

**Greenshaw Learning Trust**  
**Scheme of Delegation for Governance Functions**

***Agreed by the Board of Trustees on 11 July 2018***

**1 Introduction**

- 1.1 This Scheme of Delegation for Governance Functions describes the Greenshaw Learning Trust's governance structure and remit of the Members, Board of Trustees, its committees and local governing bodies.
- 1.2 The Greenshaw Learning Trust is a company limited by guarantee and an exempt charity; the formal governance arrangements for the Trust are set out in its Articles of Association.
- 1.3 Herein:
- 'The Trust' means the Greenshaw Learning Trust.
  - 'School' means a school (academy) in the Greenshaw Learning Trust.
  - 'Trustee' means a Trustee of the Trust and member of the Board of Trustees, which is the legal governing board of the Trust; a Trustee is also a Director of the Trust.
  - 'Governing body' and 'LGB' means a local governing body that is a committee of the Board, and 'governor' means member of a local governing body.
  - 'Headteacher' means the principal of the school.
  - 'Executive Headteacher' and 'CEO' means the chief executive officer of the Trust (or an executive officer to whom they have delegated specific authority to act on their behalf).

**2 The Members of the Trust**

- 2.1 The Members of the Trust are the subscribers to the Memorandum of Association – the people who established the Trust – and any other individuals appointed by the Members.
- 2.2 The Members have an overview of the governance arrangements of the Trust and may amend the Trust's Articles of Association.
- 2.3 The Members appoint Trustees and may remove Trustees.

**3 The Board of Trustees**

- 3.1 The Members have delegated all their powers and duties, apart from those specified in clause 2 above, to the Board of Trustees.
- 3.1 The Board of Trustees consists of up to seven Trustees appointed by the Members plus the CEO, as long as s/he is in office; the Trustees may in addition appoint co-opted Trustees.
- 3.2 The Board of Trustees retains responsibility for:
- Formal accountability for the statutory functions of the Trust and for the operation and performance of all schools in the Trust.
  - Ensuring clarity of vision, ethos and strategic direction of the Trust as a whole.
  - Approving the Trust Budget and the Annual Report & Financial Statements of the Trust and ratifying the annual budget of each school.
  - Oversight of the financial and educational performance of the schools in the Trust.
  - Agreeing the strategy and budget for, and monitoring and reviewing the delivery and performance of, the Trust's central services.
  - Holding the CEO to account for the financial and educational performance of the Trust

as a whole.

- Agreeing Trust policies and procedures and ratifying school policies and procedures as required to ensure that the Trust fulfils its statutory responsibilities and the oversight, monitoring and review of the implementation of those policies.

3.3 The Board of Trustees may delegate any of its powers and functions to a committee, including a local governing body (LGB), or to an individual Trustee or executive office holder, but retains legal accountability for any decisions taken.

3.4 The Board of Trustees will not get involved in the day-to-day running of the Trust or its schools.

#### **4 Trust Committees**

4.1 The Board of Trustees delegates to committees of the Board of Trustees specific powers and functions in relation to its retained responsibilities and those responsibilities for the operation of the Trust's schools that have not been delegated to a LGB, as set out in its Committee Remits.

4.2 The members of each Committee are appointed by the Board of Trustees. All members are voting members. The Chair of the Committee is appointed by the Board of Trustees. There will be no substitutes unless indicated below.

4.3 Each Committee will meet as required. The agenda of the Committee is drawn up by the Clerk to the Trust in consultation with the Chair of the Committee and the CEO.

#### **Audit Committee**

The Board of Trustees has given the Audit Committee delegated authority to:

- Review the risks to internal financial control, and to agree the processes and checks required to address these risks and ensure the Trust's financial policies and procedures are being carried out properly.
- Approve the programme of work of the Trust's Auditors to address these risks.
- Receive quarterly reports on the checks carried out to address the risks.
- Receive the annual report of the Auditors.
- Inform the Trust's governance statement.
- Make any comments or recommendations to the Board regarding audit and risk.

#### **Trust Services Committee**

The Board of Trustees has given the Trust Services Committee delegated authority for agreeing the strategy and budget for, and the monitoring and review of, the Trust's central services.

#### **School Improvement Committee**

The Board of Trustees has given the School Improvement Committee delegated authority for oversight of and decisions in relation to targeted improvement and other matters not delegated to a local governing body for schools in particularly challenging circumstances. The Committee can carry out any function with respect to the school(s) that would otherwise be carried out by a Local Governing Body.

