



**W A T E R T O N**  
ACADEMY TRUST®



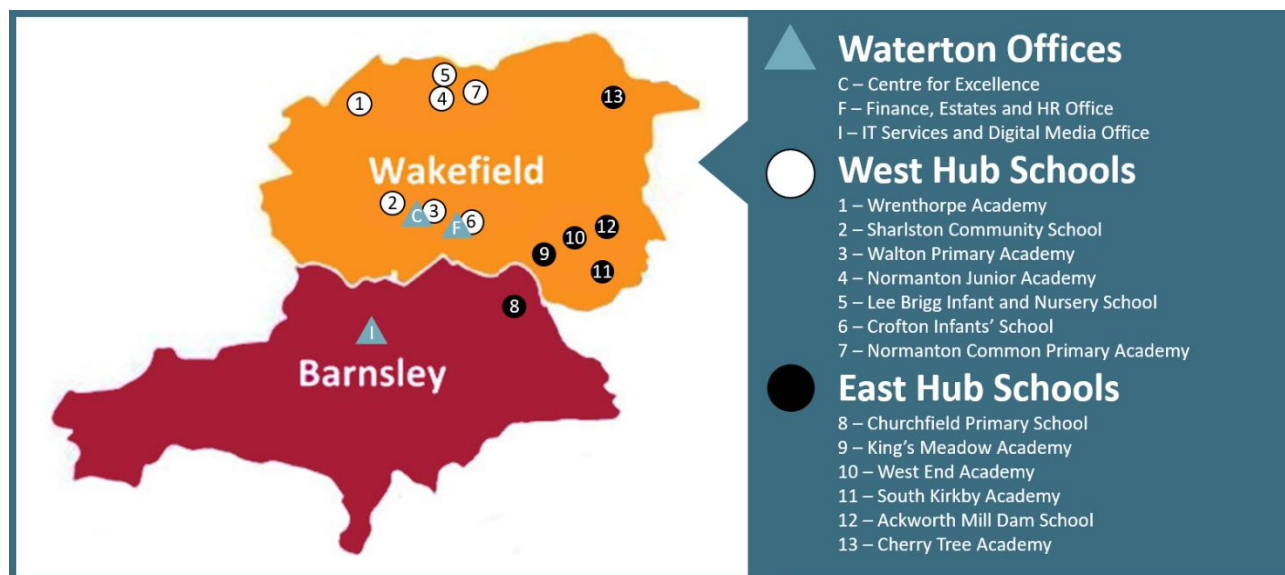
# Scheme of Delegation

Approved by the Trust Board on the 19<sup>th</sup> October 2022

## Overview

### Our Vision

Waterton Academy Trust's vision is to create a collaborative of outstanding schools that possess strong purpose, direction and shared objectives. Where teaching and learning is paramount and children enjoy and engage in a rich and relevant curriculum personalised to their individual needs. Our vision is to create and foster a culture of high aspiration amongst all students, one where all children reach their full potential regardless of their social, economic or cultural background. The Trust will lead and support an enterprise for excellence in teaching and learning that promotes an ethos of lifelong learning for all and ensures success truly is a shared experience.



## Introduction

A multi academy trust's (MAT) board of trustees is accountable in law for all major decisions about their academies. However, this does not mean that the board is required to carry out all the trust's governance functions and many can and should be delegated, including to the CEO, Hub Boards and Academy Standards Committees (ASCs). It is vital that the decision to delegate a function is made by the full board of trustees and is recorded. Without such delegation, the individual or committee has no power to act. The principle governing document in trusts is the articles of association. The articles set out the charitable purpose of the trust, providing a framework for trusts to act within both company and charity law. They will not however include the specific detail of the trust's chosen governance structure and how governance functions have been delegated. This is why it is critical that trusts agree a scheme of delegation that explicitly establishes who carries out which governance function and can therefore make the decisions associated with that function.

A scheme of delegation is an essential requirement for effective governance and clear decision making. As a document, the scheme of delegation should be as simple and systematic as possible, so that the members, trustees, hub boards, ASCs and executive leaders are all clear about their roles and responsibilities within the governance structure.

It is important that the scheme of delegation is visible to all, both within and beyond the trust, so that it is clear how the governance structure and lines of accountability work. This is why the scheme of delegation must be published on the trust's website, as well as all of its schools' websites.

