

RED KITE LEARNING TRUST

HARROGATE GRAMMAR SCHOOL, OATLANDS JUNIOR SCHOOL, WESTERN PRIMARY SCHOOL, ROSSETT ACRE PRIMARY SCHOOL, CRAWSHAW ACADEMY, COPPICE VALLEY PRIMARY SCHOOL, AUSTHORPE PRIMARY SCHOOL, TEMPLE LEARNING ACADEMY (TLA), COLTON PRIMARY SCHOOL, MEADOWFIELD PRIMARY SCHOOL, TEMPLENEWSAM HALTON PRIMARY SCHOOL, TEMPLE MOOR HIGH SCHOOL AND WHITKIRK PRIMARY SCHOOL

SCHEME OF GOVERNANCE AND DELEGATION

EFFECTIVE DATE: 1 AUGUST 2015

1. INTRODUCTION

As a charitable company limited by guarantee, the Red Kite Learning Trust (the "**Trust**") is governed by its members ("**Members**") and a board of trustees ("**Trustees**"). The Trustees are responsible for, and oversee the general control, management and administration of the Trust and the academies run by the Trust. Harrogate Grammar School, Oatlands Junior School, Western Primary School, Rossett Acre Primary School, Crawshaw Academy, Coppice Valley Primary School, Austhorpe Primary School, Temple Learning Academy (TLA), Colton Primary School, Meadowfield Primary School, Templenewsam Halton Primary School, Temple Moor High School and Whitkirk Primary School (the "**Academy**") is one of those academies. Each individual academy within the Trust will have a local governing body, which is more locally-based and is established to ensure the good governance of the academy within the Scheme of Governance and Delegation set by the Trust. The governance arrangements of the Trust are further detailed at Appendix 4. The Academy shall also be a subscriber member of the Red Kite Teaching School Alliance ("**RKTSA**").

The Members and Trustees are accountable to external government agencies including the Department for Education (including any successor bodies) and Charity Commission for the quality of the education they provide and they are required to have systems in place through which they can assure themselves of quality, safety and good practice.

The Trust has entered into a Master Funding Agreement dated 22nd July 2015. The Trust has also entered into a Supplemental Funding Agreement dated 22nd July 2015 in relation to the Academy.

This Scheme of Governance and Delegation explains the ways in which the Members, Trustees and governors of the local governing body fulfil their responsibilities for the leadership and management of the Academy and the commitments to each other to ensure the success of the Academy.

This Scheme of Governance and Delegation has been put in place by the Trustees from the Effective Date in accordance with the provisions of the Trust's Articles of Association (the "**Articles**") and it should be read in conjunction with those Articles. References in this Scheme to numbered Articles are to the relevant clause of the Articles.

2. AIMS AND VALUES OF THE TRUST

2.1 Our aims are as follows.

- Academies operated by the Trust have a shared moral purpose to work together to improve the learning and achievement of all the young people in their academies.
- The Trust exists to help provide “Excellence for all” in our academies and to constantly seek to reflect, improve and innovate to provide world-class opportunities for our young people.
- The Trust is committed to equality of opportunity and to working actively to closing the gaps in attainment and progress between groups and individuals within our institutions and those that exist between institutions.
- The Trust seeks to promote ambition and the highest standards in terms of academic achievement whilst also developing young people who have the appropriate values and inter-personal skills to be able to contribute positively to their local and global community.
- The Trust values its place within the RKTSA (see Appendix 5) that gives it the opportunity to benefit, and contribute to, sharing capacity, ideas, skills and experiences in the best interests of young people within and beyond our own schools/academies.

2.2 Our values are as follows.

We value:

- the moral purpose of our leaders that drives us to help others and be professionally generous in all aspects of our work as we strive for Excellence in relation to all aspects of delivering education and support to young people and adults;
- the relationships between partners that are the foundation for the success of the Trust;
- equality of opportunity for all young people and the staff who work in our academies;
- fairness towards each other as partners and towards our associates and the individuals we work with;
- transparency and probity, particularly in relation to financial matters and in accordance with the expectations of the seven principles of public life (the **Nolan principles**);
- the unique nature of each academy and its place within its own community;
- the needs of other schools/academies and young people beyond our own;
- openness and trust that enables and supports effective partnership working;
- the contribution that other organisations such as local authorities, other education providers and charitable bodies make to the school system and the success and safety of young people; and

- effective governance that ensures our values and aims are adhered to and delivered upon within a robust accountability framework.

3. MEMBERS' POWERS AND RESPONSIBILITIES

- 3.1 The Members of the Trust provide challenge to and scrutiny of the Trustees in relation to the governance and operation of the Trust. The Members also have the power to appoint Trustees and remove those Trustees. The Members operate independently of the Trustees and have a financial liability to the Trust in the event that it is wound up.
- 3.2 The Trust has five Members, who have been appointed on the basis that they have the skills, experience and independence required to serve the needs of all the academies operated by the Trust in the best interests of the young people they care for. Further appointments to the membership of the Trust will be on the basis of recommendations received, interviews and the passing of a special resolution of the Members to appoint such additional Members as they think fit.
- 3.3 Members present and entitled to vote at each Members' meeting shall elect by ordinary resolution one of their number to be the chair.
- 3.4 Subject to the Articles, Members will meet on a tri-annual basis: once in the Autumn term to review the outcomes of the Trust's academies; in the Spring term and in the summer term to consider the Trust's strategic plan and its alignment with the agreed aims and values of the Trust. One of these meetings shall be designated as the Annual General Meeting of the Trust.

4. TRUSTEES' POWERS AND RESPONSIBILITIES

- 4.1 Subject to the Articles, the Trustees are responsible, among other things, for three core strategic functions:
- 4.1.1 setting the ethos, vision and strategic direction for the Trust and its academies;
- 4.1.2 holding the Headteachers to account for the educational performance of the academies and their pupils and the performance management of staff; and
- 4.1.3 ensuring financial probity by making sure the Trust is solvent, well-run and delivering the Trust's charitable outcomes for the benefit of the public.
- 4.2 Subject to the Articles, the Members may intervene or mediate where the Trustees are unable to reach agreement. Medium and short-term strategic planning, management of Trust functions and the setting of policy for the Trust is carried out by the Trustees. The Trustees will be engaged in business planning, monitoring of budgets, performance monitoring, the setting of standards and the implementation of quality management processes. The Trustees have the power to direct change where required at individual academy level, if this is seen to be in the best interests of the young people concerned.
- 4.3 The Trustees will carry out an annual review to consider its structures and practice, making use of the experiences of other similar organisations and periodically seeking external expertise.

- 4.4 The Trustees have a duty to act in the fulfilment of the Trust's charitable objects, as set out in its Articles which are as follows:

*"(a) to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum ("**the mainstream Academies**") or educational institutions which are principally concerned with providing full-time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them ("**the alternative provision Academies**") or 16 to 19 Academies offering a curriculum appropriate to the needs of its students ("**the 16 to 19 Academies**") or schools specially organised to make special educational provision for pupils with Special Educational Needs ("**the Special Academies**");*

and

(b) to promote for the benefit of the inhabitants of the areas in which the Academies are situated the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants."

