



# **Scheme of Delegation**

## **Operational version**

### Monitoring and Evaluation

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Draft	For Trustees final comments	April 2019
1.0	Operational version implemented	August 2019
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## SCHEME OF DELEGATION

**EFFECTIVE DATE:** October 2022

### 1. Introduction

- 1.1. As a charity and company limited by guarantee, SAND Academies Trust (the “Trust”) is governed by a Board of Trustees (the “Trustees”) who are also the Directors of the SAND company, responsible for, and oversee, the management and administration of the Company and all the schools run by the Trust.
- 1.2. As a charitable Trust, the Members are effectively guardians of its constitution (the “Articles”) and provide oversight and challenge to the Trustees. The role of Members includes agreeing any changes to the Articles (subject to any approval required by the Secretary of State for Education and/or the Charity Commission); appointing and removing Trustees; appointing and removing additional Members; and receiving the Trust’s accounts.
- 1.3. The Trustees are accountable to external government agencies including the Department for Education (the “DfE”) and Ofsted for the quality of the education they provide and they are required to have systems in place through which they can assure themselves of quality and good practice.
- 1.4. The Trustees are charity trustees and as such have a fiduciary duty to act in good faith in the best interests of the Trust. They must: comply with any legal obligations; report on the Trust’s activities in accordance with the Statement of Recommended Practice for Charities and the reporting requirements of the Education and Skills Funding Agency (the “ESFA”); fulfil the charitable object of the Trust; act with integrity and avoid any personal conflicts of interest; act prudently in the financial management of the Trust; exercise reasonable care and skill; and act responsibly, including obtaining professional advice where appropriate.
- 1.5. The Trustees have overall responsibility for all the work of the Trust, including establishing and running schools. This is largely exercised through strategic planning and the setting of policy. It is managed through the setting and monitoring of budgets, the setting of standards and the implementation of quality management processes.
- 1.6. The Trustees will have regard to the interests of all the schools for which the Trust is responsible in deciding and implementing any policy or exercising any authority in respect of the School.
- 1.7. Article 100 provides for the appointment by the Trustees of committees to whom the Trustees may delegate certain functions. In order to discharge their responsibilities, the Trustees appoint people who are more locally based to serve on a committee (the “Local Advisory Board”) which has been established to ensure the good governance of the School.
- 1.8. Responsibility for the running of the School from the Effective Date will be delegated as set out in this Scheme of Delegation to the Local Advisory Board of the School. The constitution, membership and proceedings of the Local Advisory Board is determined by the Trustees.
- 1.9. The Trustees shall delegate various functions to the Local Advisory Board pursuant to clause 5 of this Scheme but the core functions of the Local Advisory Board shall be to:
  - 1.9.1. Have a monitoring role in connection with the School;
  - 1.9.2. Appoint a committee to address admissions criteria in accordance with the Trust’s Admissions Code;

- 1.9.3. Govern exclusions in accordance with DfE regulations;
  - 1.9.4. Monitor and be accountable for standards and report annually to the Trustees;
  - 1.9.5. Act as a critical friend to the Headteacher;
  - 1.9.6. Represent the views of the local community on matters that involve community engagement; and
  - 1.9.7. Support the Headteacher in recruitment and selection, grievance and disciplinary processes, in line with Trust policies.
- 1.10. The Local Advisory Board shall consider any advice given by the Headteacher, other executive officers and Trustees in exercising its functions. The Local Advisory Board must follow any directions issued by the Trustees in relation to its delegated functions.
- 1.11. This Scheme of Delegation has been put in place by the Trustees from the Effective Date in accordance with the provisions of the Trust's Articles and it should be read in conjunction with those Articles. References in this Scheme to numbered Articles are to the relevant clause of the Articles.
- 1.12. Except as expressly provided in this Scheme of Delegation, words and expressions not defined in this Scheme shall have the same meaning accorded to them in the Articles and Master and Supplemental Funding Agreement entered into by the Trust.

## **2. Vision, Values and Ethos**

- 2.1. The Trust's vision that as a partnership we will achieve more together and therefore
- 2.1.1. Improve outcomes, opportunities and life chances for children and young people
  - 2.1.2. Offer more / wider support for their families
  - 2.1.3. Share and develop staff expertise
- 2.2. The Trust is child-centred, giving children and young people, families, and carers a voice.
- 2.3. Through collaboration we will challenge and maximise potential for our schools and individuals.
- 2.4. We will ensure the individual identity of each school.
- 2.5. We develop a climate which is open to change and development.
- 2.6. We will shape the future by influencing services and provisions.
- 2.7. Individuals will be empowered to make decisions using research-based evidence to ensure the quality of education has sound intent, clear implementation and accountable impact.
- 2.8. Community engagement will be embedded in learning experiences, both the local community of the provision and the children and young people.
- 2.9. Opportunities and activities will be guided to support transitions for future learning and employment.
- 2.10. Skills and knowledge of all employees will be utilised to improve educational outcomes for children and young people regardless of the accommodation where they are placed.