Which functions the board decides to delegate will vary depending upon the size of the MAT, both in terms of the number of academies and the number of pupils in the MAT, and the way in which its leadership is structured, as well as the geographical spread and the context of the academies. Generally, the larger the MAT, the more likely the need will be to delegate to regional or cluster committees as well as to academy committees.

## The status of the scheme of delegation

The scheme of delegation is a key governance document because without it, it is not clear how accountability and decision-making works within the trust. This is why the Academies Handbook requires it to be published on the trust's website.

It is especially important that maintained schools joining academy trusts take time to understand the trust's scheme of delegation so that they are clear about the trust's approach to local governance and which functions are delegated.

## Review and adapt

As MATs mature and grow the workings of the MAT, both in terms of governance and management are likely to change. The SoD should be reviewed annually, with changes made as the context changes, if necessary each year. This is a recognition of the need to be responsive to changing circumstances and to adapt accordingly. It is, however, important to ensure that all involved in governance are made aware of any changes and what these mean in practice.

## An effective scheme of delegation will:

- reflect the trust's ethos, promoting a positive climate and a culture of honesty, transparency, and accountability for the benefit of all stakeholders
- ensure the executive leadership is clear about which decisions the trust board retains, and the extent of executive powers

- be clear about who appoints and performance manages the chief executive, other senior executives, and the schools' headteachers
- identify where the trust board retains responsibility for:
  - oversight of educational performance
  - oversight of budgets and financial management
  - management of risk
  - determining policy

### Governance structure and lines of accountability

- The members have a limited yet distinct and vitally important role.
- The board of trustees is responsible for the three core governance functions.
- The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for the conduct and performance of the trust, including the performance of the schools within the trust, and for its financial management.
- In turn, the CEO line manages other senior executives and the academies' headteachers, setting their targets and performance managing them.
- The board of trustees constitutes Hub Boards, (East Hub and West Hub) who, in effect, are committees for finance and standards; these look in detail at resources and progress and attainment across the trust.
- The board of trustees delegates some of its academy level monitoring and scrutinising functions to the Hub Boards (LHBs) and Academy Standards Committees (ASCs) .
- A Trustee will act as Chair for the Hub Boards (separate Chair for East Hub and West Hub) and do not sit on ASCs. Lines of communication to the board of trustees must be clearly established. It is usual for the CEO to seek input from the chairs of the ASCs when undertaking the headteacher's performance management.
- The hub boards delegate the majority of stakeholder engagement to ASCs who also act as a point of consultation and representation.
- As the headteachers are being line managed by the CEO, neither the hub boards or ASCs carry out the governance function of holding the headteachers to account. However, hub boards must be confident that the trust's performance management systems are working well, and if not, how they can make the trust aware of their concerns. This arrangement will also affect the hub boards and ASC's role in relation to Ofsted inspections.

### Roles and responsibilities

#### The role of the Members

- The members of the trust are guardians of the governance of the trust and must ensure it carries out its charitable objective.
- Originally, they will have been the signatories to the memorandum of association and will have agreed the trust's first articles of association (the legal document which outlines the governance structure and how the trust will operate).
- There must be at least three members, although the DfE prefer at least five; members are not permitted to be employees of the academy trust.
- The members agree the trust's articles of association and are responsible for approving any amendments; appoint trustees; and appoint the trust's external auditors.
- The members should receive information about the trust's business and receive the annual report and accounts. If they have concerns that the trust is not carrying out its charitable objective, members should remove trustees that are failing to fulfil this responsibility.

## The role of the Trustees

- The trust is a charitable company and so trustees are both charity trustees (within the terms of section 177(1) of the Charities Act 2011) and company directors (within the terms of the Companies Act 2006).
- The use of the word 'trustee' also serves to highlight the overarching charitable purpose of the organisation, distinguishing it from other directorships that may be held in the private sector.
- Waterton Academy Trust will use the term trustee when referring to Trust Board members, and governors when referring to hub board and ASC members.
- Trustees are responsible for the general control and management of the trust, and in accordance with the provisions set out in the memorandum and articles of association and its funding agreement are legally accountable for all statutory functions and for the performance of all the schools within the trust; they do this by carrying out the core governance functions.
- The board of trustees must approve a written scheme of financial delegation and if they choose to delegate, must approve a written scheme of delegation and committee terms of reference.
- The trust creates information pathways and a flow of communication between the trust board, the hub boards, the ASCs and the chief executive.
- Trustees may delegate some governance functions to board committees, one of which must include audit and risk which advises on the adequacy of the trust's controls and risks.
- The trustees must carry out the core governance functions:
  - Ensuring there is clarity of vision, ethos and strategic direction.
  - Holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff.
  - Overseeing the financial performance of the organisation and making sure its money is well spent.
  - Ensuring the voices of stakeholders are heard.

