

# AAT Scheme of Delegation For September 2023-24

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Please note that all Trust policies are reviewed annually. Should you have any queries regards this policy, note an omission or wish to propose an amendment, please email [jadams@aurigaacademytrust.org.uk](mailto:jadams@aurigaacademytrust.org.uk).

*“The Auriga Academy Trust aims to provide  
 outstanding special needs education for the local community close to where our pupils live”*

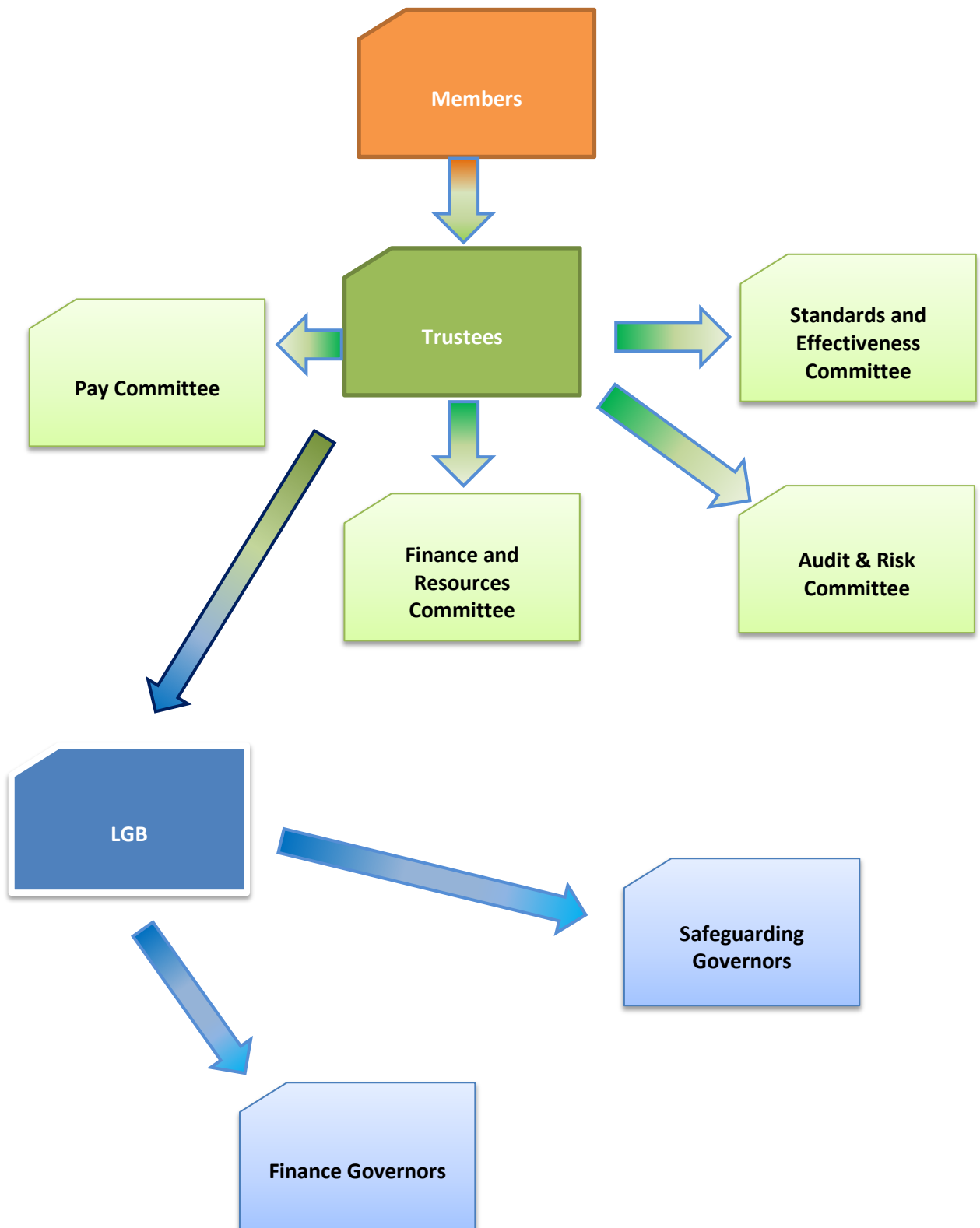
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This document should be read in conjunction with the Auriga Academy Trust Terms of Reference, Agenda Plans and Code of Conduct.