- 4.5 Trustees will have regard to the interests of the other academies for which the Trust is responsible in deciding and implementing any policy or exercising any authority in respect of the Academy.
- 4.6 The Members may appoint up to eleven Trustees and it is agreed that three of the Trustees to be appointed by the Members shall be appointed from the Education Board (for which, see clause 5 below).
- 4.7 Articles 100, 101 and 104 provide for the appointment by the Trustees of committees to whom the Trustees may delegate certain of the functions of the Trustees. In further recognition of the Trustees' power to delegate under Articles 105 and 106, responsibility for the running of the Academy from the Effective Date will be delegated to the committee established by this Scheme of Governance and Delegation and which shall be known as the "**Local Governing Body**" or "**LGB**" of the Academy.
- 4.8 The constitution, membership and proceedings of the Local Governing Body is determined by the Trustees and this Scheme of Governance and Delegation expresses such matters as well as acknowledges the authority delegated to the Local Governing Body in order to enable the Local Governing Body to run the Academy.
- 4.9 The Trustees retain authority and responsibility for those areas detailed in Appendix 3. The Scheme of Governance and Delegation may be varied in response to the individual circumstances of the Academy, for example following an Ofsted category Three/Four Judgement and/or in relation to the loss of key leaders and/or the risk of prejudice to the education of the young people attending the Academy. Any change to the Scheme of Governance and Delegation shall require and be subject to the approval of the Trustees. Any changes to the Governance of the Trust as detailed in Appendix 4 shall require and be subject to the approval of the Members.

5. EDUCATION BOARD

- 5.1 The Education Board ("**EB**") is an advisory body made up of the chairs of the local governing bodies of all academies operated by the Trust. It is not intended that the EB is a committee of the Board.
- 5.2 The EB meets once a term and provides an opportunity for each Local Governing Body to share best practice and to agree items it wishes the Trustees to consider.
- 5.3 The Chief Executive Officer of the Trust shall be entitled to attend EB meetings but shall not be entitled to vote on any matter.
- 5.4 Although not part of the formal governance structure of the Trust, the EB provides useful guidance to the Trustees and ensures that all academies operated by the Trustees have their voice heard by the Trustees.

6. CHIEF EXECUTIVE OFFICER

- 6.1 The Trustees shall appoint the Chief Executive Officer of the Trust who shall also be the Accounting Officer of the Trust.
- 6.2 The Chief Executive Officer shall be responsible and accountable to the Trust for the discharge of his or her executive functions. As Accounting Officer, he or she shall be responsible and accountable to Parliament.

7. EXECUTIVE GROUP

- 7.1 The Executive Group ("**EG**") consists of the Headteachers of the academies that are operated by the Trust and plays a vital role in the day-to-day running and organisation of the Trust. It is not intended that the EG is a committee of the Board. Although it is not part of the formal governance structure, the EG advises and informs the Trustees through the CEO who chairs meetings of the EG.
- 7.2 The EG will consider how the Trust can work better to serve the needs of all the academies operated by the Trust and prepare information, reports and recommendations for consideration by the Trustees.
- 7.3 The EG shall meet on a monthly basis.

8. AUDIT COMMITTEE

- 8.1 The Audit Committee is a standing committee of the Trustees that provides assurance over the suitability of, and compliance with, the Trust's financial systems and controls. It meets to consider the financial security of the Trust and its approach to risk management in all aspects of its activities. The members of the Audit Committee will include those Trustees with specific audit and finance experience. The Audit Committee will consider reports from internal and external auditors employed to work on their behalf by the Trust.
- 8.2 The Audit Committee will meet at least twice a year and report back to the Members and the Trustees. The committee has a key function in ensuring the legitimate and effective use of public money and holding to the values of probity and transparency that are contained within the Trust's values set out in clause 2.2 above.

9. CONSTITUTION AND FUNCTION OF THE LOCAL GOVERNING BODY

9.1 The Local Governing Body has responsibility for the Academy in accordance with this Scheme of Governance and Delegation. The Trust expects the Local Governing Body to ensure that the Academy is led and managed effectively to ensure the aims and values of the Trust as a whole are delivered upon. The Local Governing Body shall be constituted in accordance with the instructions laid out in this Scheme of Governance and Delegation. The formal letter of appointment of governors to the Local Governing Body must be through, and from, the Trustees who have a duty to ensure that the Local Governing Body is configured appropriately to meet the needs of the Academy and the Trust. The Local Governing Body operates under powers delegated to it by the Trustees and these powers may be withdrawn by the Trustees if the Local Governing Body has demonstrated that it is not fit for purpose.

9.2 Composition of the Local Governing Body

9.2.1 The number of governors who shall sit on the Local Governing Body shall be between nine and eleven.

9.2.2 The Local Governing Body shall have the following governors:

9.2.2.1 up to five governors, appointed under clause 9.3.1;

9.2.2.2 at least one staff governor, appointed under clause 9.3.2;

9.2.2.3 at least two parent governors elected or appointed under clause 9.3.5; and

9.2.2.4 the head teacher of the Academy (the Headteacher).

9.2.3 The Local Governing Body may also have co-opted governors appointed under clause 9.4.

9.2.4 The Trustees (all or any of them) shall also be entitled to serve on the Local Governing Body and attend any meetings of the Local Governing Body. Any Trustee attending a meeting of the Local Governing Body shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Body.

9.2.5 All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Trustees that they will perform their role in line with the expectations set out by the Trust in the "Guide to Trustees and Governors".

9.3 Appointment of governors to the Local Governing Body

9.3.1 The Trust may appoint up to five persons to serve as governors on the Local Governing Body, ensuring that the governors on the Local Governing Body between them have an appropriate range of skills and experience enabling them to make a significant contribution to the governance of the Academy and ensuring that due attention is given to succession planning.

9.3.2 The Local Governing Body may appoint persons who are employed at the Academy to serve on the Local Governing Body through such process as they may determine, provided that the total number of such persons

(including the Headteacher) does not exceed one third of the total number of governors on the Local Governing Body. The positions held by those employed at the Academy (e.g. teaching and non-teaching) may be taken into account when considering appointments.