The Board of Trustees has given the Chair of the School Improvement Committee delegated authority to act on behalf of the Committee, in the same way as a Chair of a LGB, in cases of urgency where delay until the next meeting of the Committee would be harmful to the school(s) or the Trust.

In relation to matters under the remit of the School Improvement Committee, where reference in Trust policies and procedures is made to a PMR Committee that will be read as the PMR (sub) Committee of the School Improvement Committee, reference to the panel of the LGB will be read as the Trust Panel, and ad-hoc committees will be committees of the School Improvement Committee.

### **New School Establishment Committee**

The Board of Trustees has given the New School Establishment Committee delegated authority to:

- Monitor and review all aspects of the establishment of the Trust's Sutton new school(s).
- Consider and approve proposals for the construction of the new school(s).
- Monitor the contract for the construction of the new school(s) and liaise with the Project Manager.
- Consider and approve the annual budget for the new school(s).
- Consider and approve policies and procedures for the new school(s).
- Consider and approve curriculum and staffing structures for the new school(s).
- Receive reports from and respond to the DfE/ESFA and local authority on behalf of the Trust.
- Carry out any other function with respect to the new school(s) that would otherwise be carried out by a Local Governing Body.

The Board of Trustees has given the Chair of the New School Establishment Committee delegated authority to act on behalf of the Committee, in the same way as a Chair of a LGB, in cases of urgency where delay until the next meeting of the Committee would be harmful to the school(s) or the Trust.

In relation to the new school(s), where reference in Trust policies and procedures is made to a PMR Committee that will be read as the PMR (sub) Committee of the New School Establishment Committee, reference to the panel of the LGB will be read as the Trust Panel, and ad-hoc committees will be committees of the New School Establishment Committee.

### **Committee for the PMR of the Senior Trust Executive**

The Board of Trustees has given the Committee delegated authority to carry out the Performance Management Review and pay review of the CEO, and to agree payscales, pay and pay progression for the senior Trust executive in accordance with GLT HR Policy and HR Procedures.

## **Admissions Committee**

The Board of Trustees has given the Admissions Committee delegated authority for ruling on admissions applications where a decision of Trustees is required, in accordance with GLT Policy and Procedures.

## **Ad hoc committees to deal with matters relating to a specific incident or individual**

The Board of Trustees has established a Trust Panel from which members may be selected to form an ad hoc committee to deal with matters relating to a specific incident or individual.

If it is required to establish a committee of the Board of Trustees to consider matters relating to a specific incident or individual, the Clerk shall invite members of the Panel to form the committee, in consultation with the CEO and Chair of the Board of Trustees. Such a committee must have at least 3 members, the majority of whom must be Trustees. The selection of members for the Committee will take account of their availability and skills and the need to avoid potential conflict of interest. The committee thus established will have delegated authority to consider the matters for which it was established. All members of the committee will be voting members; the committee will select one of its members as Chair, meet as required and must report to the following meeting of the Board of Trustees.

The Board of Trustees has given delegated authority to the following ad hoc committees formed from members of the Panel:

**Pay and Performance Appeals Committee** – to consider appeals against the decisions on pay and performance matters in accordance with the Trust’s HR policies and procedures.

**Staff Discipline, Grievance and Redundancy, first committee** - to consider matters of discipline, grievance, redundancy, redeployment and early retirement relating to school staff in accordance with the Trust’s HR policies and procedures.

**Staff Discipline, Grievance and Redundancy, second committee** - to consider matters at the second stage of discipline, grievance, redundancy, redeployment and early retirement relating to school staff in accordance with the Trust’s HR policies and procedures.

**Appointments Committee** – to carry out the process of recruitment of a Headteacher and Trust senior staff in accordance with the Trust’s HR policies and procedures.

**Governor & Trustee Disciplinary Committee** - to consider disciplinary action against a trustee, governor or non-trustee member of any Board or LGB committee, including suspension or removal, in accordance with Trust and LGB governance procedures and Code of Conduct.

**Complaints Against the Trust Committee** - two members of the panel, plus one person who must be a person independent of the management and running of the Trust, to consider a complaint against the Trust, in accordance with the Trust’s complaints procedure.