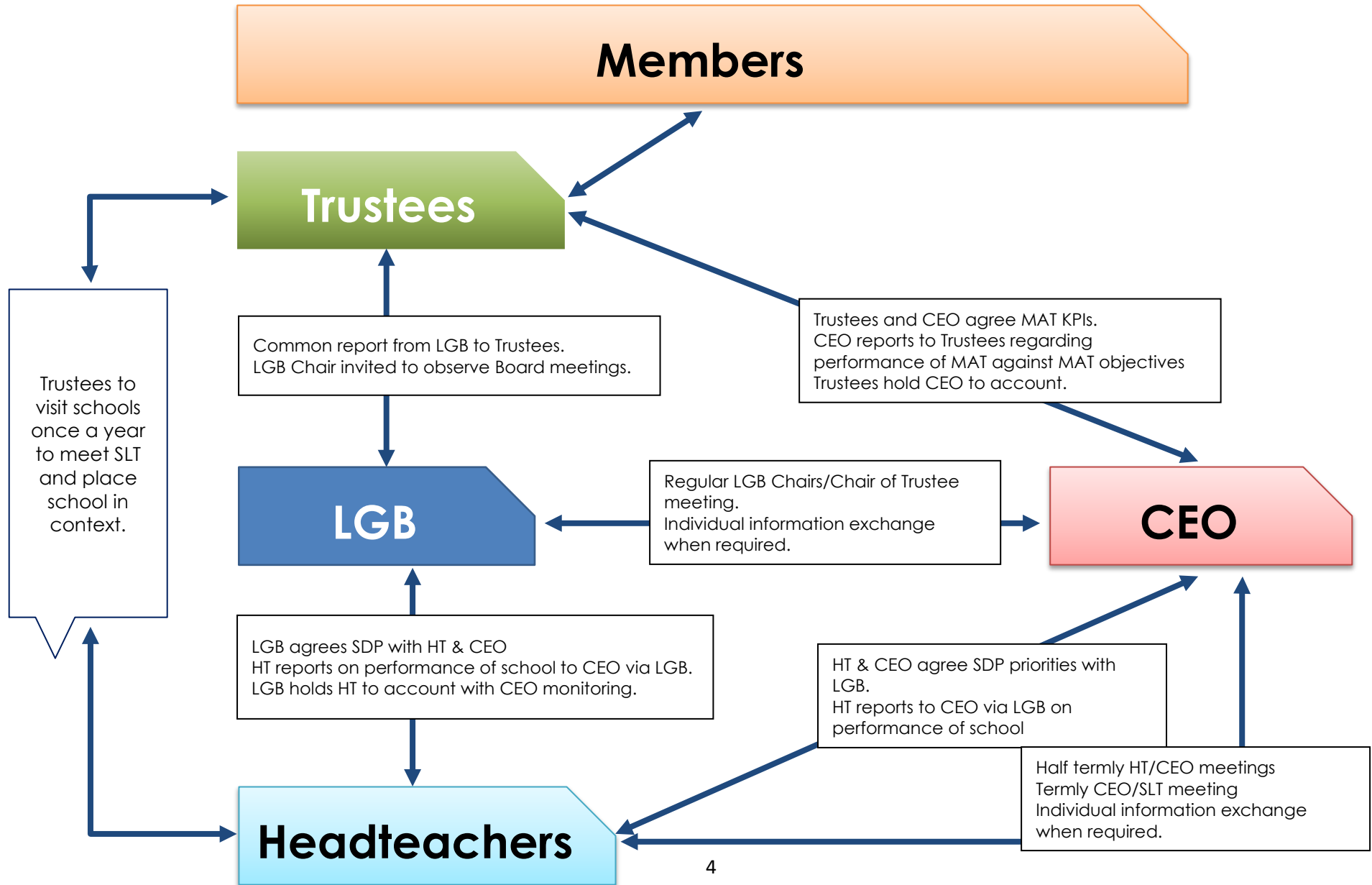
1. Multi Academy Trust Board Scheme of Delegation (SofD)