- 9.3.3 Unless the Trustees agree otherwise, in appointing persons to serve on the Local Governing Body who are employed at the Academy, the Local Governing Body shall invite nominations from all staff employed under a contract of employment at the Academy (excluding the Headteacher) and, where there are any contested posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Local Governing Body.
- 9.3.4 The Headteacher shall be an ex officio governor of the Local Governing Body (i.e. a full governor by virtue of their position as Headteacher).
- 9.3.5 Subject to clause 9.3.9, the parent governors of the Local Governing Body shall be elected by parents of registered pupils at the Academy and he or she must be a parent of a pupil at the Academy at the time when he or she is elected.
- 9.3.6 The Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent governors of the Local Governing Body, including any question of whether a person is a parent of a registered pupil at the Academy. Any election of persons who are to be the parent governors of the Local Governing Body which is contested shall be held by secret ballot.
- 9.3.7 The arrangements made for the election of the parent governors of the Local Governing Body shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he or she prefers, by having his or her ballot paper returned to the Academy by a registered pupil at the Academy.
- 9.3.8 Where a vacancy for a parent governor of the Local Governing Body is required to be filled by election, the Local Governing Body shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the Academy is informed of the vacancy and that it is required to be filled by election, informed that he is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
- 9.3.9 The number of parent governors of the Local Governing Body required shall be made up by persons appointed by the Local Governing Body if the number of parents standing for election is less than the number of vacancies.
- 9.3.10 In appointing a person to be a parent governor of the Local Governing Body, the Local Governing Body shall appoint a person who is the parent of a registered pupil at the Academy; or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.
- 9.3.11 The first parent and staff governors of the Local Governing Body may be those people who filled those positions on the governing body of the predecessor school at its closure (provided they remain eligible under this

Scheme of Governance and Delegation), who shall serve on the Local Governing Body for the remainder of the term(s) of office for which they were elected to the governing body of the predecessor school.

9.4 Co-opted governors of the Local Governing Body

9.4.1 The Local Governing Body may appoint up to three persons to be “Co-opted” to the Local Governing Body subject to the approval of the Trustees. A person who shall be “Co-opted” to the Local Governing Body means a governor who is to serve on the Local Governing Body without having been appointed or elected to serve on the Local Governing Body. The Local Governing Body may not co-opt a person who is employed at the Academy if thereby the number of persons employed at the Academy and serving on the Local Governing Body would exceed one third of the total number of governors on the Local Governing Body (including the Headteacher).

9.5 Term of office

9.5.1 Subject to clause 9.3.11, the term of office for any governor on the Local Governing Body shall be four years, save that this time limit shall not apply to the Headteacher and persons who are “Co-Opted” to the Local Governing Body who shall serve for 1 year. Subject to remaining eligible to be a particular type of governor on the Local Governing Body, any person may be re-appointed or re-elected (including being “Co-opted” again) to the Local Governing Body.

9.6 Resignation and removal

9.6.1 A person serving on the Local Governing Body shall cease to hold office if he resigns his office by notice to the Local Governing Body (but only if at least three persons will remain as governors on the Local Governing Body when the notice of resignation is to take effect).

9.6.2 A governor on the Local Governing Body shall cease to hold office as such if he is removed by the person(s) who appointed him/her. Whilst acknowledging that no reason needs to be given for the removal of a governor from the Local Governing Body by a person(s) who appointed him/her, any failure to uphold the values of the Trust and/or the Academy and/or to act in a way which is appropriate in light of this Scheme of Governance and Delegation will be taken into account when deciding upon such removal.

9.6.3 The Trustees may remove a governor from the Local Governing Body after they have given due regard to any representations by the Local Governing Body.

9.6.4 If any person who serves as a governor on the Local Governing Body in his capacity as an employee at the Academy ceases to work at the Academy then he shall be deemed to have resigned (and shall cease to serve) as a governor on the Local Governing Body automatically on termination of his work at the Academy.

9.6.5 Where a governor on the Local Governing Body resigns or is removed from his office as governor, that person (or, where he is removed from office,

those removing him/her) shall give written notice thereof to the Local Governing Body who shall inform the Trustees.

9.7 Suspension

9.7.1 The Trustees or the Local Governing Body, may by resolution passed at a meeting of the Trustees or the Local Governing Body (as the case may be) suspend a person for all or any meetings of the Local Governing Body, or of a committee or a task group of the Local Governing Body, for a fixed period of up to 6 months where that person has acted in a way that is inconsistent with the professional ethos of the Trustees (which shall include a failure to undertake training appropriate to their role, whether or not directed to do so by the board of Trustees) and has brought or is likely to bring the Trust or the Academy into disrepute.

9.7.2 A resolution to suspend a person does not have effect unless the matter is specified as an item of business on the agenda for the meeting.

9.7.3 Before a vote is taken on a resolution to suspend, the Trustee or governor (as the case may be) proposing the resolution must at the meeting state the reasons for doing so. In addition, the person who is the subject of the resolution must be given the opportunity to make a statement in response before withdrawing from the meeting.

9.7.4 A person may not be disqualified from continuing to hold office as a governor on the Local Governing Body for failure to attend any meeting of the Local Governing Body under clause 9.8.1 below while suspended under this clause 9.7.

9.8 Disqualification of members of the Local Governing Body

9.8.1 No person shall be qualified to serve as a governor on the Local Governing Body unless he is aged 18 or over at the date of his election or appointment. No current pupil of the Academy shall be entitled to serve as a governor on the Local Governing Body.

9.8.2 A person serving as a governor on the Local Governing Body shall cease to hold office as such if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.

9.8.3 A person serving as a governor on the Local Governing Body shall cease to hold office if he is absent without the permission of the chair of the Local Governing Body from all the full meetings of the Local Governing Body held within a period of six months and the Local Governing Body resolves that his office be vacated.

9.8.4 A person shall be disqualified from serving as a governor on the Local Governing Body if:

9.8.4.1 he has been declared bankrupt and/or his estate has been seized from his possession for the benefit of creditors and the declaration or seizure has not been discharged, annulled or reduced; or

- 9.8.4.2 he is the subject of a bankruptcy restrictions order or an interim order.
- 9.8.5 A person shall be disqualified from serving as a governor on the Local Governing Body at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 9.8.6 A person serving as a governor on the Local Governing Body shall cease to hold office as such if he would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision) or would otherwise be found to be unsuitable by the Secretary of State for Education under the provisions of the relevant funding agreements.
- 9.8.7 A person shall be disqualified from serving as a governor on the Local Governing Body if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.
- 9.8.8 A person shall be disqualified from serving as a governor on the Local Governing Body where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under sections 178 to 180 of the Charities Act 2011.
- 9.8.9 After the Academy has opened, a person shall be disqualified from serving as a governor on the Local Governing Body if he has not provided to the chair of the Local Governing Body a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chair or the Headteacher confirm their unsuitability to work with children that person shall be disqualified from serving as a governor on the Local Governing Body. If a dispute arises as to whether a person shall be disqualified from serving as a governor on the Local Governing Body, a referral shall be made to the Secretary of State for Education to determine the matter. The determination of the Secretary of State for Education shall be final.
- 9.8.10 Where, by virtue of this Scheme of Governance and Delegation, a person becomes disqualified from serving as a governor on the Local Governing Body; and he was, or was proposed, to so serve, he shall upon becoming so disqualified give written notice of that fact to the Local Governing Body who shall inform the Trustees.

10. DELEGATED POWERS

10.1 General Provisions

10.1.1 Subject to clause 13 below and in accordance with the provisions of the Companies Act 2006, the Articles and to any directions given by the Members of the Trust following a special resolution, the management of the business of the Academy shall be delegated by the Trustees to the Local Governing Body who may exercise all the powers of the Trust in so far as they relate to the Academy, in accordance with the terms of this Scheme of Governance and Delegation. No alteration of the Articles and no such direction shall invalidate any prior act of the Local Governing Body which would have been valid if that alteration had not been made or that direction had not been given. Except as provided for in this Scheme of Governance and Delegation, the powers given by this Scheme of Governance and Delegation shall not be limited by any special power given to the Trustees by the Articles or to the Local Governing Body by this Scheme of Governance and Delegation and a meeting of the Local Governing Body at which a quorum is present may exercise all the powers so delegated.