## **5 Local Governing Bodies**

- 5.1 The Board of Trustees has established a local governing body (LGB) for each school in the Trust.
- 5.2 The Board of Trustees delegates powers and responsibilities with respect to the governance of the school to the LGB (except those listed in clause 3.2), subject to the policies and procedures of the Trust and any conditions and restrictions placed upon that delegation by the Board of Trustees.
- 5.3 Each LGB is responsible for:
- Ensuring clarity of vision, ethos and strategic direction of the school.
  - Overseeing the financial and educational performance of the school and ensuring its money is well spent.
  - Holding the Headteacher to account.
  - Upholding the ethos of the school and Trust and ensuring the school operates in accordance with the policies and procedures of the school and the Trust.
- 5.4 The LGB will not get involved in the day-to-day running of the school.
- 5.5 The LGB must at all times act in accordance with the Governance Procedures and the Policies and Procedures agreed by the Board of Trustees, and ensure that the school's policies and procedures and the ways that it is managed and operates are consistent with the Articles of Association and Funding Agreements of the Trust and all relevant legislation and regulations.
- 5.6 The Chair and vice-Chair of a local governing body shall be appointed by the local governing body from among its governor members at its last meeting of each academic year, to take office from 1 September that year, unless it is specified in the local governing body's governance procedures or scheme of delegation that the Chair shall be appointed by the Board of Trustees
- 5.7 The LGB must take account of any advice given to them by the Board of Trustees or CEO.
- 5.8 The Trust's preferred position is maximum delegation to each school's Headteacher and LGB, subject to the Trust's Policies and Procedures as required for the Trust to fulfil its statutory responsibilities and formal accountability for the educational and financial performance of its schools; the Board of Trustees may at any time place conditions and restrictions upon such delegation, in particular to address identified under-performance and/or failure to follow the policies and procedures of the Trust or the requirements of the Trust's Articles and Funding Agreements and relevant legislation.
- 5.9 The Board of Trustees has delegated its powers and responsibilities in relation to the governance of the relevant school to the following LGBs, in accordance with and subject to the LGB's agreed governance procedures and the Trust Scheme of Delegation for Governance Functions and any conditions the Board has imposed upon it as indicated:
- For Crown Wood Primary School, to the Crown Wood Primary School Local Governing Body.
  - For Green Wrythe Primary School, to the Green Wrythe Primary School Local Governing Body.
  - For Tweeddale Primary School, to the Tweeddale Primary School Local Governing Body.
  - For Victor Seymour Infants' School, to the Victor Seymour Infants' School Local Governing Body.
  - For Wildmoor Heath School, to the Wildmoor Heath School Local Governing Body.

- For Woodlands Primary School, to the Woodlands Primary School Local Governing Body.
- For Brakenhale School, to the Brakenhale School Local Governing Body.
- For Five Acres High School, to the Five Acres High School Local Governing Body.
- For Henley Bank High School, to the Henley Bank High School Local Governing Body.
- For Greenshaw High School, to the Greenshaw High School Local Governing Body.
- For Orchard Park High School, to the Orchard Park High School Local Governing Body.
- For Yate Academy, to the Yate Academy Local Governing Body.

## **6 Trust Executive**

- 6.1 The Board of Trustees delegates to the Executive Headteacher responsibility for delivery of the Trust's strategy and for the implementation of the policies of the Trust, and for the day-to-day running, internal organisation, management and control of central Trust services.
- 6.2 The Executive Headteacher is responsible for the performance management of the Trust executive and the Headteachers of the Trust's schools.
- 6.3 The Board of Trustees delegates to the Headteacher of each school in the Trust responsibility for the day-to-day running of the school, including the internal organisation, management and control of the school, and for the implementation of the policies of the Trust and LGB.

## **7 Individual Trustees and governors**

- 7.1 The Board of Trustees delegates authority to the Chair of the Board of Trustees to act on behalf of the Board in cases of urgency where delay until the next meeting of the Board would be harmful to the Trust.
- 7.2 The Board of Trustees has given delegated authority to the Chair of the LGB, in consultation with other governors and/or the Chair of the Board of Trustees as appropriate, to act on behalf of the LGB where such action is required as a matter of urgency and it would not be in the interests of the school to delay such action until the next available meeting of the LGB or its appropriate committee. The Board of Trustees has given delegated authority to the vice- Chair of the LGB to exercise such delegated authority in the absence of the Chair.