

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

Effective date 6<sup>th</sup> November 2019

### 1. Introduction

1.1 Bay Education Trust (the Trust) is a charity and company limited by guarantee. It is governed by a Board of Trustees who are accountable for and oversee the management and administration of the Trust and each academy within the Trust. The Trustees of the Trust are appointed by the Members.

1.2 The trustees are accountable to external agencies including the Charity Commission and the Department for Education (DfE) for the quality of education in each academy, and are required to have systems in place to be assured of quality, safety and good practice across all aspects of Trust business.

1.3 The key functions of the Trust include:

- Delivering high quality education through a broad curriculum ensuring students in all key stages make good progress and achieve at least their expected outcomes;
- Ensuring good financial management;
- Ensuring safeguarding is integral to all Trust business;
- Giving all students opportunities for personal development, instilling British values and preparing them for the world beyond school.

In order to deliver these responsibilities, the trustees have set up a system of governance, which is included at Appendix 1 to this document.

1.4 The Scheme of Delegation explains the ways in which the trustees fulfil their responsibilities for the leadership and management of the academies, and how they will work together with the leaders of the individual academies to ensure the success of the Trust.

1.5 The Scheme of Delegation should be read in conjunction with the Trust's Master Funding Agreement, which is the agreement between the Trust and the Secretary of State for Education governing the affairs of the Trust, and with the Trust's Articles of Association. The Scheme of Delegation applies to all academies for which the Trust is responsible.

1.6 The Trust will adhere to the Nolan seven principles of public life:

1. Selflessness
2. Integrity
3. Objectivity
4. Accountability
5. Openness
6. Honesty
7. Leadership

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

### 2. The Role of the Members

2.1 The members meet termly (3 x pa). They appoint the Board Trustees and keep oversight of the Board. They are free to attend Board meetings and committee meetings as they wish. They have access to all minutes from all Board and Committee meetings. The chair of the Board is automatically a Member. No more than two Members may attend any Board meetings and they cannot vote.

### 2.2 GOVERNANCE AT BAY EDUCATION TRUST 2018/19 – Practical Arrangements

#### MEMBERS:

There will be five members

Key responsibilities:

- Appoint with Trustees the CEO
- Trust Policies
- Academy Policies
- Portfolio Documents
- Ensure that long term succession planning is being considered for the key roles within the trust, particularly the CEO and Chair of Board of Trustees
- Closely monitor the implementation of the Trusts' Strategic Plan 2018 - 2021 by holding termly meetings with the CEO and CFO
- Monitor how the Board's committees and/or portfolios are functioning – Finance, and Resources, Performance, Standards and Curriculum, SEN and Behaviour, Safeguarding and Looked after Children and Audit and Risk
- Members can attend any sub-committee of the Board
- Become involved in the key issues facing the trust. For 2019/20: monitoring the Trust's Finances, continuing to raise funds and implement capital projects and to monitor student standards.

#### Board Trustees:

There are twelve trustees. Each Trustee will either lead one portfolio area or serve on at least one sub-committee of the Board.

The Board's functions are contained in the Articles of Association, the Funding Agreement and the Scheme of Delegation

#### Membership of the committees:

- 1 Finance and Resources Committee  
CFO – Lisa Finn  
Gavin Jones  
Anthony de Burgh  
Andrew Medhurst  
Katie Turpin

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

- 2 Performance, Standards and Curriculum Committee  
Executive Headteacher/Heads of School  
Debbie Hands – Portfolio Lead: Roger Carlton  
Wendy Burridge  
Matt Harbour  
Anne Hines  
Mike Freeman

### Portfolio areas:

- SEN and Behaviour  
Heads of School/Executive Headteacher – Portfolio lead: Mike Freeman
- Safeguarding and Children Looked After  
Executive Headteacher/Head of School PA – Portfolio lead Caroline Knight with Wendy Burridge
- Leadership and Management  
Heads of School/ Executive Headteacher – Portfolio lead Roger Carlton