## **3. Aims**

- 3.1. To provide the best possible education for children and young people, including those with additional and complex needs, in both mainstream and special schools.

- 3.2. To achieve excellence through innovation, creativity and continuous improvement.
- 3.3. To direct the maximum resources available to The Trusts' schools, facilitating and servicing high standards.
- 3.4. To build formal and informal partnerships across Gloucestershire and beyond.
- 3.5. To develop a Trust which is 'outward' looking and enterprising.
- 3.6. To support, challenge and improve underperforming schools.
- 3.7. To utilise internal and external providers in the pursuit of excellence based upon pupil need.
- 3.8. To utilise the skills and experience of staff and leaders across The Trust to the best advantage of the children and young people.
- 3.9. To provide an environment where staff can continually develop and progress their careers.
- 3.10. To develop multi agency working practices.
- 3.11. To develop children and young people's independence skills and support families to take part in a parallel journey with their child as they prepare for adulthood.
- 3.12. To maximise value-for-money by continued attention to costs and streamlining & centralising working practices where appropriate.
- 3.13. To play a strategic role across the region by linking with school partnership organisations linked to each school and other organisations such as National Star college, The University of Gloucestershire, Gloucestershire college, SGS Stroud college, training providers (Prospects and Bridge), Parent Carers ( Face 2 Face), Forwards Employment, GFirst LEP, local businesses and voluntary sector organisations.

#### **4. Constitution of the Local Advisory Board**

##### **4.1. Members of the Local Advisory Board**

- 4.1.1. The number of people who shall sit on the Local Advisory Board shall be not less than four but, unless otherwise determined by the Trustees, shall not be subject to any reasonable maximum.
- 4.1.2. The Local Advisory Board normally shall have the following members:
  - 4.1.2.1. The chair appointed under clause 4.2.1
  - 4.1.2.2. A staff member, appointed under clause 4.2.2 and 4.2.3
  - 4.1.2.3. Not less than two parent members elected or appointed under clause 4.2.5 or 4.2.9
  - 4.1.2.4. Not less than one community member appointed under clause 4.2.11
  - 4.1.2.5. The Headteacher
- 4.1.3. The Trustees (all or any of them) shall also be entitled to attend the Local Advisory Board and any meetings of the Local Advisory Board. Any Trustee attending a meeting of the Local Advisory Board shall have the right to be heard but will neither count towards the quorum for the purposes of the meeting nor be entitled to vote on any resolution being considered by the Local Advisory Board.

##### **4.2. Appointment of members of the Local Advisory Board**

- 4.2.1. The Trustees will appoint the chair of the Local Advisory Board.

- 4.2.2. The Local Advisory Board may appoint persons who are employed at the School to serve on the Local Advisory Board through such process as determined by the Trustees and implemented by the Trust Governance Professional, provided that the total number of such persons (including the Headteacher) does not exceed one third of the total number of persons on the Local Advisory Board. The positions held by those employed at the School (e.g. teaching and non teaching) may be taken into account when considering appointments.
- 4.2.3. Unless the Trustees agree otherwise, in appointing persons to serve on the Local Advisory Board who are employed at the School the Trust Governance Professional, in consultation with the Local Advisory Board shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the School (excluding the Headteacher) and, where there are any contested posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Trust Governance Professional, in consultation with the Local Advisory Board.
- 4.2.4. The Headteacher shall be treated for all purposes as being an ex officio member of the Local Advisory Board.
- 4.2.5. Subject to clause 4.2.9, the parent members of the Local Advisory Board shall be elected by parents of registered pupils at the School and he or she must be a parent of a pupil at the School at the time when he or she is elected.
- 4.2.6. The Trust Governance Professional, in consultation with the Local Advisory Board, shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent members of the Local Advisory Board, including any question of whether a person is a parent of a registered pupil at the School. Any election of persons who are to be the parent members of the Local Advisory Board which is contested shall be held by secret ballot.
- 4.2.7. The arrangements made for the election of the parent members of the Local Advisory Board shall provide for every person who is entitled to vote in the election to have an opportunity to do so by having their ballot paper returned to the School by a registered pupil at the School, or by sending it by post.
- 4.2.8. Where a vacancy for a parent member of the Local Advisory Board is required to be filled by election, the Trust Governance Professional shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent of a registered pupil at the School is informed of the vacancy and that it is required to be filled by election, informed that they are entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
- 4.2.9. The number of parent members required by the Local Advisory Board shall be made up by persons appointed by the Local Advisory Board if the number of parents standing for election is less than the number of vacancies.
- 4.2.10. In appointing a person to be a parent member of the Local Advisory Board pursuant to clause 4.2.9, the Local Advisory Board shall appoint a person who is the parent of a registered pupil at the School; or where it is not reasonably practical to do so, a person who is the parent of a child of compulsory school age.
- 4.2.11. The Trustees (People Committee) must approve the appointment of persons to be community members provided that the persons appointed as community members live or work in the community served by the School. The LAB may make any

