The LETTA Trust

Scheme of Delegation and Terms of Reference 2026-2027

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1. Welcome to the LETTA Trust community

LETTA Trust schools are committed to working in partnership and learning from each other. Together we strive to give children the best chance of happiness and success at school and beyond; to growing active citizens with a strong moral compass who will make a positive difference in the world. Our vision is a promise to our pupils; our values determine how we work together.

Our vision

Our vision is that every child in every school in our trust:

- Loves **learning**, achieves their very best, has fun at school and feels excited about the future
- Knows how to make friends and get along well with **people**; to treat them with fairness, compassion and respect
- Grows **healthy** and strong, believes in themselves and has the confidence and resilience to follow their dreams
- Feels part of their **community**, proud of their school and inspired to make a positive difference in the world

Our values

Our values determine how we work together:

- **Aspiration:** aiming high; broadening horizons; creating possibilities
- **Innovation:** taking risks; daring to be different; pioneering research; shaping the future; leading the way
- **Equality:** inclusive; excellence for all; celebrating diversity; all for one and one for all!
- **Generosity:** open doors; collaboration; challenge and support; community-minded; team spirit; Ubuntu

Ubuntu

Our guiding principle is the philosophy of **Ubuntu**; a southern African philosophy that speaks of our interconnectedness, of the importance of relationships, of openness and generosity to one another.

"Ubuntu does not mean that people should not enrich themselves. The question is: Are you going to do so in order to enable the community around you to be able to improve?"

Nelson Mandela

"I am who I am because of who we all are."

Leymah Gbowee

Schools in the LETTA Trust:

Bygrove Primary School
https://bygrove.org.uk/
Chair of Local Governing Board: Stuart Poyser
Headteacher: Fiona Durnian

Columbia Primary School
https://www.columbiaprimaryschool.org/
Chair of Local Governing Board: Anita Barzey
Headteacher: Oliver Woodward

Hermitage Primary School
https://hermitage.towerhamlets.sch.uk/
Chair of Local Governing Board: James Hall
Headteacher: Max Lawson

Stebon Primary School
http://www.stebon.org.uk/
Chair of Local Governing Board: Michael Keating
Headteacher: Roksana Hussain

Virginia Primary School
https://virginia.towerhamlets.sch.uk/
Chair of Local Governing Board: Kathy Darby
Headteacher: Barbara Lo Giudice

2. Growing the LETTA Trust

We have the very highest aspirations for our pupils, our staff and for the communities we serve. That means providing the best possible education for children in our schools and also welcoming more schools into our Trust, sharing good practice and collaborating widely. The Trust can grow in 4 ways:

- Schools choose to join the Trust
- The Trust may be asked by the Regional Director to 'sponsor' schools in need of additional support (DfE approved sponsors in Jan 2017)
- The Trust may be asked to open a new school in an area of local need
- The Trust could agree a merger with another trust

In each case, trustees decide which schools join the Trust; their duty is to assure themselves that welcoming a new school is in the long term interests of all schools. For further information please refer to the Trust's 'Growth Strategy' document.

We understand that our strength lies in partnership; being able to facilitate staff working together in a meaningful sense is what will secure future success. All schools need to be able to fully participate. As such schools should be no further than half a lunchtime's travel from their nearest LETTA school.

Each school's unique character
LETTA schools are equal partners who benefit from the collective advantages of alignment across the partnership whilst retaining their unique identity. Each school has its own character. All schools are encouraged to innovate in terms of pedagogy, curriculum and community involvement and secure the best outcomes for children. Incoming schools will enjoy the same freedoms as existing schools except in exceptional circumstances such as where a school is causing concern.

3. Trust governance – a summary

The LETTA Trust runs the LETTA partnership of schools. It is a company limited by guarantee and an exempt charity which means that although it has the responsibilities that are placed upon charities it is not required to be registered with the Charity Commission or file documents there.

The Trust is constituted under Articles of Association which set out the purposes, or 'Objects', and powers of the Trust and how these are to be exercised. The Objects cannot be changed although they can be added to with the approval of the Secretary of State and the Charity Commission. The Objects in summary say that the purpose of the Trust is to establish, develop and run schools offering a broad and balanced curriculum. Although the first schools in the Trust are primary schools the Objects are wide enough to allow the Trust to run all kinds of schools, mainstream or special, and for any age range including sixth form provision.

As a company limited by guarantee and to meet the requirements of company law, the Trust has a **dual governance level**. It has:

1. **Members**, the equivalent of shareholders in a commercial limited company

2. **Trustees,** the directors of the company who together comprise the Trust Board ("TB") and who report and are accountable to the Members. The TB has overall responsibility for the performance of the schools. It discharges that responsibility by placing the responsibility for the internal organisation, management and control of the individual schools to committees known as Local Governing Boards ("LGB") and it delegates certain of its functions that relate to the Trust as a whole to other committees of the TB. The Chief Executive Officer ("CEO"), and the Chief Financial Officer ("CFO") have specific responsibility for the day to day operation of the Trust and each school has a headteacher ("HT") who reports to and is supported by the CEO and has specific responsibility for the operation of the individual school.

An LGB may include Trustees as members of the Local Governing Board. The TB appoints LGB members, who have full voting powers. In addition, the TB may appoint additional members of other committees on such terms as it considers appropriate. These members may be permitted to vote but a vote may only be taken when a majority of those attending the meeting are Trustees.

This document sets out how those responsibilities are dealt with and how the different parts of the Trust operate. Appendix 1 shows the delegation process for a range of decisions. This scheme is designed so that HTs and LGBs have responsibility for, and opportunity to focus on, curriculum, teaching, learning and assessment, educational outcomes, safeguarding, pupil and staff welfare and local community needs. The TB is responsible for central matters such as policy setting, financial administration, overall HR concerns and statutory compliance. Innovation and development are a shared responsibility of the TB and LGBs.