*\*The TB has the right to review and adapt its governance structure at any time which includes removing delegation\**

## The role of the Hub boards

- The trustees may establish hub boards to carry out some of its local area and academy level governance functions.
- As trustees are not required to sit on hub boards, decision-making is delegated.
- Trustees will appoint the chair, who shall be a Trustee.
- Delegated functions may include:
  - Building an understanding of how the hub's academies are led and managed
  - Scrutinising and reporting local financial matters
  - Scrutinising and reporting educational performance
  - Monitoring whether the academies are:
    - Working within agreed policies
    - Is meeting their agreed targets
  - Managing their finances well
  - Engaging with stakeholders
  - Being a point of consultation and representation
  - Reporting to the TB on vision delivery

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

### The role of the Academy Standards Committee (ASC)

- Trustees delegate some governance functions to Academy Standards Committees (ASCs); the articles of association do not require trustee membership of ASCs and by committing to the separation of individuals on each tier in the governance structure, trusts are able to demonstrate transparent decision making and prevent bias and conflicts from emerging, thus strengthening the governance checks and balances within the trust.
- The trust opts for parent representation to be at school level with parents elected to sit on the ASCs as opposed to trust wide elections for parent trustees.
- Key functions include monitoring and reporting to the hub board regarding agreed educational standards and financial performance.

Being close to and representative of the community the school serves, the ASCs should be:

- the recipients of detailed information about how their schools are being managed
- tasked with scrutinising information thus providing assurance to the hub boards and trustees that the school is:
  - operating within the ethos and values of the trust and creating a positive climate for all stakeholders
  - working within agreed policies
  - meeting the agreed targets
  - engaging with stakeholders
  - acting as an ambassador for the trust
- In trusts with very small schools, or schools in very close proximity, or a number of schools overseen by an executive headteacher, having one ASC overseeing that group of schools is an effective approach to local governance.
- The trust board should demonstrate the value they put on local governance by ensuring effective channels of communication between trustees, hub boards and ASCs as well as providing specific training and development programmes for all involved in the governance of the trust.

### The role of the chief executive officer (CEO)

- The trustees delegate the day-to-day management of the trust to the chief executive, line managing them in line with the trust's appraisal and performance management policies.
- The chief executive is also the accounting officer and so is not only responsible for the performance of the trust as a whole but has a personal responsibility to parliament for the regularity, propriety and value for money, and for assuring the board about compliance with the funding agreement and the Academy Trust Handbook.
- The chief executive will be responsible for the leadership and management of the central executive team and the schools' headteachers and will report to the trust board and its committees.

### The role of the headteacher

- The chief executive delegates the day-to-day management of the trust's academies to headteachers, line managing them in accordance with the trust's appraisal and performance management policies.
- Headteachers share information about how the trust is managing the school with the ASC so that governors build an understanding about how the school operates and are enabled to monitor and scrutinise how key policies and improvement plans are working in practice.

## Delegated Responsibility Matrix

Key	
Column 1:	Members
Column 2:	Board of trustees of the multi academy trust (TB)
Column 3:	Local Hub Board (LHB)
Column 4:	CEO
Column 5:	Academy Standards Committee (ASC)
Column 6:	Headteacher
Highlighted - Function <b>cannot</b> be carried out at this level.	
✓	Primary responsibility for action to be undertaken at this level
✓	Devolved responsibility for action to be undertaken at this level
A	Provide advice and support to those accountable for decision-making