recommendation for community members to the People Committee and the safer recruitment process for these positions will be led by the Trust Governance Professional. (Community is in this sense those people the Trust serves and not a physical location).

#### **4.3. Term of office**

4.3.1. The term of office for any person serving on the Local Advisory Board shall be 4 years, save that this time limit shall not apply to the Headteacher. Subject to remaining eligible to be a particular type of member on the Local Advisory Board, any person may be re-appointed or re-elected to the Local Advisory Board subject to not more than two four year terms.

#### **4.4. Resignation and removal**

4.4.1. A person serving on the Local Advisory Board shall cease to hold office if they resign their office by notice to the Local Advisory Board (but only if at least three persons will remain in office when the notice of resignation is to take effect).

4.4.2. A person serving on the Local Advisory Board shall cease to hold office if they are removed by the person or persons who appointed them. A person serving on the Local Advisory Board who is appointed or elected may also be removed by the Trustees but only after the Trustees have given due regard to any representations by the Local Advisory Board.

4.4.3. If any person who serves on the Local Advisory Board in their capacity as an employee at the School ceases to work at the School then they shall be deemed to have resigned and shall cease to serve on the Local Advisory Board automatically on termination of their work at the School.

4.4.4. Where a person who serves on the Local Advisory Board resigns their office or is removed from office, that person or, where they are removed from office, those removing them, shall give written notice to the Local Advisory Board who shall inform the Trustees.

#### **4.5. Disqualification of members of the Local Advisory Board**

4.6. No person shall be qualified to serve on the Local Advisory Board unless they are aged 18 or over at the date of their election or appointment. No current pupil of the School shall be entitled to serve on the Local Advisory Board.

4.7. A person serving on the Local Advisory Board shall cease to hold office if they become incapable by reason of illness or injury of managing or administering their own affairs.

4.8. A person serving on the Local Advisory Board shall cease to hold office if they are absent without the permission of the Chair of the Local Advisory Board from all the meetings of the Local Advisory Board held within a period of six months and the Local Advisory Board resolves that their office be vacated.

4.8.1. A person shall be disqualified from serving on the Local Advisory Board if they are the subject of a bankruptcy order.

4.8.2. A person shall be disqualified from serving on the Local Advisory Board at any time when they are subject to a disqualification order from being a Trust director.

4.8.3. A person serving on the Local Advisory Board shall cease to hold office if they would cease to be a director by virtue of any provision in the Companies Act 2006.

4.8.4. A person shall be disqualified from serving on the Local Advisory Board if they have been removed from the office of charity trustee by an order made by the Charity

Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which they were responsible or which they by their conduct contributed to or facilitated.

- 4.8.5. A person shall be disqualified from serving on the Local Advisory Board where they have, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence.
- 4.8.6. A person shall be disqualified from serving on the Local Advisory Board if they have not provided to the chair of the Local Advisory Board a disclosure and barring certificate at an enhanced disclosure level. In the event that the certificate discloses any information which would in the opinion of the chair of the Local Advisory Board or the Chair of the Board of Trustees confirm their unsuitability to work with children that person shall be disqualified.
- 4.8.7. Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the Local Advisory Board, they shall upon becoming so disqualified give written notice of that fact to the Local Advisory Board who shall inform Trustees.
- 4.8.8. This clause shall also apply to any member of any committee of the Local Advisory Board who is not a member of the Local Advisory Board.