The Nolan Principles

All those in governance roles observe the Nolan Principles of:

1. ***Selflessness***

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends

2. ***Integrity***

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties

3. ***Objectivity***

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit

4. ***Accountability***

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office

5. ***Openness***

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands

6. ***Honesty***

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest

7. ***Leadership***

Holders of public office should promote and support these principles by leadership and example

4. Roles, responsibilities and terms of reference

Members

The Trust has 5 members. The members have overall nominal responsibility for the Trust but they exercise their functions through the TB. Each member guarantees to contribute £10 if the Trust were to become insolvent and be wound up – that is the "guarantee" implied by the term "company limited by guarantee". Trust members are not employees of the trust, nor occupy staff establishment roles on an unpaid voluntary basis. This requirement is effective from 1 March 2021 as per the Academy Trust Handbook.

Our members all have a stake or background in education or our community or both. Members are the custodians of the Trust, acting as a 'check and balance' on the Trust's performance. To ensure a suitable degree of independence from the board, no more than 2 members will also sit as trustees.

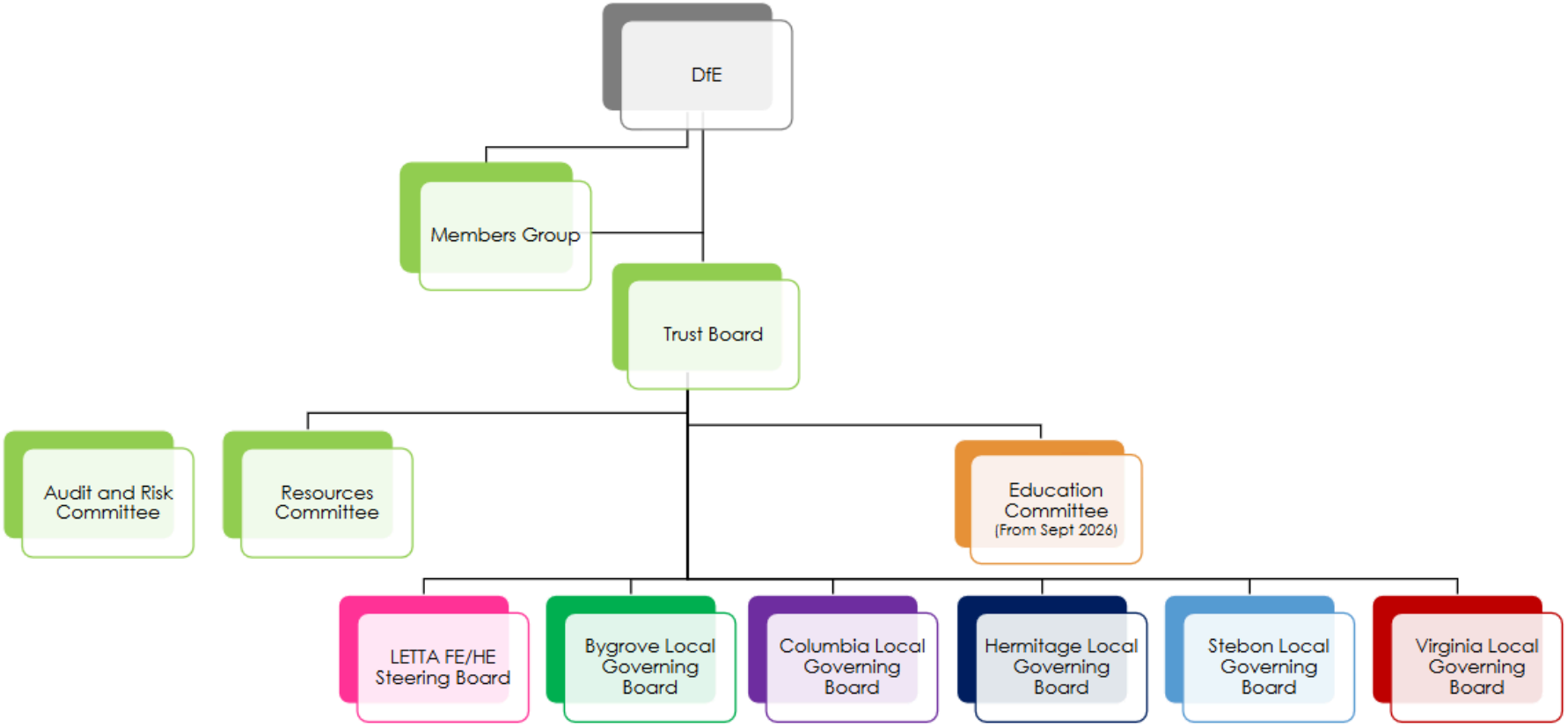
The main powers and duties of the Members in broad terms are:

- To appoint and remove trustees
- Decision to appoint CEO as a trustee if all 3 criterias are met:
  - The members decide to appoint them as a trustee
  - The CEO agrees
  - The trust's articles permit it
- To ensure that there are always the required minimum number of members
- To appoint and remove members
- To approve any proposed changes to the Articles of Association
- To receive the annual accounts of the Trust

Trustees

The trustees are the directors of the Trust. Appendix 4 sets out the duties of company directors and what is required of trustees and members of the Local Governing Board in relation to conflicts of interest. The overall governance structure is shown diagrammatically as follows:

The LETTA Trust Governance Structure



Trust Board

Purpose and aims

Trustees have strategic oversight and ultimate responsibility for management decisions; they are the engine room of the Trust. The Trust Board aims to fulfil many of the central functions of the Trust so that Local Governing Boards are freed up to focus on the school-specific considerations of curriculum, teaching and learning, educational outcomes, pupil and staff welfare and the needs of their local communities.

