions and key decision making should lie.

Deciding what to retain at trustee level and what to delegate will vary from trust to trust. The detail will not be set out in the articles of association, the MAT's governing document. This is why it is critical that MATs agree a SoD that explicitly establishes who makes which decisions and who carries out which functions, and ensures that this is clear to both all those within the MAT, as well as to the governing bodies of schools who may be potentially looking to join.

Once determined the SoD must be published on the trust and its schools' websites.



The status of a scheme of delegation

Some governing bodies join MATs assuming that they will continue to function as they did when the governing body of a maintained school. However, even if on joining they are known as the local governing body (LGB), this body will in fact be a committee appointed by the board, and the board has the power to appoint and remove committees at any time, be it a board committee, a cluster committee, an academy committee or an academy council.

Academy committee functions are likely to be different to those of the maintained school governing body, and in some cases may be much reduced. A detailed yet clear SoD will prevent confusion from arising before any misunderstanding develops and leads to a loss of trust and damaged working relationships.

A scheme of delegation must be fit for purpose which means it demonstrates clearly the lines of accountability. Where there is duplication or overlap, questions should be asked as workload issues may develop (e.g. the need to produce reports for and attending meetings of more than one layer of governance) and cracks can develop as assumptions are made about who is responsible for what with the result that decisions are either not made or different decisions are reached by different people or committees.

Format, structure and clarity

While scheme of delegation will vary from trust to trust depending on size, structure and geographical spread, there are basic principles to follow. Each of NGA's models aims to clarify decision making and lines of accountability in a simple, succinct and clear format and as such each model includes:

- A structure diagram which shows the layers of governance and lines of accountability
- A short paragraph of text which describes the structure
- 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 in four key areas to reflect both the governance framework and the three core functions of the governing board:

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



You will note that the models do not use overly complicated legal terminology. Instead they are intended to be working documents that the trust board and executive leaders should be able to revise and adapt in response to their context and circumstances.

Remember: no single model is going to suit everyone and each trust should ensure that their scheme is tailored to their own chosen structure.

Review and adapt

As MATs mature and grow the workings of the MAT, both in terms of governance and management are likely to change. The SoD should be reviewed annually, with changes made as the context changes, if necessary each year. This is not a failure, but recognition of the need to be responsive to changing circumstances and to adapt accordingly. It is, however, important to ensure that all involved in governance are made aware of any changes and what these mean in practice.