## **5. Delegated powers**

### **5.1. General Provisions**

- 5.1.1. Subject to the provisions of the Articles, the management of the business of the School shall be delegated by the Trustees to the Local Advisory Board who may exercise the powers of the Trust set out in articles 5(b), (d), (f), (i), (j) and (k) of the Articles (the “Delegated Functions”) in so far as they relate to the School, in accordance with the terms of this Scheme of Delegation PROVIDED THAT they are not Reserved Matters. A meeting of the Local Advisory Board at which a quorum is present may exercise all of the Delegated Functions.
- 5.1.2. In general terms, the responsibility of the Trustees in so far as the business of the School is concerned is to determine the policy and procedures of the School and to consider and respond to strategic issues but the following matters (“Reserved Matters”) shall **NOT** be Delegated Functions:
  - 5.1.2.1. The powers set out in Articles 5(a), (c), (e), (g), (h), (l), (m), (n), (o), (p), (r ) and (s) of the Articles;
  - 5.1.2.2. Ensuring compliance with the Trust’s duties under Company Law and Charity Law and agreements made with the Department of Education (including the Master Funding Agreement and the Supplemental Funding Agreement);
  - 5.1.2.3. The determination of the education character, ethos, values, vision and mission of the School and the Trust, and therefore of the academies within the Trust;
  - 5.1.2.4. Ensuring the solvency of the Trust, safeguarding its assets and delivering its charitable outcomes;
  - 5.1.2.5. Approving the annual report, annual returns and accounts;
  - 5.1.2.6. Determining the budget for the Trust and each School;
  - 5.1.2.7. Determining a financial scheme of delegation;



- 5.1.2.8. The determination of the establishment, constitution, and delegated powers and functions of any Local Advisory Board and committee and their annual review and revision;
- 5.1.2.9. Appointing and removing Trustees (rests with the Members);
- 5.1.2.10. Carrying out all necessary disclosure and barring service checks;
- 5.1.2.11. The approval of the Trust and the School's policies [list of policies to be determined centrally is held by the Governance Professional];
- 5.1.2.12. Determining core services to be provided centrally on behalf of all the Schools;
- 5.1.2.13. Determining the percentage of the overall School budget to be retained for central services;
- 5.1.2.14. Agreeing changes to the School's age range, term dates and opening times;
- 5.1.2.15. Receiving reports from the Local Advisory Board and making recommendations to the Local Advisory Board;
- 5.1.2.16. Selling or otherwise disposing of any asset which is of a value in excess of 10% of the total net book value of all assets belonging to the School;
- 5.1.2.17. Giving any guarantee or indemnity other than in the ordinary course of business, the value of which exceeds £1,000;
- 5.1.2.18. Entering into a contract or arrangement which is of a value of in excess of 10% of the General Annual Grant ("GAG") for the School per year or which the termination provisions require more than six months' notice;
- 5.1.2.19. Acquiring assets having a market value in excess of 5% of the GAG for the School;
- 5.1.2.20. Entering into, varying or terminating any lease, licence, tenancy or other similar arrangement;
- 5.1.2.21. Commencing or settling any litigation or arbitration proceedings;
- 5.1.2.22. Entering into any other arrangement in the nature of borrowing if the value of the amount borrowed exceeds 5% of the GAG for that School;
- 5.1.2.23. Terminating or varying the terms of any contract which has a value in excess of 10% of the GAG for that School;
- 5.1.2.24. Engage any employee or consultant whose annual emoluments per annum exceeds the total annual emoluments of the Headteacher of that School per annum;
- 5.1.2.25. Appointing and conducting the appraisals for the Headteacher;
- 5.1.2.26. Approving key performance indicators and targets for each school;
- 5.1.2.27. Ensuring compliance with statutory duties such as safeguarding; health and safety; and data protection.
- 5.1.2.28. Bidding for capital funding;
- 5.1.2.29. Arranging independent admission appeal panels and independent review panels for exclusions;
- 5.1.2.30. Informing any Government or regulatory body of any irregularities, including breaches of its legal obligations;

- 5.1.2.31. Considering and approving requests for other schools to join the Trust.
- 5.1.3. Except as provided for in this Scheme of Delegation, in addition to all powers hereby expressly conferred upon the Local Advisory Board and without detracting from the generality of the powers delegated, the Local Advisory Board shall have the following powers, namely:
- 5.1.3.1. Appointing and managing the employment of all staff (except the Headteacher) employed at the School;
  - 5.1.3.2. Conducting appraisals and managing all disciplinary matters in accordance with the Trust's disciplinary policy;
  - 5.1.3.3. To expend certain funds of the Trust, as determined by the Trustees, in such manner as the Local Advisory Board shall consider most beneficial for the achievement of the object set out in the Articles in so far as it relates to the School; and
- 5.1.4. Whilst Restricted Fund raising is encouraged by the Trust, in each case such activity shall be approved by the CEO and advised to the Trustees as necessary.

