

# Scheme of Delegation

| Key document details |   |                     |           |
|----------------------|---|---------------------|-----------|
| <b>Authors:</b>      | Commercial & Compliance Director and Financial Controller | <b>Approver:</b>    | CEO       |
| <b>Owner:</b>        | Chief Executive   | <b>Version no.:</b> | 4.0       |
| <b>Last Review:</b>  | Sep 2020  | <b>Next review:</b> | June 2021 |
| <b>Ratified:</b>     | Dec 2020  |                     |           |

## Scheme of Delegation

### Contents

|     |  |    |
|-----|--|----|
| 1.  | Introduction.....  | 3  |
| 2.  | Accountability: Governance and Management Structures.....                | 3  |
| 3.  | The role of the Members.....   | 5  |
| 4.  | The role of the Trustees and the Trust Board.....                        | 5  |
| 5.  | The role of the Chairman of the Trust Board.....                         | 6  |
| 6.  | The role of the Chief Executive Officer .....                            | 7  |
| 7.  | The role of the Executive Team .....                                     | 8  |
| 8.  | The role of the Leadership Group.....                                    | 9  |
| 9.  | The role of the Academy Governing Body.....                              | 10 |
| 10. | Annex A - Financial Powers and Duties .....                              | 33 |
| 11. | Annex B - Trustee Role Profile and Person Specification .....            | 70 |
| 12. | Annex C - Trustee Code of Conduct.....                                   | 73 |
| 13. | Annex D - Terms of Reference for the Board Finance Committee.....        | 76 |
| 14. | Annex E - Terms of Reference for the Board Audit Committee .....         | 79 |
| 15. | Annex F - Terms of Reference for the Remuneration Committee .....        | 82 |
| 17. | Annex G - Terms of Reference for the Academy Governing Body.....         | 85 |
| 18. | Annex H - Member of an AGB Role Profile and Person Specification .....   | 92 |
| 19. | Annex I – Terms of Reference for Finance and General Purposes Committee  | 95 |
| 20. | Annex J - Code of Conduct for members of an Academy Governing Body ..... | 98 |

## 1. Introduction

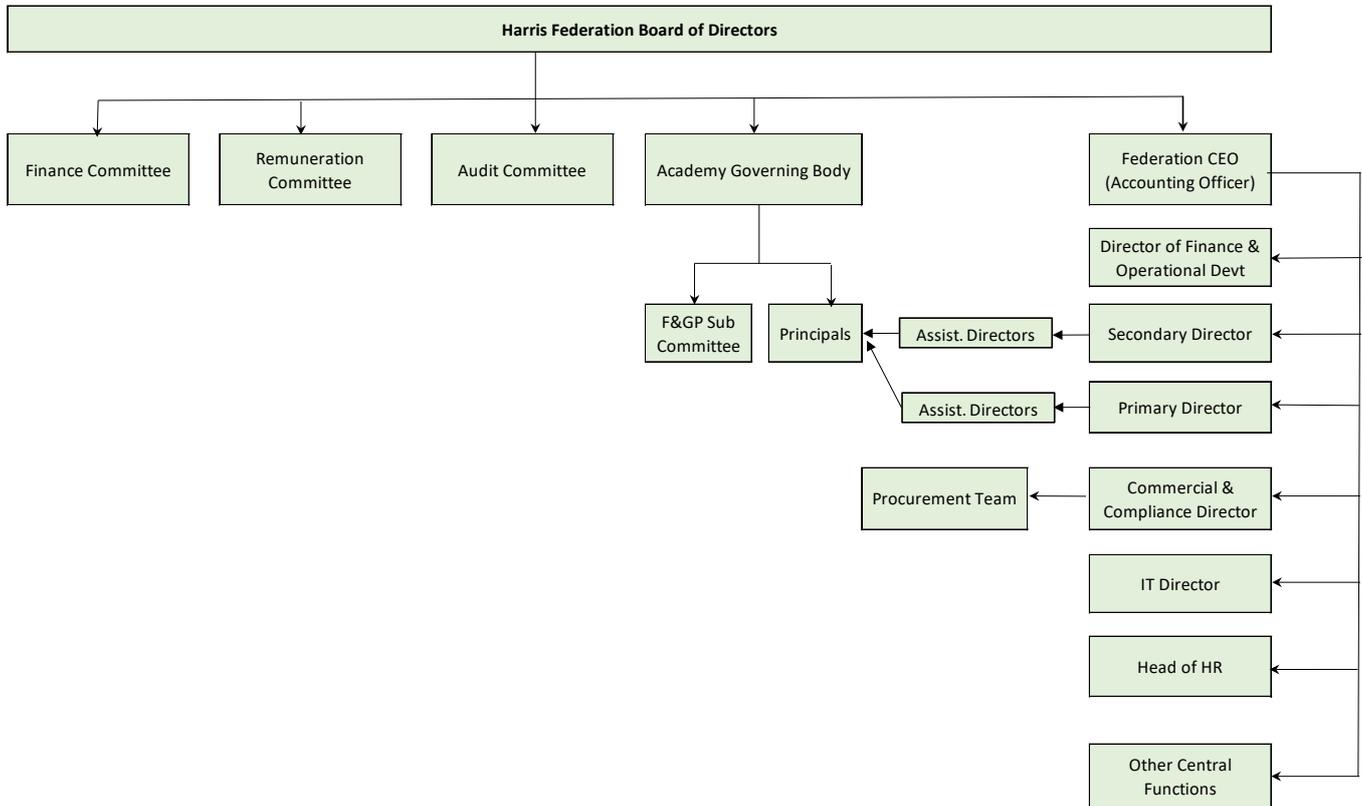
- 1.1 **Harris Federation** (referred to herein as the “**Trust**”) was established on 26 April 2007. The Trust is a multi-academy trust capable of operating and maintaining a number of academies (each an “**academy**” and together the “**academies**”).
- 1.2 The Trust is both a company limited by guarantee and an exempt charity, regulated by the Secretary of State for Education, who acts as the principal regulator.
- 1.3 The Trust’s constitution and its charitable objective is set out in its Memorandum and Articles of Association (“**Articles**”).
- 1.4 Trustees have an overriding duty to act freely and in the best interest of the Trust and the academies at all times.
- 1.5 The purpose of this Scheme of Delegation is to provide operating clarity as to the roles, responsibilities and authority of those who contribute to the governance and oversight of the academies and the Trust itself. This Scheme of Delegation is subsidiary to the Articles, the Funding Agreement(s) and all schools/academies legislation.
- 1.6 The Trustees reserve the right (in their absolute discretion) to review and alter this Scheme of Delegation and the level of delegated responsibility at any time, and will be formally reviewed for its effectiveness at least every two years.
- 1.7 In so far as the Trustees are able, they agree to abide by the provisions of it and will consult with those herein affected on any significant changes.
- 1.8 The Effective Date of this Scheme of Delegation is 1 September 2020

## 2. Accountability: Governance and Management Structures

- 2.1 **Overall Structure.** The Trust is a company limited by guarantee. It has no shareholders. The highest tier of oversight is provided by the “**Members**” who, through general meetings, are the guardians of the Trust, its purpose and welfare. Each Member’s liability is limited to £10 and, in view of the limited liability and therefore scope for accountability, they have limited governance and no day to day management responsibilities. Members cannot be employees.
- 2.2 The next tier of oversight is provided by the “**Trustees**”. Trustees are appointed by the Members to whom they report. They are trustees for charity law purposes and also company Trustees are appointed directors registered with Companies House. The Trustees are personally responsible for the actions of the Trust and the academies and are accountable to the Members, the Secretary of State for Education and the wider community for the quality of the education received by all pupils of the academies and the expenditure of public money. The Trustees are required as trustees and pursuant to the Funding Agreement(s) to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Trust. The Trustees meet as a board of Trustees, generally known as the “**Trust Board**”.
- 2.3 All Trustees have the same responsibility to act in the best interests of the Trust and the academies, irrespective of any other role they may undertake within the academy.

2.4 The Trust Board will oversee the management and administration of the Trust and the academies run by the Trust and herein delegates authority and responsibility to others. The Trust must appoint a Clerk.

2.5 The main delegation will be:



- to the “**Chief Executive Officer**”, who will be responsible for the day to day management of the Trust and the academies. The Chief Executive Officer will be appointed by the Trust Board and report directly to it.
- to “**Trust Board Committees**” or “**Working Groups**” of the Trust Board, who will act either in a permanent capacity or a temporary capacity where the terms of delegation will be determined by the Trustee Board on an ad hoc basis.
- to an “**Academy Governing Body**” for each academy to undertake elements of the Trustee Board’s role of strategic direction and oversight at a local level. Each Academy Governing Body is accountable to the Trust Board in relation to any matter delegated to it. The duties, responsibilities and authorities of each Academy Governing Body may vary between academies as determined by the Trust Board in consultation with the Chief Executive Officer.
- to the “**Executive Team**” which is the executive management arm of the academy Trust, focusing on operations and the educational performance of the academies. They operate under the leadership and direction of the CEO, who is by virtue of his position a Trustee of the academy

Trust. The Executive Team work directly with the staff in each academy and the Academy Governing Body to ensure that the required outcomes are achieved in accordance with the direction and vision of the Trust Board. The “Executive Team” includes the Chief Executive Officer, Secondary Director, Primary Director, IT Director, Director of Finance and Operational Development, Commercial & Compliance Director and Head of HR.

- to the “Principal” (includes Assistant Director, Executive Principal or Principal) through the formal delegation of powers from the Trust Board through the Executive Team. The operation of each academy will be managed by an Executive Principal. The duties, responsibilities and authorities of a Principal may vary as between academies as determined by the Chief Executive Officer in consultation with the Trust Board. A Principal will report directly to the Secondary Director or Primary Director.

### 3. The role of the Members

3.1 The role of the Members is laid out in the Articles and in company law. Their role is that of guardians of the constitution, ensuring the charitable object is fulfilled and to conduct oversight of the Trust Board. Members have limited governance and no day to day management responsibilities.

3.2 The Members’ key responsibilities are:

- to ensure the Objects of the Trust are met;
- to receive the Annual Report (prepared by the Trustees) at a General Meeting of the Trust;
- to appoint the Trusts’ auditors;
- to determine the Trust’s constitution by adopting the company’s Articles; and
- to exercise either a direct power under the Articles or a statutory power;
- under the Companies Act 2006 to appoint and remove Trustees (noting any powers delegated by the Members to the Trust Board to make such appointments and removals).

3.3 Notwithstanding any provision of the Articles, the Members have formally delegated to the Trustees the power and responsibility to appoint and remove Trustees, and such appointments will be ratified at the next General Meeting of the Members. Any removal by the Trust Board of a Trustee appointed or ratified by the Members can only be undertaken by majority vote in general meeting or by written resolution of a majority of the Members.

### 4. The role of the Trustees and the Trust Board

4.1 The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust.

4.2 The Trust Board will set the strategic direction of the Trust, maintain legal oversight, monitor all activities, assess the performance of the academies and establish & review material policies and practices governing the life of the academies.

4.3 The specific tasks and responsibilities of the Trust Board are as follows:

- to determine the vision and ethos of the Trust whilst acknowledging the uniqueness of each individual academy and the needs of the communities they serve;

- to, in conjunction with the Chief Executive Officer, develop a strategic plan for the Trust and to ensure the effective communication of that plan so it can be implemented across the Trust and in all the academies;
- to establish and maintain the academies (including considering expansion of the Trust by taking existing schools into the Trust or opening new schools);
- to determine and ensure the implementation of material policies and procedures which it is intended will achieve a consistently high standard of education and financial prudence across all areas of the Trust;
- to make or ratify suitable appointments of individuals who serve or will serve on the Academy Governing Bodies, including removing such individuals who fail to fulfil the expectations of the role;
- to approve the overall Trust budget and the budgets of each academy, having regard to any recommendations of the Finance Committee which will be responsible for conducting a thorough review of all budget proposals;
- to formally appoint the Chief Executive Officer;
- to provide challenge and support to the Chief Executive Officer and through him to the academies
- to set goals and undertake the performance management of the Chief Executive Officer;
- to ensure that the Chief Executive Officer is effectively overseeing the objectives and outcomes of each of the academies;
- to ensure appropriate performance management systems are in place and are effective across the Trust and are accompanied by relevant programmes for the professional development of all staff;
- to regularly receive and review the KPIs from the academies;
- to oversee the delivery of the benefits that collaborative working, common approaches and common systems will bring across the academies;
- to ensure that the Trust operates effective health & safety systems and procedures (including safeguarding);
- to ensure there are robust financial systems and procedures in place that are adhered to by the Trust and each academy (using periodic internal audits to provide such assurance);
- to oversee the performance and delivery of any service provided by the Trust to the academies;
- to ensure proper advice is available to the Trust in relation to legal and compliance matters;
- to ensure a comprehensive risk management framework and appropriate risk management strategies are put in place and maintained across the Trust.

4.4 The Role Profile and Code of Conduct for Trustees are set out in Annex B & C. Specific skills may be needed if a Trustee is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Trust. An annual skills audit will be undertaken in which Trustees will be asked to articulate their contribution to the success of the Trust and the academies during the period of review.

4.5 The organisation of the Trust Board is set out in the Articles of Association which determine the minimum meeting frequency, quorum and the process for appointment of a Chairman and Vice-Chairman of the Trust Board. In summary, the Trust Board is required to meet at least three times a year and the quorum for any meeting is the greater of 3 or a third of the Trustees appointed at any one time.

## 5. The role of the Chairman of the Trust Board

5.1 The Chairman of the Trust Board (“**Chairman**”) has a fundamental role in leading the business of the Trust and as a fulcrum between the Trustee Board and the Chief Executive Officer.

- 5.2 The Chairman is first amongst equals but has no defined individual power (except in an emergency).
- 5.3 The specific tasks and responsibilities of the Chairman are as follows:
- to ensure the Trust Board provides a strategic focus to the Trust and its academies;
  - to manage the business of the Trust Board to ensure it undertakes its duties efficiently and effectively in and between board meetings;
  - to build, develop and meld the Trustees into an effective team, taking account of recruitment, succession and the professional development needs of the Trustee Board;
  - to work in partnership with the Chief Executive Officer, developing a professional relationship, providing appropriate encouragement, challenge and support;
  - to promote a culture of robust evaluation and continuous improvement across the Trust striving to drive up standards everywhere;
  - to ensure the Trustee Board meets all its legal requirements by working closely with the clerk/secretary to the Trustee Board;
  - to represent the Trust to key external partners, the media and the public when required.

## 6. The role of the Chief Executive Officer

- 6.1 The Chief Executive Officer will be responsible for managing the Trust and its academies on a day to day basis. The role, function, responsibility and authority of the Chief Executive Officer are delegated by the Trust Board and may be varied at its sole discretion.
- 6.2 The specific tasks and responsibilities of the Chief Executive Officer are as follows:
- to support the Trustee Board in the formulation and development of its strategy;
  - to work as an Executive Principal / Principal as required and to undertake designated work as defined by School Teachers Pay and Conditions;
  - to ensure that all decisions made by the Board are implemented in a timely and effective manner;
  - to actively promote the values of the Trust through actions, policies and procedures;
  - to ensure striving for outstanding educational performance is embodied across the Trust;
  - to provide direction and oversight to all of the Trust's operations;
  - to line manage various staff members including each Principal and other staff who lead functional delivery areas that form part of the delivery of the Executive Team;
  - to manage the central operations of the Trust and the delivery of the key objectives of the functions delivered by the Executive Team;
  - to provide strong and effective leadership to the Trust staff to achieve the highest levels of performance and ensure a culture of continuous improvement;
  - to work effectively with the range of external stakeholders, including communities, parents, government, funding and regulatory bodies;
  - to ensure the highest standards of safeguarding and child protection are maintained across the Trust and in each academy ;
  - to oversee the effective management of risk within the Trust;
  - to ensure, as Accounting Officer, robust financial systems are in place so that the Trust's funds are used properly, efficiently and effectively;
  - to ensure the Trust's internal communications with staff, pupils, parents and governors are effective;
  - to develop the relationship that the Trust has with the Secretary of State for Education (including also the Department for Education, the Education and Skills Funding Agency, the Regional Schools Commissioner and Ofsted);

- to develop strategic partnerships with other bodies and organisations, including service providers, which will further the Trust’s strategic plan;
- to represent the Trust to key external partners, the media and the public on a national platform.

## 7. The role of the Executive Team

- 7.1 The “**Executive Team**” is made up of the key leads that oversee functional operations and resources on a pan Trust basis (including teaching & learning, standards, academy improvement, HR, finance, school premises, health and safety, risk management and ICT) to support the educational performance of the academies. The Executive Team works directly with the staff in each academy to ensure that the Trust’s strategic plan (incorporating each academy Improvement Plan) is being implemented and the required outcomes are achieved in accordance with the strategy and vision of the Trust Board. The individuals who form the Executive Team operate under the leadership and direction of the Chief Executive Officer.
- 7.2 Each functional lead within the Executive Team has individual responsibilities, performance targets and are managed directly by the Chief Executive Officer. The Executive Team as a body has no executive authority or responsibility, as all functions that it delivers are the responsibility of an individual with the team.
- 7.3 The Executive Team will seek input and advice from internal and external experts, including the Primary Leadership Group and Secondary Leadership Group (see paragraph 8 below), and may on occasion seek to utilise and/or deploy staffing resources (on a temporary or permanent basis) for the benefit of the Trust as a whole.
- 7.4 The Executive Team supports the Chief Executive Officer in delivering the following specific tasks and responsibilities:
- to manage the processes for schools joining the Trust (including carrying out appropriate due diligence and identifying any actions required to address areas of weakness or opportunities for improvement);
  - to support academies to improve educational outcomes through the provision of academy improvement services;
  - to advise on, facilitate, supplement or provide (as necessary) any operational or managerial support to each academy, with regard to the core functions overseen by the Executive Team in accordance with the requirements of the Trust Board;
  - to specify management controls and management reporting requirements, audit the associated processes, procedures and outcomes in each academy , and identify and ensure the delivery of appropriate training and support;
  - to provide operational and management support to the Principals and senior leadership teams within the academies;
  - to assist the Trust, by supporting the Local Governing Committees, to achieve the collective strategic aims and objectives of the academies;
  - to advise on staffing structures within each academy , identifying areas and implementing plans where collaboration will lead to improvements in teaching and learning and/or efficiencies;
  - to implement and review systems for the benchmarking of the academies across the Trust, developing systems for cross fertilisation and supporting the Chief Executive Officer in maximising the opportunities for resource sharing and collaboration;

- to build and keep under constant review a comprehensive risk management framework ensuring risk management strategies are executed appropriately across the Trust and in each academy (including the adequacy of insurance);
- to undertake the strategic management of the Trust’s estate, including drawing up a strategic asset plan which identifies areas in need of expansion and/or development and areas likely to be surplus to requirements;
- to take a lead on any capital bids and allocations, supporting each academy’s premises team to carry out works safely and cost effectively;
- to support each academy and Academy Governing Body in the development of its financial planning and reporting in the context of the respective academy’s strategic goals and vision and strategy of the Trust;
- to seek out and apply for grant funds for the Trust and each academy and to raise further discretionary funds from the DfE/LA and third party sources; and
- to aid the Chief Executive Officer in reporting appropriately to the Trust Board.