- 3 Audit and Risk  
Claire Blagden – Portfolio lead Andrew Medhurst  
Judy Ravenscroft  
Caroline Knight  
Celine Hawkins

### **3. Role of the Board of Trustees**

- 3.1 The trustees have overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of academies. This is affected through strategic planning and the setting of policies. It is managed through business planning, monitoring of budgets, implementation of quality management processes, performance management of senior staff and holding to account those to whom functions of the Trust are delegated. The trustees have the power to direct change when required.
- 3.2 The trustees have a duty to act to fulfil the Trust's objectives, and will take into account the interests of each academy in agreeing and implementing any policy or exercising any authority in respect of an individual academy. The trustees are mindful of the uniqueness of each academy and will respect and support the ambitions of each. They will also put in place measures to support an individual academy should there be a need.
- 3.3 The Board is responsible for appointments to the senior leadership team of each academy.

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

3.4 The Board will approve Trust and academy policies to cover all aspects of the Trust's work. As far as possible, policies will cover all academies in the Trust. If this is not possible by reason of individuality, academy policies will be approved. These policies are the basis of the Scheme of Delegation and clearly outline who has responsibility for a particular action.

### 3.5 **The strategic role of the Board**

3.5.1 The Board of Trustees will develop the vision for the Trust and a strategic plan to deliver that vision.

3.5.2 The trustees will approve a strategic framework for each academy (consisting of the aims, objectives, curriculum, policies and targets), which will contribute to delivery of the strategic plan of the Trust, and will do so with advice from the Chief Executive Officer (CEO) and Executive Headteacher / Heads of School and leadership teams of the academies.

3.5.3 The Board of Trustees will act as a critical friend to the CEO, Executive Headteacher and Heads of School of each Academy, providing support and constructive criticism.

### 3.6 **The monitoring role of the Board**

3.6.1 The trustees have a system to monitor and evaluate progress towards achieving the objectives and targets (see Governance Framework, Appendix 1), and may review the strategic framework in light of that progress.

3.6.2 The Board of Trustees will monitor and review the policies that have been adopted.

3.6.3 Trustees are not responsible for collecting monitoring data themselves, but have a responsibility through visiting the academies to assure themselves of the accuracy and completeness of that data.

3.6.4 The trustees must always be confident that they have sufficient information to inform the decisions they make with respect to the strategic framework.

3.6.5 The Board has delegated authority for some aspects of its work to sub-committees of the Board: the Performance, Standards and Curriculum Committee, the Finance and Resources Committee, Audit and Risk Committee. The powers delegated to these committees are as outlined in their terms of reference.

### 3.7 **The role of the Board of Trustees as a critical friend**

The trustees shall act as a critical friend to the CEO, Executive Headteacher and Heads of School. This shall include but not be limited to:

3.7.1 Support: the trustees have an obligation to support the CEO and Executive Headteacher/Heads of School but this shall not be unquestioning, uncritical support.

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

Trustees should constructively and courteously challenge them as a corollary to providing that support.

- 3.7.2 Constructive criticism: the trustees will provide the CEO, Executive Headteacher and Heads of School with constructive, considered criticism when appropriate. This will always be done in a professional manner and, if so wished by the trustees, through the Chair of the Board.

