

## TRANSFORM TRUST - GOVERNANCE incorporating Scheme of Delegation

Transform Trust is a multi-academy trust (MAT) and is a charitable company limited by guarantee registered in England & Wales (Company No 08320065).

Transform Trust has entered into a Master Funding Agreement with the Department for Education (DfE) and a Supplemental Funding Agreement in respect of each school/academy. The executive agency of the DfE (Education & Skills Funding Agency - ESFA) impose policy and reporting requirements as set out in the Academies Financial Handbook.

### Transform Trust Governance Model

Members - provide the guarantee (£10) for the company, appoint Trustees, appoint Auditors, attend the Annual General Meeting

Trustees - appointed by Members as a Board (company directors) to take overall responsibility for the strategic direction & vision of the Trust, to provide appropriate governance for financing and to appoint and hold the Accounting Officer (CEO) to account. Several sub-committees of Trustees have been formed to support the main Board in delivering these requirements.

Local Governing Bodies - appointed by Trustees to provide a tailored local model of governance of each school within Transform, and each appropriately reflecting local context and community. The Scheme of Delegation provides detail of general powers delegated to each LGB which may be extended or withdrawn as Trustees see fit.

Senior Management Team - to include Executive Team and all Headteachers under the leadership of the appointed CEO. The SMT will direct and manage operations of the Trust in accordance with meeting the broad agenda set by Trustees.

## **Scheme of Delegation - purpose**

The purpose of this document is to outline delegated powers from the full Board of Trustees. It therefore includes sub-committees of Trustees, Local Governing Bodies and Senior Management Team. Whilst the list of powers contained may not be exhaustive, it is intended as a guide so that as new matters develop, the document can be used to interpolate where powers will reside.

The Board reserves the right to withdraw powers to any specific committee or Local Governing Body at any stage at its discretion. Any dispute will be subject to normal resolution by the full Board of Trustees whose decision will be final.

## **Trust Board**

The Trust Board will meet at least 6 times per year. Further meetings may be called with the agreement of the Chair of Trustees.

## **Trust Committees**

Performance Committee - a sub-committee of Trustees to review individual school performance. The Performance Committee will meet at least 3 times per year and report into full Trust Board.

Pay Committee - a sub-committee of Trustees to conduct annual performance appraisal of the CEO (and any special category staff), and to review all pay recommendations for Senior Management employees. The Committee will meet as is required by the process in order to make a recommendation to full Trust Board.

HR Committee - a sub-committee of Trustees to review all key HR matters within Transform Trust. The Committee will meet at least 3 times per year and report into full Trust Board.

Audit & Finance Committee - a sub-committee of Trustees to review all key Finance, Risk and Audit matters within Transform Trust. This Committee will receive monthly finance reports, internal & external audit reports and set an appropriate finance policy whilst taking into account latest releases of the Academies Financial Handbook. The Committee will meet at least 3 times per year and report into full Trust Board.

## **Local Governing Bodies**

Trustees will delegate powers to a school's Local Governing Body which serves as a sub-committee acting for Trustees. Each Local Governing Body is subject to regular review to ensure the most appropriate model is in place for the school in their community at their stage of development. It would be expected that various models of Governing Body may exist across Transform Trust at any one stage, and that this model will be fluid based on school need. Local Governing Bodies will meet at least 3 times per year.

All Local Governing Body Chairs will automatically become members of the Transform Chairs' Forum. Annually the Transform Chairs' Forum will vote one of their members to act as their Chair and to take up a Trustee position for 12 months. The Transform Chairs' Forum will meet at least 3 times per year.

## **Senior Management Team - comprising Executive Team & Headteachers**

The Executive Team under the leadership of the CEO is accountable to the Trust Board for the performance of the Trust as a whole. The Executive Team will report to Trust Board and relevant sub-committees on the performance as a whole and for each school/academy within the Trust. Annual Performance Appraisal of Executive Team is performed by the CEO.