7.5 The cost of the functions undertaken by the Chief Executive Officer and Executive Team will be funded on a fair basis by the academies by the contribution of a percentage of the government funding provided to each academy (the “**Federation Contribution**”). This contribution will be set each year based upon a budget for the shared costs approved by the Trust Board. The percentage will vary from year to year depending on the level of activity carried out by the Executive Team and any additional specific needs determined to be necessary by the Trust Board for an individual academy.

## 8. The role of the Leadership Group

- 8.1 The Trust has a **Primary Leadership Group (PLG)** and **Secondary Leadership Group (SLG)** which is drawn from the senior leading educators within the Trust (e.g. Assistant Directors and Executive Principals) and will be led respectively by either the Primary Director or Secondary Director. It is advisory only and acts to support the Chief Executive Officer with a particular focus on educational standards and outcomes.
- 8.2 The size and membership of the PLG / SLG will be determined by the Chief Executive (but will be made up of no more than 12 members) in consultation with the Trust Board.
- 8.3 The PLG / SLG supports the Chief Executive Officer in delivering the following specific tasks and responsibilities:
- to improve and sustain the standards of teaching and learning across the Trust;
  - to propose appropriate educational standards to the Trust Board for all academies;
  - to develop the professional competence of the staff;
  - to consider succession planning and career development of the staff;
  - to cross fertilise improvement and ensure collaboration delivers better outcomes for children.
- 8.4 The Leadership Groups will meet at least termly and will be chaired the Primary or Secondary Director. Members of the Leadership Group will give their time freely for the benefit of the Trust.

## 9. The role of the Academy Governing Body

- 9.1 The Trust Board has determined to establish an “**Academy Governing Body**” for each academy. The overarching purpose of an Academy Governing Body is to provide strategic direction, support and local accountability for the performance of the relevant academy within the framework and parameters set by the Trust Board. It is a non-executive body supporting the Trust Board to deliver its responsibilities.
- 9.2 Those serving on Academy Governing Bodies are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience. Members of the Academy Governing Body must comply with the Trust’s Conflict of Interest Policy.
- 9.3 The Job Role and Code of Conduct for members of an Academy Governing Body (an “AGB member”) are set out in Annex H & J. Specific skills may be needed if an individual is to take responsibility for and lead on a specific area, or to undertake the role of Chair of the Academy Governing Body. An annual skills audit will be undertaken in which AGB members will be asked to articulate their contribution to the success of the Trust and the academy in the period of review.
- 9.4 The core duties of the Academy Governing Bodies are:
- Ensuring clarity of vision, ethos and strategic direction;
  - holding the Principal to account for the educational performance of the academy and its students; and
  - overseeing the financial performance of the academy and making sure its money is well spent; ensuring that the funds allocated to it are used only in accordance with the law, the Federation Articles of Association, the academy Funding Agreement and the ESFA academies Financial Handbook;
  - the Department for Education Governors’ Handbook states:

*It is essential to have skilled Governors but equally important to emphasise that the skills required are those to create robust accountability, not to do the academy’s job for it. For example, a Governor with financial expertise should use their skills to scrutinise the academy’s accounts, not to help prepare them.”*

- 9.5 To achieve their objectives the Academy Governing Body should address matters such as:
- Monitoring performance and the achievement of objectives and ensuring that plans for improvement are acted on including the quality of provision;
  - policy development and strategic planning, including target-setting to keep up momentum on school improvement;
  - ensuring the sound management and administration of the academy ;
  - ensuring that managers are equipped with relevant skills and guidance;
  - ensuring compliance with legal requirements;
  - establishing and maintaining a transparent system of prudent and effective internal controls;
  - management of the academy’s financial, human and other resources (in particular control over the spending identified in the Academy Development Plan);

- helping the academy be responsive to the needs of parents and the community and making it more accountable through consultation and reporting;
- setting the academy 's standards of conduct and values; and
- assessing and managing risk.

9.6 Specific areas which the Academy Governing Body will oversee include:

- Approving the Academy Development Plan (ADP) ensuring the compliance of the curriculum and making sure the longer term budget plans take account of and deliver it;
- reviewing the academy improvements in terms of quality of curriculum and teaching
- monitoring the academy safeguarding and equalities procedures and compliance
- approving specific academy policies (e.g. related to curriculum, lettings, etc.);
- recommending the academy budget for approval to the Harris Federation;
- monitoring the attainment of the academy against the objectives that it has been set; and
- monitoring financial performance against the approved budget and approving or recommending changes or additions to the planned expenditure within the financial limits set by this scheme of delegation.

9.7 The main tasks and responsibilities of the Academy Governing Body are detailed in the table below:

|                                    | The Academy Governing Body will  | The Principal will:  | The Executive Team will:  |
|------------------------------------|--|--|---|
| <b>Vision, Values and Strategy</b> | <ul style="list-style-type: none"> <li>within the vision and ethos set by the Trust, develop and monitor the vision, ethos and culture of the academy.</li> <li>approve the academy's self-evaluation and strategy for improvement as set out in its academy Improvement Plan (proposed by the Principal and the Primary or Secondary Director) and monitor its implementation.</li> </ul>   | <ul style="list-style-type: none"> <li>support the Governing Body in the development of its vision and the academy's values and promote these within the academy.</li> <li>be responsible for preparing the academy Improvement Plan in conjunction with the Primary or Secondary Director.</li> </ul>   |   |
| <b>Academy Budget</b>              | <ul style="list-style-type: none"> <li>recommend the academy's annual budget to the Trust Board having appropriately considered the priorities of the academy and the deployment of resources (staff and other) to successfully deliver the necessary outcomes.</li> <li>be responsible for approving any plan to raise voluntary (i.e. non grant) funds (including any restricted funds) provided the purpose for which they have been raised is within the charitable object of the Trust. An academy may seek to generate additional</li> </ul> | <ul style="list-style-type: none"> <li>ensure that accurate accounting records are kept by the academy showing the receipt and use of all funds (ensure compliance with the requirements of the Trust's Financial Powers and Duties, the academy's Finance Policy, the academies Financial Handbook and any other relevant Trust/academy policies.</li> <li>provide such information about the academy, as often and in such detail and format as the Director of Finance and Operational Development and the Finance</li> </ul> | <p>The Director of Finance and Operational Development will:</p> <ul style="list-style-type: none"> <li>develop the Trust's financial controls, policies and procedures to ensure the safeguarding of funds and assets in compliance with relevant guidance and advice.</li> <li>monitor the academy's compliance with such financial controls, policies and procedures.</li> <li>provide management accounts in an approved format to the Principals on a monthly basis and</li> </ul> |

|                                 | The Academy Governing Body will  | The Principal will:  | The Executive Team will:   |
|---------------------------------|--|--|--|
|                                 | <p>funds by undertaking certain activities, such as: lettings, the provision of sporting and recreational facilities, running a nursery and/or providing childcare, teacher training, providing and supporting ICT and other administrative services.</p> <ul style="list-style-type: none"> <li>▪ recommend the academy’s annual budget to the Trust Board having appropriately considered the priorities of the academy and the deployment of resources (staff and other) to successfully deliver the necessary outcomes.</li> </ul> | <p>Committee shall reasonably require.</p>   | <p>as otherwise requested by the Finance Committee.</p>  |
| <b>Curriculum and Standards</b> | <ul style="list-style-type: none"> <li>▪ monitor and evaluate the curriculum offer including the extra curricular offer to ensure it meets the needs of the local community that the academy serves and achieves high standards for all.</li> <li>▪ promote and support the communication of plans and actions to pupils, staff and parents as need be.</li> </ul>   | <ul style="list-style-type: none"> <li>▪ be responsible for proposing to the Chief Executive Officer the curriculum priorities, the standards to be achieved by the pupils and the academy Improvement Plan.</li> <li>▪ be responsible for delivering the curriculum on a day to day basis and for implementing any strategic plan for the improvement of the curriculum, standards &amp;</li> </ul> | <p>The Chief Executive Officer will:</p> <ul style="list-style-type: none"> <li>▪ have overall responsibility for agreeing the curriculum priorities, targets and academy Improvement Plan of each academy within the parameters set by the Trust Board.</li> <li>▪ monitor pupil progress and review performance data in the light of the academy’s strategy for</li> </ul> |

|  | The Academy Governing Body will   | The Principal will:   | The Executive Team will:   |
|--|---|---|--|
|  |   | attainment and the academy Improvement Plan.  | improvement and its performance targets.<br><ul style="list-style-type: none"> <li>monitor the implementation of any strategic plan and the academy Improvement Plan.</li> </ul>   |
| <p><b>Health and Safety</b></p> <p>The Trust Board will:</p> <ul style="list-style-type: none"> <li>agree the main policies to be operated across the Trust with regard to health &amp; safety (including safeguarding).</li> <li>appoint a Trustee to lead the oversight of health &amp; safety (including safeguarding) across the Trust.</li> </ul> | <ul style="list-style-type: none"> <li>monitor the health and safety culture operating in the academy and report by exception any concerns to the Trust Board and the Chief Executive Officer.</li> </ul> | <ul style="list-style-type: none"> <li>ensure compliance with all health and safety (including safeguarding).</li> <li>policies, practice and procedures as determined by the Trust Board and the Chief Executive Officer.</li> <li>consider and develop complementary procedures where the academy has specific health and safety requirements.</li> <li>engender a culture that promotes health and safety.</li> <li>report any health and safety (including safeguarding) incidents and near misses to the Chief Executive Officer.</li> </ul> | <p>The Chief Executive Officer will:</p> <ul style="list-style-type: none"> <li>develop and propose all policies, practice and procedures to be operated across the Trust with regard to health &amp; safety (including safeguarding).</li> <li>ensure that each academy adopts and is compliant with all health &amp; safety policies, practice and procedures as determined by the Trust Board.</li> </ul> |
| <p><b>Human Resources</b></p> <p>The Trust Board will:</p>   | <ul style="list-style-type: none"> <li>through the Chair's involvement on the selection panel participate in the recruitment of the Principal.</li> </ul>   | <ul style="list-style-type: none"> <li>implement and comply with all policies dealing with staff issued by the Trust Board.</li> </ul>  | <p>The Chief Executive Officer will:</p>   |

|   | The Academy Governing Body will  | The Principal will:  | The Executive Team will:  |
|---|--|--|---|
| <ul style="list-style-type: none"> <li>▪ delegate to the Chief Executive Officer, the appointment of the Principal of each academy.</li> <li>▪ agree the main policies to be operated across the Trust with regard to the management of staff (including Pay Policy and the Performance Management Policies).</li> <li>▪ approve any disciplinary action or the commencement of a capability review in respect of a Principal (as recommended by the Chief Executive Officer).</li> </ul> | <ul style="list-style-type: none"> <li>▪ ensure that safer recruitment processes are followed for the recruitment of staff.</li> <li>▪ ensure that a robust and transparent performance management is in place.</li> </ul> | <ul style="list-style-type: none"> <li>▪ ensure the adoption of any standard contracts or terms and conditions for the employment of staff issued by the Trust Board.</li> <li>▪ approve the progression of staff between pay grades ensuring any progression is objectively based on successful performance management outcomes.</li> <li>▪ approve any initial disciplinary action or the commencement of a capability review in respect of staff other than the Principal.</li> <li>▪ develop and propose the organisation of the senior leadership team and TLR posts to support the delivery of the curriculum and bring about school improvement.</li> <li>▪ appoint all staff.</li> <li>▪ set and monitor the achievement of performance management targets for all staff.</li> </ul> | <ul style="list-style-type: none"> <li>▪ lead the performance management of the Principal engaging the Chair in the process.</li> <li>▪ delegate to the Primary Director and Secondary Director to agree the senior leadership team and TLR structure in each academy.</li> <li>▪ approve any significant cost in relation to the appointment or resignation of a member of staff, including in relation to ill health retirement or the settlement of any claims or grievances in accordance with the Scheme of Financial Delegation.</li> </ul> |

|   | The Academy Governing Body will  | The Principal will:   | The Executive Team will:   |
|---|--|---|--|
|   |  | <ul style="list-style-type: none"> <li>ensure the professional and personal development of staff including making best use of any training and support available from or procured by the Executive Team.</li> <li>manage any claims and disputes with staff members having regard to any advice and recommendations given by the Chief Executive Officer and the Trust's Head of HR.</li> </ul> |  |
| <p><b>Admissions and Exclusions</b></p> <p>The Trust Board will:</p> <ul style="list-style-type: none"> <li>devolve responsibility to the individual academies to review, amend and determine their admission policies annually.</li> <li>review the admission policies from time to time and if a change is believed to be in the best interest of the Trust make that change in discussion with the Academy Governing Bodies. For example, to ensure each academy has an</li> </ul> | <p>Support the Trust Board to</p> <ul style="list-style-type: none"> <li>determine the admission policy for its academy including whether to expand an academy</li> <li>consider any decision by the Principal to permanently exclude any pupil.</li> <li>establish and authorise an independent panel hearing to consider any decision to readmit a pupil following exclusion.</li> </ul> |   | <p>The Chief Executive Officer will:</p> <ul style="list-style-type: none"> <li>review the admissions policy from time to time and, if a change is believed to be in the best interests of the Trust, make such recommendations to the Academy Governing Body or Trust Board.</li> <li>be responsible for developing the proposal to expand an academy having regard to the views of the Principal, the Academy Governing Body and the local community.</li> </ul> |

|   | The Academy Governing Body will   | The Principal will:  | The Executive Team will:   |
|---|---|--|--|
| <p>admission policy that is consistent across the Trust. This may require each academy to consult and make changes to their policies.</p> <ul style="list-style-type: none"> <li>authorise an independent appeal panel to manage any appeal against admissions.</li> </ul>            | <ul style="list-style-type: none"> <li>review and monitor fixed and internal exclusions.</li> <li>review and monitor in year admission decisions.</li> <li>actively ensure that off-rolling is not taking place.</li> <li>approve any changes to the admissions policy of the academy and approve the policy annually.</li> </ul> |  |  |
| <p><b>Premises</b></p> <p>The Trust Board will:</p> <ul style="list-style-type: none"> <li>approve the overall asset management strategy for the premises owned or managed by the Trust.</li> <li>determine any disposals or acquisitions of land to be used by the Trust.</li> </ul> | <ul style="list-style-type: none"> <li>monitor the culture and the implementation of the strategic plans to ensure a safe environment for all users of the buildings and the facilities.</li> </ul>   | <ul style="list-style-type: none"> <li>be responsible for the day to day environment having regard at all times to the safety of the users of the buildings and the facilities.</li> <li>develop, with the support the Executive Team, a long term estate management strategy to ensure the suitability of building and facilities in light of long term curriculum needs.</li> <li>be responsible for, within the constraints of the academy Budget, the upkeep, maintenance and care of the buildings and facilities used by the academy.</li> </ul> | <p>The Chief Executive Officer, through the Commercial &amp; Compliance Director, will:</p> <ul style="list-style-type: none"> <li>implement an overall asset management strategy for the premises owned or managed by the Trust.</li> <li>have overall responsibility for the management and maintenance of the premises owned or managed by the Trust giving due consideration of the estate management strategies of each academy.</li> </ul> |

|  | The Academy Governing Body will  | The Principal will:   | The Executive Team will:  |
|--|--|---|---|
|  |  | <ul style="list-style-type: none"> <li>attract and manage short term lettings and day to day use of the school buildings and playing fields under such lets.</li> </ul>   | <ul style="list-style-type: none"> <li>make applications for grants and other capital funding to improve the estate of the Trust.</li> </ul>  |
| <b>Community Activities and Community Engagement</b>   | <ul style="list-style-type: none"> <li>encourage and monitor community engagement and consultation.</li> </ul>   | <ul style="list-style-type: none"> <li>develop and deliver the academy's extended schools agenda.</li> <li>develop and deliver any other activities designed to generate income (following input from the Executive Team on any wider financial/fiscal impact of any such initiative).</li> <li>manage the academy's engagement with the community and in particular the development of good relations with other local schools, businesses and organisations.</li> </ul> |   |
| <b>Risk Management</b><br><br>The Trust Board will: <ul style="list-style-type: none"> <li>ensure a comprehensive risk management framework and</li> </ul> | <ul style="list-style-type: none"> <li>keep under review the academy's risk register.</li> <li>report to the Trust Board and the CEO any perceived material</li> </ul> | <ul style="list-style-type: none"> <li>support the Executive Team to identify risks.</li> <li>oversee the implementation of all risk management strategies within</li> </ul>  | The Chief Executive Officer, through the Commercial & Compliance Director, will <ul style="list-style-type: none"> <li>be responsible for the identification and effective</li> </ul> |

|  | <b>The Academy Governing Body will</b>                                | <b>The Principal will:</b>                | <b>The Executive Team will:</b>      |
|--|---|---|--------------------------------------|
| appropriate risk management strategies are put in place and maintained across the Trust. | vulnerability that is not addressed in a timely and effective manner. | the academy guided by the Executive Team. | management of risk across the Trust. |

### **Members of the Academy Governing Body**

- 9.8 The number of people who shall sit on each academy’s Governing Body shall be not less than three but, unless otherwise determined by the Trust Board, shall not be subject to any maximum.
- 9.9 Each Academy Governing Body shall have the following members:
- Up to 10 Sponsor Governors, the number of whom shall at all times exceed the number of five;
  - up to two Staff Governors, elected or appointed. This is optional and academies are not obliged to appoint staff governors;
  - up to two Parent Governors, elected or appointed. This is optional and academies are not obliged to appoint parent governors;
  - Ex Officio Governors comprising the Principal; the Executive Principal where one has been appointed; the Assistant Director, the CEO of the Federation and where appropriate the Director of Secondary Education or the Director of Primary education.
- 9.10 A register of the current composition of each Academy Governing Body shall be kept by the Clerk to the Academy Governing Body, a copy of the original register on first convening as an Academy Governing Body must be lodged with the Federation Head Office by the Clerk and updated annually at the start of each academic year.
- 9.11 No changes to the number or type of Governors comprising any Academy Governing Body shall be made without the consent of the Trust Board.
- 9.12 All persons appointed or elected to the Academy Governing Bodies shall give a written undertaking to the Trust Board to accept the Code of Conduct of Governors of the Federation.