## **5.2. Ethos and Values**

- 5.2.1. Whilst the Local Advisory Board shall be responsible for ensuring that the School is conducted in accordance with its ethos and values, the determination of the School's ethos and mission statement shall be the responsibility of the Trustees.
- 5.2.2. At all times, the Trustees and the Local Advisory Board shall ensure that the School is conducted in accordance with the object of the Trust, the terms of any trust governing the use of the land which is used for the purposes of the School and any agreement entered into with the Secretary of State for Education (the "Secretary of State") for the funding of the School.

## **5.3. Premises**

- 5.3.1. Subject to and without prejudice to clauses 5.3.4, the maintenance of the buildings and facilities used in respect of the School is the responsibility of the Trust Board, who shall have regard at all times to the safety of users of the buildings and the facilities and the legal responsibilities of the Trustees as owners of such buildings and facilities. The Local Advisory Board shall without delay bring to the attention of the Trustees any maintenance need or remedial actions needed of buildings or facilities.
- 5.3.2. The Trust Board, in conjunction with the LAB, will develop a 5 year estate management strategy that will identify the suitability of building and facilities in light of long term curriculum needs and the availability of capital investment to meet the Trust Board's responsibility to ensure the buildings and facilities are maintained to a good standard.
- 5.3.3. The responsibility for any disposals or acquisitions of land to be used by the School will be that of the Trustees.
- 5.3.4. Insuring the land and buildings used by the School will be the responsibility of the Trustees who shall recover the cost from the budget delegated to the Local Advisory Board.

## **5.4. Resources**

### **5.4.1. Chief Executive Officer (CEO)**

- 5.4.1.1. The Trustees shall appoint the CEO The Trustees may delegate such powers and functions as they consider are required. The powers and functions of the CEO shall include: acting as the accounting officer; developing and setting targets for each School; developing Trust policies; developing central services; and performance managing central services staff.
- 5.4.1.2. The CEO, with the Trust Governance Professional, shall ensure all members and trustees are appropriately trained and kept informed of developments in governance.

#### **5.4.2. Headteacher**

- 5.4.2.1. The Trustees shall appoint the Headteacher of each School. The Trustees and Local Advisory Board may delegate such powers and functions as they consider are required by the Headteacher for the internal organisation, management and control of the School (including the implementation of all policies approved by the Trustees and the Local Advisory Board and for the direction of the teaching and curriculum at the School). The Headteacher, along with all other staff, is an employee of the Trust although management of all staff other than the Headteacher is normally delegated by the Trust Board.

#### **5.4.3. Other Staff**

- 5.4.3.1. The Local Advisory Board shall be responsible for the appointment and management of staff to be employed at the School (excluding the Headteacher) provided that the Local Advisory Board shall:
  - 5.4.3.1.1. Comply with all policies dealing with staff issued by the Trustees
  - 5.4.3.1.2. Take account of any pay terms set by the Trustees; adopt any standard contracts and terms and conditions for the employment of staff issued by the Trustees; and
  - 5.4.3.1.3. Manage any claims and disputes with staff members having regard to any advice and recommendations given by the Trustees and in line with Trust policies.
- 5.4.3.2. The Local Advisory Board shall ensure the performance management of all staff employed at the School (excluding the Headteacher) is properly carried out and shall ensure procedures for the proper professional and personal development of staff are in place.
- 5.4.3.3. The CEO will be performance managed by a panel of the Trust Board that shall include an appropriately qualified independent member.

### **5.5. Curriculum and Standards**

- 5.5.1. The Local Advisory Board shall be responsible for the setting and review of the curriculum but shall have regard to any views of the Trustees in recognition of the Trustees' obligation to the Secretary of State to provide a broad and balanced curriculum.
- 5.5.2. The Local Advisory Board shall be responsible for the standards achieved by the School but shall follow such advice and recommendations of the Trustees as they might issue from time to time.

- 5.5.3. The Local Advisory Board shall be responsible for reviewing the quality of teaching and monitoring the progress of children at the School including children with special educational needs.
- 5.5.4. The Local Advisory Board shall monitor pupil's attendance and behaviour but shall follow such advice and recommendations of the Trustees as they might issue from time to time.
- 5.5.5. The Local Advisory Board shall implement and monitor the adequacy of safeguarding measures.
- 5.5.6. The Local Advisory Board shall monitor the spend and impact of any ringfenced government funding for their school ie: Pupil Premium, Sport Premium
- 5.5.7. Any decision to expand the School shall be that of the Trustees who shall have regard to the view of the Local Advisory Board.

#### **5.6. Extended Schools and Business Activities**

- 5.6.1. Whilst the undertaking of any activities which would be described as part of the School's "extended schools agenda" or any activities designed to generate business income, would be the responsibility of the Local Advisory Board, this shall only be undertaken in a manner consistent with any policy set by the Trustees and having regard to the viability of such activities, the impact on the School's activities and any financial implications.