10.1.2 In general terms, the responsibility of the Trustees in so far as the business of the Academy is concerned is to determine the policy and procedures of the Academy and to consider and respond to strategic issues. The Trustees will also be concerned with ensuring that the services the Trust has agreed to provide centrally are delivered effectively and that the academies operated by the Trust work within determined budgetary limits. The Trust has a duty to ensure that its academies work together for the mutual benefit of all within the Trust and this will involve a level of shared planning and strategic oversight expressed in an Annual Strategic Plan for the Trust. Whilst the Trustees are free to decide what constitutes a strategic issue, having regard to all the circumstances, unless a matter is identified as a strategic issue and/or is identified as being the responsibility of the Trustees under this Scheme of Governance and Delegation, the responsibility for such matter will be that of the Local Governing Body. Examples of strategic issues are:

10.1.2.1 an increase in planned admission numbers/an expansion of the Academy's capacity;

10.1.2.2 significant change in staffing levels or structure, including leadership; or

10.1.2.3 significant change in the curriculum which could make it non-compliant with DfE/Ofsted guidance.

10.1.3 Except as provided for in this Scheme of Governance and Delegation, in addition to all powers hereby expressly conferred upon the Local Governing Body and without detracting from the generality of the powers delegated, the Local Governing Body shall have the following powers, namely:

10.1.3.1 to expend certain funds of the Trust as permitted by this Scheme of Governance and Delegation in such manner as the Local Governing Body shall consider most beneficial for the achievement of the Object in so far as it relates to the Academy and, subject to the Articles and the Academies Financial Handbook published by the Education Funding

Agency, to invest in the name of the Trust such part of the funds of the Trust for which it has responsibility pursuant to this Scheme of Governance and Delegation as it may see fit and to direct the sale or transposition of any such investments and to expend the proceeds of any such sale in furtherance of the Object; and

- 10.1.3.2 to enter into contracts on behalf of the Trust in so far as they relate to the Academy.
- 10.1.4 In the exercise of its powers and functions, the Local Governing Body must consider any advice given by the Chief Executive Officer and any other executive officer and shall act in accordance with any advice, instruction and/or direction given by the Trustees and/or the Chief Executive Officer.
- 10.1.5 Any bank account in which any money of the Trust in so far as it relates to the Academy is deposited shall be operated by the Trust on behalf of the Academy. All cheques and orders for the payment of money from such an account shall be signed by at least two signatories authorised by the Trust.
- 10.1.6 Where any power or function of the Trustees has been exercised by the Local Governing Body, the Local Governing Body shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.
- 10.1.7 The Local Governing Body will operate as a Board but may set up 'task groups' to consider particular issues or development areas that then report back to the Board.
- 10.1.8 The Local Governing Body shall be responsible for ensuring that the Academy is conducted in accordance with the ethos and values referred to in clause 2.
- 10.1.9 At all times, the Trustees and the Local Governing Body shall ensure that the Academy is conducted in accordance with the objects of the Trust, and any agreement entered into with the Secretary of State for Education for the funding of the Academy.
- 10.1.10 In acknowledgement of the receipt by the Trustees of funds in relation to the Academy (which are provided by the Secretary of State for Education, donated to the Trust and generated from the activities of the Trust), the Trustees delegate to the Local Governing Body the responsibility to manage and expend all monies received on account of the Academy for the purposes of the Academy less an annually agreed charge for services and payroll costs of the funds received from the Secretary of State for Education. These amounts shall be determined each year by the Trustees, acting reasonably.
- 10.1.11 Whilst the Local Governing Body shall have the power to enter into contracts on behalf of the Company or the power to delegate that power to the Headteacher and/or business manager of the Academy, in so far as they relate to the Academy, the Local Governing Body shall first obtain the written consent of the Trustees to any contracts or expenditure for any single matter above £5,000.

- 10.1.12 The accounts of the Trust shall be the responsibility of the Trustees but the Local Governing Body shall provide such information about the finances of the Academy as often and in such format as the Trustees and/or the chief finance officer of the Trust (“**Chief Finance Officer**”) shall reasonably require. Without prejudice to the foregoing, the Local Governing Body shall provide half-termly management accounts to the Trustees and the Chief Finance Officer.
- 10.1.13 The Local Governing Body shall ensure that proper procedures are put in place for the safeguarding of funds and that the requirements of the Academies Financial Handbook are observed at all times as well as any requirements and recommendations of the Trustees, the Chief Finance Officer and/or the Secretary of State for Education.
- 10.1.14 The Local Governing Body shall inform the Trustees and the Chief Finance Officer of any need for significant unplanned expenditure and will discuss with the Trustees and the Finance Director (and others as the Trustees and/or the Chief Finance Officer shall require) options for identifying available funding.
- 10.1.15 The Local Governing Body shall develop appropriate risk management strategies and shall at all times adopt financial prudence in managing the financial affairs of the Trust in so far as these relate to the Academy. Where the management of financial affairs will result in a budget deficit or when the Academy is placed in “special measures” or deemed to have “serious weaknesses” the Trustees have the power to withdraw financial delegation.
- 10.1.16 The Local Governing Body shall comply at all times with the Trust’s virements policy.
- 10.2 Premises
- 10.2.1 Unless directed otherwise by or on behalf of the Trustees, the maintenance of the buildings and facilities used in respect of the Academy is the responsibility of the Local Governing Body, who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of the Trustees (and/or any others) as owners of such buildings and facilities.
- 10.2.2. The Local Governing Body shall, in conjunction with the Trustees and Chief Finance Officer, develop a five year estate management strategy that will identify the suitability of building and facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the Local Governing Body’s responsibility to ensure the buildings and facilities are maintained to a good standard.
- 10.2.3 The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trustees.
- 10.2.4 Insuring the land and buildings used by the Academy and/or joining the Risk Protection Arrangement operated by the Department of Education in this regard shall be the responsibility of the Trustees who shall recover the cost from the budget delegated to the Local Governing Body.

10.3 Resources

10.3.1 Key Staff

10.3.1.1 The Trustees shall work with the Local Governing Body to appoint/approve the appointment of the Headteacher and the Deputy Headteacher(s) of the Academy and, where appropriate, as determined by the Trustees, the Chief Finance Officer and Human Resources Officer of the Trust. The Trustees and the Local Governing Body may delegate such powers and functions as they consider are required by the Headteacher for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Trustees and the Local Governing Body and for the direction of the teaching and curriculum at the Academy).