Diagram 1: Governance Structure for The Auriga Academy Trust



## 2. Multi-Academy Trust Governance Relationship

**Diagram 2: Governance Relationship Diagram**



### 3. Introduction and general principles

- 3.1. In a Multi Academy Trust there is only one legal entity accountable for all the schools (Academies) within the Trust, i.e., the Multi Academy Trust ("MAT"). The MAT has one set of Articles of Association which govern all the Schools in that Trust. The MAT has a Master Funding Agreement with the Secretary of State. Each School also has a Supplemental Funding Agreement. The AURIGA Academy Trust is the statutory body for all the schools in the MAT. The Secretary of State for Education has entered into an agreement with **The AURIGA Academy Trust** to run the schools in the Trust and therefore the Multi Academy Trust Board ("the Trustees") is responsible for the standards and operation of all Schools in the Trust.
- 3.2. In drawing up this Scheme of Delegation the trustees wish to explicitly focus on maintaining the individual character of the special schools within the Trust as Academies with strong and effective Local Governing Bodies (LGBs) working closely to support and challenge their Headteachers in the management of the Schools, acting as critical friends.
- 3.3. The core structure for the Board of Trustees and its sub-committee is set out in Diagram 1.
- 3.4. The trustees may delegate the authority to make certain decisions to a LGB or other committee and must approve the membership and proceedings of any LGB or committee, with due regard to the requirements of the Articles of Association of The AURIGA Academy Trust. Only the trustees can take decisions on the delegation of powers, including the establishment of local governing bodies or committees, the approval of **Terms of Reference**, the appointment of trustees and governors, or non-governors to any committees, or the delegation of any powers to a LGB or committee or an individual, or any changes to previous agreements. The trustees must also agree any proposed changes to the terms of reference, constitution and membership of any LGB, committee or sub-committee annually.
- 3.5. Details of delegation and accountability can be found in **Table of Accountability and Delegation** (to be added)
- 3.6. This scheme of delegation has been developed to clarify the responsibilities and powers of trustees, governors and staff employed at the school in respect of key aspects of the management of the Trust and its Schools and to ensure compliance with legal requirements.
- 3.7. This Scheme of Delegation has been drafted in accordance with the following general principles:
- Every pupil has the right to the highest quality academic, social, emotional and physical education.
  - The trustees and Local Governing Bodies will work collaboratively and in partnership at all times.
  - The partnership will value and respect each school's distinctive ethos and identity.
  - The trustees will make decisions, following consultation with LGBs, on matters which affect all schools in the trust. LGBs will make decisions on matters which affect individual schools, having regard to the overarching Trust ethos and strategic plan.
  - LGBs and Headteachers will have maximum delegation of responsibility and decision making regarding the day-to-day operation of their schools unless there is a cause for concern.
  - The trustees will put in place effective arrangements for monitoring and evaluating the performance of LGBs and schools.
  - The trustees will take action, including the full or partial withdrawal of delegated authorities to individuals, groups and LGBs should the individual, group, or LGB, fail to carry out their duties and responsibilities effectively.
  - The trustees will fully consult LGBs on proposals for the composition, membership, structure, and terms of reference for LGBs and sub-committees and on plans to introduce adjustments to the trust's multi-academy governance arrangements before any decisions are made.
  - Headteachers and LGB Chairs will be invited to Trust Board meetings as observers.
  - Each school that joins the Trust has its own Governing Body, with the exception of any free school created under the Trust whereby a transitional governance arrangement will be made to ensure consistency of principles and practices across the Trust. Through the agreed Scheme of Delegation, the Governing Body is empowered to make decisions in the best interests of the pupils and students and the community it serves.