#### **5.7. Regulatory Matters**

- 5.7.1. The responsibility for the satisfaction and observance of all regulatory and legal matters shall be the Trustees but the Local Advisory Board shall do all such things as the Trustees may specify as being necessary to ensure that the Trust is meeting its legal obligations.

#### **6. Operation matters**

- 6.1. The Local Advisory Board shall comply with the obligations set out in the Appendix which deals with the day-to-day operation of the Local Advisory Board.
- 6.2. The Local Advisory Board will adopt and will comply with all policies of the Trustees, communicated to the Local Advisory Board from time to time.
- 6.3. Both the Trustees and all members of the Local Advisory Board have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Trust and the School and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential.
- 6.4. The Local Advisory Board will review its policies and practices on a regular basis, having regard to recommendations made by the Trustees, from time to time, in order to ensure that the governance of the School is best able to adapt to the changing political and legal environment.
- 6.5. The Local Advisory Board shall provide such data and information regarding the business of the School and the pupils attending the School as the Trustees may require from time to time.
- 6.6. The Local Advisory Board shall work closely with and shall promptly implement any advice or recommendations made by the Trustees in the event that intervention is either threatened or is carried out by the Secretary of State.

#### **7. Annual review**

- 7.1. This Scheme of Delegation shall operate from the Effective Date in respect of all schools in the Trust.
- 7.2. The Trustees will have the absolute discretion to review this Scheme of Delegation (together with the provisions of the attached Appendix) at least on an annual basis or more frequently if required and to alter any provisions of it.
- 7.3. The Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on the Local Advisory Board under this Scheme of Delegation and/or to terminate this Scheme of Delegation at any time.

## **APPENDIX**

### **FUNCTIONING OF THE LOCAL ADVISORY BOARD**

#### **1. Chair and Vice-Chair of the Local Advisory Board**

- 1.1. The Trustees shall appoint the chair of the Local Advisory Board. The members of the Local Advisory Board shall each school year, at their first meeting in that year, elect a vice-chair from amongst their number to serve until a successor is appointed or a vacancy occurs as envisaged in paragraph 1.3. the Vice Chair appointment shall be subject to ratification by the Trust Board. A person who is employed by the Trust (whether or not at the School) shall not be eligible for appointment or election as chair or vice-chair.
- 1.2. Subject to paragraph 1.4, the chair or vice-chair shall hold office until their successor has been appointed or elected.
- 1.3. The chair or vice-chair may at any time resign their office by giving notice in writing to the Local Advisory Board. The chair or vice-chair shall cease to hold office if:
  - 1.3.1. They cease to serve on the Local Advisory Board
  - 1.3.2. They are employed by the Trust whether or not at the School
  - 1.3.3. They are removed from office in accordance with this Scheme of Delegation.
- 1.4. Where by reason of any of the matters referred to in paragraph 1.3, a vacancy arises in the office of vice-chair, the members of the Local Advisory Board shall at its next meeting elect one of their number to fill that vacancy.
- 1.5. Where the chair is absent from any meeting or there is at the time a vacancy in the office of the chair, the vice-chair shall act as the chair for the purposes of the meeting.
- 1.6. Where in the circumstances referred to in paragraph 1.5 the vice-chair is also absent from the meeting or there is at the time a vacancy in the office of vice-chair, the members of the Local Advisory Board shall elect one of their number to act as a chair for the purposes of that meeting, provided that the person elected shall not be a person who is employed by the Trust whether or not at the School.
- 1.7. Any election of the vice-chair which is contested shall be held by secret ballot.
- 1.8. The chair or vice-chair may be removed from office by the Trustees at any time.
- 1.9. A resolution to remove the vice-chair from office which is passed at a meeting of the Local Advisory Board shall not have effect unless it is endorsed by the Trust Board.
- 1.10. Before a resolution is passed by the Local Advisory Board at the relevant meeting to remove the vice-chair from office, the person or persons proposing their removal shall at that meeting state their reasons for doing so and the vice-chair shall be given an opportunity to make a statement in response.

#### **2. Conflicts of Interest**

- 2.1. Any member of the Local Advisory Board who has any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with their duties as a member of the Local Advisory Board shall disclose that fact to the Local Advisory Board as soon as they become aware of it. A person must absent themselves from any discussions of the Local Advisory Board in which it is possible that a conflict will arise between their duty to act solely in the interests of the School and any duty or personal interest (including but not limited to any Personal Financial Interest).

