

Poppy Academy Trust

Governance and scheme of delegation

July 2021

Governance structure

Members of the trust

Members of the trust have ultimate oversight of the trust and responsibility for ensuring the charitable object of the trust is carried out.

The mechanism for appointment and removal of members is set out in the trust's articles of association.

Members are responsible for the appointment of the trust board and have the ability to remove trustees if they fail to fulfil their responsibilities.

The trust board submits an annual report to the members on the performance of the trust.

Members are responsible for approving any amendment to the articles of association.

Governance structure

Trustees

As the trust is constituted as a charitable company the trustees are both charity trustees within the meaning of the Charities Act 2011 and directors of the company for the purposes of company law.

The mechanism for appointment and removal of trustees is set out in the trust's articles of association. Trustees are appointed by the members or by the board of trustees. Trustees appointed by the board may be removed by the board. Members have the power to remove any trustee from office.

The board of trustees is legally responsible for ensuring that the trust meets all statutory obligations.

The board of trustees is the accountable body for the performance of the trust and must:

- ensure clarity of vision ethos and strategic direction
- hold the executive to account for the educational performance of the schools and their pupils and the performance and management of staff
- oversee the financial performance of the trust and make sure its money is well spent.

Governance structure

Committees

The trust board may establish committees to assist in the performance of its functions. Committees may be given delegated authority to make decisions on behalf of the board or may be tasked with providing advice and support to the trust board. In either case the board retains overall accountability and responsibility.

The trust board may appoint committee chairs and members.

The role and authority of each committee is set out in the terms of reference for that committee.

The establishment, terms of reference, constitution and membership of any committee of the Trust shall be reviewed at least once in every 12 months. The membership of any committee of the Trust may include persons who are not trustees, provided that (with the exception of the Local Governing Bodies) a majority of members of any such committee shall be trustees.

The trust has established a resources committee.

The trust has established an audit and risk committee.

Governance structure

Local governing bodies (LGBs) (1)

The trust board has established an LGB for each of the schools within the trust.

Each LGB appoints a Chair and Vice-chair, subject to approval by the trust board.

LGBs appoint their own members applying a suitable process to ensure an appropriate balance of skills and expertise. Each LGB should comprise 9-13 members including 2 parents appointed following election.

Where the school is a faith school, a member of that local faith community should be appointed to the LGB as a representative for the faith community. Special provisions apply to the LGB of any school that was previously a Church of England Voluntary Controlled (VC) or Voluntary Aided (VA) school.

In respect of any school that had previously been a VC School immediately prior to conversion to Academy status the LGB shall have up to 25% of its members appointed by the Directors with the consent of the Diocesan Corporate Member and all its members shall sign an undertaking to the Diocesan Corporate Member to uphold the designated religious character of the school.

LGBs may appoint or arrange committees as they see fit in order to discharge their responsibilities.

Governance structure

Local governing bodies (LGBs) (2)

Responsibilities of an LGB include:

- building an understanding of how the school is led and managed
- monitoring whether the school is working within agreed policies, is meeting agreed targets and is managing its finances well
- engaging with stakeholders
- reporting to the **trust** board.

The extent to which authority for decision making is delegated to the LGB is set out in the scheme of delegation which may be amended by the trust board at any time.

Governance structure

Chief Executive Officer (CEO)

The CEO is appointed by the trust board and has delegated responsibility for the operation of the trust including the performance of the trust's academies.

The CEO is also the accounting officer and has overall responsibility for the trust's financial responsibilities and for ensuring that the organisation is run with financial effectiveness and stability, avoiding waste and securing value for money.

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

In conjunction with the LGB the CEO is responsible for the performance management of head teachers or head of school for all schools within the trust.

Governance structure

Head teacher / head of school

Each school (academy) within the trust has a head teacher or head of school ('Head') who is responsible for the day to day management of the school. They are managed by the CEO but report to the LGB on matters which have been delegated to the LGB.

Scheme of delegation

		Members	Trust board	CEO	LGB	Head
Members: Appoint/Remove		✓				
Trustees: Appoint/Remove		✓				
Role descriptions for members		✓				
Role descriptions for trustees/chair/ specific roles/committee members: agree			✓	<A		
Committee chairs: appoint and remove			✓	<A		
LGB chairs: appoint and remove			✓	<A	<A	
Clerk to board: appoint and remove			✓			
Clerk to LGB: appoint and remove					✓	
LGB members: appoint and remove					✓	
Chief Executive officer: Appoint and dismiss			✓			
Chief Financial officer: Appoint and Dismiss			✓	<A		
Head or Head of School: Appoint and dismiss			✓	<A	<A	
Teachers: Appoint and Dismiss				✓	<A>	✓
Support Staff: Appoint and Dismiss						✓
[‘A’ indicates provision of advice – in the direction shown by the arrow]						