The Trust Board focuses on the three core functions of governance:

1. Ensuring clarity of vision, ethos and strategic direction
2. Holding the CEO to account for the educational performance of schools, and the performance management of staff
3. Overseeing the financial performance of the Trust and making sure its money is well spent

Composition:

- Up to 11 trustees appointed by the members not including the CEO
- Any trustees co-opted by those trustees who are not themselves co-opted trustees

Quorum: One-third of the total number of trustees in post
Meetings: 5 each year convened on seven clear days' notice except in emergency as determined by the Chair

Responsibilities of the Trust Board:

- Deciding upon major strategic and legal aspects such as:
    - Establishing a new school
    - Discontinuing or merging existing ones
    - Disposal of land otherwise than for operational letting or hire purposes (The Trust will seek approval from the DfE before entering into any new finance leases for land or buildings, as required by the Academies Trust Handbook. The Trust will also seek DfE approval for any disposals of land or other significant assets)
    - Recommending amendments to the Articles of Association
- Adopting the strategic plan for the Trust which may include individual strategic plans for each school
- Procurement requiring public advertising under UK procurement thresholds (via the Find a Tender service – FTS).
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1

- The trustees must ensure regularity and propriety in use of the trust's funds, and achieve economy, efficiency and effectiveness – the three elements of value for money
- The trustees must also take ownership of the trust's financial sustainability and its ability to operate as a going concern
- Approving the overall budget for the Trust and its devolution to each school
- Approving the annual accounts of the Trust
- Discussing any 'Dear Accounting Officer' letters from the DfE
- Ensuring that all regulatory requirements are met
- Recommending appointment of members, trustees and members of LGBs and co-opting additional Trustees
- Ensuring that all trustees and members of LGBs are appropriately trained
- Dealing with formal complaints against a school in accordance with the Trust complaints policy
- Monitoring educational outcomes including comparison with national datasets
- Approving all policies that the Trust by law is required to maintain. All policies originate from the CEO. A schedule of policies is attached as Appendix 2 and shows where detailed consideration of each takes place
- Determining each year the scheme of delegation and terms of reference including approving the membership of all committees
- Determining admission arrangements for each school
- Ensuring and monitoring compliance with Admissions Code
- Establishing arrangements for independent appeals against refusals to admit pupils to a school
- Establishing arrangements for independent review panels to review permanent exclusions
- Appointment of: CEO, CFO, HTs
- Performance management of the CEO
- If the CEO is planning to leave the trust, approach the Regional Director (RD) in advance to discuss its structure and options, including plans for recruitment
- Monitoring all aspects of the curriculum and curriculum delivery*
- Monitoring student issues including behaviour and exclusions*
- Monitoring all aspects of SEN*
- Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy*
- Monitoring all equality aspects including the Public Sector Equality Duty*
- Monitoring all aspects of readiness for inspection*

Responsibility for the detailed consideration of all aspects marked with* is retained by the LGB of each school.

Chair's emergency powers

The Chair, or in the absence of the Chair the Vice-Chair, may take such action as the Chair may think fit to protect the interests of the Trust, any school within the Trust, any pupil or employee or other member of the school community in circumstances where in the opinion of the Chair it would not be reasonably possible to convene a meeting of the Trust Board or relevant committee or LGB in time to protect such interests.

Trust Board Resources Committee

Purpose and aims

The Resources Committee's purpose is to fulfil much of the Trust Board's finance and HR function on behalf of the Trust Board and to ensure consistency in both across each of the Trust's schools.

Composition: at least 3 Trustees

Quorum: One-third of the total number of trustees in post (more than 1 required in each meeting – rounded up)

Meetings: 5 times annually

Specific responsibilities:

- Detailed consideration of the annual budget including consideration of
    - The extent to which funds are retained for central services not directly related to individual schools
    - The allocation of central funds for the purposes of each individual school, including an envelope for staffing, which will be based mainly but not solely on pupil numbers
    - The allocation of funds to each individual school to be applied at the discretion of the HT
- The trustees must ensure regularity and propriety in use of the trust's funds, and achieve economy, efficiency and effectiveness – the three elements of value for money
- The trustees must also take ownership of the trust's financial sustainability and its ability to operate as a going concern.
- Challenge pupil number estimates as these underpin revenue projections and review these termly.
- Holding the CFO to account for financial performance of the Trust
- Monitoring the use of the pupil premium and other earmarked or dedicated funds
- Monitoring all Human Resource aspects
- Determining staff pay and conditions across the Trust, ensuring alignment with the agreed Pay Policy
- Conducting a robust, evidence-based review of executive pay (including the CEO, CFO, and COO). Ensuring that all decisions regarding executive remuneration are reasonable, defensible, benchmarked against sector data, thoroughly documented, and fully compliant with the Academy Trust Handbook
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1
- Take a longer term view of the trust's financial plans consistent with the requirement to submit three-year budget forecasts to DfE
- Performance management of CFO

- Disciplinary, capability and grievance aspects relating to CEO, CFO and HTs
- Detailed consideration of those policies within its remit
- All matters relating to premises and health and safety

Audit and Risk Committee

Purpose and aims

The Audit and Risk Committee improve the quality of the Trust's accounting and audit function, strengthen the independence of the audit function, increase the credibility of financial reporting and facilitate effective communication between the Trust and external auditor.