10.3.1.2 The Trustees may dismiss the Headteacher and form appeals panels in respect of the same if required.

10.3.2 Other Staff

10.3.2.1 The Local Governing Body shall be responsible for the appointment and management of all other staff to be employed at the Academy and the Local Governing Body shall:

10.3.2.2 comply with all policies dealing with staff issued by the Trustees from time to time;

10.3.2.3 take account of any pay terms set by the Trustees;

10.3.2.4 adopt any standard contracts or terms and conditions for the employment of staff issued by the Trustees;

10.3.2.5 manage any claims and disputes with staff members having regard to any advice and recommendations given by the Trustees.

10.3.2.6 The Local Governing Body shall carry out the performance management of all staff, including the Headteacher, whose performance management will be the responsibility of the Chair of the LGB and the CEO, and shall put in place procedures for the proper professional and personal development of staff in line with Trust policies and procedures.

10.4 Curriculum and Standards

10.4.1 The Local Governing Body shall be responsible for the setting and review of the curriculum but shall comply with any views of the Trustees in recognition of the Trustees' obligation to the Secretary of State for Education to provide a broad and balanced curriculum.

10.4.2 The Local Governing Body shall be responsible for the standards achieved by the Academy and the pupils attending the Academy but shall follow such advice and recommendations of the Trustees as they might issue from time to time.

10.4.3 The Local Governing Body shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no change will be made to the admissions criteria without the prior written consent of the Trustees.

10.4.4 The Local Governing Body shall review and consult on the admissions arrangements for the forthcoming academic year, subject to prior agreement with the Trustees of the admissions policy and criteria to be consulted on. These arrangements and any new admissions policy and criteria must be agreed with the Trustees before being adopted for the Academy.

10.4.5 Any decision to expand the Academy shall be that of the Trustees who shall have regard to the views of the Local Governing Body.

10.5 Extended Schools and Business Activities

10.5.1 Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income would be the responsibility of the Local Governing Body, this shall only be undertaken in a manner consistent with any policy set by the Trustees and any direction or instruction issued by the Chief Finance Officer and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of the Trust's charitable objects and any threat to funding provided by the Secretary of State for Education.

10.6 Regulatory Matters

10.6.1 The responsibility for the satisfaction and observance of all regulatory and legal matters shall be that of the Trustees but the Local Governing Body shall do all such things as the Trustees may specify as being necessary to ensure that the Trust is meeting its legal obligations.

11. **OPERATIONAL MATTERS**

11.1 The Local Governing Body shall comply with the obligations set out in Appendix 2 which deals with the day-to-day operation of the Local Governing Body.

11.2 Unless the Trustees resolve otherwise, the Local Governing Body shall ensure that the Academy shall become and remain a subscriber member of RKTSA.

11.3 The Local Governing Body will adopt and will comply with all policies of the Trustees communicated to the Local Governing Body from time to time.

11.4 Both the Trustees and all members of the Local Governing Body have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Trust and the Academy and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential to the Trust.

- 11.5 The Local Governing Body will review its policies and practices on a regular basis, having regard to recommendations made by the Trustees from time to time, in order to ensure that the governance of the Academy is best able to adapt to the changing educational, political and/or legal environment(s).
- 11.6 The Local Governing Body shall provide such data and information regarding the business of the Academy and the pupils attending the Academy as the Trustees, the Chief Executive Officer and/or the Chief Finance Officer may require from time to time.
- 11.7 The Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Trustees, the Chief Executive Officer and/or the Chief Finance Officer in the event that intervention is either threatened or is carried out by the Secretary of State for Education and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme of Governance and Delegation in such circumstances.
- 11.8 The Trustees reserve the right to direct staff (by negotiation) to work in other areas of the Trust than their current employment on tasks and activities which are commensurate with their skills and experience. This is intended to provide career and professional development opportunities for staff.

12. ANNUAL REVIEW

- 12.1 This Scheme of Governance and Delegation shall operate from the Effective Date in respect of the named Academy.
- 12.2 Notwithstanding this being the first Scheme of Governance and Delegation to apply in respect of the Academy, the Trustees will have the absolute discretion to review this Scheme of Governance and Delegation at least on an annual basis and to alter any provisions of it.
- 12.3 In considering any material changes to this Scheme of Governance and Delegation or any framework on which it is based, the Trustees will have regard and give due consideration to any views of the Local Governing Body.

13. RESERVATION OF POWERS

The Trustees, having overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies for which the Trust is responsible, may exercise themselves functions and powers delegated to the Local Governing Body under this Scheme of Governance and Delegation in accordance with the provisions of Appendix 3 upon any one of the following circumstances occurring:

- 13.1 the Academy is placed in Special Measures following an Ofsted inspection;
- 13.2 the Academy is advised of "Serious Weaknesses" following an Ofsted inspection;
- 13.3 the Academy is advised that it "Requires Improvement" following an Ofsted inspection and does not have the capacity to rapidly improve to 'good or outstanding';

- 13.4 the academy has a significant change in leadership at senior level that prejudices its ability to deliver appropriate outcomes for young people;
- 13.5 the Trustees believe that significant safeguarding concerns exist that have not been prevented or remedied at academy level;
- 13.6 the Trust's annual standards' review reveals that the Academy is failing to thrive as a result of significant failures in leadership and governance;
- 13.7 in the absolute discretion of the Trustees, the Academy is deemed not to be acting in accordance with this Scheme of Governance and Delegation or is otherwise not acting in accordance with the aims and values of the Trust as set out in clause 2.

APPENDIX 1

SCHEME OF GOVERNANCE AND DELEGATION

INTRODUCTION

The table included below ("**Matrix**") more particularly describes the delegation of powers and responsibilities by the Trustees to the Local Governing Body referred to elsewhere in this Scheme of Governance and Delegation.

The ultimate responsibility for each power/responsibility is indicated with an 'X' in the appropriate cell. An '**' requires that the person responsible shall consult with the corresponding Decision Level.

Where a cell is shaded out, the function cannot be sensibly be carried out at this level.

Although a power and/or responsibility may be delegated, it is the Trust that remains responsible for the exercise of that power and/or responsibility.

The Matrix will be reviewed annually. The Academy and the Local Governing Body shall also be kept continually under review by the Trustees. The Trustees shall therefore be entitled to adjust the Matrix as appropriate between each annual review where such continual review reveals matters which merit adjustment to achieve the effective operation of the Academy. The Chief Executive Officer and the Trustees will use their shared knowledge of the academies operated by the Trust to work proactively to ensure that the Schemes of Governance and Delegation is reactive to the needs of the Academy at any given stage. Schools will normally operate within the SoD shown within the columns on the left, "Strong Academy decision level", and will only be moved to the right if there are serious concerns or where, "Academy requires support

Where the Academy is assessed as being 'at risk' by the Standards and Effectiveness Committee of the Trust, the Matrix will also be adjusted by the Trustees to the circumstances of the Academies. This could, in a situation where the education and welfare of young people is seriously jeopardised and/or weak governance is identified as a barrier to the Academy's improvement, involve the Scheme of Governance and Delegation and LGB being removed on a temporary basis. In these circumstances, an interim executive board ("**IEB**") will be formed by the Trustees to support the Academy. The IEB constituted by the Trustees from key personnel drawn from the Trustees and the local governing bodies of other academies operated by the Trust.