- 2.2. For the purpose of paragraph 2.1, a person has a Personal Financial Interest if they are in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the School.
- 2.3. In any conflict between any provision of this Scheme of Delegation and the Articles, the Articles shall prevail.
- 2.4. Any disagreement between the members of the Local Advisory Board and the Headteacher or any subcommittee of the Local Advisory Board shall be referred to the Trustees for their determination.

### **3. The Minutes**

- 3.1. The minutes of the proceedings of a meeting of the Local Advisory Board shall be drawn up by the person authorised to keep the minutes of the Local Advisory Board; and shall be signed (subject to the approval of the members of the Local Advisory Board) at the same or next subsequent meeting by the person acting as chair. The minutes shall include a record of:
  - 3.1.1. all appointments of officers made by the Local Advisory Board; and
  - 3.1.2. all proceedings at meetings of the Local Advisory Board and of committees of the Local Advisory Board including the names of all persons present at each such meeting.
- 3.2. The Clerk shall ensure that copies of minutes of all meetings of the Local Advisory Board (and such of the subcommittees as the Trustees shall from time to time notify) shall be provided to the Trustees (via GovernorHub) as soon as reasonably practicable after the meeting.

### **4. Committees**

- 4.1. Subject to this Scheme of Delegation, the Local Advisory Board may establish any subcommittee within reason. The constitution, membership and proceedings of any subcommittee shall be determined by the Local Advisory Board but having regard to any views of the Trustees. The establishment, terms of reference, constitution and membership of any subcommittee shall be reviewed at least once in every twelve months. The established membership of any subcommittee may include persons who do not also serve on the Local Advisory Board, provided that a majority of the members of any such subcommittee shall be members of the Local Advisory Board. No vote on any matter shall be taken at a meeting of a subcommittee unless the majority of members of the subcommittee present serve on the Local Advisory Board.
- 4.2. Trustees may attend and have the right to be heard at any meeting of the Local Advisory Board and its sub-committees without exception, but they will not have a vote at these meetings.

### **5. Delegation**

- 5.1. Provided such power or function has been delegated to the Local Advisory Board, the Local Advisory Board may further delegate to any person serving on the Local Advisory Board, any subcommittee, the Headteacher 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 may be made subject to any conditions either the Trustees or the Local Advisory Board may impose and may be revoked or altered by either the Trustees or the Local Advisory Board.
- 5.2. Where any power or function of the Local Advisory Board is exercised by any subcommittee, any member of the Local Advisory Board, the Headteacher or any other holder of an executive office, that person or subcommittee shall report to the Local Advisory Board in respect of any action taken or decision made with respect to the exercise of that power or function at the

meeting of the Local Advisory Board immediately following the taking of the action or the making of the decision.

## **6. Meetings of the Local Advisory Board**

- 6.1. Subject to this Scheme of Delegation, the Local Advisory Board may regulate its proceedings as the members of the Local Advisory Board think fit.
- 6.2. The Local Advisory Board shall meet at least three times in every school year. Meetings of the Local Advisory Board shall be convened by the Clerk (as defined below) to the Local Advisory Board. In exercising their functions under this Scheme of Delegation the Clerk shall comply with any direction:
  - 6.2.1. Given by the Trustees, the Trust Governance Professional or the Local Advisory Board so far as it is not inconsistent with a direction of the Trustees; or
  - 6.2.2. Given by the chair of the Local Advisory Board or, in their absence or where there is a vacancy in the office of chair, the vice-chair of the Local Advisory Board, so far as such direction is not inconsistent with any direction given as mentioned in 6.2.1 above.
- 6.3. Any three members of the Local Advisory Board may, by notice in writing given to the Clerk, requisition a meeting of the Local Advisory Board; and it shall be the duty of the Clerk to convene such a meeting as soon as is reasonably practicable.
- 6.4. The Clerk shall ensure that each member of the Local Advisory Board is given, at least seven clear days before the date of a meeting:
  - 6.4.1. Notice via email or in writing, of the date and time of the meeting
  - 6.4.2. All reports and other papers to be considered at the meeting (uploaded to GovernorHub)
  - 6.4.3. A copy of the agenda for the meeting (uploaded to GovernorHub) which will be based on the standard agenda planning template as determined by the Trust Governance Professional

provided that where the chair or, in their absence or where there is a vacancy in the office of chair, the vice-chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda are given within such shorter period as they direct.
- 6.5. The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.
- 6.6. A resolution to rescind or vary a resolution carried at a previous meeting of the Local Advisory Board shall not be proposed at a meeting of the Local Advisory Board unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.7. A meeting of the Local Advisory Board shall be terminated forthwith if:
  - 6.7.1. The members of the Local Advisory Board so resolve; or
  - 6.7.2. The number of members present ceases to constitute a quorum for a meeting of the Local Advisory Board in accordance with paragraph 6.10, subject to paragraph 6.12.
- 6.8. Where in accordance with paragraph 6.7 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the Clerk.