- 3.8. This Scheme of Delegation sits alongside the wider suite of MAT policies which cover all financial delegations and the suite of protocols through which the Trust operates that further define individual and collective roles and responsibilities, and therefore are not repeated here.
- 3.9. The delegations set out in this scheme are delegated to the specific committees and any individuals unless otherwise directed or agreed by the trustees. Delegations cannot be exercised other than by the designated committee or individual unless otherwise directed or agreed by the trustees.

#### **4. Scope and applicability**

- 4.1. This Scheme of Delegation outlines the framework for decision making within The Auriga Academy Trust. It applies to all trustees, members of LGBs, and staff.

#### **5. The Articles of Association**

- 5.1. The following are the relevant clauses from the Articles of Association that outline what can, and cannot, be delegated.

- **Clause 93:** Subject to provisions of the Companies Act 2006, the Articles and to any directions given by special resolution, the business of the Company shall be managed by the trustees who may exercise all the powers of the Company.
- **Clause 100:** Subject to these Articles, the trustees may appoint separate committees to be known as Local Governing Boards for each Academy; and may establish any other committee.
- **Clause 101:** Subject to these Articles, the constitution, membership, and proceedings of any committee shall be determined by the trustees. The establishment, terms of reference, constitution, and membership of any committee of the trustees shall be reviewed at least once in every twelve months. The membership of any committee of the trustees may include persons who are not trustees, provided that (with the exception of the Local Governing Boards) a majority of members of any such committee shall be trustees. Except in the case of a Local Governing Board, no vote on any matter shall be taken at a meeting of a committee of the Trustees unless the majority of members of the committee present are trustees.
- **Clause 105:** The trustees may delegate any of their powers or functions to any Trustee, committee (including any Local Governing Board), the Chief Executive Officer 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 shall be made subject to any conditions the trustees may impose, and may be revoked or altered.
- **Clause 106:** Where any power or function of the trustees has been exercised by any committee (including any Local Governing Board), any trustee, the Chief Executive Officer or any other holder of an executive office, that person or committee 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.
- **Clause 107:** The trustees shall appoint the Chief Executive Officer of the Academies. The trustees may delegate such powers and functions as they consider are required by the Chief Executive Officer for the internal organisation, management, and control of the Academies (including the implementation of all policies approved by the trustees and for the direction of the teaching and curriculum at the Academies).

- 5.2. The Board of Trustees cannot delegate any functions relating to:

- the constitution of the Trust;
- the appointment or removal of the chair and vice-chair of the Trust;
- the suspension of trustees;
- the delegation of functions;
- the establishment of Trust committees.

## 6. Definitions and Responsibilities under the Scheme of Delegation

6.1. The Auriga Academy Trust is a charitable company and is responsible for the strategic direction of the MAT and has 2 layers of governance: the members of the trust and the Board of trustees.

6.2. The following definitions and responsibilities will apply:

### Members

6.3. The members are akin to shareholders and exercise oversight over the direction and running of the MAT, holding the Trust Board to account for the effectiveness of their governance. The members enter into the funding agreement with the Secretary of State and are legally responsible both to the Secretary of State and to parents and pupils/students for the running of the Trust and the academies within the Trust. They are also responsible for holding the trustees to account for the running of the Trust.

6.4. The members of the Academy Trust are responsible for:

- Overseeing the achievement of the objectives of the charitable company;
- Taking part in annual and extraordinary general meetings;
- Appointing and/or removing trustees;
- Reviewing the company's financial accounts and annual report;
- Changes to the Articles.