KEY

Decision Level 1: Red Kite Learning Trust

Decision Level 2: Local Governing Body

Decision Level 3: Headteacher/SLT

			Strong Academy Decision Level			Academy requires support Decision Level		
Key Function	No	Tasks	1	2	3	1	2	3
Budgets	1	Establish a central budget for corporate services	X	*		X	*	
	2	Approve the consolidated Trust budget plan for the financial year	X			X		
	3	Approve the formal Academy budget plan for the financial year	X	*		X	*	
	4	Monitor Trust expenditure	X			X		
	5	Monitor Academy expenditure	*	X		X		
	6	Approve the Financial Policies & Procedures	X	*		X		
	7	Carry out financial processes in line with the Finance Policies			X			X
	8	Appoint an audit committee	X			X		
Staffing	9	Headteacher appointments (selection panel)	X	*		X	*	
	10	Senior leader appointments (selection panel)	*	X	*	X	*	
	11	Appoint other teachers		*	X	*	*	X
	12	Appoint non-teaching staff		*	X	*	*	X
	13	Agree HR policies including pay policy	X	*		X		
	14	Establish disciplinary/capability procedures	X	*		X		

	15	Dismissal of headteacher	X	*		X		
	16	Dismissal of other staff	*	X		X		
	17	Suspension of head	X	*		X	*	
	18	Suspension of other staff		*	X	X		*
	19	Ending suspension (head)	X	*		X	*	
	20	Ending suspension (except head)		*	X		X	
	21	Determine staff complement	*	X	*	X		
	22	Determine severance/compensation payments (excluding Headteacher) **	X	*	*	X		
Curriculum	23	Ensure National Curriculum (NC) taught to all pupils and to consider any disapplication for pupil(s)			X			X
	24	Establish and implement a curriculum policy	*	*	X	X	*	*
	25	Agree or reject and monitor curriculum policy	*	X		*	X	
	26	Responsibility for standards of education at MAT level	X			X		
	27	Responsibility for standards of teaching at individual Academy level		X	X	X		X
	28	Responsibility for individual child's education			X		X	X
	29	Provision of sex education – to establish and keep up to date a written policy	*	X	*	*	X	*

	30	Prohibit political indoctrination and ensuring the balanced treatment of political issues, including support for 'British Values'.	X	*	*	X	*	*
Appraisal and Performance Management	31	Formulate an Appraisal policy	X	*	*	X	*	*
	32	Implement the performance management policy	*	X	*	X	*	*
	33	Review annually the performance management policy	X	*		X		
	34	Headteacher performance management carried out by LGB with independent, sector/phased specific support. The Chief Executive Officer will provide information to support this process based on their overview of the Academy's performance within the Trust.	X	*		X	*	
Target Setting	35	Agree targets for pupil achievement	*	X	*	X	*	*
	36	Approve targets for pupil achievement	X	X	*	X	*	
Complaints	37	Establish a Complaints policy	X	*	*	X	*	
Discipline/Exclusions	38	Establish a student behaviour policy	*	*	X	X	*	
	39	Review the use of exclusion and to decide whether or not to confirm all permanent exclusions and fixed term exclusions where the pupil is either excluded for more than 15 days in total in a term or would lose the opportunity to sit a public examination. (Can be delegated to chair/vice-chair of the LGB in cases of urgency)		X		*	X	
	40	Independent Review and Appeals Trust for behaviour and discipline	X			X		
	41	Direct reinstatement of excluded pupils (Can be delegated to chair/vice-chair of the LGB in cases of urgency)		X		*	X	

Admissions	42	To review at least annually the admissions policy	X	*	*	X	*	
	43	Establish an admissions policy	X	*	*	X	*	
	44	Admissions application decisions	X	X	*	X	X	
	45	Appeal against LA directions to admit pupil(s)	X	X	*	X	X	
Religious Education	46	Responsibility for ensuring provision of RE		X	*	X	*	
Premises & Insurance	47	Ensure buildings and liability insurances and/or the Department for Education's Risk Protection Arrangement is in place	X			X		
	48	Develop a school buildings strategy or master plan	X	*		X	*	
	49	Refurbish and maintain buildings, including developing properly funded maintenance plan	X	*		X	*	
	50	Responsibility of overall management and VFM (value for money) of all PFI contracts	X	*	*	X		
Health & Safety	51	Institute a Health and Safety Policy	X	*		X	*	
Safeguarding Policy	52	Institute a Safeguarding Policy	X	*	*	X	*	
	53	Monitor and ensure the application of the Safeguarding Policy		X	*	X	*	
	54	Ensure that health and safety regulations are followed		X	X	X	X	*
School Organisation	55	Proposal to alter the character of the Academy day	X	X		X	*	

	56	Set the times of school sessions and the dates of school terms and holidays	X	X		X	*	
	57	Ensure that the school meets for 380 sessions in a school year	X	X	*	X	*	*
Attendance and Absence	58	Establish a Policy for Attendance and Leave of Absence including standardised procedures, letters and protocols	X	*	*	X	*	*
	59	Ensure that school lunch nutritional standards are met where provided by the LGB		X	*		X	*
Information For Parents	60	Prepare and publish information for parents including school prospectus if applicable. Compliant website provision	X	*	*	X	*	
	61	Ensure provision of free school meals to those pupils meeting the criteria		X	*		X	*
	62	Adopt and review home-school agreements		X	*	X	*	
GB Procedures	63	Prepare instrument of government and any amendments thereafter	X			X		
	64	Appoint (and remove) the governors/clerk of the LGB	X	X		X	*	
	65	Establish LGB meeting format and procedures	X	*		X	*	
	66	Ensure LGB meets and complies with guidance prepared by Trust		X			X	
	67	Set up a Register of Directors' Business Interests, Gifts & Hospitality	X	*		X	*	

	68	Set up a Register of Governors' Business Interests, Gifts & Hospitality	X	*		X	*	
	69	Approve and set up a Governors Expenses Scheme	X			X		
	70	Discharge duties in respect of pupils with special needs by appointing a "responsible person"		X			X	
	71	Consider whether or not to exercise delegation of local functions from the LGB to individuals or committees (subject to this Scheme of Delegation)		X		X		
	72	Regulate the LGB procedures (where not set out in law)	X	*		X		
Trust	73	Consider an application for a school or academy to join the Trust	X			X		
	74	Require any school joining the Trust to be a subscriber member of the Red Kite Teaching School Alliance.	X			X		
	75	Agree the due diligence requirements regarding whether a school or academy should join the Trust	X			X		
	76	Review the Trust's key performance indicators	X			X		