### **Appointment of members of the Academy Governing Body**

- 9.13 The Trust Board may appoint persons to serve on an Academy Governing Body as sponsor governors, having regard to:
- Ensuring that the people serving on the Academy Governing Body between them have an appropriate range of skills and experience and due attention is given to succession planning; and
  - if relevant, the nomination by any third party organisation from whom the academy receives support, or with whom it is working in partnership, of persons appointed to represent the views of such third party.
- 9.14 In filling staff governor vacancies the Academy Governing Body shall invite nominations from all staff employed under a contract of employment or a contract of service (excluding the Principal) 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 Academy Governing Body.
- 9.15 The Principal and, where appointed, the Executive Principal at each academy shall be treated for all purposes as being an ex officio member of that academy’s Governing Body.
- 9.16 The Chief Executive Officer shall be treated for all purposes as being an Ex Officio member of each Academy Governing Body. The Director of Secondary Education and the Director of Primary Education shall, in each case where appointed, be treated as Ex Officio Governors of Secondary and Primary academies respectively.

The CEO may nominate any other Director or Assistant Director of the Federation to serve as an Ex Officio member in his/her place or in the place of any other Ex Officio role. Such nomination will be made by written notice delivered to the Clerk to the Governors of the academy concerned.

- 9.17 Parent members of Academy Governing Bodies shall be elected by parents or carers of registered students at the academy and he or she must be a parent/registered carer of a student at the academy at the time when he or she is due to start their term of office
- 9.18 Academy Governing Bodies shall delegate to the Principal all necessary arrangements for, and powers to determine all other matters relating to, an election of the parent members of the Academy Governing Body, including any question of whether a person is a parent/carer of a registered student at the academy . Any election of persons who are to be the parent members of the Academy Governing Body which is contested shall be held by secret ballot.
- 9.19 The arrangements made for the election of the parent members of Academy Governing Bodies shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he/she prefers, by having his/her ballot paper returned to the academy by a registered student at the academy .
- 9.20 Where a vacancy for a parent member of an Academy Governing Body is required to be filled by election, the Principal shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent/carer of a registered student at the academy is informed of the vacancy and that it is required to be filled by election, informed that he/she is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.

#### **Term of office**

- 9.21 The term of office for any person serving on the Academy Governing Body shall be 4 years or such shorter period as Chair of the Trust Board shall notify in the case of any Sponsor Governor, save that this time limit shall not apply to Ex Officio Governors who will serve for as long as they remain in office. Subject to remaining eligible to be a particular type of member on the Academy Governing Body, any person may be re-appointed or re-elected (including being "Co-opted" again) to the Academy Governing Body.
- 9.22 The Clerk to the Governors shall at the commencement of each academic year prepare a list of Sponsor Governors whose term of office is due to expire during the year and send the list to the Governor Services Officer at the Federation who shall notify the Chair of the Academy Governing Body if the Federation Board object to the re-appointment of any Governor.
- 9.23 The term of office of a Parent Governor shall be four years from the date of appointment or shall cease on the date on which the Parent's child leaves the academy or where the parent has more than one child at the academy the date at which the last child leaves, whichever is sooner.
- 9.24 The term of office of a Staff Governor shall be four years from the date of appointment or shall cease on the date at which the staff member leaves the academy's employment. A staff member leaving the academy to work elsewhere in the Federation shall be treated as leaving the academy's employment.
- 9.25 At the expiration of the term of office of Parent Governors or Staff Governors the Academy Governing Body shall notify parents or staff as appropriate that a vacancy is due to arise and invite applications and nominations from others in each class who may wish to serve. Where more applications are received than there are vacancies an election shall be held.

### **Resignation and removal**

- 9.26 Any person serving on an Academy Governing Body shall cease to hold office if they resign their office by notice to the Academy Governing Body (but only if at least three persons will remain in office when the notice of resignation is to take effect). The Clerk should notify the Governor Services Officer as soon as possible.
- 9.27 Any person serving on an Academy Governing Body shall cease to hold office if they are removed by the Board of the Federation. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a person who serves on the Academy Governing Body by the Board, any failure to uphold the values of the Federation and the academy or to act in a way which is appropriate in light of the Scheme of Delegation will be taken into account.
- 9.28 If any person who serves on an Academy Governing Body in his or her capacity as an employee at the academy ceases to work at the academy then he or she shall be deemed to have resigned and shall cease to serve on the Academy Governing Body automatically on termination of his or her work at the academy .
- 9.29 Where any person who serves on an Academy Governing Body resigns his or her office or is removed from office, the Clerk to Governors shall give written notice thereof to the Academy Governing Body who shall inform the Governor Services Officer.

### **Disqualification of members of the Academy Governing Body**

- 9.30 No person shall be qualified to serve on an Academy Governing Body unless he or she is aged 18 or over at the date of his or her election or appointment. No current student of the academy shall be entitled to serve on the Academy Governing Body.
- 9.31 Any person serving on an Academy Governing Body shall cease to hold office if they become incapable, by reason of mental disorder, illness or injury, of managing or administering their own affairs.
- 9.32 Any person serving on an Academy Governing Body shall cease to hold office if they are absent, without the permission of the Chair of the Academy Governing Body based on their assessment of the reasons given and the longer term impact, for two consecutive meetings at which they were entitled to attend and the Academy Governing Body recommends to the Board that their office be vacated.
- 9.33 A person shall be disqualified from serving on an Academy Governing Body if:
- their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
  - they are the subject of bankruptcy restrictions order or an interim order.
- 9.34 Any person shall be disqualified from serving on an Academy Governing Body at any time when they are subject to a disqualification order or a disqualification undertaking under the Directors Disqualification Act 1986 or to an order made under the Insolvency Act 1986 as amended (failure to pay under county court administration order).
- 9.35 Any person serving on an Academy Governing Body shall cease to hold office if they would cease to be a Director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 2011 (or any statutory re- enactment or modification of that provision).

- 9.36 Any person shall be disqualified from serving on an Academy Governing Body if they have been removed from the office of charity trustee or trustee for a charity 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 to which they were privy, or which they, by their conduct, contributed to or facilitated.
- 9.37 Any person shall be disqualified from serving on an Academy Governing Body at any time when they are:
- included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
  - disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or
  - barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).
- 9.38 Any person shall be disqualified from serving on an Academy Governing Body if they are a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or are subject to any prohibition or restriction which takes effect as if contained in such a direction.
- 9.39 Any person shall be disqualified from serving on a Local Governance Committee 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 except where a person has been convicted of any offence which falls under section 72 of the Charities Act 1993.
- 9.40 After the academy has opened, any person shall be disqualified from serving on its Academy Governing Body if they have not provided, to the Clerk to the Academy Governing Body, a DBS certificate at an enhanced disclosure level. In the event that the certificate discloses any information which would in the opinion of either the Chair or the Principal confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Trust Board to determine the matter. The determination of the Trust Board shall be final.
- 9.41 Any person who fails to provide a Declaration of Personal Interest, as defined in the section on Conflicts of Interest, shall be disqualified from serving on an Academy Governing Body.
- 9.42 Any person who fails to complete a Disclosure and Barring Service check within the prescribed period (within 21 days of appointment) shall be disqualified from serving on an Academy Governing Body.
- 9.43 Where any person becomes disqualified from serving on the Academy Governing Body; they shall upon becoming so disqualified give written notice of that fact to the Clerk to the Academy Governing Body who shall inform the Governor Services Officer.
- 9.44 The disqualification provisions shall also apply to any member of any committee or sub-committee of an Academy Governing Body who is not a member of the Academy Governing Body.

#### **Chair and Vice Chair of the Academy Governing Body**

- 9.45 The Trust Board shall each academic year, at their first meeting in that year, appoint a Chair at the academy . Any person who is employed by the Federation (whether or not at the academy ) or a person who is at the time of election already a Director of the Federation (except where such a person is a Director by virtue of

being the incumbent chair of the Academy Governing Body) shall be eligible for appointment as Chair upon signing a declaration that they will not seek to serve as a Director of the Federation. The Vice Chair should be appointed by the Academy Governing Body at the first meeting of the academic year and the same rules on eligibility as set out above for the Chair apply.

- 9.46 The Chair may at any time resign his position by giving notice in writing to the Governor Services Officer. The Vice-Chair of the Academy Governing Body at any academy may at any time resign his or her office by giving notice in writing to the Academy Governing Body. The Chair or Vice-Chair shall cease to hold office if:
- They cease to serve on the Academy Governing Body;
  - they have failed to sign a declaration that they will not seek to serve as a Director of the Federation whilst entering the employment of the Federation, whether or not at the academy ;
  - they are removed from office in accordance with these regulations; or
  - in the case of the vice-chair, they are appointed to fill a vacancy in the office of Chair.
- 9.47 Where a vacancy arises in the office of Chair, the Trust Board shall nominate a academy replacement. Where a vacancy arises in the office of Vice-Chair the Academy Governing Body should fill the vacancy.
- 9.48 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.
- 9.49 Where in the circumstances referred to in paragraph 9.46 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 Academy Governing Body 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 Director of the Federation. If the person elected is employed by the Federation, whether or not at the academy , they must have signed a declaration that they will not seek to serve as a Director of the Federation.
- 9.50 The Clerk to the Academy Governing Body shall act as Chair during that part of any meeting at which the chair is elected for that meeting.
- 9.51 Any election of the Chair for the meeting or Vice-Chair which is contested shall be held by secret ballot.
- 9.52 The Chair may be removed from office by the Trust Board at any time.

#### **Clerk to the Governing Body**

- 9.53 Each Academy Governing Body must appoint a Clerk to the Governors and must notify the Governor Services Officer and Trust Board of the name and address of the person appointed. Where a member of the academy staff is appointed as the Clerk to the Governors the duties of Clerk are in addition to their role within the academy and shall be remunerated separately.
- 9.54 The Clerk to the Academy Governing Body is not automatically appointed as the Clerk to any committees or sub-committees which are responsible for making their own arrangements for issuing notices and keeping minutes of meetings.
- 9.55 Where the appointed Clerk is not in attendance at any meeting of an Academy Governing Body the members present shall nominate one of their number to take notes and prepare the minutes of the meeting. Ex Officio Governors may not act as the minute taker.

- 9.56 The nature of Governors' meetings is such that the Clerk who sends out the agenda, collates the supporting papers and prepares the minutes for a meeting will see and hear information that is confidential and sensitive.
- 9.57 Clerks must ensure that the information they have is not shared with anyone outside the meeting; this means that the contents of minutes and meeting papers and conversations that take place in meetings must not be discussed or referred to.
- 9.58 Clerks must also take steps to protect against the risks to the security of the information stored electronically or on paper. These steps include:
- Using the Governors' area on SharePoint to upload minutes and papers rather than sending by e mail.
  - Where it is necessary for minutes and supporting papers for agenda items to be distributed by e mail, all documents and spreadsheets must be password protected and the recipients provided with the password by separate mail.
  - Hard copies of supporting papers for agenda items must not be left unattended in an open office.
  - Minutes must not be released to any person until they have been checked by the Chair of the meeting.
  - Freedom of Information Act requests, including any requests for copies of minutes, must not be answered directly but must be referred to the Head of HR until 31<sup>st</sup> December 2020 and then Head of Compliance at the Federation from 1<sup>st</sup> January 2021 on all occasions.
  - Electronic versions of supporting papers and minutes must be password protected when they are saved on any directory to which any other person has access.
  - Clerks who are employees of the Federation must be provided with a copy of this guidance on appointment and required to confirm by e mail that they have read and understood it and will comply with its provisions.
  - External Clerks, whether self-employed or engaged via companies or local authorities, must be engaged under a contract for services that specifies all the terms of the engagement including confidentiality and security of records. academies should check the contracts to confirm that the necessary provisions are included. Where the provisions are not adequate or there is no contract the Federation will provide a contract that clerks must sign and return.

### **Conflicts of interest**

- 9.59 Any Governor who has or can have 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 Governor shall disclose that fact to the Academy Governing Body as soon as they become aware of it. A person must absent themselves from any discussions of the Academy Governing Body in which it is possible that a conflict will arise between their duty to act solely in the interests of the academy and any duty or personal interest (including but not limited to any Personal Financial Interest).
- 9.60 Each Governor however appointed must complete and return to the Clerk to the Governors a signed Declaration of Interest, including, where they have no declarable interests, a nil return, at the time of their

appointment. The Clerk shall keep the Declaration of Interest in the governance records and shall make an entry recording the declarations in the Governors' Register of Interests.

- 9.61 At the commencement of each academic year the Federation will send to all Governors a declaration of interest form to be completed and returned to the Governor Services Officer. The Federation will send details of all declarations received to the Clerk to the Academy Governing Body. The Clerk shall present a copy of the schedule of details to the Chair at every meeting so that any Governor having a personal interest shall be asked to leave the meeting if any issue to which that interest relates is discussed.
- 9.62 At the commencement of any meeting of the governors the Clerk shall bring to the attention of the Chair of the meeting any failure by any Governor to make a declaration and if that person is present at the meeting the Chair shall require that they either complete a declaration immediately or leave the meeting.
- 9.63 At the commencement of business at every meeting the Chair shall remind governors of their duty to disclose personal interests and ask those present to confirm verbally that they have not acquired or lost any interests since the date of their last written declaration. The fact that Governors were asked to make the declaration and any declaration given must be recorded in the minutes.
- 9.64 Any Governor who fails to disclose an interest having being requested to do so shall be removed from office and shall not be eligible for re-appointment at the academy or at any other establishment within the Federation.
- 9.65 Where any Governor is also a member of the Trust Board it shall not be necessary for the Clerk to request a declaration of interest from them because they will have given the required declaration to the Clerk to the Governors of the Federation. The Clerk to the Academy Governing Body can ask the Clerk to the Governors of the Federation or the Governor Services Officer for a copy of the declaration given.
- 9.66 A person has a Personal Financial Interest if:
- He or she is in the employment of the Federation or is in receipt of remuneration or the provision of any other benefit directly from the Federation; or
  - They, or any related or connected person, has a pecuniary or other interest in any venture or organisation with which the academy does, or may do, business. The definitions of related and connected person and pecuniary interest shall be those contained in the ESFA academies Financial Handbook.
- 9.67 Each Governor is also required to disclose in the procedure for declarations of interest any role that they have in any other educational organisation whether as a governor, employee, proprietor, consultant or in any other capacity.
- 9.68 Governors' pecuniary interests and interests in other educational establishments will be disclosed on the academy website as required by the ESFA academies Financial Handbook.
- 9.69 Where any Governor receives or is offered gifts or hospitality by any third party that does or may do business with the academy such gift or offer is considered to compromise the independence of the Governor. Gifts and hospitality may not be accepted and any offer must be notified directly to the DFOD. The DFOD shall be responsible for advising the Trust Board whether any such offer constitutes an attempted bribe or other irregularity and the Board will determine whether any further action shall be taken against the supplier or potential supplier making the offer.

- 9.70 Any Governor found to have accepted a gift or hospitality without declaring it shall be required to stand down as a Governor.
- 9.71 In any conflict between any provision of the academies Scheme of Delegation and the Articles of Association of the Harris Federation, the Articles shall prevail.
- 9.72 Any disagreement between the Governors or any subcommittee of the Academy Governing Body and the Principal at the academy shall be referred to the Chief Executive Officer before resolution by the Trust Board.