### **4. Role of the Chair of the Board of Trustees**

- 4.1 To give a clear lead in planning and organising the work of the board and to ensure there is a real strategic partnership between the Board and senior leadership teams of the academies.
- 4.2 To appropriately delegate work to the trustees, ensuring that they are fully involved in the work of the Trust and that their skills are put to best use on behalf of the Trust.
- 4.3 To effectively manage the meetings of the board and ensure that the best use is made of the time available.
- 4.4 To meet regularly with the CEO, Executive Headteacher and Heads of School as necessary. It is essential to the success of the Trust that the Chair and CEO have a relationship of mutual trust and are able to maintain a level of trust and understanding between the trustees and the CEO.
- 4.5 To ensure other trustees are kept fully informed.
- 4.6 To be the representative of the Board and meet with third parties to support the Trusts activities. This may include staff, parents, students, the Regional School Commissioners Office, Education and Skills Funding Agency (ESFA) and other local and national agencies.
- 4.7 The Chair shall have powers to make decisions on behalf of the Board of Trustees in the event of an emergency. The Chair may also be given other delegated powers with the approval of the Trust Board. If the Chair is not available the Vice-Chair may assume this authority. The Education (School Government) (England) Regulations 1999 grant such emergency powers to chairs of local governing bodies of maintained schools. This does not apply to academies but the Board of Bay Education Trust has agreed that the Chair may exercise any function of the Board which is able to be delegated but ONLY if:
- 4.7.1 A delay in exercising that function would be likely to be seriously detrimental to the interests of the Trust or an academy, or to the interests of any pupil registered at an academy, or their parent, or a person employed in the Trust AND
- 4.7.2 It is not reasonably practicable to call an emergency meeting of the Board of Trustees (or a committee to which the function has been delegated) in time to deal with the issue in question.

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

### **4.8 Election of the Chair and Vice-Chair of the Board of Trustees**

In accordance with the Articles of Association, the trustees are obliged to appoint a Chair and Vice-Chair at the first meeting of each academic year.

- 4.8.1 Any trustee other than the CEO may nominate themselves to be the Chair or Vice-chair.
- 4.8.2 In the event that there is more than one candidate the decision will be made by secret ballot after each candidate has presented their case for the appointment and answered any questions put to them by the other trustees.
- 4.8.3 The ballot for Chair shall be conducted by the clerk to the Board after the candidates have left the room.
- 4.8.4 In the event of a tie, a second round of voting will be held and if there is still a tie, the candidates will draw lots
- 4.8.5 The newly appointed Chair will, if necessary conduct a similar ballot for the role of vice-chair.

### **5 Role of the trustees**

- 5.1 Each trustee brings important and differing skills to their role depending on their professional background. The members appoint new trustees with a view to ensuring that a broad range of necessary skills are available to the Board.
- 5.2 No individual has authority to make decisions on behalf of the Board other than as outlined in 3.7 above or has been expressly delegated by the whole Board.
- 5.3 Trustees should be mindful in their dealings with third parties that their views may be relied upon by the third party. They must be clear whether they are expressing personal or Trust views and no promises or assurances should be made on behalf of the Trust without the approval of the whole Board.
- 5.4 Trustees should pay heed to the requirements of the Companies Act 2006 with regard to written communications. All such business related communications, including emails, must include the company name, registered number and registered office address.
- 5.5 All decisions made by the Board are group decisions. A Board member may vote against a decision, and may request that their objection is noted in the minutes, but once a decision is made the Board will stand by that decision as a united body.
- 5.6 If approached by a parent, staff member or other third party, trustees should make it clear that they have no power to make individual decisions on behalf of the Board and in becoming involved in individual matters may put at risk the appropriate complaints or appeals process.
- 5.7 The trustees will undertake regular training to ensure they retain the necessary skills to perform their duties.

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

- 5.8 Trustees should be familiar with and abide by the approved Trust and academy policies in all matters.
- 5.9 Each trustee will be appointed to at least one committee and is expected to work with the academies to ensure the business of the Trust in their area of interest is being effectively delivered. The trustees will make regular reports to the board, so all trustees are fully aware of the key issues and plans being put in place to address them and the effectiveness of these plans.
- 5.10 The portfolios held by trustees include:
- Performance, Standards and Curriculum including Attendance
  - Safeguarding and Looked after Children
  - SEN and Behaviour
  - Finance and Resources
  - Audit and Risk to include Estates and Health and Safety
  - Leadership and Management
- 5.11 Each trustee undertakes to be aware of the key components of the Ofsted inspection framework and the regular updates thereof, as any trustee may be called upon to meet inspectors as part of an inspection visit at any of the Trust academies.