- 6.9. The further meeting convened by the Clerk in accordance with paragraph 6.8 above shall be convened as soon as is reasonably practicable.
- 6.10. Subject to paragraph 6.12, the quorum for a meeting of the Local Advisory Board, and any vote on any matter, shall be any three of the members of the Local Advisory Board. Persons who are employed at the School cannot make up more than one third of the number to meet the quorum.
- 6.11. The Local Advisory Board may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.
- 6.12. The quorum for the purposes of:
  - 6.12.1. Appointing a parent member;
  - 6.12.2. Any vote on the removal of a person in accordance with this Scheme of Delegation; shall be any two-thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on those respective matters.
- 6.13. Subject to this Scheme of Delegation, every question to be decided at a meeting of the Local Advisory Board shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Local Advisory Board shall have one vote.
- 6.14. Subject to paragraphs 6.10 — 6.12, where there is an equal division of votes, the chair of the meeting shall have a casting vote in addition to any other vote they may have.
- 6.15. The proceedings of the Local Advisory Board shall not be invalidated by any defect in the election, appointment or nomination of any person serving on the Local Advisory Board.
- 6.16. A resolution in writing, signed by those number of persons who would be required to vote in favour at a meeting of the Local Advisory Board or of a subcommittee of the Local Advisory Board, shall be valid and effective as if it had been passed at a meeting of the Local Advisory Board or (as the case may be) a subcommittee of the Local Advisory Board duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Advisory Board and may include an electronic communication by a member of the Local Advisory Board indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Advisory Board in writing of the email address which the member will use.
- 6.17. Subject to paragraph 6.18, the Local Advisory Board shall ensure that a copy of:
  - 6.17.1. The agenda for every meeting of the Local Advisory Board;
  - 6.17.2. The draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;
  - 6.17.3. The signed minutes of every such meeting; and
  - 6.17.4. Any report, document or other paper considered at any such meeting, are, as soon as is reasonably practicable, made available at the School to persons wishing to inspect them.
- 6.18. There may be excluded from any item required to be made available in pursuance of paragraph 6.17, any material relating to:
  - 6.18.1. A named teacher or other person employed, or proposed to be employed, at the School

- 6.18.2. A named pupil at, or candidate for admission to, the School
  - 6.18.3. Any matter which, by reason of its nature, the Local Advisory Body is satisfied should remain confidential.
- 6.19. Any member of the Local Advisory Board shall be able to participate in meetings of the Local Advisory Board by telephone or video conference provided that:
- 6.19.1. They have given notice of their intention to do so detailing the telephone number (or other such details) on which they can be reached and/or appropriate details of the video conference suite from which they shall be taking part at the time of the meeting at least 48 hours before the meeting; and
  - 6.19.2. The Local Advisory Board has access to the appropriate equipment if after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference the meeting may still proceed with its business provided it is otherwise quorate.

## **7. Clerk**

- 7.1. The Local Advisory Board, in conjunction with the Trust Governance Professional, must appoint a clerk (the "Clerk") (who must not be the Headteacher) and may remove the Clerk from office at any time subject to the agreement of the Trust Board.
- 7.2. In the absence of the Clerk from a Local Advisory Board meeting, the Local Advisory Board may appoint any one of its members to act as Clerk for the purposes of that meeting.
- 7.3. The Clerk must:
  - 7.3.1. Convene meetings of the Local Advisory Board
  - 7.3.2. Attend meetings of the Local Advisory Board and ensure that minutes of the proceedings are drawn up
  - 7.3.3. With the Trust Governance Professional, ensure all LAB members are appropriately trained and kept informed of changes in governance (local and National) and
  - 7.3.4. Perform any other functions determined by the Local Advisory Board.

## **8. Notices**

- 8.1. Any notice to be given to or by any person pursuant to this Scheme of Delegation shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice.
- 8.2. A notice may be given by the Local Advisory Board to its members either personally or by sending it by post in a prepaid envelope addressed to the member at their registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Advisory Board by the member.
- 8.3. A member of the Local Advisory Board present, either in person or by proxy, at any meeting of the Local Advisory Board shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 8.4. Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

## **9. Indemnity**

- 9.1. Subject to the Companies Act 2006 every member of the Local Advisory Board or other officer of the Trust acting in relation to the School shall be indemnified out of the assets of the Trust against any liability incurred by them in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which they are acquitted or in connection with any application in which relief is granted to them by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.