### **Minutes**

- 9.73 The minutes of the proceedings of every meeting of Governors shall be drawn up by the Clerk to the meeting; and shall be signed (subject to the approval of the members of the Academy Governing Body) at the next subsequent meeting by the person acting as Chair. The minutes shall include a record of:
- All appointments of officers made by the Academy Governing Body; and
  - All proceedings at meetings of the Academy Governing Body and of committees and sub-committees thereof including the names of all persons present at each such meeting.
- 9.74 Draft minutes of meetings must be submitted to the Chair of the meeting within the period agreed with the Chair.
- 9.75 Clerks shall place the signed copies of the minutes of each meeting in the academy's governance records file.
- 9.76 Clerks shall ensure that copies of minutes of all meetings of the Academy Governing Bodies (and such of the committees and subcommittees as the Trust Board shall from time to time notify) shall promptly be provided to the Trust Board when requested and shall in any event forward copies of the minutes to the Federation Head Office for retention; clearly identified minutes uploaded to SharePoint satisfy this requirement.
- 9.77 The purpose of the minutes of any meeting of Governors or Committees is threefold:
- to record any decisions taken at the meeting so that auditors and regulators can be assured that any actions taken by an academy were properly authorised;
  - to record any actions agreed upon and the ownership of those actions so that they can be followed up at subsequent meetings to ensure compliance with the requirements of the governors; and
  - to record the participation of governors so that reviewers can be assured of the quality of governance.
- 9.78 None of these objectives require that the minutes include a detailed record of information presented at the meeting. To do this is time consuming and can also lead to imprecise recording because of the complex technical nature of some reports.
- 9.79 Samples of minutes of meetings in the required format are include in document the "Regulations for the Conduct of Business by an Academy Governing Body"

### **Committees**

- 9.80 Each Academy Governing Body shall establish a Finance Committee. The finance role of the committee may be combined with other functions, for example in a Finance and General Purposes Committee, provided that the committee undertakes all the tasks and responsibilities allocated to the Finance Committee under the Scheme of Delegation.
- 9.81 Academy Governing Bodies may with the agreement of the Chief Executive, trial a joint Finance Committee / Finance and General Purposes Committee across a cluster of academies.
- 9.82 The Terms of Reference and the powers delegated to the Finance Committee shall be in accordance with the instructions issued from time to time by the Trust Board as set out in the Scheme of Delegation.
- 9.83 The Chair and Vice-Chair of any Finance Committee shall not be the same persons who serve as Chair and Vice-Chair of the Academy Governing Body of the academy.
- 9.84 Academy Governing Bodies may establish any other committee or sub-committee that it considers appropriate to assist with the efficient discharge of its duties.
- 9.85 The constitution, membership and proceedings of any committee or sub-committee established by an Academy Governing Body, with the exception of the Finance Committee, shall be determined by the Academy Governing Body but having regard to any views of the Trust Board. The establishment, terms of reference, constitution and membership of any committee or sub-committee shall be reviewed at least once in every twelve months. The membership of any committee or sub-committee may include persons who do not also serve on the Academy Governing Body, provided that a majority of the members of any such committee or subcommittee shall be members of the Academy Governing Body or Directors of the Federation.
- 9.86 The Academy Governing Body may determine that some or all of the members of a committee or sub-committee who are not Federation Directors or who do not serve on the Academy Governing Body shall be entitled to vote in any proceedings of the committee or sub-committee. No vote on any matter shall be taken at a meeting of a committee or sub-committee unless the majority of members of the subcommittee present either are Directors of the Federation or serve on the Academy Governing Body of the academy . The terms of reference for any committee or sub-committee of the governing body shall be consistent with any policy or statement of recommended practice issued from time to time by the Trust Board.

## **Delegation**

- 9.87 Provided such power or function has been delegated to an Academy Governing Body, it may further delegate to any person serving on the Academy Governing Body, committee, the Principal 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 Trust Board or the Academy Governing Body may impose and may be revoked or altered.
- 9.88 Where any power or function of the Directors or the Academy Governing Body is exercised by any committee, any Director or Governor, Principal or any other holder of an executive office, that person or committee shall report to the Academy Governing Body in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Academy Governing Body immediately following the taking of the action or the making of the decision.

### **Meetings of the Academy Governing Body**

- 9.89 Subject to the following, each Academy Governing Body may regulate its proceedings as its members think fit.
- 9.90 The Academy Governing Body shall meet at least four times in every academic year.
- 9.91 Meetings of the Academy Governing Body shall be convened by the Clerk to the Academy Governing Body on the instructions of the Chair.
- 9.92 In exercising their functions the Clerk shall comply with any direction given by:
- the Trust Board;
  - the Chief Executive Officer;
  - the Academy Governing Body; or
  - the Chair or, in their absence or where there is a vacancy in the office of chair, the Vice-Chair, so far as such direction is not inconsistent with any direction given as mentioned above.
- 9.93 Each member of the Academy Governing Body shall be given at least seven clear days before the date of a meeting:
- notice in writing thereof, signed by the Clerk, and sent to each member of the Academy Governing Body at the address (or e-mail address) provided by each member from time to time;
  - a copy of the agenda for the meeting; and
  - a copy of any report or paper that will be considered at the meeting by reason of the item concerned being on the agenda for the meeting.
- 9.94 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 thereof are given within such shorter period as they direct.
- 9.95 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 9.96 A resolution to rescind or vary a resolution carried at a previous meeting of the Academy Governing Body shall not be proposed at a meeting of the Academy Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 9.97 A meeting of the Academy Governing Body shall be terminated forthwith if:
- the members of the Academy Governing Body so resolve; or
  - the number of members present ceases to constitute a quorum for a meeting of the Academy Governing Body
- 9.98 Where in accordance with paragraph 9.96 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 as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.

- 9.99 Where the Academy Governing Body resolves in accordance with paragraph 14.10 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Academy Governing Body shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and they shall direct the Clerk to convene a meeting accordingly.
- 9.100 The quorum for a meeting of the Academy Governing Body, and any vote on any matter thereat, shall be any three Sponsor members of the Academy Governing Body, or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office on the Academy Governing Body as Sponsor Governors at the date of the meeting.
- 9.101 An Academy Governing Body may act notwithstanding any vacancies in its composition, but, if the numbers of Sponsor Governors serving is less than the number fixed as the quorum, the continuing persons may act only in an advisory capacity.
- 9.102 Every question to be decided at a meeting of an Academy Governing Body shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Academy Governing Body shall have one vote.
- 9.103 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.
- 9.104 The proceedings of the Academy Governing Body shall not be invalidated by:
- any vacancy in its composition; or
  - any defect in the election, appointment or nomination of any person serving on the Academy Governing Body.
- 9.105 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of a Local Governance Committee or of a committee thereof, shall be valid and effective as if it had been passed at a meeting of the Academy Governing Body or (as the case may be) a committee thereof 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 Academy Governing Body and may include an electronic communication by or on behalf of the Academy Governing Body indicating agreement to the form of resolution providing that the member has previously notified the Academy Governing Body in writing of the email address or addresses which the member will use.
- 9.106 Each Academy Governing Body shall ensure that a copy of the following is kept on record:
- the agenda for every meeting of that Academy Governing Body;
  - the signed minutes of every such meeting; and
  - any report, document or other paper considered at any such meeting.
- 9.107 There may be excluded from any item required to be made available in pursuance of paragraph 9.105, any material relating to:
- a named teacher or other person employed, formerly employed, or proposed to be employed, at an academy or elsewhere in the Federation;
  - a named student or former student at, or candidate for admission to, an academy ;
  - and any matter which, by reason of its nature, the Academy Governing Body is satisfied should remain confidential.

9.108 At the end of every meeting of the Academy Governing Body or of any Committee or sub-committee thereof the Chair shall direct the meeting to consider in regard of every decision made or item discussed whether any item be treated as confidential and recorded as such in the minutes of the meeting.

## Notices

9.109 Any notice to be given to or by any person (other than a notice calling a meeting of an Academy Governing Body ) 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. In these Regulations. "Address" in relation to electronic communications, includes a number or address used for the purposes of such communications.

9.110 A notice may be given by the Academy Governing Body 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 Academy Governing Body by the member. A member whose registered address is not within the United Kingdom and who gives to the Academy Governing Body an address within the United Kingdom at which notices may be given to them, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to them at that address, but otherwise no such member shall be entitled to receive any notice from the Academy Governing Body.

9.111 A member of the Academy Governing Body present at any meeting of the Academy Governing Body shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

9.112 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 in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators 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.

## Review of Performance

9.113 Once in every academic year the Academy Governing Body shall review the performance of the academy and its own work within that performance.

9.114 Guidance on the form that the review is to take will be issued annually by the Trust Board to take into account the requirements of the ESFA as set out in the ESFA academies Financial Handbook.

9.115 The findings of the review and any recommendations for future actions shall be reported back to the Academy Governing Body and included in the minutes of the meeting at which they are presented.

9.116 The Governors' review should be carried out in the context of the academy's performance in the period under review. The review process therefore must be to examine the attainments, and shortcomings, of the academy in the period leading up to review and then assess their own contribution to successes and their involvement, or lack of it, in areas that had less successful outcomes. The areas of review will vary according to the academy's situation and will be determined by the Chair but should always include some consideration of the following:

- the academy's exam results;

- the outcome of any Ofsted inspection and any recommendations made by inspectors;
- whether the academy complied with its budget and if not what were the reasons for the variances;
- whether the academy experienced any safeguarding or Health & Safety issues and if so what was done about them;
- what formal complaints, if any, were received by the academy, how were they resolved and what actions are required to prevent a re-occurrence of the events that led to the complaint.

9.117 For each item considered the Governors should consider whether there is anything more that they might have done to help identify and deal with an unsuccessful outcome or anything they did that contributed to positive achievements.

9.118 The review should always include asking whether the Academy Governing Body has the right mix of skills and experience to monitor and advise on all relevant issues and whether all the required meetings took place and were adequately attended. From this Governors may identify actions that they need to take to reinforce success and to counter shortcomings, this might include (raising with the Board where applicable) :

- increasing the number of Governors;
- changing the structure and composition of committees;
- re-allocating responsibilities;
- recruiting new Governors with additional skills;
- arranging training either collectively or for individual Governors in specialist topics; or
- asking existing Governors to step down.

### **Indemnity**

9.119 Subject to the provisions of the Companies Act 2006, which relate to governors who are also Directors of the Harris Federation, every member of the Academy Governing Bodies or other officer or auditor of the Federation acting in relation to an academy shall be indemnified out of the assets of the Federation 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 academy .

9.120 The indemnity provided shall only apply where the person claiming indemnity has notified the Federation at the outset of any action against them and has complied with any directions given by the Federation or its insurers for the defence and management of the claim.

## 10. Annex A - Financial Powers and Duties

In order to allow the academy to function efficiently, delegation to committees and the principal is necessary. The extent and level of any such delegation is set out in the matrix of responsibilities below

Where committees are established, the name of the committee to which the function is delegated is specified in the matrix except for the Finance and General Purposes Committee which is referred to as F&GPC.

Key to abbreviations:

| Abbreviation | Full name                                       | Status                 |
|--------------|---|------------------------|
| AD           | Assistant Director                              | Federation appointment |
| AIP          | Academy Development Plan                        | Academy document       |
| AFH          | Academies Financial Handbook                    | ESFA Document          |
| AGB          | Academy Governing Bodies                        | Committees of the FBD  |
| CEO          | Federation Chief Executive Officer              | Federation appointment |
| DfE          | Department for Education                        | Government Department  |
| DFOD         | Director of Finance and Operational Development | Federation appointment |
| DPE          | Director of Primary Education                   | Federation appointment |
| DSE          | Director of Secondary Education                 | Federation appointment |
| ESFA         | Education & Skills Funding Agency               | Agency of the DfE      |
| FBP          | Finance Business Partner                        | Federation appointment |
| FC           | Federation Financial Controller                 | Federation appointment |
| FFH          | Federation Financial Handbook                   | Federation document    |
| F&GPC        | Finance and General Purposes Committee          | Academy GB committee   |
| FBD          | Federation Board of Directors                   | Appointed by Sponsor   |
| FO           | Finance Officers                                | Academy appointments   |
| HOT          | Head of Talent and Recruitment                  | Federation appointment |
| HFBP         | Head of Finance Business Partnering             | Federation appointment |
| HOP          | Head of Procurement                             | Federation appointment |
| HR           | Human Resources Department of the Federation    | Federation appointment |
| IA           | Internal Auditor                                | Federation appointment |
| ICT          | IT Cluster Managers                             | Federation appointment |
| DCC          | Director of Commercial and Compliance           | Federation appointment |
| PM           | Premises Managers                               | Academy appointment    |
| PCM          | Procurement Manager                             | Federation appointment |
| SFBP         | Senior Finance Business Partners                | Federation appointment |
| TOCA         | Transfer of Control Agreement                   |                        |

|             | Responsibility   | Harris Federation Board (FBD)   | Academy Governing Body   | Principal & Executive Principal   | CEO/Federation Directors and Staff  | Comments   |
|-------------|--|---|--|---|---|--|
| <b>1.</b>   | <b>Accounting Policy and Procedures</b>                |   |  |   |   |  |
| <b>1.1.</b> | Adhering to ESFA and statutory financial requirements. | Finance Committee of FBD approves all accounting policies and procedures.   |  |   | DFOD recommends policies to Board via FBD Finance Committee.  | External auditors are consulted on financial policies to ensure compliance.  |
| <b>1.2.</b> | Ensuring policies and controls are followed.           | <p>FBD Audit Committee receives and reviews internal audit reports on compliance.</p> <p>The Audit Committee must meet at least 3 times a year.</p> | <p>F&amp;GPC receives and reviews internal control reports from Internal Auditor.</p> <p>Principals/Head of Academy actions the Internal Auditor's points.</p> | Principal receives copy of internal audit reports and adds response before the reports are sent to Governors. | DFOD & HFBP receive internal control reports from Internal Auditor and take action to remedy non-compliance with any finance related policies and procedures under their control. Consider any recommendation made by IA for best practice. | <p>IA will visit the high risk academies during the year as set out in the annual internal audit plan. Where DFOD, Principal &amp; HFBP have taken action to remedy non-compliance IA will make follow up visit to check on compliance.</p> <p>The Federation must submit its internal audit annual summary report of the areas reviewed, key findings, recommendations and conclusion to the ESFA by 31<sup>st</sup> December each year when it submits its</p> |

|             | <b>Responsibility</b>                                  | <b>Harris Federation Board (FBD)</b>  | <b>Academy Governing Body</b>   | <b>Principal &amp; Executive Principal</b> | <b>CEO/Federation Directors and Staff</b>  | <b>Comments</b>   |
|-------------|--|---|---|--|--|---|
|             |  |   |   |  |  | audited annual accounts.  |
| <b>1.3.</b> | Maintaining accounting records as required by statute. | FBD Finance Committee receive and review half termly budget monitoring reports. | F&GPC receive and review budget monitoring reports termly. Chair of F&GPC reports on financial situation to the Academy Governing Body. | Review budget monitoring reports monthly.  | SFBP reviews budget monitoring reports monthly and Federation Finance team checks monthly that all control accounts are reconciled.<br><br>FBPs must prepare monthly accounts and must include income & expenditure account, variation to budget report, cashflow and balance sheet. | The review of accounts against budget and the control account reconciliations will highlight possible errors and omissions in the records so that they are rectified in a timely fashion. |

| 2.   | Asset Safeguarding   |  |  |   |  |  |
|------|--|--|--|---|--|--|
| 2.1. | Arranging security of physical assets such as buildings, furniture, equipment, stock, stores and cash.               |  |  | Principal oversees academy staff responsible for arranging security of physical assets and site.<br><br>FO controls cash. | DFOD decides on minimum financial security procedures and incorporates them into the FFH.<br><br>FBP checks cash reconciliations.                                    |  |
| 2.2. | Maintaining an inventory of all high value or attractive movable items of equipment and security marking such items. |  |  | Principal directs academy staff to tag all assets and control issues and allocations.                                     | SFBP oversees FBPs and FOs maintaining financial records and reconciling these to the inventory.   | Procedures for recording and checking are laid down in the FFH.              |
| 2.3. | Checking annually the inventory to verify the location and condition of each item of equipment.                      |  | F&GP will receive and review the IA report on material losses and discrepancies. F&GPC will recommend write offs for lost equipment. | Principal directs academy staff to physically check assets and update records accordingly.                                | FBPs and FOs amend financial records to reflect losses and disposals.<br><br>IA review all material losses and discrepancies and report to DFOD and Audit Committee. | Write offs of lost equipment have to be approved by the FBD Audit Committee. |

|      |  |  |  |   |   |  |
|------|--|--|--|---|---|--|
| 2.4. | Authorising the disposal of unusable or obsolete equipment included in the inventory and ensuring that the best value is obtained on disposal. |  | Disposal of any asset that originally cost more than £10k and the plan for disposal (e.g. sale, scrap) are considered by FGPC and if agreed passed to DFOD for final approval. | RD/PM/ICT staff prepare lists of items recommended for disposal<br>Principal approves, in writing, any disposal of an asset that cost less than £10k when acquired. | DFOD is responsible for approving disposals of assets originally costing over £10k if recommended by the academy F&GPC.<br><br>FBPs and FOs amend financial records to reflect disposals. | Any item given away must be signed for by the recipient to confirm that they made no payment for the item.   |
| 2.5. | Maintaining a record of all property borrowed by staff or third parties.   |  |  | Principal ensures that there is a system in place and that relevant staff record issues and returns of equipment.   |   | The asset register records loans.<br><br>All issues and loans are signed for by staff; equipment issued to staff must be returned when they leave the academy. |
| 2.6. | Maintaining a fixed asset register   |  |  |   | FBPs and FC are responsible for maintaining the accounting record of all capital assets.  |  |
| 3.   | <b>External Audit</b>  |  |  |   |   |  |

|      |   |   |  |  |  |   |
|------|---|---|--|--|--|---|
| 3.1. | Appointing statutory auditors.  | Appoints auditors – appointment confirmed by Members at AGM.  |  |  |  | A firm providing external audit to a Trust shall not also provide internal audit services to it.  |
| 3.2. | Making records and documents available for inspection by the External Auditors.                           |   | Clerk to the Governing Body will make copies of the minutes of all meetings of the AGB and its Committees available if required.                       | Provides auditors with any explanations required that cannot be dealt with by FBP or FC.   | FBP prepares all information required for statutory disclosure and ensures records are in order for inspection. FC prepares the consolidated statutory accounts with back up to the external auditors. | There is a legal obligation to supply auditors with such information and explanations as they may require.  |
| 3.3. | Receiving the reports and management letters from audit inspections and implementing any recommendations. | External Auditors will present their report and management letter direct to the FBD Audit Committee at the Autumn Term Committee meeting. | Governing Body receives and reviews any specific observations on the academy made in the audit management letter and the Principal's response thereto. | If the academy is specifically mentioned in the management letter the Principal responds to points raised in report for the AGB. | DFOD prepares detailed response to management letter points and plans recommended changes as required by the Audit Committee.<br><br>FBP assists the Principal to prepare responses to audit points.   | External auditors will submit a management letter after their annual audit – this is not a part of the audit opinion on the accounts but advice to the Trust.<br><br>The ESFA reviews management letters, to ensure progress is made in resolving issues. |