The Headteacher under the leadership of the CEO is accountable for the performance of their school/academy. Annual Performance Appraisal is performed jointly by CEO and Chair of relevant LGB (with support from other LGB Chairs).

Details of delegated functions are set out within the Scheme of Delegation matrix.

## SUMMARY OF KEY LGB DELEGATIONS

### Leadership

- The Chair of Governors for each LGB shall be appointed by Trustees
- The Headteacher/Head of the School will be appointed by the CEO working with the LGB Chair
- The Chair of Governors is entitled to sit on the Transform Chairs' Forum, and have 1 vote towards electing the Chair of the Transform Chairs' Forum
- The LGB shall inform the CEO of any proposed changes to local admission arrangements for CEO approval

### Standards & Curriculum

- LGB hold school leadership to account for academic performance and quality of teaching & learning
- Ensure legal requirements for SEND are met - curriculum and quality of SEND provision

### Safeguarding

- Safeguarding of children in school is specifically delegated to LGB
- Each LGB must name a Safeguarding Governor and a SEND Governor

### Finance

- Trustees will approve the school budget for each year - no deficit revenue budgets permitted
- How the School allocates balanced financial resources is delegated to school leadership
- Any expenditure <£10k is for school/LGB to approve; >=£10k requires Executive Team approval; >=£100k requires Trustee approval

### Headteacher/Deputy Headteacher Appointment/Dismissal

- Representatives of CEO and LGB will sit on appointment/dismissal panels for Headteacher/Deputy Headteacher
- The final decision ultimately sits with the CEO

### Headteacher Performance Management

- Designated panels of LGB Chairs and CEO will review Headteacher performance, recommend pay and set objectives
- Trustees will review and approve Headteacher pay recommendations
- LGB Chairs will review interim Headteacher performance and recommend to CEO any proposed changes to performance objectives

### Local Governing Body

- Trustees may disband an ineffective LGB and impose any model of local governance deemed appropriate including if necessary an Interim Executive Board

## Transform Trust - Scheme of Delegation

(Adopted on [insert date] & last reviewed on [insert date])

This Scheme of Delegation:

- sets out the Trust's approach to delegations between the different layers of governance within the Trust and is a delegation by the Trustees under Article 105 of the Articles of Associations of certain powers and/or functions as detailed below;
- confirms which powers and functions are reserved to the Trustees;
- should be read in conjunction with the Trust's Committee Terms of Reference;
- may only be altered or revoked by the Trustees.

The Trust's Scheme of Financial Delegation, which the Trust is required to have under the Academies Financial Handbook, is set out in a separate document and also supplements this Scheme in respect of the delegation of financial powers and the operation of robust internal controls.

The Scheme is divided into four sections as follows:

- Strategy & Leadership;
- Education & Curriculum;
- Financial;
- HR & Operations.

To assist interpretation of the matters delegated in the Scheme it uses defined phrases which are supplemented by additional comment as appropriate. The defined phrases should be given their common meaning but for the avoidance of doubt an explanation can be found on the final page of this Scheme.

## STRATEGY AND LEADERSHIP

	Trustees	Executive Team	LGB	Headteacher
Set strategic objectives of the Trust & Academies	Determine - for the Trust & Academies	Develop - in the case of the Academies in consultation with LGB & Headteacher	Recommend	Consult - in the case of their Academy
Develop the character, mission & ethos of Trust & Academies	Determine - for the Trust Consult - for the Academies	Develop - for the Trust Consult - for the Academies	Deliver - for the Academies	Recommend - for the Academies
Deliver strategic objectives of the Trust & Academies	Review	Deliver	Review	Deliver
Scrutiny: Performance - review & challenge progress of the Trust against its strategic objectives and KPIs	Review - progress of the Trust & Academies	Report Review - reports from the LGBs/Headteachers	Review - progress of the Academy Report - progress to the CEO & Board	Report - progress of the Academy to the LGB
Scrutiny: Ethos - operation of the Trust & Academies against the agreed character, mission & ethos	Review	Report	Review	Report
Compliance: Funding Agreement - comply with all obligations including the Academies Financial Handbook	Review	Deliver	Comply	Comply
Compliance: Regulatory - with all regulations affecting the Trust (including all charity law, company law, employment law, data protection and health and safety)	Review	Deliver Report - to Board	Review	Deliver Report - to LGB & CEO