Composition: 3 Trustees not part of the Trust Board Resources Committee
Quorum: One-third of the total number of trustees in post (more than 1 required in each meeting – rounded up)
Meetings: 3 annually

Specific responsibilities:

- Considering the appointment of the external auditor, the audit fee and any questions of resignation or dismissal
- Assess the effectiveness and resources of the external auditor to provide a basis for decisions by the trust's members about the auditor's reappointment or dismissal or retendering. Considerations may include:
    - the auditor's sector expertise
    - their understanding of the trust and its activities
    - whether the audit process allows issues to be raised on a timely basis at the appropriate level
    - the quality of auditor comments and recommendations in relation to key areas
    - the personal authority, knowledge and integrity of the audit partners and their staff to interact effectively with, and robustly challenge, the trust's managers
    - the auditor's use of technology
    - produce an annual report of the committee's conclusions to advise the board of trustees and members, including recommendations on the reappointment or dismissal or retendering of the external auditor, and their remuneration.
- Discussing with the external auditor before the audit commences the nature and scope of the audit
- Reviewing the annual financial statements before submission to the Trust Board, focusing on: - changes in accounting policies and practices - areas involving a significant degree of judgement - significant adjustments resulting from the audit - the going concern assumption - compliance with accounting standards and legal requirements - the clarity of disclosures - the consistency of accounting policies
- Discussing problems and reservations arising from the audit and any matters the external auditor may wish to discuss, in the absence of employees where necessary

- Reviewing the internal audit function, consider the major findings of internal audit investigations and the CFO response, and ensuring coordination between the internal and external auditors
- Review the effectiveness of internal control systems, in particular the external auditor's management letter and CEO/CFO response
- Developing and reviewing risk management strategies across the Trust together with procedures for monitoring their effectiveness
- Ensuring robust cybersecurity, data protection, and IT business continuity plans are in place and regularly tested. This includes explicitly enforcing the Academy Trust Handbook requirement that the Trust must not, under any circumstances, pay cyber ransom demands
- Reviewing the action and implementation of risk management policy across the Trust
- Considering the Trust's risk profile relative to current and future Trust strategy and identifying trends, concentrations or exposures and any requirement for policy change
- Receiving and reviewing risk management and relevant regulatory information and reports
- Considering material breaches of the agreed risk limits and reviewing the actions taken in response to prevent a repeat occurrence
- Considering the effect on the rights of the Trust of the findings of the internal audits or the external audits
- Reviewing on a regular basis its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness in discharging its duties

Trust Board Education Committee

Purpose and aims

The Education Committee's purpose is to fulfil the Trust Board's educational oversight, standards, and curriculum functions on behalf of the Trust Board. It holds executive leaders to account for educational outcomes, ensuring high academic standards, continuous school improvement, statutory educational compliance, and alignment with shared Trust values across all LETTA schools

Composition: at least 3 Trustees

Quorum: One-third of the total number of trustees in post (more than 1 required in each meeting – rounded up)

(Additional non-Trustee education specialists may be co-opted onto the committee, provided that a majority of members present at any meeting are Trustees in accordance with Article 101 of the Articles of Association

Meetings: 3 times annually

Specific responsibilities:

- Scrutinising pupil achievement, progress and attainment data across all Trust schools, including comparison with national data
- Monitoring the quality of teaching, learning, assessment and curriculum delivery across the Trust
- Evaluating the impact of Trust-wide school improvement strategies, intervention plans and educational priorities
- Monitoring the impact and use of dedicated funding, including Pupil Premium, Sports Premium and SEND funding
- Monitoring SEND, inclusion and equality across all Trust schools
- Overseeing statutory education and inclusion policies delegated to the Committee, including Attendance, ECT Induction, Inclusion Strategy, Pupil Premium Strategy and Uniform
- Overseeing non-statutory education policies delegated to the Committee, including AI, Curriculum and Educational Visits.
- Monitoring attendance, behaviour, suspensions and permanent exclusions across all Trust schools
- Monitoring Ofsted readiness and reviewing inspection outcomes and related action plans

Local Governing Boards for each school

Purpose and aims

The LGB's primary aim is to work with and through school leaders to focus on pedagogy, curriculum, pupil outcomes, safeguarding and parents and the local community. They secure continual improvement in their schools by encouraging commitment to partnership working and adherence to school values and the shared LETTA values of aspiration, innovation, equality and generosity.

Composition: 7-9 people recommended including at least 2 elected parents
Quorum: One-third of the total number of people in post
Meetings: At least 3 times annually

Specific responsibilities:

- Monitoring of educational outcomes in the school and specifically dealing with all aspects of the curriculum and its delivery
- Monitoring pupil outcomes including comparisons with national datasets
- Maintaining positive and constructive links with parents and the local community and ensuring that local conditions and concerns are represented to the Trust Board where appropriate
- Monitoring all aspects of SEND, pupil behaviour and exclusions
- Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy
- Monitoring all equality aspects including the Public Sector Equality Duty
- Monitoring all aspects of readiness for inspection
- Determination of the annual spend of that part of the Trust budget delegated to be managed by the school
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1
- Arranging election of elected members of the LGB in accordance with the Articles of Association
- Dealing with formal complaints against the school in accordance with the Trust complaints policy
- Dealing with the regulatory requirements of admissions and exclusions through designated committees of the LGB
- Liaising with the Trust Board, CEO and CFO on all aspects of policy setting as they may respectively require
- Reporting to the Trust Board on the overall performance of the school

The LGB has power to establish subcommittees and to sub-delegate responsibilities to such subcommittees. The LGB may appoint non-LGB members to its subcommittees with the prior approval of the Trust Board but no vote shall be taken at any meeting of a subcommittee unless a majority of those present and voting are Trustees or members of the LGB.