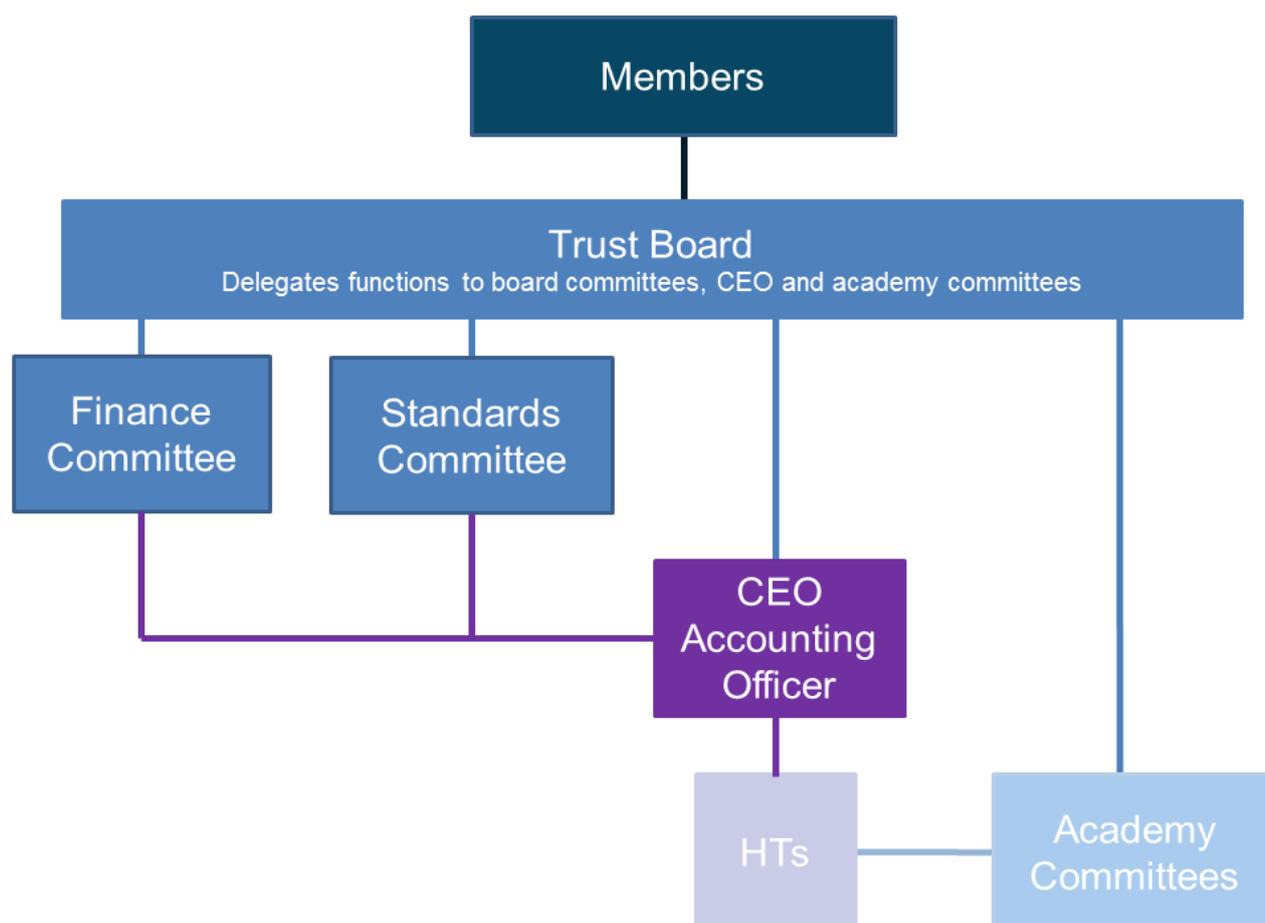
If you are looking either to review your existing scheme or use this model to develop a new one, you can contact NGA for consultancy support: contact [Clare Collins](#).

An effective scheme of delegation will:

- Promote a culture of honesty and accountability
- Ensure the executive leadership is clear about which decisions the trust board remain in control of
- Identify responsibility for the appointment and performance management of the CEO/executive principal and academy principals
- Ensure that the role of the executive leadership is fully understood throughout the MAT
- Identify responsibility for policy and practice in each academy
- Identify responsibility for oversight of educational performance in each academy
- Identify responsibility for oversight of each academy's budget
- Identify responsibility for assessment of risk in each academy



Model 1: delegation to academy committees



Governance structure and lines of accountability

When to consider this model

This model works well when: all schools in the trust are good or better and when trustees have high degree of confidence in local academy governance. The schools must be able to recruit academy committee members who have the knowledge, skills and commitment to carry out the role.

- The board of trustees is responsible for the three core governance functions.
- The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for delivery of its vision and strategy, and will hold the CEO to account for the conduct and performance of the trust, including the performance of the academies within the trust, and for its financial management.



- In turn, the CEO line manages other senior executives and the academies' principals, setting their targets and performance managing them.
- The board constitutes committees for finance and standards; these look in detail at resources and progress and attainment across the trust. As board committees, at least three trustees must sit on each.
- The board delegates some of its school level monitoring and scrutinising functions to academy committees, and uses these committees to promote stakeholder engagement and as a point of consultation and representation. Trustees do not need to sit on academy committees, and so lines of communication to the board of trustees must be clearly established. It is usual for the CEO to seek input from the chair of the academy committee when undertaking the headteacher's performance management.
- As the headteacher is being line managed by the CEO, the academy committee no longer carries out the governance function of holding the headteacher to account. However they must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their concerns. This arrangement will also affect the academy committee's role in Ofsted inspections.

Roles and responsibilities

The role of the members

The members of the trust are guardians of the governance of the trust and as such have a different status to trustees. Originally they will have been the signatories to the memorandum of association and will have agreed the trust's first articles of association (the legal document which outlines the governance structure and how the trust will operate). The articles of association 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.