STRATEGY AND LEADERSHIP				
	Trustees	Executive Team	LGB	Headteacher
Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds	Determine - policies to ensure compliance Review	Deliver Report - to Board	Review	Deliver Report - to LGB & CEO
Compliance - completing the register of business interests and put in place a procedure to deal with any conflicts of interest and connected party transactions	Determine - policies to ensure compliance Deliver		Deliver	
Trust Risk Register	Review delivery	Deliver - management of corporate risk register	Review - Academy risk register	Deliver - management of Academy risk register
Appointments of Trustees and Governors - ensuring processes in place for appointment of trustees (including ensuring that the Trustees and Governors have the skills to run the Trust and the Academies)	Determine - policies and criteria for the selection of Trustees and Governors  Review - the Board's own performance  Review - performance of the LGBs	Report - to the Board on the performance of the LGBs  Review - annually the size, structure, composition and skill sets of LGBs  Recommend - if appropriate changes to the size and composition of the LGBs	Review - procedures for the appointment of staff and parent governors of the LGB  Review - own performance	

## STRATEGY AND LEADERSHIP

	Trustees	Executive Team	LGB	Headteacher
Register of Interests	Deliver		Deliver	
Appointment of Clerk - Board and LGBs	Deliver - appoint the clerk to the Board		Deliver - in connection with the appointment of the LGB clerk	
Policies - review and approval of Trust Wide Policies (including DBS, charging and remissions policies, health & safety)	Determine	Deliver - presenting policies to the Board for approval  Report - material non-compliance to the Board	Review - all policies approved by the Board and Academy specific policies	Deliver - presenting Academy specific policies for approval by the LGB  Report - non-compliance to the LGB and the CEO
Prepare terms of reference for LGB's and Committees	Deliver Review - annually	Develop	Consult	
Training programme for trustees and governors	Deliver	Develop	Deliver	Consult



## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
Academy Development Plan - for each Academy in line with strategic aims of the Trust	Review	Deliver - drafting and agreeing the Academy Development Plan	Determine - Academy Development Plan	Work with the CEO in producing the Academy Development Plan
Key Performance Indicators - setting and reviewing performance of the Trust & the Academies	<p>Determine - Trust wide and Academy KPIs</p> <p>Review - performance against KPIs</p>	<p>Consult - with the LGBs and propose KPIs to the Board</p> <p>Receive reports - from the LGBs and report performance of the LGBs against KPIs</p>	<p>Recommend - targets for performance of the Academy to the CEO</p> <p>Review - performance of the Academy and report to the CEO</p> <p>Deliver - holding leadership to account for delivery against KPIs</p>	<p>Deliver - performance of the Academy against KPIs</p> <p>Report - performance of the Academy to LGB</p>

## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
Quality of Teaching - ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes	Review - the work of the CEO and Academies	Deliver - supporting the Academies and intervening where appropriate	Review - at the Academy	Review - management of staff to ensure teaching and learning objectives are met  Report- strengths and concerns in the quality of teaching to LGB
Curriculum - setting the curriculum for the Academies and reviewing its effectiveness	Determine & Review - effectiveness of the curriculum across Trust and Academies	Determine, Review & Support	Determine & Review	Deliver
Curriculum - ensuring that the legal requirements for children with special needs are met and that they are given support for learning.	Review	Review & Support	Review	Deliver
Pupil Premium - reviewing and challenging the value for money/ ROI of the Pupil Premium in terms of educational outcomes and narrowing the achievement gap	Review	Report - to Board effectiveness of use of the Pupil Premium across Trust	Determine & Review - how Pupil Premium is spent at the Academy	Deliver  Report - on effectiveness of use of the Pupil Premium
Collective worship arrangements for school without religious character			Review	Deliver

## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
Set admissions policy	Review	Review	Deliver	Develop
Admission decisions			Deliver	Consult
<p>Review - considering and evaluating performance of the Academies by:</p> <ul style="list-style-type: none"> <li>▪ reviewing progress against agreed KPIs</li> <li>▪ holding each academy's leadership to account for academic performance, quality of care and quality of provision</li> <li>▪ monitoring the overall effectiveness and efficiency of leadership and management at the Academies</li> <li>▪ receiving reports on the quality of teaching and learning and making recommendations to the Board.</li> </ul>	Review	Review	Deliver	Report
Self-evaluation - carrying out the self-evaluation process and the areas for improvement with particular regard to outcomes and success criteria.	Review	Consult	Review	Deliver
Review priorities - considering the aims and priorities for raising standards of achievement in each of the Academies' strategic plans.	Review	Develop	Review	Deliver

## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
Report - half-termly to Board on performance	Review	Deliver	Review	Deliver
Pupil issues (including attendance, exclusions, punctuality and disciplinary matters for each Academy)	Review	Review delivery	Receiving reports from the Headteacher  Report any material issues to the Board and the CEO	Deliver - ensuring pupil issues are dealt with in accordance with Trust and Academy Policies  Report - to the LGB on any material issues
Academy Hours - setting the opening and closing times for the Academies			Determine	Comply
Term Dates and length of school day			Determine	Comply
School lunch - ensure provided to appropriate nutritional standards			Review	Deliver
Provision of free school meals to those meeting criteria			Review	Deliver

## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
<p><b>Safeguarding</b> - including ensuring each Academy has appointed a Designated Safeguarding Lead, ensuring compliance with statutory guidance and maintenance of single central record.</p>	Review	Review	Deliver	Deliver
<p><b>Stakeholder Engagement</b> -</p> <ul style="list-style-type: none"> <li>▪ Promoting partnership working between parents/carers and the Academies to promote high standards of attendance, behaviour and learning by pupils.</li> <li>▪ Undertaking consultation with pupils, parents/carers and other stakeholders as part of a programme of regular self-evaluation by the Academies to assess its performance against its stated aims and objectives.</li> <li>▪ Ensuring that such feedback is used to support the development of best practice and to promote the quality of the overall pupil experience.</li> </ul>	Review	Consult	Determine	Deliver
<p><b>Ofsted Inspections Trust Support</b> -</p> <ul style="list-style-type: none"> <li>▪ Board will liaise with Ofsted where MAT is inspected - it will assist with an Academy inspection.</li> <li>▪ CEO will ensure Trust is prepared for inspection and manage the process from a Trust perspective where the impact of the Trust is under review</li> </ul>	Deliver	Deliver	Support	Support

## EDUCATION AND CURRICULUM

	Trustees	Executive Team	LGB	Headteacher
▪ CEO will support LGBs and Headteachers/Headteachers for individual Academy inspections				
Ofsted Inspections: Academies	Review	Support	Deliver	Deliver

FINANCIAL				
	Trustees	Executive Team	LGB	Headteacher
Appointment of the Audit & Risk Committee	Deliver			
Appointment of the Accounting Officer & Chief Financial Officer	Deliver	Deliver - the roles		
Recommend appointment of External Auditors to the Members	Deliver			
Appointment of the Internal Auditors	Deliver			
Approve Annual Accounts	Approve & Recommend to Members	Deliver - arrange for auditing and filing of annual report and accounts	Comply - by ensuring Academy keeps proper records and providing such information to assist the Trust in preparation of the Annual Accounts	
Scheme of Financial Delegation & Financial Policies - establishing of policies and procedures to ensure compliance with the Trust's financial and reporting requirements	Determine  Comply	Review - compliance  Report - any issues or non-compliance to the Board  Comply	Review - compliance by the Academy  Report - any issues or non-compliance to the CEO  Comply	Comply