** Within the budget allocated to the School.

APPENDIX 2

FUNCTIONING OF THE LOCAL GOVERNING BODY

1. CHAIR AND VICE-CHAIR OF THE LOCAL GOVERNING BODY

- 1.1 The members of the Local Governing Body shall each school year, at their first meeting in that year, elect a chair and a vice-chair from among their number to serve until a successor is appointed or a vacancy occurs as envisaged in paragraph 1.3. Each such appointment shall be subject to approval by the Trustees. A person who is employed by the Trust (whether or not at the Academy) shall not be eligible for election as chair or vice-chair of the Local Governing Body.
- 1.2 When an Academy is first established, an interim chair and interim vice-chair of the Local Governing Body may be appointed by the Trustees.
- 1.3 Subject to paragraph 1.4, the chair or vice-chair of the Local Governing Body shall hold office as such until his successor has been elected in accordance with this clause 1.
- 1.4 The chair or vice-chair of the Local Governing Body may at any time resign his office by giving notice in writing to the Trustees. The chair or vice-chair of the Local Governing Body shall cease to hold office if:
 - 1.4.1 He/she ceases to serve as a governor on the Local Governing Body;
 - 1.4.2 He/she is removed from his office as chair or vice-chair of the Local Governing Body (as the case may be) in accordance with this Scheme of Governance and Delegation; or
 - 1.4.3 in the case of the vice-chair of the Local Governing Body, he is elected in accordance with this Scheme of Governance and Delegation to fill a vacancy in the office of chair of the Local Governing Body.
- 1.5 Where by reason of any of the matters referred to in paragraph 1.4, a vacancy arises in the office of chair or vice-chair of the Local Governing Body, the governors of the Local Governing Body shall at its next meeting elect one of their number to fill that vacancy.
- 1.6 Where the chair is absent from any meeting of the Local Governing Body or there is at the time a vacancy in the office of the chair, the vice-chair of the Local Governing Body shall act as the chair of the Local Governing Body for the purposes of the meeting.
- 1.7 The chair or vice-chair of the Local Governing Body may only be removed from office by the Trustees at any time or by the Local Governing Body in accordance with this Scheme of Delegation.
- 1.8 A resolution to remove the chair or vice-chair of the Local Governing Body from office which is passed at a meeting of the Local Governing Body shall not have effect unless:
 - 1.8.1 it is confirmed by a resolution passed at a second meeting of the Local Governing Body held not less than fourteen days after the first meeting; and

1.8.2 the matter of the chair's or vice-chair's removal from office (as the case may be) is specified as an item of business on the agenda for each of those meetings.

1.9 Before a resolution is passed by the Local Governing Body at the relevant meeting as to whether to confirm the previous resolution to remove the chair or vice-chair of the Local Governing Body from office, the person(s) proposing his removal shall at that meeting state their reasons for doing so and the chair or vice-chair of the Local Governing Body (as the case may be) shall be given an opportunity to make a statement in response.

2. CONFLICTS OF INTEREST

2.1. Any governor of the Local Governing Body who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a governor of the Local Governing Body shall disclose that fact to the Local Governing Body and the Trustees as soon as he/she becomes aware of it. A person must absent himself/herself from any discussions of the Local Governing Body in which it is possible that a conflict will arise between his/her duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

2.2. For the purpose of paragraph 2.1, a person has a Personal Financial Interest if he is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the Academy.

2.3. In any conflict between any provision of this Scheme of Governance and Delegation and the Articles, the Articles shall prevail.

2.4. Any disagreement between the governors of the Local Governing Body, the Headteacher and/or any subcommittee of the Local Governing Body shall be referred to the Trustees for their determination.

3. THE MINUTES

3.1. The minutes of the proceedings of a meeting of the Local Governing Body shall be drawn up and entered into a file kept for the purpose by the person authorised to keep the minutes of the Local Governing Body and shall be signed (subject to the approval of the governors of the Local Governing Body) at the same or next subsequent meeting by the person acting as chair of the Local Governing Body.

3.2. The chair of the Local Governing Body shall ensure that copies of minutes of all meetings of the Local Governing Body (and such of the [subcommittees/] task groups as the Trustees shall from time to time notify) shall be provided to the Trustees as soon as reasonably practicable after those minutes are approved. This will be facilitated via the secure area on the Trust Website.

4. TASK GROUPS

4.1. Subject to this Scheme of Governance and Delegation and the Articles, the Local Governing Body may assign tasks to subsets of the Local Governing Body who may work independently of the Local Governing Body to develop plans, review provision or form recommendations. These groups will not have delegated powers to make

decisions on behalf of the Local Governing Body but will simply feed back to the Trustees who may or may not act on their recommendations.

5. DELEGATION

- 5.1. Provided such power or function has been delegated to the Local Governing Body, the Local Governing Body may further delegate to the Headteacher or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions either the Trustees or the Local Governing Body may impose and may be revoked or altered.

6. MEETINGS OF THE LOCAL GOVERNING BODY

- 6.1. Subject to this Scheme of Governance and Delegation, the Local Governing Body must follow the "Guidance for Governors" provided by the Trust.

- 6.2. The Local Governing Body shall meet five times in every school year. A meeting schedule for the academy year 2018/2019 is included at Appendix 6. Local Governing Body meetings must be set to align with the termly meetings of the Trustees so that reports from the Local Governing Bodies can be considered by the Trustees. Meetings of the Local Governing Body shall be convened by the secretary or clerk to the Local Governing Body. In exercising his/her functions under this Scheme of Governance and Delegation, the secretary or clerk shall comply with any direction:

- 6.2.1. given by the Trustees or the Local Governing Body; or

- 6.2.2. given by the chair of the Local Governing Body or, in his/her absence or where there is a vacancy in the office of chair, the vice-chair of the Local Governing Body, so far as such direction is not inconsistent with any direction given as mentioned in 6.2.1 above.

- 6.3. Any three governors of the Local Governing Body may, by notice in writing given to the secretary or clerk, requisition a meeting of the Local Governing Body and it shall be the duty of the secretary or clerk to convene such a meeting as soon as is reasonably practicable.

- 6.4. Each governor of the Local Governing Body shall be given at least seven clear days before the date of a meeting of the Local Governing Body:

- 6.4.1. notice in writing thereof, signed by the secretary, and sent to each governor of the Local Governing Body at the address provided by each governor from time to time; and

- 6.4.2. a copy of the agenda for the meeting;

provided that where the chair of the Local Governing Body or, in his/her absence or where there is a vacancy in the office of chair, the vice-chair of the Local Governing Body, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting and the copy of the agenda thereof are given within such shorter period as he/she directs.

- 6.5. The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.6. A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Body shall not be proposed at a meeting of the Local Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.7. A meeting of the Local Governing Body shall be terminated forthwith if:
 - 6.7.1. the governors of the Local Governing Body so resolve; or
 - 6.7.2. the number of governors of the Local Governing Body who are present ceases to constitute a quorum for a meeting of the Local Governing Body in accordance with paragraph 6.10, subject to paragraph 6.12.
- 6.8. Where, in accordance with paragraph 6.7, a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the secretary or clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.
- 6.9. Where the Local Governing Body resolves in accordance with paragraph 6.7 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Body shall, before doing so, determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and they shall direct the secretary or clerk to convene a meeting accordingly.
- 6.10. Subject to paragraph 6.12, the quorum for a meeting of the Local Governing Body, and any vote on any matter thereat, shall be any three of the governors of the Local Governing Body or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office as governors on the Local Governing Body at the date of the meeting.
- 6.11. The Local Governing Body may act notwithstanding any vacancies on its board, but, if the numbers of persons serving as governors on the Local Governing Body is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a further meeting of the Local Governing Body.
- 6.12. The quorum for the purposes of:
 - 6.12.1. appointing a parent governor of the Local Governing Body;
 - 6.12.2. any vote on the removal of a governor from the Local Governing Body in accordance with this Scheme of Governance and Delegation;shall be any two-thirds (rounded up to a whole number) of the governors of the Local Governing Body who are at the time persons entitled to vote on those respective matters plus a Trustee.
- 6.13. Subject to this Scheme of Governance and Delegation, every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the

votes of the persons present and entitled to vote on the question. Every governor of the Local Governing Body shall have one vote.