LGB Chair Liaison

Purpose and aims

The LGB Chair Liaison role has been established by the Trust Board to strengthen the relationship between Local Governing Boards and the Trust Board. The role ensures that the voices of all schools are heard and considered at Board level. It reflects the Trust's commitment to its values of aspiration, innovation, equality, and generosity.

Specific responsibilities:

- Acting as a formal link between LGB Chairs and the Trust Board, ensuring key feedback and insights are shared
- Facilitating regular communication with LGB Chairs, including one-to-one meetings prior to Trust Board meetings
- Representing the views and experiences of individual schools to inform Trust Board discussion and decision-making
- Providing a forum for peer learning, idea-sharing and innovation among LGB Chairs through biannual meetings
- Supporting and empowering LGB Chairs in their governance roles
- Reporting key themes and recommendations from LGB Chairs to the Trust Board

The role is currently held by the Vice-Chair of the Trust Board. Administrative support is provided by the CEO's Executive Assistant. The function of this role will be reviewed annually to assess its effectiveness and identify improvements.

LETTA Further and Higher Education Steering Board

Purpose and aims

The LETTA Further and Higher Education Steering Board works with and through leaders to focus on delivering the highest quality training and development for adult learners on initial teacher training courses, apprenticeship programmes and the Early Years Foundation degree offered at LETTA. The board secures continual improvement in these programmes by encouraging commitment to partnership working and adherence to the LETTA values of aspiration, innovation, equality and generosity.

Composition: HTs from Strategic Partner schools
Quorum: n/a
Meetings: 6 times annually plus a Final Assessment Board meeting for ITT

Specific responsibilities:

- Overseeing the continual improvement of the provision
- Seeking feedback from school, staff and learners on the quality of the provision
- Monitoring learner outcomes including comparisons with national datasets
- Developing curricula and delivery strategy in line with research-led practice
- Creating new training routes to meet local demand
- Maintaining positive and constructive links with partner schools, other education providers and community organisations
- Monitoring equality diversity and inclusion including the Public Sector Equality Duty
- Monitoring the wellbeing and safeguarding of learners including the Prevent strategy
- Monitoring all aspects of readiness for inspection
- Developing recruitment processes that attract a high quality of and a high number of candidates
- Monitoring the regulatory requirements of recruitment and admissions
- Promoting the work of the organisation to others
- Policy oversight as required

Chief Executive Officer (trust leader)

Purpose and aims

The CEO leads the executive function of the Trust and has wide-ranging responsibilities. They secure school improvement through support and challenge in line management to the headteachers, the director of school improvement, the COO and the CFO. The CEO reports to the Trust Board.

Specific responsibilities:

- Providing the strategic and operational leadership of the Trust
- The internal organisation, management and control of each of the schools and specifically:
    - Development of Trust-wide strategies and strategies for individual schools for Trust Board approval
    - Determining and implementing curriculum provision and assessment
    - Appointment and dismissal of all staff below HT level
    - Performance management (including progression) of all staff at and below HT level
    - Disciplinary, capability and grievance aspects relating to all staff below HT level
    - Securing compliance with the Master Funding Agreement and each Supplemental Funding Agreement
    - Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion
- Approval on behalf of the Trust Board of all statutory policies shown in Appendix 2 as the responsibility of the CEO
- Reporting to the Trust Board
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1
- Providing a statement of regularity, propriety, and compliance to the DfE annually

Chief Finance Officer

Purpose and aims

The CFO is the senior executive responsible for the financial and operational stability of the Trust, helping it to develop and deliver its strategic objectives. The CFO is employed by the Trust.

Specific responsibilities:

- Providing the financial leadership of the Trust
- Securing financial probity and value for money including compliance with the Academy Trust Handbook
- Preparing and maintaining the Trust's Financial Manual
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1
- Preparing the budget for the Trust, including allocation of funds for centrally-maintained services and funding for individual schools
- Reporting to the Resources Committee and the Audit & Risk Committee
- Attendance at the Trust Board meeting to provide financial oversight

Chief Operations Officer

Purpose and aims

The COO is the senior executive responsible for the effective leadership of the Trust's non-educational operations. The COO supports the CEO in delivering the Trust's strategic aims, ensuring compliance, operational efficiency, and high-quality central services. The COO is employed by the Trust.

Specific responsibilities:

- Leading and managing Trust-wide operations including HR, premises, IT, health and safety, and data protection
- Ensuring compliance with statutory and regulatory requirements across all operational areas
- Supporting due diligence and integration of new schools joining the Trust
- Developing and maintaining central operational strategies, systems, and policies
- Providing strategic leadership in risk management, business continuity, and operational planning
- Securing the Trust's IT infrastructure against cyber threats and maintaining robust disaster recovery plans, ensuring strict adherence to the DfE mandate that no cyber ransom demands will be paid
- Deputising for the CEO where required

- Reporting to the CEO and Trust Board, including relevant committees

Headteacher

Purpose and aims

The HT is responsible for the daily running of the school and for securing school improvement by leading on all aspects of teaching and learning, pupil assessment and outcomes, curriculum and community, safeguarding and wellbeing. Headteachers set the culture, tone and ethos of their schools. They work closely with and are line managed by the CEO but report to the LGB on matters which have been delegated to the LGB.