FINANCIAL				
	Trustees	Executive Team	LGB	Headteacher
Bank Accounts - authorising the establishment of bank accounts and approve bank mandates in the name of the Trust	Determine	Recommend		
Funding Model - agreeing a funding model across the Trust and develop an individual funding model for the Academies) so as to the secure the Trust's financial health in the short term and the long term	Determine Trust level model	Recommend a funding model to the Board for approval Review	Determine at Academy level Review - compliance with the financial plan for the Academy	Comply
Trust Annual Budget - formulating and setting the Trust wide budget	Determine  Approve - significant variances (as defined in the Scheme of Financial Delegation)	Deliver - preparation of Trust budget and present to the Board for approval  Deliver - submission of Trust budget to the EFA		
Academy Annual Budgets - formulating and determining the proportion of the overall budget to be delegated to each Academy (including uses of contingency funds/ balances)	Review significant variances (as defined in the Scheme of Financial Delegation)	Deliver preparation of Academy budgets in consultation with the LGBs and present to the Board for approval  Review Trust level submission of Academy budgets to the ESFA	Consult - in respect of the Academy's requirements  Approve within permitted limits (as defined in the Scheme of Financial Delegation) any variances	Deliver - in consultation with CFO  Comply



FINANCIAL				
	Trustees	Executive Team	LGB	Headteacher
Expenditure and ensuring delivery of Annual Budgets	Review	Report - to the board any material issues with delivery against the Annual Budget by the Academies  Receive reports - on matters of concern in connection with compliance with the Annual Budgets	Review  Report - to the CEO any issues with expenditure or compliance with the Annual Budgets by the Academy	Report - to the LGB & CEO any need for any matters of concern in respect of the Academy's annual budget
Reporting: financial reporting and KPIs	Determine  Review	Deliver	Review	Deliver
Investments - agreeing the investment policy in line with the Academies Financial Handbook and the Scheme of Financial Delegation	Determine and review delivery	Deliver		

## HR AND OPERATIONS

	Trustees	Executive Team	LGB	Headteacher
Appointing the CEO	Appoint			
Appointing the Headteacher & Deputy Headteacher at each Academy	Review	Approve Recommend - sit on appointment panel & a representative of the relevant LGB	Recommend - to sit on the appointment panel with the CEO	
Appointing of Trust Centre Staff (in line with recruitment policy)	Review	Appoint		
Appointing Academy SLT (excluding Headteacher & Deputy Headteacher)		Consult	Appoint and report to the Board	Recommend
Appointing Academy Staff (excluding Headteacher & Deputy Headteacher)			Appoint	Recommend
Establishing Trust wide HR Policies (including recruitment, discipline, capability, grievance and absence policies) in accordance with all appropriate regulations	Determine Review	Comply	Review	Comply
Setting Appraisal Performance Management Policy together with pay reviews (in line with the Trust's pay policy and all statutory regulations)	Review in respect of CEO Receive reports in respect of appraisal arrangements and outcomes Review any appeals in respect of the Headteachers and Trust Centre staff	Review - in respect of Headteachers and cross Trust staff (and any appeals from Academy staff) Review - and Report - (annually) to the Board on appraisal	Assure - in respect of performance management of Headteacher Review - any appeals respect of all other staff	Review - in respect of all other staff Report - annually to the CEO on appraisal arrangements and outcomes

## HR AND OPERATIONS

	Trustees	Executive Team	LGB	Headteacher
		arrangements and outcomes		
Setting Terms and Conditions of Employment and Staff Handbook	Determine - and consider any proposals by LGBs to make amendments	Recommend	Consult - report to Board on any suggested changes to the Academy's terms and conditions	Comply
Dismissing CEO, Headteachers, Deputy Headteachers, senior/Trust Centre staff (in accordance with the Trust disciplinary and capability policies)	Review - in respect of the CEO	Review - in respect of Headteachers, Trust Centre staff and senior leadership teams of the Academies  Report - any dismissals to the Board	Review - in respect of the Headteacher of the Academy	
Dismissing all other staff (in accordance with the Trust disciplinary and capability policies)		Review Report - to the Board	Review (in consultation with the CEO) Report - to the CEO	Comply
Reviewing discipline and grievance policy	Review delivery	Recommend	Review - in line with Trust policy	
Setting trust wide procurement policies (for suppliers including auditors, HR and payroll providers and solicitors) in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy	Determine	Deliver	Comply	Comply