| 4.   | Financial Planning, Budgeting, Monitoring and Reporting                                       |   |   |  |   |  |
|------|---|---|---|--|---|--|
| 4.1. | Setting budget objectives and reserves levels.  | FBD set parameters for reserves as part of approving the reserves policy. | AGB recommend level of reserve for the academy within Federation policy parameters. | Proposes the level of reserves as part of the academy Development Plan (ADP). academies must prepare a business case to submit to the Federation if they propose an in-year deficit. The business case should include a recovery plan. | DFOD ensures the proposed reserves levels comply with Federation policy.<br><br>DFOD and CEO will review and consider academy plans to use reserves.            | Policy must reflect Charity Commission requirements.<br><br>Available reserves may be used in-year in exceptional circumstances, but this will need CEO/DFOD approval. |
| 4.2. | Involvement of Principals and Executive Principals who have resigned during the academic year |   |   | Principals and Executive Principals are not allowed to make financial decisions during their notice period. Their role is confined to providing advice and information only during the budget process.                                 | DFOD ensures DSE or DPE take the lead on setting the budget objectives or delegate it to other senior member of staff.  |  |
| 4.3. | Approving use of brought forward reserves.  | FBD approval is required for any use of reserves in excess of £100k.      |   | Principals must submit a written proposal with justification for using their reserves to the Director of Primary or Director of Secondary Education as appropriate.  | Director of Primary or Secondary will review proposals and if they endorse them recommend approval to CEO. DFOD will scrutinise all proposals and advise CEO on |  |

|             |   |   |   |   |  |   |
|-------------|---|---|---|---|--|---|
|             |   |   |   |   | impact and make his recommendation. CEO decides whether to allow use of reserves up to £100k.                                |   |
| <b>4.4.</b> | Producing a 3-year forecast that covers high level objectives and plans and allows for known and likely changes.                            |   | AGB receives and reviews the forecast ensuring the plans meet the identified priorities of the academy and plans are suitably costed.             | Principal and senior team produce reviews of performance each Autumn and propose changes to 3 year forecast to the AGB. | FBP costs plans and assists with information to propose savings where necessary to make the forecast balance.                |   |
| <b>4.5.</b> | Maintaining a premises and asset management plan and ensuring that financial plans allow for funds to be accrued to meet longer term costs. | FBD Finance Committee to set policies for reserves that should be held by the academy to meet known long-term premises costs that will not qualify for condition improvement funding. | F&GPC to receive and review and asset management plan which should be updated at least every 3 years; and include known costs in budget planning. | Report to F&GPC on condition of premises and asset management plan and consider affordability of works.                 | DCC to contribute reports on condition of premises to Principal and organise updates of asset management plans by surveyors. | Ideally the premises and asset management plan should be reflected in the 3-year forecast. Health and Safety issues raised related to premises will need immediate actions and risk management. |
| <b>4.6.</b> | Overseeing the preparation of the annual budget to reflect the priorities established   |   |   | Principals discuss priorities and objectives with FBPs to reflect ADP   | The DFOD/HFBP oversees the preparation of a budget template and stipulates   | Budget assumptions will always include an objective to set at least a balanced budget or to   |

|             |  |   |  |   |  |   |
|-------------|--|---|--|---|--|---|
|             | by the academy Development Plan (ADP).                               |   |  | so they can draft budget;<br>Final budget to be submitted agreed with Principal and underlying assumptions explained by FBP.  | assumptions to be followed in budgeting.<br><br>FBPs draft budgets to reflect principals' instructions within the template<br><br>DFOD team reviews the draft budgets prior to submission to AGBs.   | generate an in-year surplus.<br><br>The budgets must include details of the academy's planned capital expenditure.<br><br>A 3-year plan/forecast should be prepared along with the annual budget. |
| <b>4.7.</b> | Approving the final budget.  | FBD Finance Committee review the consolidated Federation budget and report recommendations to FBD.<br>FBD approval of the final budget must be minuted. | F&GPC review the budget in detail. Chair of F&GPC presents budget to Governing Body who in turn recommend approval to FBD. | Principal, supported by FBP, presents the proposed budget to F&GPC. A timetable will be issued at the beginning of the budget process. First draft will be on 30 <sup>th</sup> April and final version by the summer half term. | Directors of Primary and of Secondary Education review the budgets of their respective academies prior to submission to AGBs.<br><br>DFOD presents consolidated budget to the FBD Finance Committee and thereafter to the Federation Board for approval. |   |
| <b>4.8.</b> | Notifying the approved budget to ESFA within the required timescale. |   |  |   | FC submits consolidated budget and forecast return in May and July respectively to the   | FC issues a budget timetable, to coincide with the ESFA reporting   |

|              |  |  |   |  |   |  |
|--------------|--|--|---|--|---|--|
|              |  |  |   |  | ESFA. This needs to be approved by Trustees.  | deadlines, to the academies.   |
| <b>4.9.</b>  | Monitoring actual year to date income and expenditure against budget and explaining variances. | <p>Consolidated reports for the whole Federation are reviewed by the FBD Finance Committee half termly and are reported in summary to the FBD. Approval of budget and review of management accounts must be minuted.</p> <p>FBD Chair is sent the group management accounts including Cashflow and Balance Sheet for review every month.</p> <p>Pupil number projections must be reviewed termly by the Board.</p> | <p>F&amp;GPC review the most recent monthly report at its termly meetings. Chair of F&amp;GPC reports any significant items to the AGB.</p> <p>Pupil number projections must be reviewed termly by the AGB.</p> | Principal reviews monthly reports and outturn forecasts.   | <p>FBP prepares monthly management accounts, outturn forecasts and monitoring reports. DFOD team review and check termly academy reports.</p> <p>The schools resource management self-assessment tool which is usually prepared by the ESFA needs to be reviewed by the Trustees.</p> | The monitoring reports include a commentary to explain variances and a summary of risks and opportunities. |
| <b>4.10.</b> | Approving transfers between budget headings (virements).                                       |  |   | Principal can make transfers between budgets (virements) provided that the changes do not impact |   | A virement is a re-allocation of planned expenditure. Virements should                                     |

|              |   |  |   |  |   |  |
|--------------|---|--|---|--|---|--|
|              |   |  |   | <p>on the overall budgeted outturn.</p> <p>Any academy that generates more than £70k additional income compared to budget and plans to spend this money in-year requires the approval of the CEO in consultation with the Director of Secondary Education or Director of Primary Education.'</p> |   | <p>not affect the overall budget forecast for the year.</p>  |
| <b>4.11.</b> | <p>Approving expenditure not provided for in the annual budget that would otherwise put academy into deficit.</p> | <p>Any proposal by an academy to incur expenditure that was not provided for in the budget and that will cost £100k or more must be approved by the FBD Finance Committee.</p> | <p>F&amp;GPC should consider and support the proposal. Governors should indicate on the business case whether they support the proposal or have reservations. Where a proposal is urgent the Chair should express their opinion on the proposal by email.</p> | <p>Principals can propose additional expenditure.</p>  | <p>FBP will assist the Principal or other staff in preparation of the business case proposing the expenditure.</p> <p>The CEO consulting with DPE or DSE can approve additional expenditure up to a limit of £100k. Above £100k Board approval is required.</p> <p>DFOD will scrutinise all proposals and advise the CEO on the financial impact.</p> | <p>Any request for additional expenditure to be approved must be supported by a written business case setting out the advantages of the expenditure and explaining how the cost will be met.</p> |

|             |  |  |  |  |   |  |
|-------------|--|--|--|--|---|--|
|             |  |  |  |  |   |  |
| <b>5.</b>   | <b>Value for money, Awarding contracts, Placing orders</b>               |  |  |  |   |  |
| <b>5.1.</b> | Appointing Preferred Suppliers.  |  |  |  | PCM will review prices and terms proposed by any supplier seeking Preferred Supplier status.<br>HOP will make final decision on any proposal to appoint a preferred supplier. | Preferred Suppliers are those whose rates/prices and terms and conditions have been checked in advance to ensure that they will provide good value for money so that it is not always necessary to obtain competitive quotes before ordering from them.<br><br>Preferred suppliers have normally arisen from a formal tender or benchmarking exercise overseen by the PCM. |
| <b>5.2.</b> | Using the Preferred Supplier List (PSL) for the supply of agency workers |  |  | Principal must follow this framework.<br>Consideration to go outside of this will only | Federation heads of department must use this framework.   | This is a dynamic purchasing system (DPS) which means it is subject to   |

|             |   |  |  |  |   |  |
|-------------|---|--|--|--|---|--|
|             | and introduction of permanent or fixed staff.   |  |  | be made for very hard to fill vacancies or particularly niche posts where a particular skillset is required; in these exceptional instances, prior written approval of the HOT will be required. |   | periodic 'refresh'. HOT will evaluate suppliers' performance and consider new recruitment agencies for appointment to the PSL.   |
| <b>5.3.</b> | Selecting a supplier for any expenditure below £2,000.                                  |  |  | FOs or individual budget holders will select a supplier for each order.  | FBPs will authorise orders and ensure that Preferred Suppliers are used where available.  | Preferred Suppliers must be used where available unless the academy can demonstrate that another supplier provides better value for money.<br><br>FBPs should be mindful of value for money (VFM). |
| <b>5.4.</b> | Selecting a supplier for urgent site maintenance/repair works between £2,000 and £5,000 |  |  | Premises Manager will propose a supplier for each order.   | Federation Estate Manager to sense check proposal and endorse. FBPs will authorise orders and ensure that Preferred Suppliers are used where available. | Factors to be considered include: urgency of need, ramifications if works are not undertaken (for instance, health & safety issues) in a timely manner, and of course, VFM.                        |

|      |  |  |  |   |  |   |
|------|--|--|--|---|--|---|
| 5.5. | Selecting a supplier for any expenditure between £2,000 and £20,000 (with exception of point 5.4 above). |  |  | FOs or individual budget holders must obtain two written quotes.<br><br>Principals must authorise any proposed purchase where the lowest cost offer is not accepted.                            | FBPs will authorise orders and ensure that the chosen supplier is either a Preferred Supplier or that two written quotes were obtained.  | Academies must either use a Preferred Supplier or obtain two written quotes prior to selection.   |
| 5.6. | Selecting a supplier for any expenditure between £20,000 and £40,000.                                    |  |  | FOs or individual budget holders must obtain three written quotes from potential suppliers.<br><br>Principals must authorise any proposed purchase where the lowest cost offer is not accepted. | FBPs will check that three written quotes were obtained, and that Preferred Suppliers were included in the three prices where available and make a recommendation of award.<br>DFOD will authorise orders. | Three written quotes for the supply must be obtained. All Preferred Suppliers must be asked to provide prices.<br><br>If required, the Procurement team can run formal tenders. |
| 5.7. | Selecting a supplier for any expenditure over £40,000.   |  |  | Principal will direct staff to prepare a detailed specification setting out the academy's (or department's) requirements.   | HOP will oversee tender process.<br><br>PCM will keep a register of all tenders issued and results.  | Formal tender process per the procurement guidelines will be followed.<br><br>The award <b>must</b> be based on criteria set out in the tender document.                        |

|       |   |                          |  |  |   |   |
|-------|---|--------------------------|--|--|---|---|
| 5.8.  | Waiving pricing/quote process for procurements between £2,000 and £40,000 where only one supplier is considered suitable. |                          |  | academy must submit statement signed by Principal explaining why only one supplier is considered suitable. Principal to approve following PCM endorsement. | PCM will endorse waiver after reviewing reasons given.  | Waiver has to be confirmed by email and copy attached to PO or contract.<br><br>Waiver will be entered in procurement statistics if procurement award a contract. |
| 5.9.  | Waiving tender process for procurements between £40,000 and £100,000 where only one supplier is considered suitable.      |                          |  | academy must submit statement signed by Principal explaining why only one supplier is considered suitable.   | DFOD or DCC will endorse waiver after reviewing reasons given.  | Waiver has to be confirmed by email and copy attached to PO or contract.<br><br>Waiver will be entered in procurement statistics as contract must be issued.      |
| 5.10. | Waiving tender process for procurements over £100,000 where only one supplier is considered suitable.                     | <b>Board to approve.</b> |  | academy must submit justification statement signed by Principal explaining why only one supplier is considered suitable.                                   | HOP will consider merits of request and provide CEO with a recommendation. CEO will consider waiver after reviewing justification statement and | Waiver has to be confirmed in email and copy attached to PO or contract. Waiver will be entered in procurement statistics.  |

|              |   |  |  |  |   |  |
|--------------|---|--|--|--|---|--|
|              |   |  |  |  | HOP's recommendation.   |  |
| <b>5.11.</b> | Authorising Purchase Orders up to £10,000.  |  |  | Principal approves requisition prior to PO being issued.                                 | FBP authorises PO on accounts system. FC to authorise for Federation.   | Accounts system will not action PO until authorised by FBP.                              |
| <b>5.12.</b> | Authorising Purchase Orders of £10,000 to £20,000 value.                                  |  |  | Principal approves requisition prior to PO being issued.                                 | FBP endorses PO and SFBP (or FC or HFBP in their absence) authorises PO on accounts system. FC to authorise for the Federation. | Accounts system will not action PO until authorised by SFBP.                             |
| <b>5.13.</b> | Authorising Purchase Orders over £20,000 value.   |  |  | Principal approves requisition prior to PO being issued.                                 | DFOD authorises PO on accounts system.  | Accounts system is programmed only to accept DFOD authorisation for orders over £20,000. |
| <b>5.14.</b> | Executing contracts for a total or potential total value up to £40,000.                   |  |  | For academies FBP & Principal to financially approve via email.                          | For Federation – FC and Director approve via email and HOP to formalise and sign contract.                                      | All signed contracts must be saved to academy's Dropbox and Procurement's SharePoint.    |
| <b>5.15.</b> | Executing contracts for a total or potential total value of between £40,000 and £250,000. |  |  | For academies FBP & Principal to financially approve via tender evaluation report (TER). | For Federation – FC and Director approve via tender evaluation report and HOP to  | Endorsed TER to be saved in Procurement's SharePoint. All signed contracts               |

|              |  |  |  |  |  |   |
|--------------|--|--|--|--|--|---|
|              |  |  |  |  | formalise and sign contract.   | must be saved to academy's Dropbox and Procurement's SharePoint.  |
| <b>5.16.</b> | Executing contracts for a total or potential total value of between £250,000 and £2 million. |  |  | For academies FBP & Principal to financially approve via tender evaluation report. | For Federation – FC and Director approve via tender evaluation report and HOP to formalise contract. Contract to be signed by CEO.                           | Endorsed TER to be saved in Procurement's SharePoint. All signed contracts must be saved to academy's Dropbox and Procurement's SharePoint. |
| <b>5.17.</b> | Executing contracts for a total or potential total value of over £2 million.                 | <b>Provide delegation to CEO to sign contract.</b>   |  | For academies FBP & Principal to financially approve via tender evaluation report. | For Federation – FC and Director approve via tender evaluation report and HOP to formalise contract. CEO to sign contract if delegated to do so by the Board | Endorsed TER to be saved in Procurement's SharePoint. All signed contracts must be saved to academy's Dropbox and Procurement's SharePoint. |
| <b>5.18.</b> | Ensuring compliance with Public Contracts Regulations.                                       | Audit Committee receive reports on Compliance from IA that will highlight any failure to follow Regulations. |  |  | This Scheme of Delegation sets the limits and procedures for quoting and tendering.<br><br>HOP encourages academies to follow these procedures.              | HOP monitors all formal tenders and formalises the award of contract to ensure compliance.  |

|              |  |  |  |   |  |  |
|--------------|--|--|--|---|--|--|
|              |  |  |  |   |  |  |
| <b>5.19.</b> | Appointing an external consultant.                       |  |  |   | The CEO in consultation with a director can approve the appointment of external consultants. |  |
| <b>5.20.</b> | Procurement and spending                                 |  |  |   | The Federation prohibits the purchase of alcohol except for use in religious services.       |  |
| <b>5.21.</b> | Photocopier Leasing and Cost per Copy Charge Agreements. |  |  | Principal approves the contract once FBP has reviewed it financially. | HOP formalises and signs the contract.   |  |

|             | <b>Responsibility</b>  | <b>Harris Federation Board (FBD)</b>   | <b>Academy Governing Body</b>   | <b>Principal &amp; Executive Principal</b>                    | <b>CEO/Federation Directors and Staff</b>   | <b>Comments</b>   |
|-------------|--|--|---|---|---|---|
| <b>6.</b>   | <b>Governance</b>  |  |   |   |   |   |
| <b>6.1.</b> | Establishing the academy Governing Body and the regulations for its conduct of business. | FBD establish the number of Governors required and the nature of the appointments and sets out the Regulations for Conduct of Business by the Governing Body as by laws under the Federation's Articles. |   |   | CEO approves the Regulations for the Conduct of Business.   | The Regulations for the Conduct of Business of the Governing Body include procedures for holding meetings, issuing notices, making and circulating minutes, appointment and removal of governors, etc.          |
| <b>6.2.</b> | Appointing Governors to the academy's Governing Body.                                    | Appoints Sponsor Governors.  | The AGB may recommend individuals for appointment as sponsor governors. They must organise elections of staff and parent governors. | Principals and Executive Principals are ex officio governors. | CEO may nominate persons for appointment by FBD.<br><br>The FBD have appointed the CEO a sponsor Governor of all AGBs. DPE and DSE are sponsor governors of primary and secondary academies respectively. | Staff governors and parent governors can be appointed if elected by the relevant groups. It is not a requirement of the Federation's Articles to have parent and/or staff governors although most academies do. |