## **6 Role of the Chief Executive Officer (CEO)**

- 6.1 The Chief Executive Officer is a board trustee.
- 6.2 The CEO will formulate the vision, objectives, policies and targets of the individual academies and present these to the board of trustees for approval, amendment or rejection.
- 6.3 The CEO will provide advice to the Board.
- 6.4 The CEO will implement the strategic framework set by the Board of Trustees.
- 6.5 The CEO will support the Executive Headteacher/Heads of School and senior leadership teams in the academies in the day-to-day operational activities of the academies.
- 6.6 The CEO will ensure that the data necessary for the Board to properly deliver its monitoring function is available in a consistent format.

## **7 Role of the Chief Finance Officer (CFO)**

- 7.1 The CFO is invited to all meetings of the board of trustees and will make regularly reports to the Board.

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

- 7.2 The CFO will make recommendations on annual budget allocation to the Board for approval or otherwise.
- 7.3 The CFO is responsible for the day to day financial management of the Trust and each academy.
- 7.4 The CFO will contribute to and submit the Trust annual report.

### **8 Role of the Executive Headteacher/Heads of School**

- 8.1 The Executive Headteacher/Heads of School, supported by the CEO, is/are responsible for the day-to-day running of the academy.
- 8.2 The Executive Headteacher at Kings Ash and Curledge Street and Head of School at Paignton Community and Sports Academy have responsibility to sign off all orders for each school. They must make decisions based on set and agreed budgets.
- 8.3 Orders that include spend on non-curriculum items such as repairs and maintenance must be signed off by the Chief Operations Officer for the Trust.
- 8.4 Any single, non-curriculum item that does not exceed £100 can be signed off by the Site Manager or the Head of School. For further clarification of day to day delegation/authorisation limits, see appendix 2.
- 8.5 The Executive Headteacher/Heads of School is/are responsible for the appointment of staff to the academy below the level of the senior leadership team.
- 8.6 The Executive Headteacher/Heads of School is/are responsible for the performance of the pupils and staff in the academy.
- 8.7 The Executive Headteacher/Heads of School is/are responsible for the operational delivery of the Trust's School Improvement Strategy.

### **9 Scheme of Delegation**

- 10.1 The roles and responsibilities of senior members of the Trust are outlined in this document.
- 10.2 Whenever the Trust Board has delegated functions to others, it still retains accountability for the actions and decisions made.
- 10.3 Decisions and actions that the board has delegated are included in the following documents:
- Terms of reference of the People and Reward Committee

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

- Terms of reference of the Student Performance, Standards and Curriculum Committee
  - Terms of reference of the Finance and Resources Committee
  - Terms of reference of the Audit and Risk Committee
  - Trust policies
  - Academy policies
  - Portfolio documents
- 10.4 Delegated authority has been given to a Capital Projects committee for the CIF Projects at PA. This committee includes the Board Trustee with the portfolio for Estates, the Chief Financial Officer and the Assistant Head of School at PA. The delegated authority includes making contractual appointments. All decisions by the committee must be unanimous; if there is a split decision, the decision must be referred to the CEO and/or the Head of School at PA for the final decision.