## HR AND OPERATIONS

	Trustees	Executive Team	LGB	Headteacher
Setting academy specific procurement policies - in accordance with the Funding Agreement, Academies Financial Handbook and the Trust's procurement policy	Determine	Review	Deliver - in accordance with Trust policy	Recommend
Enter into contracts - up to limit of delegation set out in Scheme of Financial Delegation	Deliver	Deliver	Review	Deliver
Determining and allocating central services provided to the Academies by the Trust	Review	Determine & Deliver- on the allocation of services to the Academy	Consult	Consult
Overseeing the effectiveness of services provided centrally by the Trust	Review	Deliver and report to Board	Report - to the Board	
Asset and Premises Maintenance Strategy - determining use of Academies' premises and ensuring premises are adequately maintained	Determine - Trust wide policy	Recommend	Determine - academy plan in accordance with Trust policy Review delivery of academy plan	Deliver - in accordance with Academy policy
Acquiring and disposing of Trust land	Deliver	Recommend		
Changing use of Assets	Deliver		Recommend to the Board of any changes to fixed assets used by the Academy	

## HR AND OPERATIONS

	Trustees	Executive Team	LGB	Headteacher
Arranging insurance for the Trust	Review	Deliver		
Media and PR - overseeing public relations activities to project the activities of the Trust and the Academies to the wider community	Review	Deliver - Trust wide activities	Comply	Comply
Information management - including appointing a Data Protection Officer, adopting and following policies for information security and compliance with FoI and DPA/GDPR legislation and maintaining accurate records (staff, pupil)	Determine	Deliver	Comply	Comply
Academy Website		Review	Deliver	Recommend
Trust Website	Review	Deliver		

In this Scheme the phrases used above have the following meanings:

**Comply:** the individual/group will follow agreed policies and procedures.

**Consult:** the individual/group that should be consulted as part of the process of completing a particular task.

**Deliver:** the individual/group that has responsibility for undertaking the particular task delegated to them and reporting on its delivery at suitable intervals. In the case of the CEO this will be at Trust level. In the case of the Headteacher/Head this will be at Academy level.

**Determine:** the individual/group that has primary responsibility for ensuring the particular task is completed and determining how the Trust and/or Academies (as appropriate) should undertake the task including determining appropriate milestones and targets to be reported against.

**Develop:** the individual/group that has responsibility for developing proposals relating to a task for discussion and approval by the appropriate decision-making individual/group.

**Recommend:** the individual/group that should make recommendations as to how a particular task should be completed. In the case of:

- the CEO they will be making recommendations to the Board and/or LGB (as appropriate)
- the LGB they will be making recommendations in relation to their Academy to the Board, CEO and/or Headteacher (as appropriate)

- the Headteacher they will be making recommendations in relation to their Academy to the CEO and/or LGB (as appropriate).

**Report:** the individual/group that has responsibility for reporting on the delivery of tasks. In the case of:

- the CEO they will be making reports to the Board and/or LGB (as appropriate)
- the LGB they will be making reports in relation to their Academy to the Board and/or CEO (as appropriate)
- the Headteacher they will be making reports in relation to their Academy to the CEO and/or LGB (as appropriate).

**Review:** the individual/group that has responsibility for reviewing whether a particular task is being carried out satisfactorily and where appropriate requiring action to be taken to ensure task is delivered appropriately. In the case of:

- the Board they will be reviewing the CEO and/or LGB (as appropriate)
- the CEO they will be reviewing the Headteacher
- the LGB they will be reviewing the Headteacher and his/her leadership team.

**Support:** the individual/group that should support completing a particular task.