|             | <b>Responsibility</b>   | <b>Harris Federation Board (FBD)</b>  | <b>Academy Governing Body</b>   | <b>Principal &amp; Executive Principal</b> | <b>CEO/Federation Directors and Staff</b>  | <b>Comments</b>  |
|-------------|---|---|---|--|--|--|
| <b>6.3.</b> | Appointing Chairs of academy Governing Bodies and committees. | FBD appoints Chair of the academy's Governing Body annually.  | The AGB appoints Vice Chair. AGB appoints Chair and Vice Chair of F&GPC and any other committee or sub-committee.                         |  |  | Clerks to the Governing Bodies are responsible for keeping a record of appointments and terms of office. |
| <b>6.4.</b> | Removing Chairs of academy Governing Bodies and committees.   | The Chair of the Federation Board may remove the Chair of the academy Governing Body at any time pending confirmation by the Board. | Governing Body may remove the Chair and/or Vice Chair of the FGPC and any other committee that it has established.                        |  |  |  |
| <b>6.5.</b> | Establishing committees.                                      | Terms of reference for the academy F&GPC are set by the FBD as part of the Federation Scheme of Delegation approval process.        | The Governing Body must establish a F&GPC and, with the Board or CEO's approval, may establish any other committee it considers necessary |  | The CEO directs Head Office staff to draft terms of reference as part of the process for the annual review of the Federation Scheme of Delegation. | Terms of Reference for Committees are included in the Federation Scheme of Delegation.                   |

|             | <b>Responsibility</b>  | <b>Harris Federation Board (FBD)</b>  | <b>Academy Governing Body</b>  | <b>Principal &amp; Executive Principal</b>                        | <b>CEO/Federation Directors and Staff</b>   | <b>Comments</b>   |
|-------------|--|---|--|---|---|---|
| <b>6.6.</b> | Removing a Governor from the Academy Governing Body.                     | FBD may remove a Governor.  | The Governing Body may recommend removal of a Governor to the FBD via the CEO. |   | CEO recommends removal of a Governor to the Federation Board.   | The procedures for removing Governors are set out in the Regulations for the Conduct of Business for the Governing Body.  |
| <b>6.7.</b> | Maintaining a register of pecuniary and business interests of Governors. | The Federation must publish on its website relevant business and pecuniary interest of members, trustees, local governors and accounting officer. |  |   | <p>Clerks will collect and collate annual declarations of interest from all Trustees and local Governors in accordance with the ESFA requirement.</p> <p>CEO will consider any proposed transaction with a related party and decide whether to proceed.</p> | <p>All Governors have a duty to disclose interests. Subject to the ESFA de minimus rule, transactions between academies and parties related to governors or senior staff are not normally permitted.</p> <p>DFOD will need to report on contracts and other agreements with related parties to the ESFA in advance of the contract or agreement commencing.</p> |
| <b>6.8.</b> | Changes to governance information  |   |  | Principal must inform DCC of any change to head teacher, chair of | DCC team must notify the ESFA of changes to the   | Notification must be through the governance section   |

|      | Responsibility   | Harris Federation Board (FBD)   | Academy Governing Body   | Principal & Executive Principal   | CEO/Federation Directors and Staff   | Comments   |
|------|--|---|--|---|--|--|
|      |  |   |  | governor and local governors' information within 7 days of the change.  | governance information within 14 calendar days of the change.  | of DFE's Get Information About Schools (GIAS) register. Records required in GIAS for the trust are: members, Chair of Trustees, all other Trustees, Accounting Officer & CFO (including direct contact details for all). |
| 6.9. | Maintaining a register of Gifts and Hospitality offered or received. | FBD sets the Federation policy for accepting and recording gifts and hospitality. | The Clerk to the Governors will maintain the register and will report any non-compliance to the GB. Governors will decide, subject to the policy parameters, whether any offer may be accepted by Governors. | Will decide, within the parameters of Federation policy, whether to allow any offers of gifts or hospitality to staff to be accepted. | The Internal Auditor will review the registers of Gifts and Hospitality as part of the procedure to ensure regularity and propriety. The Principal is responsible for keeping registers for staff. DFOD is responsible for keeping a register for central Trust staff, Principals and Trust Board. | All Governors and staff have a duty to disclose gifts or hospitality received or offered.  |

|              | <b>Responsibility</b>  | <b>Harris Federation Board (FBD)</b>   | <b>Academy Governing Body</b>  | <b>Principal &amp; Executive Principal</b>   | <b>CEO/Federation Directors and Staff</b>  | <b>Comments</b>   |
|--------------|--|--|--|--|--|---|
| <b>6.10.</b> | Appoint clerk to Trustees Board                              | Trust must appoint a clerk to support the Board of Trustees, who is someone other than a trustee, principal or CEO.                |  |  |  |   |
| <b>7.</b>    | <b>Income including disposals and granting leases</b>        |  |  |  |  |   |
| <b>7.1.</b>  | Approving a lettings policy and setting rates to be charged. | FBD set the overall policy for letting premises.   | The Governing Body decides local aspects of the policy relating to space and time available and charges to be made.  | Principals have authority to allow discounts on rates for staff members and charities within limits set by the AGB. They delegate responsibility for checking legal obligations are met by hirers to Finance Officer or Admin staff. | DCC will provide advice to academy staff if unsure that legal obligations are being met by hirers.                       | TOCAs and leases must be referred to DCC for legal checks before completion.  |
| <b>7.2.</b>  | Writing off debts for income not received.                   | The FBD Audit Committee will review all write offs over £1,000 approved by AGBs and may instruct the DFOD to investigate any item. | F&GPC must consider any proposed write off over £1,000 and recommend action to Governing Body. Governing Body must approve any write off exceeding £1,000. | Principal can authorise write offs up to £1,000 per item and must recommend any greater write off to the AGB   | FBP must prepare a report on any recommendation to write off a debt including actions already taken to recover the debt. | In all cases, the academy must require payment in advance for hirings to minimise the risk of bad debts. Material write offs (exceeding 1% of total income per transaction) must be |

|             | <b>Responsibility</b>   | <b>Harris Federation Board (FBD)</b>  | <b>Academy Governing Body</b>  | <b>Principal &amp; Executive Principal</b>  | <b>CEO/Federation Directors and Staff</b>  | <b>Comments</b>   |
|-------------|---|---|--|---|--|---|
|             |   |   |  |   |  | approved by the ESFA.   |
| <b>7.3.</b> | Authorising other income generating activities such as after school clubs and sports clubs and granting a licence to use the premises out of hours. |   | Decide which options, if any, to adopt. Approves schedule of charges subject to Federation policy. | Prepares plans and proposals, including risk assessments, for approval by Governing Body, proposes schedule of charges. | FBPs will support the Principal in preparing the plans and proposals.<br><br>HOP to assess the proposals and determine if income generating activity should be competitively tendered to comply with PCR 2015.<br><br>DCC will oversee risk assessment and viability appraisal for potential activities. | If any exclusive (all hours/all days) use of building or site is granted as part of the proposal it will need approval by ESFA, as treated as a disposal. DCC can advise if use is exclusive (See point 7.4). |
| <b>7.4.</b> | Disposals of land and granting of leases or licences for exclusive use of areas of the academy site.  | FBD Finance Committee to consider the proposals and agree the application of any capital receipts to building projects. | Considers options for the disposal and agrees the action to be taken.                              | Produces reports with the DCC and comments on the feasibility of options.   | DCC assists Principal with appointing specialists to advise on value of disposals and feasibility of options; produce report for principal on the options<br>Once signed off by AGB the DCC makes  | Any disposal of land or leases need to be agreed by ESFA as condition of Funding Agreement. Disposal of “playing fields” by Secretary of State will be picked up specifically in this process.                |

|             | Responsibility   | Harris Federation Board (FBD)   | Academy Governing Body  | Principal & Executive Principal   | CEO/Federation Directors and Staff  | Comments   |
|-------------|--|---|---|---|---|--|
|             |  |   |   |   | the case to the ESFA for approval of the disposal.  |  |
| <b>8.</b>   | <b>Insurance and Risk Management</b>   |   |   |   |   |  |
| <b>8.1.</b> | Reviewing insurance cover in the light of a risk assessment and claims records.                    |   |   | academies will provide DFOD team with all information required to arrange cover.  | DFOD team review cover levels and negotiate insurance cover.  |  |
| <b>8.2.</b> | Maintaining a Risk Register.   | FBD Audit Committee reviews overall risk management strategy, approach and attitude to risk and decides the Risk Management Policy. FBD must review the Federation Risk Register at least annually. | AGB will review and approve the local register appendix annually and consider whether any risk needs to be amended or added at each meeting of the AGB and any committee. | Principals supported by appropriate staff will compile local risk registers in support of the Federation register and policy. The Principal must every year submit the Risk Register including the contingency and business continuity planning to the AGB for review and approval. | The Federation must manage risks to ensure it effective operation. DCC drafts Risk Policy and Federation Risk Register. | Risk Register is based on Government Orange Book and DfE guidance and complies with the Charity Commission requirements for and guidance on Risk Policy. |
| <b>8.3.</b> | Producing Contingency and Business Continuity Planning (CBCP) for risks that cannot be controlled. |   | F&GPCs are responsible for checking that the academy CBCP is updated at the start of each academic year.  | Principal and senior staff provide information and plans for the CBCP.  | DCC prepares the template for plans to follow and advise academies on completing their plans.                           | Contingency and Business Continuity Plan is an AFH requirement.  |
| <b>9.</b>   | <b>Investments and Borrowings</b>  |   |   |   |   |  |

|             | <b>Responsibility</b>                               | <b>Harris Federation Board (FBD)</b>  | <b>Academy Governing Body</b> | <b>Principal &amp; Executive Principal</b> | <b>CEO/Federation Directors and Staff</b>  | <b>Comments</b>  |
|-------------|---|---|-------------------------------|--|--|--|
| <b>9.1.</b> | Setting aside funds not required in the short term. | FBD decides the investment policy and in particular specifies what types of investment may be made. |                               |  | FBDs prepare proposals for investment. DFOD reviews all proposals and FBD approve it.  |  |
| <b>9.2.</b> | Borrowing funds                                     | Any proposal to borrow funds must be approved by the FBD.   |                               |  | DFOD will prepare any proposal for borrowing and check compliance with ESFA rules.<br><br>CEO must approve any proposal before consideration by Board.<br>DFOD will apply for ESFA approval where necessary prior to consideration by FBD. | This requirement extends to any purchase providing cash back facilities or deferred payment terms.                   |
| <b>9.3.</b> | Inter-academy loans                                 | FBD to approve loans between academies  |                               |  | CEO to review and agree proposals prior to FBD Finance Committee.  | Transfer of funds between academies is permitted without need for ESFA approval. Loans will be at nil interest rate. |

|       | Responsibility   | Harris Federation Board (FBD)   | Academy Governing Body | Principal & Executive Principal   | CEO/Federation Directors and Staff   | Comments   |
|-------|--|---|------------------------|---|--|--|
| 9.4.  | Entering into operating leases.                        |   |                        |   | FC approves all leases.  | academies may only enter into operating leases that do not exceed 3 years. Finance leases are not permitted. |
| 10.   | <b>Payments</b>  |   |                        |   |  |  |
| 10.1. | Authorising bank payments – general levels.            | The following act as “A” signatories on the bank mandate:<br>- Chair of FBD Finance Committee.<br>- Chair of FBD Audit Committee. |                        | Principal and Vice Principal act as “C” signatories on the bank mandate.                          | CEO and DFOD act as B signatories on the bank mandate.   |  |
| 10.2. | Authorising payments to suppliers, students and staff. | One of the A signatories is required to approve any transfer or payment over £250k.   |                        | Principal must sign the draft BACS payment run and any Bankline payment request prior to payment. | FBP checks the BACS payment run and bank line payments against all invoices.<br><br>Finance Team check all back up documentation received for payments over £10k and expense claims over £150 and that signature verifications/email |  |

|              | Responsibility                                    | Harris Federation Board (FBD) | Academy Governing Body | Principal & Executive Principal   | CEO/Federation Directors and Staff   | Comments  |
|--------------|---|-------------------------------|------------------------|---|--|---|
|              |   |                               |                        |   | <p>authorisations are held.</p> <p>HFBP gives first level approval via signature on cover sheet.</p> <p>FC repeats the checks performed by HFBP and gives second approval.</p> <p>CEO and DFOD authorises the cover sheet for all payment runs and specifically authorises the Federation payment run.</p> |   |
| <b>10.3.</b> | Approving applications for Business/Credit Cards. |                               |                        | The Principal must approve any request for additional cards to be issued to staff at the academy. | DFOD approves all applications for credit cards. The FC approves any application to increase the card limit.   | Unless there are exceptional circumstances academies will only be issued one credit card. |

|              | <b>Responsibility</b>                              | <b>Harris Federation Board (FBD)</b> | <b>Academy Governing Body</b> | <b>Principal &amp; Executive Principal</b>   | <b>CEO/Federation Directors and Staff</b>            | <b>Comments</b>   |
|--------------|--|--------------------------------------|-------------------------------|--|--|---|
| <b>10.4.</b> | Authorising use of academy credit card.            |                                      |                               | Principal authorises use of the card. The card should be kept in a locked cabinet, drawer or the academy's safe. Principal must sign the statement with supporting documentation attached. |  | <p>Purchase orders are required for all purchases over £200.</p> <p>FO must match every transaction on the statement against the supporting documentation.</p> <p>Federation and academy credit cards must not be used to meet personal expenses.</p> |
| <b>10.5.</b> | Issuing cheques drawn on the academy bank account. |                                      |                               | The Principal must authorise the issue of a cheque and may sign jointly with another C signatory cheques up to £1,000.   | Cheques over £1,000 must be signed by B signatories. | <p>Cheques must not be used to make routine payments to suppliers.</p> <p>Cheques must not be issued without the normal process of PO and invoice approval being followed.</p>  |

|       | Responsibility                                  | Harris Federation Board (FBD)  | Academy Governing Body | Principal & Executive Principal   | CEO/Federation Directors and Staff   | Comments   |
|-------|---|--------------------------------|------------------------|---|--|--|
| 10.6. | Setting up direct debits.                       |                                |                        |   | Direct debits must be approved by both the CEO and DFOD.   | FBDs and FOs must ensure that all direct debit forms are signed by the CEO and DFOD.                 |
| 10.7. | Authorising reimbursement of personal expenses. | Expenses policy is set by FBD. |                        | <p>Principals authorise all expense claims within their academy or delegate authority to budget holders.</p> <p>Principals may not authorise their own claims, nor may they be authorised by any other member of academy staff.</p> | <p>FBDs check that academy expense claims comply with policy before processing payment.</p> <p>SFBP or Executive Principal can authorise principals' claims up to £250.</p> <p>Where the structure allows, Assistant Director, Executive Principals can authorise Principals' expenses over the £250 level.</p> <p>The DPE and DSE authorise Assistant Directors expenses. CEO authorises directors' expense claims.</p> | Staff must not purchase materials or equipment and then seek to recover the cost via expense claims. |

|  | <b>Responsibility</b> | <b>Harris Federation Board (FBD)</b> | <b>Academy Governing Body</b> | <b>Principal &amp; Executive Principal</b> | <b>CEO/Federation Directors and Staff</b>   | <b>Comments</b> |
|--|-----------------------|--------------------------------------|-------------------------------|--|---|-----------------|
|  |                       |                                      |                               |  | DFOD team check Federation staff claims comply with policy before processing payment. |                 |

| 11.   | Salaries and Pensions  |   |  |   |   |   |
|-------|--|---|--|---|---|---|
| 11.1. | Approving Terms and Conditions of Employment including salary scales, benefits and allowances. | Remuneration Committee determines Terms and Conditions. |  | The Principal decides on application of Terms and Conditions in individual cases where the policy allows discretion.                                | HR will advise on Terms and Conditions and take legal advice to ensure compliance. CEO will take final decision to approve terms.                     |   |
| 11.2. | Approving variations and changes to salary, allowances and working hours for individuals.      |   |  | The Principal may authorise change provided that savings elsewhere are made so that it does not result in total cost exceeding the approved budget. | FBP reviews payroll changes for each month to ensure significant variations have been duly authorised.  | The letter informing the employee of the change in salary needs to be filed in the individual staff HR file.                                    |
| 11.3. | Approving temporary variations to salary payable.  |   |  | The Principal authorises temporary variations to individual's salary such as overtime payments or unpaid leave.                                     | FBPs are responsible for checking that significant monthly variations are authorised before payment is made.  | Authorisation must be in writing and must contain sufficient detail to make it clear why any additional cost was incurred.                      |
| 11.4. | Approving calculation of pay and deductions prior to payment.                                  |   |  | The Principal signs the draft payroll to authorise the payroll service provider to process payment.   | FBP will review the draft payroll and highlight significant variations to the Principal.<br><br>Principal must be provided with a 'variations report' | Authorisation to pay each month's salary is given to the payroll service provider online through their portal. Authority to approve payments is |

|              |   |   |  |   |  |  |
|--------------|---|---|--|---|--|--|
|              |   |   |  |   | showing pay anomalies prior to authorisation. The CEO authorises all monthly changes to the Fed/Principals payroll. The PA to the CEO/HR Administrator processes all changes to the payroll. The DFOD reviews and physically authorises the payroll. | restricted by password.  |
| <b>11.5.</b> | Approving salaries awarded to individual staff. | Salary and Bonus of Principals and their equivalents in seniority are determined by the 'Remuneration Committee'; Chaired by the Chair of the FBD and a minimum of two Directors. CEO also attends. | F&GPC reviews overall salary structure as part of the budget approval process<br>AGB review<br>incremental increases annually. | The Principal reviews staff salaries (other than their own) and recommends changes in individual's pay scales, within budget. |  | Important that material changes in pay and honoraria are in line with Federation Policy to avoid possibility of equal pay claims as the Federation is a single employer. |
| <b>11.6.</b> | Approving bonuses.                              | Policy for performance related bonuses are set by FBD.  |  | Principal cannot authorise a bonus payment. Only the CEO has the authority to do so.  | CEO is the only person who can authorise staff bonuses.  |  |