There must be at least three members, although the DfE prefer at least five, and 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 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 both charity and company law, the terms 'trustees' and 'directors' are often used interchangeably. NGA uses the term trustee as it avoids the possible confusion caused when executive leaders are called directors but are neither company directors nor trustees.



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

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

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

The role of trust board committees

The trustees may establish committees to carry out some of its governance functions which may include making decisions, although any decisions made will be deemed decisions of the trust board. The membership (there must be at least three trustees) and responsibilities of board committees are set out in the committee's terms of reference. It is usual for the trust board to appoint board committee chairs and committee members according to their skills.

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

The role of the chief executive officer (CEO)

The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies and so the CEO performance manages the academy principals. As there is the delegation of some governance functions to academy committees, this is usually with the academy committee chair alongside.

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

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



The role of the academy committees

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

Typically, delegated functions may include:

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

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

The role of the academy principal

The academy principal is responsible for the day to day management of the academy and is managed by the chief executive or executive principal but reports to the academy committee on matters which have been delegated to it which may include an element of monitoring and scrutiny of the school's management processes.

Key	
Column 1:	Members
Column 2:	Board of trustees of the multi academy trust
Column 3:	Trust board finance committee
Column 4:	Trust board standards committee
Column 5:	Chief executive officer
Column 6:	Academy committee
Column 7:	Academy principal
Blue box	Function cannot be legally carried out at this level.
✓	Action to be undertaken at this level
✓	Action to be undertaken at this level
A	Provide advice and support to those accountable for decision making
<>	Direction of advice and support

Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
Governance framework								
People	Members: Appoint/Remove	✓						
	Trustees: Appoint/Remove	✓	✓					
	Role descriptions for members	✓						
	Role descriptions for trustees/chair/specific roles/committee/council members: agree		✓			<A		
	Parent trustee/committee/council member: elected		✓				✓	
	Board committee chairs: appoint and remove		✓	✓	✓	<A		
	Academy committee/council chairs: appoint and remove		✓			<A		
	Clerk to board: appoint and remove		✓					
	Clerk to academy committee/council: appoint and remove		✓				✓	
Systems and structures	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 trust board and committees: complete annually		✓					



Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
Systems and structures	Annual self review of academy committees/councils: complete annually						✓	
	Chair's performance: carry out 360 review periodically		✓				✓	
	Trustee / academy committee/council member contribution: review annually		✓				✓	
	Succession: plan		✓			<A>	✓	A
	Annual schedule of business for trust board: agree		✓	✓	✓	<A		
	Annual schedule of business for academy committee/council: agree					A>	✓	A
Reporting								
Reporting	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, incorporating governance statement demonstrating value for money: submit		✓	<A		<A		
	Annual report work of academy committee/council:						✓	A



Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
	submit to trust and publish							
Being Strategic								
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	✓	✓	<A		
	Determine school level policies which reflect the school's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve		✓		✓	A>	✓	A
	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		



Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
Being Strategic	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	
	Budget plan to support delivery of trust key priorities: agree		✓	<A		<A		
	Budget plan to support delivery of school key priorities: agree					✓		A
	Trust's staffing structure: agree		✓	<A	<A	<A		
	School staffing structure: agree					✓		A
Holding to account								
Holding to account	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓	<A>	✓	A



Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
	Reporting arrangements for progress on key priorities: agree		✓	<A	<A	<A>	✓	A
	Performance management of the Chief Executive Officer: undertake		✓					
	Performance management of academy principal : undertake					✓	A	
	Trustee monitoring: agree arrangements		✓			<A		
	Academy committee member monitoring: agree arrangements						✓	A
	Academy committee overall performance monitoring: agree arrangements		✓			<A		
Ensuring financial probity								
Ensuring financial probity	Appoint Chief financial officer for delivery of trusts detailed accounting processes		✓	<A		<A		
	Trust's scheme of financial delegation: establish and review		✓	✓		<A		



Area	Decision	Delegation						
		Members	Trust Board	TB Finance Committee	TB Standards Committee	CEO	Academy Committee	Academy Principal
	School's scheme of financial delegation: establish and review			✓		<A		
	External auditors' report: receive and respond		✓	<A		<A	✓	A
	CEO pay award: agree		✓					
	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		
	Benchmarking and academy 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			✓				