### Trustees

6.5. The MAT Board of Trustees, fulfilling the role of both directors under company law and trustees under charity law, exercise the powers and carry out the duties of the MAT. The trustees are responsible to the members of the MAT as well as the parents, pupils, and staff at the academies.

6.6. The trustees are responsible for the four core governance functions -

- Setting the strategic direction of the Trust and the academies within the Trust ensuring quality of education provision;
- Through the CEO and LGBs, holding the Headteachers to account for the performance of the school;
- Ensuring financial probity and compliance with charity and company law and the academy trust's funding agreement.
- Engaging with local stakeholders including the local community

6.7. Trustees are required to work with the LGBs to ensure the quality of education and financial management provided at each school. To achieve this it is recognised that there is the need for an effective Board of Trustees with strong committees to

- Provide support on strategy, business planning and direction;
- Support financial planning;
- Enable resources to be used more effectively;
- Seek efficiencies in e.g. procurement;
- Provide "umbrella" services more efficiently;
- Ensure compliance with legal and statutory obligations.

6.8. The MAT Board of Trustees can delegate to any committee, governor, the Headteacher or any other holder of an executive office, any of its powers or functions, subject to any prescribed restrictions imposed by them and management of conflicts of interest. The establishment, terms of reference, constitution and membership of any committee must be reviewed every 12 months.

6.9. Four committees operate under The AURIGA Trust Board:

- The **Audit and Risk Committee** provides oversight of internal controls and risk management.
- The **Standards and Effectiveness Committee** monitors individual school performance and improvement, and pupil welfare
- The **Finance and Resources Committee** has oversight of the Trust's financial management, premises provision and staffing.
- The **Pay Committee** focussed on pay matters.

6.10. In addition to the above Committees the Board of Trustees may deem it appropriate to form ad-hoc committees or panels. Ad-hoc committees or panels will be comprised of suitably skilled governors or Trustees who are either currently appointed or where required independent members, appointed by the Board of Trustees to the Trust Group.

### **Ad hoc Committees**

6.11. The Board of Trustees has given delegated authority to the following ad hoc Committees of the Board if required to consider relevant matters in accordance with the Trust's policies and legislation, where they have been established from members of the Trust Group in accordance with this Scheme of Delegation and the appropriate Trust policies and procedures:

- Pay and Performance Appeals Committee - to consider appeals against decisions on pay and performance matters relating to staff of the Trust shared service.
- Staff Discipline, Grievance and Redundancy, first committee - to consider matters of discipline, grievance, redundancy, redeployment and early retirement relating staff of the Trust shared service.
- Staff Discipline, Grievance and Redundancy Panel, second committee - to consider matters at the second stage of discipline, grievance, redundancy, redeployment and early retirement relating to staff of the Trust shared service.
- Appointments Committee, Senior Staff - to carry out the process of recruitment and appointment of members of the Trust Senior Leadership Team and the Leadership Team of the Trust Shared Service.
- Appointments Committee, CEO - to carry out the process of recruitment of the CEO and recommend an appointment to the Board of Trustees.
- Complaints Against the Trust Committee - to consider complaints against the Trust.
- Trustee / Governor Disciplinary Committee - to consider disciplinary matters including removal of a governor / Trustee.

6.12. The ad hoc committee will be formed from three members of the Trust Group, who themselves have been appointed by the Board of Trustees.

6.13. Should there be any proposals to amend the Scheme of Delegation, by any Committee or LGB these must be referred to the Board of Trustees to consider.

6.14. The Board of Trustees have recorded any delegations relating to policy approval delegations and review periods are contained within the AAT and Schools Policy Schedule.

6.15. The Board of Trustees have agreed the **Operational Procedures** which communicates the processes undertaken to fulfil the governance function of the Board and its committees, including LGB's.