# Bay Education Trust

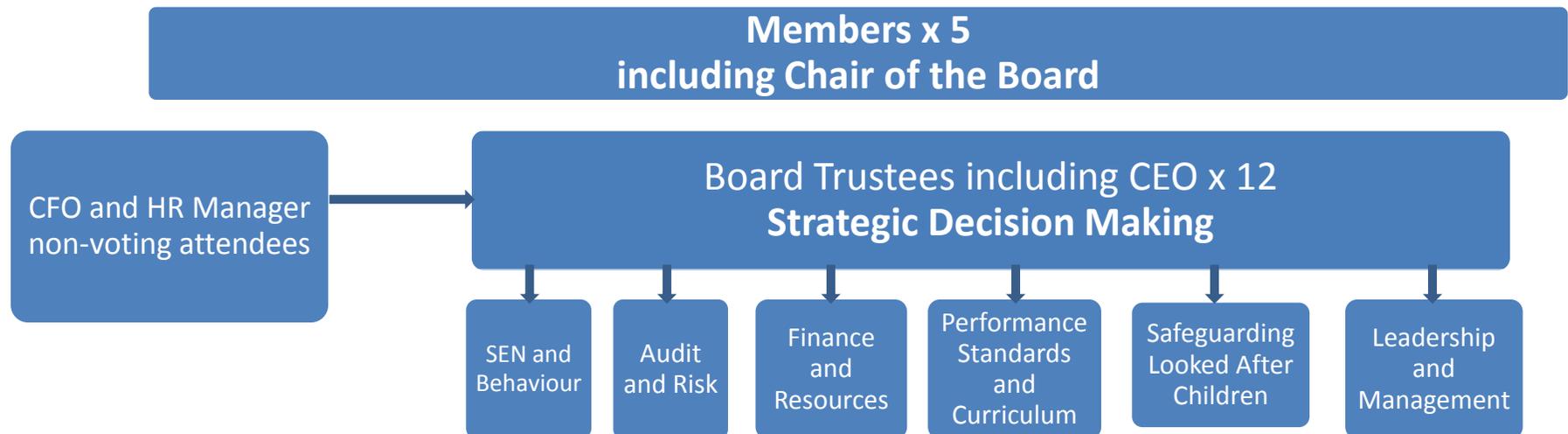
## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

Appendix 1



## Bay Education Trust Governance Structure

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# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

### Appendix 2

#### Day to day delegation/authorisation limits

**Trust ordering and expenditure limits** (including the total value of multi-year contracts as well as one off contracts, providing these are included in the ESFA approved budget)

Trust CFO/CEO	£10,000
Trust Chair between Finance, Audit and Personnel Committee over	£10,001 and £50,000 £50,000

**Academy ordering and expenditure limits** (including the total value of multi-year contracts as well as one off contracts, providing these are included in the ESFA approved budget)

Academy budget holders and CFO	Up to £1000
As above plus Head of School PCSA/Executive Headteacher	£5000 - £10,000
As above plus Trust Accounting Officer (CEO)	£10,000 - £50,000
As above plus the Trust Board	Over £50,000

#### **Writing off bad debts**

Head of School/Executive Headteacher	Up to £1000
Trust CFO	£5,000
Finance, Audit and Personnel Committee	over £5,000 up to 2.5% of total annual income

In excess of these figures the Trust must obtain prior approval of the Secretary of State

#### **Disposal of surplus stock, stores and assets**

Head of School with CFO	Up to £1,000
Trust CFO	£5,000
Finance, Audit and Personnel Committee	over £5,000

#### **Petty Cash**

Maximum balances held £500.00

#### **Safe cash/cheque limits**

Combined cash and cheques held in a safe to a maximum of £5,000

#### **Purchase ordering procedures**

- Up to £1,000 from a list of approved suppliers and a quote or price must be obtained before any order is placed
- £1,001 - £5,000 ensuring that a minimum of two verbal or written estimates shall be obtained and the details recorded by the budget holder
- £5,001 - £10,000 ensuring that independent written evidence of at least three quotations shall be retained for examination by the Executive Headteacher/Head of

# Bay Education Trust

## GOVERNANCE ARRANGEMENTS and SCHEME OF DELEGATION

School at PCSA. Independent written evidence means that quotations provided on suppliers' headed notepaper

- d) £10,001 - £50,000 ensuring that independent written evidence of at least three quotations shall be retained or examination by the Trust CFO. Independent written evidence means quotations provided on suppliers' headed notepaper or email.
- e) Over £50,000 – subject to formal tendering process and procedures set out in Section 11.2 of the Trust Procurement of Supplies and Services Policy and with approval of the Trust Board.