|        |   |  |  |  |   |   |
|--------|---|--|--|--|---|---|
| 11.7.  | Appointing staff to vacancies.  |  |  | Principal decides on staff appointments for all posts so long as the budget allows it. |   |   |
| 11.8.  | Obtaining legal advice on severance payments.   |  |  |  | HR Dept. brief lawyers, and obtain opinions on liability, in all cases other than redundancy payments.  | Legal advice <b>must be</b> taken on any disputed settlement items. Where legal advice is that the Federation's chances of success are greater than 50% the claim must be defended. |
| 11.9.  | Authorising severance payments to individuals, including redundancy, below £10k.      |  |  | Principal recommends severance to HR Dept.   | HR Dept. prepare report and recommendations on all severance for approval by CEO. FC checks all calculations.   | Ex gratia payments must not be made.  |
| 11.10. | Authorising severance payments, including redundancy in excess of £10k to any person. |  |  | Principal recommends severance to HR Dept.   | HR Dept. prepares report and recommendations on reasons for severance and legal position.<br><br>DFOD team checks calculation of sum due. CEO authorises offer of settlement. | Approval from HM Treasury is required for staff severance payments that exceed the statutory or contractual minimum by £50k or more.<br><br>Ex gratia payments must not be made.    |

|              |                             |  |  |  |  |  |
|--------------|-----------------------------|--|--|--|--|--|
|              |                             |  |  |  | FC checks all calculations.  | Exit payments must not legally exceed £95k in total but not including contractual notice period. |
| <b>11.11</b> | Gender pay gap              |  |  |  | HR must publish on its website and on the government's reporting website information about the gender pay gap. |  |
| <b>11.12</b> | Publish salaries over £100k |  |  |  | The Federation must publish on its website the number of employees whose benefit exceeded £100k.               |  |

|              |                                 |  |  |  |  |  |
|--------------|---------------------------------|--|--|--|--|--|
| <b>12.</b>   | <b>Taxation</b>                 |  |  |  |  |  |
| <b>12.1.</b> | Complying with VAT regulations. |  |  |  | DFOD team prepares guidance for academies on charging VAT on income and recovering input tax | VAT returns are submitted monthly by Federation and sums recovered distributed to academies once received. |

|              |   |  |  |  |  |   |
|--------------|---|--|--|--|--|---|
| <b>12.2.</b> | Complying with PAYE regulations.  |  |  |  | FBPs check that any payments to consultants and self-employed persons are tax compliant.                       | All self-employed persons and consultants must have a contract for service.   |
| <b>12.3.</b> | Ensuring that senior employee's payroll arrangements fully meet HM Treasury's tax requirements. |  |  |  | FBPs must check all consultants' appointments for tax compliance. FC checks all senior staff tax arrangements. |   |
| <b>13.</b>   | <b>Other</b>  |  |  |  |  |   |
| <b>13.1.</b> | Administration of voluntary funds.  |  | AGB will set policy for voluntary funds including uses for which the funds collected may be applied. | The Principal reviews accounts, and makes decisions on use of funds subject to fund rules as set by AGB. | FBP/FO are responsible for maintaining fund records and reporting income, expenditure and balances.            | Voluntary funds are distinct from PTA funds, which are not the responsibility of the academy and must have their own bank accounts and treasurer. |
| <b>13.2.</b> | Compliance with Companies Act regulations.  |  |  |  | DFOD acts as Company Secretary. FC updates all statutory records.  |   |
| <b>13.3.</b> | Compliance with Charities Act regulations.  |  |  |  | FC checks regulations and advises DFOD.  | External Auditors consider compliance with Charity Law as part of the annual audit.   |

|                     |   |   |  |  |   |   |
|---------------------|---|---|--|--|---|---|
| <p><b>13.4.</b></p> | <p>Making Controversial, significant or unusual decisions</p> | <p>Relevant Committees will decide on issues where financial consequences of decision are between £5,000 and £100,000.</p> <p>FBD decides all issues over £100,000.</p> |  |  | <p>DFOD will consider whether any transaction under consideration needs to be referred to the ESFA.</p> | <p>AFH requires novel and/or contentious decisions to be referred to the ESFA before a final decision is taken.</p> |
|                     |   |   |  |  |   |   |

## 11. Annex B - Trustee Role Profile and Person Specification

|                        |  |
|------------------------|--|
| <b>Role:</b>           | Trustee and Director of Harris Federation  |
| <b>Location:</b>       | In and around the geographic area of London  |
| <b>Hours:</b>          | Up to three Trust Board meetings a year<br>Up to three Committee meetings a year<br>Attendance at various other events taking place within the Trust |
| <b>Salary range:</b>   | Voluntary  |
| <b>Term of office:</b> | Four years   |

**Purpose of the Role:** The Trustees set the vision, ethos and strategic direction of the Trust, hold executive leaders to account, and oversee the financial performance of the Trust and the academies run by the Trust in the interests of current and future pupils, young people and the organisation.

### Role Profile

**The role of the Trust Board and the Trustees collectively is to:**

- Provide strategic leadership that sets and champions vision, ethos and strategy
  - set a clear and explicit vision for the future
  - set and model strong and clear values and ethos
  - ensure the Trust’s values are communicated and inculcated across the Trust
  - determine medium to long-term strategic goals, and development/improvement priorities for the Trust in conjunction with the CEO
  - determine the tolerance levels and risk appetite for the Trust ensuring they are aligned with strategic priorities and improvement plans
  - determine key strategic policies
  - approve the vision, ethos and strategic plan of each academy
  - approve key performance indicators/benchmarks and strategic goals for each academy
  
- Ensure accountability within the Trust and to external stakeholders
  - conduct the performance management of the CEO
  - provide challenge and support to the CEO and other cross Trust senior leaders
  - determine and review reporting frameworks and information flows to ensure the Trust Board and the AGBs can fulfil their functions
  - build and maintain good relationships with key external stakeholders – including parents, local communities and relevant organisations (DfE, RSC, ESFA)
  - ensure each academy conducts robust self-assessment and improvement planning with appropriate milestone
  - ensure there are clear processes for overseeing and monitoring academy improvement
  - ensure rigorous analysis of pupil progress and attainment information drives improvement in each academy
  - ensure robust performance management occurs throughout the Trust
  - ensure each academy meets its obligations/responsibilities to the community
  
- Oversee effective use of the Trust’s resources

- review the organisational structure to ensure it is fit for purpose and underpins the strategic objectives approve the annual budget of the Trust ensuring resources are deployed effectively to meet the strategic objectives of the Trust and each academy
  - monitor actual expenditure against budget, cash flow and assets/liabilities
  - approve site and asset management strategies
  - approve and oversee any significant capital expenditure and building projects
  - approve all funding applications
  - ensure effective controls are in place for managing within available resources and ensuring regularity, propriety and value for money
- Ensure the structures in the organisation effectively underpin the vision and strategic plans
    - maintain a scheme of delegation that is clear, unambiguous and provides a robust framework for holding bodies and individuals to account
    - maintain effective communication between the Trust board and Academy Governing Bodies, the CEO, senior leaders and staff
    - facilitate collaboration between the academies within the Trust to leverage improvement and efficiencies
    - oversee the effective delivery of shared services and resources
    - build positive relationships that encourage a professional culture and ethos across the organisation
- Build continuing capacity within the Trust
    - develop skills and knowledge through undertaking CPD
    - undertake self-evaluation of contribution to the board
    - conduct succession planning to ensure the board, and the whole organisation, continues to have the people and leadership it needs to remain effective
    - ensure staff development strategically supports increased capability and greater capacity
    - ensure leadership and governance capacity is being built at academy level
- Conduct appeals as required
    - undertake disciplinary, complaint, pay appeals as required as the appellant body under the relevant policies
- Ensure compliance with statutory and contractual requirements including:
    - education and employment legislation
    - charity and company law
    - other relevant regulation
    - academies Financial Handbook (AFH)
    - The Trust's funding agreement
    - The Trust's articles of association

## **Person Specification**

### **Personal qualities and values:**

- A desire to create positive change for young people
- A commitment to the aims and objectives of the Trust
- A willingness to devote time, enthusiasm and effort to the duties of and responsibilities of a trustee including duties of compliance, care and prudence

### **Education and training:**

- A record of continuous professional development

**Experience:**

- Experience of driving positive change
- Experience in leading or managing in different circumstances
- Experience of establishing expectations for improvement and outcomes
- Experience of providing challenge to others
- Experience of stakeholder management
- Experience in education and/or relevant other functions

**Knowledge:**

- An understanding and acceptance of complying with legal, regulatory and financial frameworks and statutory guidance
- An understanding and acceptance of complying with Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- An understanding of national education policy and the local education context
- An understanding of the role of non-executives in trustee/governance capacity

**Skills:**

- An ability to think strategically
- An ability to think creatively
- An ability to work effectively in a team while contributing an independent perspective
- An ability to build productive and supportive professional relationships
- An ability to question and challenge to identify viable options through collective decision making
- An ability to use data to interpret/evaluate performance and identify trends to target improvement

**Legal Requirements:**

Individuals who are not able to make the following declarations may not serve as a Trustee:

- I am not disqualified from acting as a charity trustee
- I have not been convicted of an offence involving deception or dishonesty (or any such conviction is legally regarded as "spent")
- I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft
- I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate the avoidance
- I am not an undischarged bankrupt
- I have not made compositions or arrangements with my creditors from which I have not been discharged
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity
- I have not been disqualified from serving as a company director
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school
- I am able to provide a valid Disclosure and Barring Service Certificate under the Protection of Freedoms Act 2012 which does not disclose any reason why I should be unsuitable for working with children

## 12. Annex C - Trustee Code of Conduct

This code sets out the expectations on and commitment required from trustees in order for the Trust Board to properly carry out its work within the school and the community and has been adapted from the NGA Code of Conduct (2016 Version).

Trustees will review and re-sign the Code annually at the first Trust Board meeting of each academic year.

### **The purpose of the Trust Board**

The Trust Board is the Trust's accountable body. It is responsible for the conduct of the Trust and all of the schools within the Trust, especially for promoting high standards throughout the Trust. The Trust Board aims to ensure that children are attending successful schools which provides them with a good education and support their well-being.

### **The Trust Board**

The Trust Board has the following core strategic functions:

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the Trust
- Agreeing the improvement strategy for the Trust and its schools including priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the Chief Executive Officer
- Monitoring progress towards targets
- Performance managing the Chief Executive
- Engaging with stakeholders
- Contributing to the Trust's self-evaluation

Ensuring financial probity, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring value for money is obtained
- Ensuring risks to the organisation are managed

### **The role of a Trustee**

In law, the Trust Board is a corporate body, which means:

- no trustee can act on her/his own without proper authority from the full Trust Board;
- all trustees carry equal responsibility for decisions made, and
- decisions will be determined based upon the welfare and performance of every school in the Trust.

### **As individuals on the board we agree to the following:**

Roles and responsibilities

- We understand the purpose of the Trust Board and the role of the Chief Executive Officer.
- We accept that we have no legal authority to act individually, except when the Trust Board has given us delegated authority to do so, and therefore we will only speak on behalf of the Trust Board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the Trust Board or its delegated agents. This means that we will not speak against majority decisions outside the Trust Board meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.

- We will encourage open government and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools within and without the Trust.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of the Trust and our schools. Our actions within our schools and the local community will reflect this.
- In making or responding to criticism or complaints we will be open & transparent and follow the procedures established by the Trust Board.

### **Commitment**

- We acknowledge that accepting office as a Trustee involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Trust Board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full effort to attend all meetings and where we cannot attend explain in advance in full why we are unable to do so.
- We will get to know the schools in the Trust and our schools and take opportunities to engage with schools first hand to affirm our knowledge.
- We will visit our schools purposefully, having arranged the visit in advance and agreed the purpose with the Chief Executive.
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training.
- We accept that in the interests of open government, our full names, date of appointment, terms of office, roles on the governing board, attendance records, relevant business and pecuniary interests, category of governor and the body responsible for appointing us will be published on the school's website.
- In the interests of transparency, we accept that information relating to trustees will be collected and logged on the DfE's national database of governors.
- We are aware of and accept the Nolan seven principles of public life.
- We are committed to actively supporting and challenging the Chief Executive Officer.

### **Relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other trustees.
- We will support the Chair in their role of ensuring appropriate conduct both at meetings and at other times.
- We are prepared to answer queries from other trustees in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
- We will seek to develop effective working relationships with the Chief Executive, Principals, staff, parents, the local authority and other relevant agencies and the communities we serve.

### **Confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff, pupils or parents, both inside or outside the Trust.
- We will exercise the greatest prudence at all times when discussions regarding Trust business arise outside a Trust Board meeting.
- We will not reveal the details of any Trust Board vote.

### **Conflicts of interest**

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the Trust Board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to withdraw

from the meeting for the length of time of the relevant discussion. We accept that the Register of Business Interests will be published on the Trust's website.

- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the Trust as a whole and not as a representative of any group.

**Breach of this code of practice**

- If we believe this code has been breached, we will raise this issue with the Chair and the Chair will investigate; the Trust Board will only use suspension as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the Chair that we believe has breached this code, another trustee, such as the Vice Chair, will investigate.
- We understand that any allegation of a material breach of this code of practice by any trustee shall be following an investigation discussed at a meeting of the Trust Board, and, if the breach is upheld by the majority of the Trust Board, a sanction will be agreed which may result in suspension from the Trust Board.

**Undertaking:**

As a member of the Trust Board I have read, understood and agree to abide by this Code of Practice.

Additionally, I will:

- always have the well-being of the children and the reputation of the Trust at heart;
- act as an ambassador for the Trust publicly supporting its aims, values and ethos; and
- never say or do anything publicly that would embarrass the Trust, any of its schools, the Trust Board, the Chief Executive Officer, Principals and the staff.

Signed .....

Printed name .....

Date: .....

### 13. Annex D - Terms of Reference for the Board Finance Committee

The board of trustees (the Trust Board) of Harris Federation (the Trust) has established a committee of the Trust Board to be known as the Finance Committee (the Committee).

These terms of reference should be read in conjunction with the Trust's Scheme of Delegation.

Notwithstanding the delegated authority given to the Committee, where matters are considered to be of a sensitive, controversial and/or confidential nature, or where it can be demonstrated that to take a decision will have an impact on, or influence, decisions which need to be taken by other committees of the Trust Board or Academy Governing Bodies, the Committee will continue to recognise the need to refer specific issues to the Trust Board or other relevant committee for a final decision in accordance with the Scheme of Delegation.

#### **Membership**

The Committee will be appointed by the Trust Board and will comprise no more than five and no fewer than three members, of whom a majority will be Trustees.

The Board will appoint one of the members of the Committee as its Chair (the Chair).

The Chief Executive Officer (CEO) will ensure that there is a Clerk present at any meeting of the Committee.

#### **Attendance**

The Committee may ask the CEO and the DFOD and any other senior executive to attend meetings of the Committee either regularly or by invitation, to provide information.

The Committee will ask a representative of the external auditors and the internal auditors to attend meetings as they consider necessary.

#### **Voting**

The quorum for each meeting shall be one half of the members of the Committee rounded up. Decisions of the Committee shall be taken by a simple majority of those present and voting. The Chair will have a casting vote on an equality of votes.

#### **Meetings**

The Committee shall meet at least termly on such dates as shall be determined by the Committee from time to time and at such other time as the Clerk shall specify at the request of any member of the Committee.

Unless otherwise agreed, notice of each meeting confirming the venue, date and time together with an agenda shall be sent to each member of the Committee and any other person invited or required to attend no fewer than five working days prior to the date of the meeting.

Late notice of the meeting (provided that it is agreed by the majority of members of the Committee) and late delivery of papers for the meeting will not invalidate any decisions made at the meeting.

#### **Agenda**

The Agenda will be set by the Committee Chair, the CEO and the Chair of the Trust Board in consultation with the DFOD and the Clerk.

Any Trustee or Committee member may request that an item be placed on the agenda, but must first discuss the inclusion of the item with the Committee Chair.

### **Minutes**

The Clerk will minute the proceedings and resolutions of the Committee and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Minutes of each Committee meeting will be reviewed by the Chair of the Committee before being made available to all members of the Committee and the Trust Board within ten working days of the meeting.

### **Authority**

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of any person at any Committee meeting with relevant experience and expertise if it considers this necessary.

### **Review of Membership & Terms of Reference**

Annually, at the first meeting in the Autumn Term.

### **Duties**

The duties of the Committee shall be to:

- Monitoring compliance with Federation, and DfE academy Finance Handbook and statutory requirements
- Reporting to the Board any decisions made in accordance with powers delegated by the Board.
- Considering a termly budget position statement, including virement decisions, and reporting significant anomalies from the anticipated position to the Board making recommendations where necessary.
- Reviewing the draft budgets taking account of priorities of the academy Development Plans and presenting this to the Board for approval.
- Review the level of contribution made to the Federation by the academies in particular the levels of funding on an annual basis.
- Ensuring that the principles of “Best Value” are applied to all services and goods purchased and works contracted for.
- Reviewing draft financial statements and presenting these to the Board for approval.

- Considering and responding appropriately to recommendations made by the auditors, responsible officer and internal auditors.
- Undertaking self-review at the end of each academic year to assess whether priorities have been achieved, making recommendations to the governing body on: committee membership, terms of reference, delegated powers and priorities for the coming year.
- Considering budget implications of pay awards and making recommendations to the Board.
- Considering proposals for all capital building projects in the light of available funding and presenting draft project plans and options to the Board for decision.
- Keeping building maintenance and development under review.
- Considering reports from the Federation's nominated competent person and external consultants on Health & Safety and monitoring compliance with policy and progress with agreed action plans.

## 14. Annex E - Terms of Reference for the Board Audit Committee

The board of trustees (the Trust Board) of Harris Federation (the Trust) has established a committee of the Trust Board to be known as the Audit Committee (the Committee).