### **Local Governing Boards (LGBs)**

6.16. Each LGB is made up of representatives from the respective schools and their local communities, including two or more elected parent governors. Where schools are not able to recruit parents of current pupils, they should seek to secure governors who can provide a parental perspective. The local governors support the trustees to deliver strategic management and operational oversight at their respective schools.

6.17. The local governors, working with the Headteacher and senior staff are responsible for:

- Implementing the agreed vision of the MAT.
- Holding the Headteacher to account for the standards and quality of the provision of education at the school.
- Providing a strategic overview and a monitoring role in connection with the school.
- Monitoring the use of the delegated budget.
- Acting as a critical friend to the Head Teacher.
- Engaging with local stakeholders including the local community

6.18. There will be no Standing Committees for LGBs. Each local governing board may propose changes to the governance needs of the School and the Trust but will adhere to the following:

- As a minimum the LGB will appoint Link Governors appointed for Finance and for Safeguarding,
  - LGBs will identify two Governors to act as **Safeguarding Governors** to take leadership responsibility for their school's safeguarding arrangements. These governors must undertake an



appropriate level of training (Safeguarding Level 2 minimum) One or both governors will meet termly with the school DSL and will report back to the Local Governing Board.

- LGBs will identify at least one Governor to act as Finance Governor with appropriate skills and knowledge. Finance Link Governors may join the termly Head Teacher & Finance Director meeting to review the management accounts. Monthly management accounts will be circulated to the Finance Link Governor and any queries should be directed to the Headteacher directly advising the Chair if necessary. The Finance Governor(s) will be responsible for reporting back to the Local Governing Board.

### **Ad hoc Committees of the LGB**

- 6.19. The Board of Trustees has given delegated authority to the following ad-hoc committees of the Governing Board, if required to consider relevant matters in relation to the school or schools under the oversight of the Governing Board and in accordance with the Trust's policies and legislation, where they have been established from members of the Governing Board and/or the Trust Group in accordance with this Scheme of Delegation and the appropriate Trust policies and procedures:
- Staff Discipline, Grievance and Redundancy, first committee - to consider matters of discipline, grievance, redundancy, redeployment and early retirement.
  - Staff Discipline, Grievance and Redundancy Panel, second committee - to consider matters at the second stage of discipline, grievance, redundancy, redeployment and early retirement. 6.2.4
  - Appointments Committee - to carry out the process for recruitment of a Headteacher or member of the school's Senior Leadership Team.
  - Pupil Exclusion Committee - to consider the Headteacher's decision to exclude or suspend a pupil.
  - Complaints Against the School Committee - to consider complaints against the school. The ad hoc committee will be formed from three members of the Governing Board and/or other Auriga Trust Governors.
- 6.20. LGB members are not trustees of the Trust. However, for each school the Chair of Governors will be invited to Trust Board meetings as observers and, on occasion, in order to provide specific information to the Trust. The views from LGBs will be sought by the Trust Board, facilitated by regular meetings of Trust and LGB chairs and vice-chairs.
- 6.21. All other delegated responsibilities will be held by the LGB as a whole.
- 6.22. Where responsibility is delegated to a local level, it is the Trust as the legal entity (not the LGB) that is ultimately accountable, for example in terms of finance and performance, and as the employer of staff.

### **Headteachers and Staff**

- 6.23. The AURIGA Academy Trust uses the term Headteacher rather than Principal.
- 6.24. The Headteacher, Senior Leadership Teams and staff are accountable to the LGB and trustees for the School's performance. The Headteacher will comply with any reasonable direction by the LGB or Trustees when acting on the Trust's behalf. The Headteacher will agree and monitor appropriate delegations of authority with other staff.
- 6.25. Headteachers will meet with the CEO each half term and as required.
- 6.26. The Headteacher is responsible for:
- The internal organisation, management, and control of their School,
  - Advising on and implementing the Trust's strategic framework,
  - Implementation of all policies approved by the Trustees or LGB,
  - For the direction of the teaching and the curriculum at the school.

## 7. Table of Accountability and Delegation

To Follow