Devolved Responsibility		Members	TB	LHB	CEO	ASC	HT
People	Members: Appoint/Remove	✓					
	Trustees: Appoint/Remove	✓	A				
	Role descriptions for members	✓					
	Role descriptions for trustees/chair/specific roles/committees: agree	A	✓	A	A		
	LHB chairs: appoint and remove		✓	A			
	LHB representatives: Appoint/Remove		A	✓	A	✓	
	ASC chairs: appoint and remove		✓	A	A	✓	
	ASC Parents: appoint and remove		✓	A		✓	
	Clerk to Trustees: appoint and remove		✓		A		
	Clerk to LHB/ ASC: appoint and remove		✓	✓	A	A	
	CEO Appoint and remove		✓	A			
	Trust Officers Appoint and remove		✓	A	✓		
	Headteachers Appoint and remove		✓	A	✓	A	
	Academy Staff Appoint and remove		✓		✓	A	✓
Devolved Responsibility		Members	TB	LHB	CEO	ASC	HT
Systems and structures	Articles of association: review and agree	✓	A		A		
	Governance structure for the trust: establish and review annually		✓	A	A	A	
	Terms of reference for board committees and scheme of delegation for committees: agree annually		✓	A	A	A	
	Trustees skills audit: complete and recruit to fill gaps		✓				
	LHB/ASC skills audits: complete and recruit to fill gaps		A	✓		✓	
	Annual self-review of trust board:	A	✓		A		
	Annual self-review of LHB/ASC:		A	✓	A	✓	
	Chair's performance: carry out 360 review periodically		✓				
	Trustees/LHB members/ ASC members contribution: review annually		✓	✓		✓	
	Succession: plan		✓		A		



	Annual governance calendar and schedule of business: agree		✓	A	A		
	Annual governance calendar for LHB/ ASC (once approved by TB): agree		✓	✓	A	✓	
<b>Devolved Responsibility</b>		<b>Members</b>	<b>TB</b>	<b>LHB</b>	<b>CEO</b>	<b>ASC</b>	<b>HT</b>
<b>Reporting</b>	Publication on trust and academy's websites of all required details to ensure statutory compliance on governance arrangements, including register of interests: ensure		✓	✓	✓	✓	✓
	Annual report on performance of the trust: submit to members and publish		✓		A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓		A		
<b>Devolved Responsibility</b>		<b>Members</b>	<b>TB</b>	<b>LHB</b>	<b>CEO</b>	<b>ASC</b>	<b>HT</b>
<b>Being Strategic</b>	Determine trust wide policies such as admissions; SEND; safeguarding which reflect the Trust's ethos and values (facilitating discussions with unions where appropriate) approve		✓	A	A		
	Determine academy level policies which reflect the academy's ethos and values to include e.g. curriculum; behaviour: approve		✓	✓	A	✓	A
	Central spend / annual contribution: agree		✓	A	A		
	Management of risk: establish register, review and monitor		✓	A	A	A	A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	A	A		
	Academies vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	A	A	✓	A
	Chief executive officer: appoint and dismiss		✓				
	Academy Headteacher: appoint and dismiss		✓		✓	A	
	Agree budget plan to support delivery of trust key priorities: agree		✓	✓	A		
	Agree budget plan to support delivery of key LHB priorities:		✓	✓	A		
Agree academies budget plans to support delivery of key education priorities:		✓	✓	A	A	A	

	Trust's staffing structure: agree		✓		A		
	Academy staffing structure: agree		✓		✓	A	✓
<b>Devolved Responsibility</b>		<b>Members</b>	<b>TB</b>	<b>LHB</b>	<b>CEO</b>	<b>ASC</b>	<b>HT</b>
<b>Holding to account</b>	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	A	A		
	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): monitor		✓	✓	A	A	A
	Reporting arrangements for progress on key priorities: agree		✓	✓	A	✓	A
	Performance management of the Chief Executive Officer: undertake		✓				
	Performance management of academy Headteacher: undertake				✓	A	
	Performance management of academy staff					A	✓
	Trustee monitoring: agree arrangements	A	✓		A		
	LHB monitoring: agree arrangements		A	✓	A		
ASC monitoring: agree arrangements			A	A	✓	A	
<b>Devolved Responsibility</b>		<b>Members</b>	<b>TB</b>	<b>LHB</b>	<b>CEO</b>	<b>ASC</b>	<b>HT</b>
<b>Ensuring financial probity</b>	Appoint Accounting Officer		✓				
	Chief Financial Officer, appoint		✓		A		
	Trust's scheme of financial delegation: establish and review		✓		A		
	External auditors' report: receive and respond		✓	A	A		
	CEO pay award: agree		✓				
	Academy Headteacher pay award: agree		✓	✓	A	A	
	Staff appraisal procedure and pay progression: review and agree		✓	✓	A	A	✓
	Benchmarking and trust wide value for money: ensure robustness		✓	A	A		
	Benchmarking and academy value for money: ensure robustness		✓	✓	A	A	A
	Develop trust wide procurement strategies and efficiency savings programme		✓	A	✓		
	Review and approve trust wide procurement strategies and efficiency savings programme		✓	✓	✓		