- 6.14. Any decision to remove the chair of the Local Governing Body shall be at the sole discretion of the Trustees but the Local Governing Body may advise the Trustees in relation to the same.
- 6.15. Subject to paragraphs 6.10 – 6.12, where there is an equal division of votes at a meeting of the Local Governing Body, the person acting as chair of the Local Governing Body at that meeting shall have a casting vote in addition to any other vote he may have.
- 6.16. The proceedings of the Local Governing Body shall not be invalidated by
 - 6.16.1. any vacancy on the board; or
 - 6.16.2. any defect in the election, appointment or nomination of any person serving as a governor on the Local Governing Body.
- 6.17. A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Body [or of a subcommittee of the Local Governing Body], shall be valid and effective as if it had been passed at a meeting of the Local Governing Body [or (as the case may be) a subcommittee of the Local Governing Body] duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Body and may include an electronic communication by or on behalf of the Local Governing Body indicating his/her or her agreement to the form of resolution providing that the member has previously notified the Local Governing Body in writing of the email address or addresses which the member will use.
- 6.18. Subject to paragraph 6.18, the Local Governing Body shall ensure that a copy of
 - 6.18.1. the agenda for every meeting of the Local Governing Body,
 - 6.18.2. the draft minutes of every such meeting, if they have been approved by the person acting as chair of the Local Governing Body at that meeting,
 - 6.18.3. the signed minutes of every such meeting and
 - 6.18.4. any report, document or other paper considered at any such meetingare, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.
- 6.19. There may be excluded from any item required to be made available in pursuance of paragraph 6.17, any material relating to:
 - 6.19.1. a named teacher or other person employed, or proposed to be employed, at the Academy;
 - 6.19.2. a named pupil at, or candidate for admission to, the Academy; and
 - 6.19.3. any matter which, by reason of its nature, the Local Governing Body is satisfied should remain confidential.

6.20. Any governor on the Local Governing Body shall be able to participate in meetings of the Local Governing Body by telephone or video conference provided that:

6.20.1. He/she has given notice of his/her intention to do so detailing the telephone number on which he can be reached and/or appropriate details of the video conference suite from which he/she shall be taking part at the time of the meeting at least 48 hours before the meeting; and

6.20.2. the Local Governing Body has access to the appropriate equipment.

If, after all reasonable, efforts it does not prove possible for the person to participate by telephone or video conference, the meeting may still proceed with its business provided it is otherwise quorate.

6.21 The Headteacher shall be an ex-officio governor on the Local Governing Body and has the same voting rights as any other governor on the Local Governing Body. The clerk, business manager and other school leaders of the Academy may attend meetings of the Local Governing Body as observers but shall not have any voting rights.

7. NOTICES

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

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

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

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

8. INDEMNITY

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

APPENDIX 3

RESERVATION OF POWERS

The Trustees reserve the right to deliver themselves the powers and functions, as delegated under this Scheme to the Local Governing Body, in the following circumstances:

1. Academy in Special Measures
 - 1.1 In the event that the Academy is placed in Special Measures, the Trustees may exercise any or all powers delegated to the Local Governing Body under this Scheme of Governance and Delegation which the Trustees, in their absolute discretion, deem necessary to operate the Academy.
 - 1.2 The Local Governing Body may continue to operate the Academy on a day-to-day basis, subject to regular consultation with the Chair of the Trustees and the Chief Executive Officer.
2. Academy with "Serious Weaknesses".
 - 2.1 In the event that the Academy is notified of "Serious Weaknesses" following an Ofsted inspection, the Trustees may:
 - 2.1.1 withhold the right of the Local Governing Body to appoint staff;
 - 2.1.2 require the Local Governing Body to refer all major financial decisions to the Trustees for approval;
 - 2.1.3 require their prior approval of any and all decisions by the Local Governing Body to enter into contracts, further to clause 10 of this Scheme of Governance and Delegation;
 - 2.1.4 review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.
 - 2.2 The Local Governing Body may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Trustees and Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.
3. Academy "Requiring Improvement" and does not have the capacity to rapidly improve to 'good or outstanding'.
 - 3.1 In the event that the Academy is deemed to "Require Improvement", the Trustees may:
 - 3.1.1 withhold the right of the Local Governing Body to appoint staff;
 - 3.1.2 review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.
 - 3.2 The Local Governing Body may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Trustees the Chief Executive Officer regularly informed, at their

reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

4. Trustees' discretion

4.1 The Trustees may override provisions relating to delegation to the Local Governing Body contained in this Scheme of Governance and Delegation where, in their absolute discretion, they deem it necessary for the efficient operation of the Academy or the Trust.

4.2 If the Trustees decide to exercise their power under this clause 4, the Chair of Trustees and the Chief Executive Officer of the Trust shall be authorised to exercise this right.

5. CEO's Recommendation

5.1 The Trustees may override provisions relating to delegation to the LGB where the CEO presents evidence that not to do so would be prejudicial to the effective education of children in the Trust's care. Such evidence may include:

- a. Documented evidence of malpractice or misconduct by the HT or GB
- b. Data and other evidence showing a clear decline in standards over a significant period
- c. Significant risks regarding safeguarding
- d. The prolonged or recurrent absence of the Headteacher

APPENDIX 4

GOVERNANCE OF THE TRUST

MEMBERS

Sandra Dodson (Chair)

Peter Hall-Jones

Tony Thornley

Bob Stott

1 vacancy

5 Members to meet three times per year

**AUDIT
COMMITTEE**

To meet at least
twice per year

TRUST

CEO plus 9 Trustees (9-11)

The CEO shall be responsible to the Trust for the discharge of executive functions.

A skills-based board of Trustees selected for their expertise in Standards, Finance, Buildings/Services, Legal, and HR. Initial representation from governors from each of the founding schools.

To meet termly

EDUCATION BOARD

An advisory body formed by the chairs of governors of each of the schools in the Trust

Meeting termly

EXECUTIVE GROUP

Although not formally part of the governance structure of the Trust, this group reports to the Trustees and plays a vital role in the day-to-day running and organisation of the Trust

Chief Executive Officer

Chief Finance Officer

Headteachers from the academies operated by the Trust

Meeting monthly

LGB

9-11

LGB

9-11

LGB

9-11

(Staff and Parent representatives to serve at the Local Governing Body level – termly meetings)

APPENDIX 5

RELATIONSHIP BETWEEN THE TRUST AND RKTSA