Scheme of delegation

Systems and structures

	Members	Trust board	CEO	LGB	Head
Articles of association: agree and review	✓	<A	<A		
Governance structure (committees) for the trust: establish and review annually		✓	<A		
Terms of reference for trust committees: agree annually		✓	<A		
Terms of reference for LGBs/local committees: agree and review annually		✓	<A		
Skills audit: complete and recruit to fill gaps		✓	<A	✓	<A
Self review of trust board and committee performance: complete annually		✓			
Self review of LGB performance: complete annually				✓	
Succession plan		✓	<A>		<A
Annual schedule of business for trust board: agree		✓	<A		
Annual schedule of business for LGB: agree			A>	✓	<A
['A' indicates provision of advice – in the direction shown by the arrow]					

Scheme of delegation

Reporting

	Members	Trust board	CEO	LGB	Head
Trust governance details on trust and academies' websites: ensure		✓	<A		
Academy governance details on academy website: ensure		✓	<A		
Register of all interests, business, pecuniary, loyalty for members/trustees/committee members and LGB members : establish and publish		✓	<A		
Annual report on performance of the trust: submit to members and publish		✓	<A		
Annual report and accounts including signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	<A		
Annual report work of LGB: submit to trust and publish				✓	<A
[‘A’ indicates provision of advice – in the direction shown by the arrow]					

Scheme of delegation

Strategy

	Members	Trust board	CEO	LGB	Head
Determine trust wide policies which reflect the trust's ethos and values including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	<A		
Determine school level policies which reflect the school's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve			A>	✓ A>	<A ✓
Management of risk: establish register, review and monitor		✓	<A>	✓	<A
Engagement with stakeholders	✓	✓	✓	✓	✓
Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	<A		
School vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine			A>	A>	✓
Budget plan to support delivery of trust and school key priorities: agree		✓	<A	<A	<A
Trust's staffing structure: agree		✓	<A		
School staffing structure: agree			✓	<A	<A
['A' indicates provision of advice – in the direction shown by the arrow]					

Scheme of delegation

Holding to account

	Members	Trust board	CEO	LGB	Head
Auditing and reporting arrangements for matters of compliance (eg safeguarding, H&S, employment): agree		✓	<A>	✓	<A>
Reporting arrangements for progress on key priorities: agree		✓	<A>	✓	<A>
Performance management of the Chief Executive Officer: undertake		✓			
Performance management of Head: undertake			✓	<A>	
Trustee monitoring: agree arrangements		✓	<A>		
LGB member monitoring: agree arrangements				✓	<A>
Teacher promotions and Pay Scale changes		Pay Committee	<A>		
['A' indicates provision of advice – in the direction shown by the arrow]					

Scheme of delegation

Financial stability

	Members	Trust board	CEO	LGB	Head
Chief financial officer for delivery of trust's detailed accounting processes: appoint		✓	<A		
Trust's scheme of financial delegation: establish and review		✓	<A		
School's scheme of financial delegation: establish and review		✓	<A		
External auditors' report: receive and respond		✓	<A		
CEO pay award: agree		✓			
Head pay award: agree			✓	<A	
Staff appraisal procedure and pay progression: monitor and agree		✓	A>	A	✓
Benchmarking and trust wide value for money: ensure robustness		✓	<A		
Develop trust wide procurement strategies and efficiency savings programme			✓		
['A' indicates provision of advice – in the direction shown by the arrow]					

Governance structure

Local governing bodies (LGBs)

For each academy:

Chair and vice chair – to be nominated by LGB and approved by trustees

Head teacher/head of school ex-officio member

Members to be appointed by LGB

Members to be selected on the basis of skills needs assessment

No member to be appointed to represent any specific subsection of the community or interest group (except where designated as a representative of a specific faith community or official body)

No fewer than 8 – no more than 13 members including chair and vice chair

At least one staff member other than the Head – nominated by staff of the school

Two parent members to be appointed following election by parents

Governance structure

Local governing bodies (LGBs)

For each academy:

All members to have a term of office not exceeding 4 years. Appointments may be renewed at any time.

Members may be removed by majority vote of LGB or by Trust Board

LGB to determine need for and composition of any sub-committees appropriate to its functions

Governance structure

Trust Resources Committee - composition

Members appointed / removed by the Trust Board

Members to be appointed on basis of skills need assessment

No fewer than 4 members – not more than 8

CEO to be ex-officio member

Majority of members to be trustees

Governance structure

Trust Audit and Risk Committee - composition

Members appointed / removed by the Trust Board

Members to be appointed on basis of skills need assessment

No fewer than 3 members – not more than 5

Majority of members to be trustees