Specific responsibilities include:

- Determining and developing school's vision and strategy and key priorities in partnership with the LGB and CEO
- Overseeing the continual improvement of the school including through carefully thought through school improvement plans
- Supporting the implementation of the annual trust-wide education development priority
- The internal organisation, management and control of the relevant school, reporting to the CEO and LGB
- Implementing statutory policies in the school
- Determining school specific policies which reflect the school's ethos and values
- Engaging with stakeholders; pupils, parents, members of the LGB and the local community
- Developing a staffing structure and budget plan to support delivery the school's key priorities
- Monitoring and overseeing staff performance management procedures and pay progression
- Contributing to the overall development and strategic direction of the Trust including support for any other school within the Trust
- Financial responsibility in accordance with the Trust Board Financial Manual which is set out in Part 3 of Appendix 1

Sub-Committees of the Local Governing Board

Admissions Sub-Committee of the Local Governing Board

Composition: All LGB members and such others as may be appointed by the Trust Board
Quorum: 2 for decisions on individual admission applications, 3 for all other meetings
Meetings: As required on 7 days' notice other than meetings to determine individual admission applications which may be convened without notice

Outline of responsibilities:

- To advise the Trust Board on any aspects of admissions and the admission arrangements for the school that may be relevant including reporting on admission patterns and matters of concern
- To respond when required by the Trust Board to any proposal to amend the admission arrangements
- To manage any local consultation required in relation to any proposed amendment to the admission arrangements or otherwise to secure compliance with the Admissions Code
- To consider and decide upon each application for a place at the school including reviewing and confirming the ranking of applications as advised by the local authority at the points of normal entry to the school, i.e. at Year R and/or Year 7

Staff Discipline and Related Matters Sub-Committee of the Local Governing Board

Composition: all non-employee members of the LGB and all non-employee Trustees forming panels of three as required
Quorum: 3
Meetings: as required

Delegated responsibility:
To discharge the functions specified for members of the Local Governing Board under policies relating to staff discipline, capability, grievance, long-term sickness, redundancy and pay.

Pupil Exclusions Sub-Committee of the Local Governing Board

Composition: All LGB members other than employees of the Trust and such others as may be appointed by the Trust Board
Quorum: 3
Meetings: In accordance with statutory requirements

Delegated Responsibilities:

- To consider all parental representations in relation to any pupil exclusion
- To meet to review all suspensions individually or in aggregate in excess of five days and all permanent exclusions whether or not parents make representations or exercise the right to attend

Note: <u>all decisions</u> taken under delegated authority <u>MUST</u> be reported to the next available Trust Board meeting. This should be done by way of a minute of the decision or of the meeting at which the decision was taken.

Appendix 1 – Table of Delegation

Part 1 - Decisions always reserved to Members, Trust Board, CEO, COO or CFO

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/ Risk	Education Committee	CEO	CFO	COO
Governance	Approve changes to the governance structure, Terms of Reference, Schemes of Delegation		x						
	Approve changes to the Articles or Funding Agreement (with DfE approval sought)	x							
	Appoint and remove the Chair and Vice Chair of the Trust Board		x						
	Establish Trust committees		x						
	Approve LGB committees		x						
	Appoint and remove the Chairs of Committees, including Local Governing Boards		x						
	Appoint and remove Trust Board members including carrying out Trust Board skills audit	x							
	Approve the appointment of Governance Professional (Clerk)		x						
	Review performance of the Trust Board	x							

	Review performance of Trust Board committees and LGBs		x						
	Review committee membership to ensure each have a diverse and appropriate skill set		x						
	Ensure access to training for TB and LGB members and monitor take-up		x						
	Change of Trust name	x							

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/Risk	Education Committee	CEO	CFO	COO
Finance	Approve Financial Scheme		x						
	Scrutinise all schools and central budgets for the financial year			x					
	Approve the overall Trust budget for financial year		x						
	Review the Trust budget throughout the financial year			x					
	Review all schools' budgets throughout the financial year							x	
	Allocate budgets to each school			x					
	Approve use of school reserves			x					
	Approve banking arrangements			x					

	Propose financial and procurement policies							x	x
	Approve financial and procurement policies			x					
	Maintain register of business interests							x	
	Filings at Companies House							x	
	Approve the appointment of external auditors	x							
	Approve standard staff severance and compensation payments up to £10,000 (Note: Any ex-gratia, novel, contentious, or repercussive payments of any value require prior DfE approval)			x					
	Approve standard staff severance and compensation payments over £10,000 (Note: Statutory/ATH limits apply. Prior DfE approval is strictly required for severance payments of £50,000 or more, and for all ex-gratia, novel, or contentious payments)		x						

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/Risk	Education Committee	CEO	CFO	COO

Staff and performance management	Responsibility for the appointment of the CEO,CFO and COO		x						
	Responsibility for the appointment of Headteachers or Head of Schools						x		
	Responsibility for the appointment of other central staff						x		
	Performance review of CEO		x						
	Dismissal of (any) staff (in accordance with policies and procedures)		x						
	Suspension and removal of suspension of staff (in accordance with policies and procedures)								x
	Propose staff, HR, pay, performance and disciplinary policies							x	x
	Implementation of capability policy (in accordance with policies and procedures)								x
	Approve staff, HR, pay, performance and disciplinary policies			x					
	Approve changes to school staffing structures including recruitment and terms and conditions (within agreed budget)						x		
	Approve changes to school staffing structures including recruitment and terms and conditions (outside of agreed budget)			x					
	Approve regrading of job roles						x		

	Approve redundancies and staff restructures			x					
	Approve staffing structure for staff employed to fulfil centrally retained functions			x					

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/Risk	Education Committee	CEO	CFO	COO
Outcomes and curriculum	Approve School Improvement Plans						x		
	Review progress across against all School Improvement Plans						x		
	Propose Trust 3 year Strategic Plan						x		
	Approve Trust 3 year Strategic Plan and monitor progress against it		x						
	Propose the Trust 1 year Financial and Operational Stability Plan							x	
	Approve the Trust 1 year Financial and Operational Stability Plan and monitor progress against it			x					
	Ensure compliance with all requirements relating to the application of pupil premium funding						x		
	Approve statutory policies focused on teaching, learning, inclusion and pupil welfare					x			

	Scrutinise pupil outcome data across all schools against national datasets					x			

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/Risk	Education Committee	CEO	CFO	COO
Suspensions and Permanent Exclusions	Maintain oversight of exclusions in accordance with statutory requirements (via LGB exclusions sub-committee)					x			
	Establish Independent Review Panels for permanent exclusions					x			

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/Risk	Education Committee	CEO	CFO	COO
Admissions	Consult as required before setting an Admissions Policy		x						
	Propose admissions policy						x		
	Approve admissions policy		x						
	Establish Independent Admission Appeal Panels		x						

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/ Risk	Education Committee	CEO	CFO	COO
Premises and insurance	Propose premises-related policies								x
	Approve premises-related policies			x					
	Propose school premises and capital strategy								x
	Approve a school premises and capital strategy			x					
	Approve appropriate insurance cover for all schools in the Trust			x					

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/ Risk	Education Committee	CEO	CFO	COO
Health and safety	Propose a Health and Safety Policy								x
	Approve a Health and Safety Policy			x					
	Monitor implementation of Health and Safety Policy								x
	Develop a Risk Management Plan								x
	Approve a Risk Management Plan				x				
	Report on Risks to Board				x				

	Asset Management policy and plan								x

Key Function	Task	Members	Trust Board	TB Resources	TB Audit/ Risk	Education Committee	CEO	CFO	COO
School organisation	Approve times of school day and dates of school terms and holidays		x						
	Trust website						x		
	School website						x		

Part 2 – Decisions that may be delegated to Local Governing Boards, CEO, COO, CFO or HT

Key Function	Task	LGB	CEO	COO	CFO	HT
Finance	Local spend decisions					x
	Monitoring local spend decisions re SEND, pupil premium and sports premium funding	x				

Key Function	Task	LGB	CEO	COO	CFO	HT
Staff and Performance Management	Participate in appointment of Headteacher	x	x			
	Participate in appointment of school leaders		x			x
	Participate in performance review of headteachers	x	x			

Key Function	Task	LGB	CEO	COO	CFO	HT
Performance and curriculum	Propose School Improvement Plan					x
	Approve School Improvement Plan for proposal to CEO	x				
	Review progress against School Improvement Plan	x				
	Propose the school curriculum plan					x
	Approve the school curriculum plan	x				
	Propose pupil premium plan					x
	Approve pupil premium plan	x				

	Review pupil premium plan	x				

Key Function	Task	LGB	CEO	COO	CFO	HT
Discipline/ exclusions	Propose pupil behaviour policies					x
	Approve pupil behaviour guidance	x				
	Monitor implementation of pupil behaviour policy and guidance	x				
	Review of exclusions in accordance with statutory requirements (via LGB exclusions panel)	x				x
	Review permanent exclusion on reference from Independent Review Panel (via LGB exclusions panel)	x				

Key Function	Task	LGB	CEO	COO	CFO	HT
Admissions and school organisation	Participate in setting an Admissions Policy	x				
	Participate in setting times of school day and dates of school terms and holidays	x				
	Determine any extended services on site	x				
	Determine school uniform	x				

Appendix 2 – Policies Requiring Trust Board Review and Adoption

Note: all required policies are initiated by or at the direction of the CEO

1. Statutory Policies (DfE & Academy Trust Handbook)

(Mandated strictly by education regulations, Keeping Children Safe in Education, or the DfE)

Policy Name	Recommended Review Period	Designated Approving Body
Accessibility plan	Every 3 years	Education Committee
Admissions Arrangements Policy	Annually	Trust Board
Accounting Policy	Annually	Audit & Risk
Safeguarding policy and child protection policy (including allegations of abuse against staff and safer recruitment	Annually	Trust Board
Complaints Policy	Annually	Trust Board
Equality Information Policy	Every 4 years	Trust Board
Pay Policy	Annually	Trust Board
Publication of Executive Pay	Annually	Resources Committee
Scheme of Delegation	Annually	Trust Board

Inclusion policy including SEND Information reports	Annually	Education Committee
Tendering Policy	Annually	Resources Committee
Whistleblowing Policy	Annually	Trust Board
Annual Reports and Accounts (Financial Statement)	Annually	Audit and Risk Committee
Business Continuity Plan	Annually	Audit and Risk Committee
Capability Policy	Annually	Resources Committee
Charging and Remissions Policy	Annually	Resources Committee
Code of Conduct (staff) Policy	Annually	Resources Committee
Disciplinary (staff) Policy	Annually	Resources Committee
Fire Safety Policy and Procedures	Annually	Audit and Risk Committee
First Aid Policy	Annually	Resources Committee
Information Governance Policy	Every 2 years	Resources Committee
Privacy Policies	Annually	Trust Board
Gifts and Hospitality Policy	Annually	Audit and Risk Committee
Grievance Policy	Annually	Resources Committee

Health and Safety Policy	Annually	Resources Committee
Premises Management Policy	Annually	Resources Committee
Reserves Policy	Annually	Audit and Risk Committee
Attendance Policy	Annually	Education Committee
Behaviour (incl. anti-bullying) Policy	Annually	Education Committee
Early Career Teacher (ECT) Induction Policy	Annually	Trust Board
Early Years Foundation Stage Policy	Annually	Education Committee
Exclusion Policy *(Covers Suspension and Permanent Exclusion)*	Annually	Education Committee
Inclusion Strategy	Annually	Education Committee
Online Safety Policy	Annually	Education Committee
Pupil Premium Strategy	Annually	Local Governing Board
Relationships and Health Education Policy (RHE)	Annually	Trust Board
Medical needs including asthma policy and intimate care incl. children with health needs who cannot attend school	Annually	Trust Board
Uniform Policy	Every 2 years	Local Governing Board

2. Statutory Policies (UK Employment Law)

(Mandated by ACAS Codes of Practice, the Equality Act 2010, and standard UK Employment Law).

Policy Name	Recommended Review Period	Designated Approving Body
Equality Objectives	Annually	Trust Board
Flexible Working Policy	Every 3 years	Resources Committee
Organisational Change Procedures Inc. Redundancy	Every 3 years	Resources Committee
Maternity / Paternity / Adoption / Shared Parental Leave	Every 3 years	Resources Committee
Staff Sickness and Absence Policy	Every 3 years	Resources Committee

3. Non-Statutory Policies

(Operational or best-practice policies driven by Trust preferences rather than strict legislation)

Policy Name	Recommended Review Period	Designated Approving Body
Trustee and Governor Expenses Policy	Every 2 years	Resources Committee
AI Policy	Every 3 years	Education Committee
Curriculum Policy	Every 2 years	Education Committee

Educational Visits and Learning Outside of the Classroom policy	Every 2 years	Education Committee

Appendix 3 – Provisions Relating to Meetings and Voting

NB. The Articles contain very detailed provisions regarding the calling of meetings, how they are conducted and voting. What follows is a brief summary and reference should be made to the Articles if particular questions arise.

Calling meetings

Meetings of members and trustees are convened by the Governance Professional (Clerk).

Meetings of members

Members must hold an Annual General Meeting. They decide when and where the meeting is held. This would normally be to decide on the appointment or removal of trustees or amendment of the Articles. The trustees must call a General Meeting if the members require them to.

14 clear days' notice must be given, i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday two weeks before. However, shorter notice can be given if agreed to by a majority of Members. The notice of the meeting must state time and place of the meeting and should indicate in general terms what business is to be discussed. It should also state the right to appoint a proxy.

There must be a quorum present –specified in the Articles as two people entitled to attend and vote. Although all trustees are entitled to attend and speak at a members' meeting they are not entitled to vote. Therefore, trustees who are not also members do not count in the quorum.

The Members present appoint the chair of the meeting. There is no formal position of Chair of the members.

Meetings of Trustees

The Trustees must meet at least three times in each school year. The Chair (or vice-Chair in the absence of the Chair) and any 3 Trustees may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable.

7 clear days' notice, together with the agenda, must be given i.e. for a meeting to be held on a Thursday notice must be given on or before the Wednesday one week before, but the Chair (or vice-Chair in the absence of the Chair) can direct shorter notice on the grounds of urgency.

There must be a quorum present which is normally whichever is the greater of 3 Trustees or one-third (rounded up) of the total number of Trustees holding office at the time – i.e. don't count vacant positions. The quorum required for a vote to remove a Trustee or to remove the chair

is two-thirds of those present and entitled to vote. Note that there are special procedures set out in the Articles that have to be followed to remove the Chair or Vice-chair from office.

What is a meeting?

Under the Articles, the definition of a meeting covers not just the situation when all are present but also a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. In other words, a meeting can be convened with people taking part remotely. That covers meetings of the Members (which usually will only rarely be needed) and the more regular meetings of the Trust Board. Members may also "attend" Members' meetings by giving another person a proxy vote but Trustees and LGB members cannot do this.

The condition for being entitled to attend remotely is that the person concerned has given notice of the intention to do so by giving appropriate contact details at least 48 hours before the meeting Of course, this also depends on having the necessary equipment. Note that this is a right that an individual Trustee has. The other Trustees can agree not to insist on the 48 hours' notice.

There is also a provision under which a resolution of the Trustees that all Trustees agree with can be passed by getting each Trustee to sign a copy of the resolution and without having to hold a physical meeting – you can have several copies as long as, in total, every Trustee has signed.

Generally

So far as LGBs are concerned, the Trust Board can specify the procedures to be adopted. Normal good practice indicates that LGBs should follow the same rules. Again as a matter of good practice all meetings of Members, Trustees, LGBs and their respective committees should be clerked. This is especially important in relation to exclusion reviews.

All meetings should be minuted. Minutes should be concise and impersonal. They should record the topics discussed, the main points raised, the conclusions reached and, briefly if appropriate, the reasons for decisions. Where questions and answers need to be minuted as evidence of challenge, it is better practice that the questioner is not identified but the respondent should be. Reporting back should be by way of tabled minutes. All decisions taken under delegated authority must be reported also to the next Trust Board meeting. Minutes of those decisions should, therefore, be reported to the Clerk who will ensure that they are tabled.

Appendix 4 – The Duties of Company Directors and Conflicts of Interest

The duties of Company Directors

Company Directors are required to:

- act within their powers
- promote the success of the company
- exercise independent judgement
- exercise reasonable care, skill and diligence
- avoid conflicts of interest
- not to accept benefits from third parties
- declare any interest in proposed transactions or arrangements

Conflicts of interest

Trustees and all who have delegated responsibility are required to ensure that no conflict of interest arises. They are required to disclose and declare any business interests. The current Articles provide:

"Any Trustee 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 Trustee shall disclose that fact to the Trustees as soon as he becomes aware of it. A Trustee must absent himself from any discussions of the Trustees in which it is possible that a conflict will arise between his duty to act solely in the interests of the Trust and any duty or personal interest (including but not limited to any Personal Financial Interest)."

A "Personal Financial Interest" is defined in Articles 6.5 to 6.9 and is widely drafted to include companies in which the Trustee has an interest as well as interests of family members and those with whom the Trustee has business or other close relationships

Related Party Transactions

Any transaction with a related party (e.g., a company owned by a trustee or family member) must be approved in advance by the board and declared in the annual accounts