These terms of reference should be read in conjunction with the Trust's Scheme of Delegation.

Notwithstanding the delegated authority given to the Committee, where matters are considered to be of a sensitive, controversial and/or confidential nature, or where it can be demonstrated that to take a decision will have an impact on, or influence, decisions which need to be taken by other committees of the Trust Board or Academy Governing Bodies, the Committee will continue to recognise the need to refer specific issues to the Trust Board or other relevant committee for a final decision in accordance with the Scheme of Delegation.

### **Membership**

The Committee will be appointed by the Trust Board and will comprise no more than five and no fewer than three members, of whom a majority will be Trustees.

The Trust Board will appoint one of the members of the Committee as its chair (the Chair).

The Chief Executive Officer (CEO) will ensure that there is a Clerk present at any meeting of the Committee.

### **Attendance**

The Committee may ask the CEO, the Director of Finance and Operational Development, the Commercial & Compliance Director, Internal Audit Manager and any other senior executive to attend meetings of the Committee either regularly or by invitation. Invitees have no right to attend Committee meetings.

### **Voting**

The quorum for each meeting shall be one half of the members of the Committee rounded up. Decisions of the Committee shall be taken by a simple majority of those present and voting. The Chair will have a casting vote on an equality of votes.

### **Meetings**

The Committee shall meet at least termly on such dates as shall be determined by the Committee from time to time and at such other time as the Clerk shall specify at the request of any member of the Committee. Meetings can be requested by the external or internal auditors if they consider that one is necessary.

Unless otherwise agreed, notice of each meeting confirming the venue, date and time together with an agenda shall be sent to each member of the Committee and any other person invited or required to attend no fewer than seven working days prior to the date of the meeting.

Late notice of the meeting (provided that it is agreed by the majority of members of the Committee) and late delivery of papers for the meeting will not invalidate any decisions made at the meeting.

### **Agenda**

The Agenda will be set by the Committee Chair and the CEO in consultation with the Director of Finance and Operational Development, the Commercial & Compliance Director and the Clerk.

Any Trustee or Committee member may request that an item be placed on the agenda, but must first discuss the inclusion of the item with the Committee Chair.

## **Minutes**

The Clerk will minute the proceedings and resolutions of the Committee and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Minutes of each Committee meeting will be reviewed by the Chair of the Committee before being made available to all members of the Committee and the Trust Board within ten working days of the meeting.

## **Authority**

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of any person at any Committee meeting with relevant experience and expertise if it considers this necessary.

## **Review of Membership & Terms of Reference**

Annually, at the first meeting in the Autumn Term.

## **Duties**

The duties of the Committee is to maintain an oversight of the Trust's governance, risk management and internal controls systems and include:

- it will report its findings on a termly basis to the Board of Trustee's.
- ensure effective internal controls.
- review and assess the annual internal audit work plan at the start of each financial year.
- receive reports on the results of the internal audit work.
- recommend an external auditor to the Trust Board for appointment or termination.
- appointing the internal auditor.
- reviewing the Federation's value for money outcomes.
- reviewing and approving the following finance related policies such as Federation Risk Management, which includes the Risk Register and Business Continuity Plans, Scheme of delegated powers, Investment, Fraud, Gifts and Hospitality, Staff expenses, Data protection, Freedom of Information and procurement.
- ensure that all allegations of fraud and any significant losses or other irregularities are properly investigated.
- to act as the body to whom the Internal Audit Manager reports on the internal audit function and to discuss any issue that the Internal Audit Manager may wish to raise (in the absence of management where necessary).
- consider the major findings of internal audit investigations and the management's response, and ensure co-ordination between the internal and external auditors.
- to keep under review the effectiveness of internal control systems, and in particular review the external auditor's management letter and the management's response.

- to set the tone and culture for risk management across the Trust.
- to develop and keep under review risk management and measurement strategies across the Trust together with the procedures for monitoring the adequacy and effectiveness of those processes.
- to receive and review risk management reports from the CEO including relevant regulatory information and reports.
- to consider the findings of the internal audits or the external audits and ensure they are acted upon.

## 15. Annex F - Terms of Reference for the Remuneration Committee

### **Constitution**

The board of directors (the Trustees) of the Trust (the Trust Board) hereby resolves to establish a committee of the Trust Board to be known as the Remuneration Committee (the Committee).

### **Membership**

The Committee shall have a minimum of three members and a maximum of five members. A majority of Committee members must be Trustees of the Trust Board and no member shall be an employee of the Trust.

The Committee's membership shall be determined by the Trust Board as and when it sees fit, but membership will be reviewed at least every second year.

The Committee shall at the first meeting of each academic year elect a member to act as chair of the Committee (the Chair).

The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.

No person may act as Chair unless they are also a member of the Trust Board.

The Chief Executive Officer (CEO) shall not be a member of the Committee.

The CEO shall ensure that a clerk is provided to take minutes at meetings of the Committee.

The Committee may invite attendance at meetings from persons who are not Trustees or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.

### **Remit and Responsibilities of The Committee**

The Committee shall be responsible for the matters set out in the Schedule.

### **Proceedings of Committee Meetings**

The Committee will meet as often as is necessary to fulfil its responsibilities but shall meet at least once per year.

The quorum for the transaction of the business of the Committee shall be a majority of the Committee members and no vote on any matter shall be taken at a meeting of the Committee unless the majority of members of the Committee present are Trustees of the Trust.

Every matter to be decided at a meeting of the Committee must be determined by a majority of the votes of the members present and voting on the matter.

Each member present in person shall be entitled to one vote.

Where there is an equal division of votes the Chair shall have a casting vote.

A register of attendance shall be kept for each Committee meeting and published annually.

### **Authority**

The Committee is authorised by the Trust Board to:

- carry out any activity authorised by these terms of reference; and
- seek any appropriate information that it requires from any employee/officer of the Trust to carry out the work delegated to it by the Trust Board and all officers/employees shall be directed to co-operate with any request made.

### **Reporting Procedures**

Within 14 days of each meeting the Committee will:

- produce and agree minutes of its meetings;
- provide a summary document identifying decisions made.

The Committee Reports can be agreed by Committee members by email.

The Committee shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.

### **Review of these Terms of Reference**

These Terms of Reference will be reviewed at least every three years.

**DATE:**

### **Schedule Responsibilities of the Committee**

- to determine and agree with the Board the framework or broad policy for the remuneration of the Trust's Chief Executive Officer and such other members of the executive management of the Trust as it is designated to consider (Senior Executives).
- to determine the Trust wide pay policy and oversee the process of moderation across the Trust.
- to ensure no Senior Executive, director or manager is involved in any decisions as to their own remuneration.
- to prepare and submit recommendations to the Trustees for the terms of service and remuneration (including pension arrangements) of the Senior Executives.
- to monitor, evaluate and report (as appropriate) to the Trustees on the performance of the Chief Executive.
- having regard to the charitable status of the Trust and in recognition of the fact the Trust receives funding under a funding agreement with the Secretary of State for Education, to ensure the remuneration or other sums paid to a Senior Executive do not exceed an amount that is reasonable in all the circumstances.

- to review and approve the design of, and determine targets for, any performance related pay schemes operated by the Trust and approve the total annual payments made under such schemes.
- to ensure that any termination packages including contractual terms and pension benefit entitlements do not reward failure and are fair to the individual and the Trust and comply with the obligations set out in the academies Financial Handbook.
- to review and note annually the remuneration trends across the Trust.
- to oversee any major changes in employee benefits structures in the Trust.
- to be exclusively responsible for establishing the selection criteria, selecting, appointing and setting the terms of reference for any remuneration or other consultants who advise the Committee. The Committee shall have full authority to commission any reports or surveys which it deems necessary to help it fulfil its obligations.

## 17. Annex G - Terms of Reference for the Academy Governing Body

### Introduction

Harris Federation under its Scheme of Delegation has determined that in normal circumstances each academy in the Trust will have an Academy Governing Body (AGB) specific to that academy to provide governance functions as delegated by the Trust Board.

The overarching purpose of an AGB is to provide strategic direction, support and local accountability for the performance of the relevant academy within the framework and parameters set by the Trust Board.

Those serving on AGBs are accountable to the Trust Board and must ensure that at all times they act in good faith and in the best interests of the academies and the Trust, exercising reasonable care and skill having particular regard to personal knowledge and experience.

AGB members of the AGB must familiarise themselves with the Job Role for Members of the AGB and must at all times comply with the AGB Code of Conduct and the Trust's Conflict of Interest Policy.

Specific skills may be needed if an individual is to take responsibility for and lead on a specific area, or to undertake the role of Chair of the AGB. An annual skills audit will be undertaken in which AGB members will be asked to articulate their contribution to the success of the Trust and the academy in the period of review.

Harris Federation do not adopt a one size fits all approach and is committed to maintaining an AGB which is equipped to meet the functions of the AGB in the context of each specific academy. AGB members will be chosen on a case-by-case basis in accordance with the skills and knowledge and the needs of each individual academy.

These terms of reference are an extract from Harris Federation's Scheme of Delegation which may be varied or rescinded at any time solely at the discretion of the Harris Federation Trustees' Board. If there is a conflict between this extract and the Scheme of Delegation, it is the Scheme of Delegation that will take precedent.

### Constitution, Terms of Office and Proceedings

An AGB shall comprise between six and 12 members (AGB members). The Trust Board in consultation with the Harris Federation CEO shall determine final number of AGB members. AGB Members will be selected (where not elected) based on skills, knowledge and attributes.

The Principal will be an ex-officio governor. No other members of the academy's Senior Leadership Team can become AGB members.

The Executive Team is primarily responsible for sourcing and appointing AGB members having regard to any recommendations from the Trust Board. The Trust Board may however determine, as it sees fit, to appoint or remove AGB members to/from an AGB.

Any AGB member shall hold and vacate office in accordance with the terms of his or her appointment, including the length of term, which may be varied on appointment by the AGB, but shall in no circumstances exceed four years. The membership of the AGB will be reviewed by the Trust Board annually.

Without consent from the Trust Board, and subject to remaining eligible to be an AGB member, any AGB member may only be re-appointed for consecutive periods not exceeding eight academy years in total.

All persons appointed or elected to the AGB shall give a written undertaking to the Trust Board to uphold the charitable object and mission of the Trust, and comply with the Articles of Association, the Funding Agreement(s), this Scheme of Delegation, the Code of Conduct and the Governance Handbook.

A person shall be ineligible to serve on the AGB if he or she is disqualified from doing so (causes of disqualification are contained in the Harris Federation Scheme of Delegation).

The AGB has no power to co-opt AGB members but advisers (including members of staff in the academy) may attend meetings but cannot participate in any vote taken by the AGB.

It is expected that at all meetings of the AGB the Principal and other members of the academy's Senior Leadership Team will be in attendance.

Any Trustee and any member of the Executive Team may attend any meeting of the AGB without invitation (but does so as an observer and not as an AGB member).

### **Appointment and Duties of The Chair and Vice-Chair**

The Chair is appointed by the Sponsor.

The AGB members shall at their first meeting in the school year, having regard to any advice of the Trust Board, elect a Vice-Chair from among their number (any person who is employed by the Trust to work at any of the academies shall be ineligible for holding such office). The process will be by self-nomination and candidates must advise the Clerk of their candidacy at least seven clear days prior to the relevant meeting. The appointment following election is subject to the approval of the Trust Board.

Any election of the Vice-Chair which is contested shall be held by secret ballot.

The Chair or Vice-Chair may be removed from office by the Trust Board at any time (without the need to provide any reasons for the removal).

The Chair's specific duties are to:

- provide clear leadership and direction to the work of the AGB ensuring strategic leadership and school improvement are the focus of its activities;
- build an effective team, attracting individuals to the AGB with the necessary skills and experience, promoting equality and diversity, ensuring AGB members make a positive contribution to driving school improvement and undertaking development to maximise their potential contribution;
- work closely with the Principal and the Chief Executive Officer to ensure there is robust challenge and appropriate encouragement;
- hold the AGB members to account;
- ensure the business of the AGB is conducted efficiently and effectively, chairing meetings ensuring all AGB members have the opportunity to contribute and are listened to with clear decisions being made when necessary;
- ensure the AGB reports formally to the Trustee Board in such format and as regularly as determined by the Trustee Board.

### **Responsibilities of the AGB**

As a matter of general principle, the AGB and the academy more generally will adopt and will comply with all policies adopted by the Trust Board and will comply with any direction issued by the Trust Board and have regard to any advice given by the Trust Board or the Chief Executive Officer.

The main tasks and responsibilities of the AGB are as follows, with further detail set out in Section 9 of the Harris Federation Scheme of Delegation:

- within the vision and ethos set by the Trust, to develop and monitor the vision and ethos of the academy;
- to approve the academy's self-evaluation and strategy for improvement as set out in its Academy Improvement Plan (proposed by the Principal and the Primary or Secondary Director) and monitor its implementation;
- to support the Principal and senior leadership team in agreeing and monitoring the curriculum, monitoring pupil progress and analysing any performance data in the light of the academy's strategy for improvement and performance targets;
- to support the Trust Board in providing scrutiny of key aspects of the academy's performance as determined by the Trust Board.

AGB members have a more general responsibility to:

- question and challenge the academy leadership and to robustly hold them to account;
- act in the best interests of the Trust and academy at all times;
- keep confidential all information of a confidential nature obtained by them relating to the academy and the Trust;
- carry out training to ensure their skills and knowledge are up to date; and take part in regular self-review

Detailed responsibilities as laid out in Section 9 of the Harris Federation Scheme of Delegation are as follows:

#### **Vision, Values and Strategy**

- within the vision and ethos set by the Trust, develop and monitor the vision, ethos and culture of the academy ;
- approve the academy's strategy for improvement as set out in its academy Improvement Plan (proposed by the Principal and the Primary or Secondary Director) and monitor its implementation.

#### **Academy Budget**

- recommend the academy's annual budget to the Trust Board having appropriately considered the priorities of the academy and the deployment of resources (staff and other) to successfully deliver the necessary outcomes.
- be responsible for approving any plan to raise voluntary (i.e. non grant) funds (including any restricted funds) provided the purpose for which they have been raised is within the charitable object of the Trust. An academy may seek to generate additional funds by undertaking certain activities, such as: lettings, the provision of sporting and recreational facilities, running a nursery and/or providing childcare, teacher training, providing and supporting ICT and other administrative services.

- recommend the academy's annual budget to the Trust Board having appropriately considered the priorities of the academy and the deployment of resources (staff and other) to successfully deliver the necessary outcomes.

#### **Curriculum and Standards**

- monitor and evaluate the curriculum offer including the extra-curricular offer to ensure it meets the needs of the local community that the academy serves and achieves high standards for all;
- promote and support the communication of plans and actions to pupils, staff and parents as need be.

#### **Health and safety**

- monitor the health and safety culture operating in the academy and report by exception any concerns to the Trust Board and the Chief Executive Officer.

#### **Human Resources**

- through the Chair's involvement on the selection panel participate in the recruitment of the Principal;
- ensure that safer recruitment processes are followed for the recruitment of staff;
- ensure that a robust and transparent performance management is in place.

#### **Admissions and Exclusions**

- Consider any decision by the Principal to permanently exclude any pupil;
- establish and authorise an independent panel hearing to consider any decision to readmit a pupil following exclusion;
- review and monitor fixed and internal exclusions;
- review and monitor in year admission decisions;
- actively ensure that off-rolling is not taking place;
- approve any changes to the admissions policy of the academy .

#### **Premises**

- monitor the culture and the implementation of the strategic plans to ensure a safe environment for all users of the buildings and the facilities.

#### **Community Activities and Community Engagement**

- encourage and monitor community engagement and consultation.

#### **Risk Management**

- keep under review the academy's risk register and seek assurance that risk management is effectively carried out;
- report to the Trust Board and the Chief Executive Officer any perceived material vulnerability that is not addressed in a timely and effective manner.

#### **Policies**

- Ensure the academy adopts all Harris Federation wide policies;
- Contribute to the development and review of any academy policies which the Trust Board has determined should be formulated at academy level and to be specifically approved by the AGB.

#### **Marketing**

- Support the principals in marketing the academy to the local community and feeder schools.

#### **Reporting to the Trust Board**

- report to the Trust Board in such format and on such regularity as the Trust Board determines.

#### **External Agencies**

- to engage fully and openly with any inspection of the academy, whether by the Trust Board, Ofsted, the Auditors or any other appropriate body to whom the academy is accountable, supporting the Chief Executive Officer and the Trustees in providing the necessary background and local context in respect of the academy and its performance.

#### **Sub-Committees**

The AGB will only establish sub-committees with the formal approval of the Trust Board.

#### **Meetings**

The AGB will meet at least once a term.

An AGB member will notify the AGB of any conflict of interest that they consider they have with regard to any matter to be discussed at any meeting of the AGB.

Any AGB member who is also an employee of the academy or parent of a child at the academy shall withdraw from that part of any meeting of the AGB at which remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement regarding any specific member of staff are to be considered.

AGB members shall in normal circumstances receive at least seven clear days before the date of a meeting, notice of the meeting; and a copy of the agenda for the meeting.

A meeting of the AGB shall be terminated forthwith if:

- the AGB members so resolve; or
- the number of AGB members present ceases to constitute a quorum for a meeting of the AGB.

AGB minutes will be collated and sent to the chair within two weeks for approval, before wider circulation to the members of the AGB (by email or by way of an intranet).

The agenda for AGB meetings will be determined by the Chair of the AGB having taken into account input from the Principal and any guidance given by the Harris Federation. AGB members can request additional items be considered for the agenda (either by writing to the clerk or, at the Chair's discretion, under any other business at the meeting itself).

Urgent decisions that need to be taken by the Principal in the period between AGB meetings requiring AGB consent may only be undertaken with the approval of the chair of the AGB.

### **Quorum for Meetings and Decision Making**

The quorum for a meeting of the AGB, and any vote on any matter thereat, shall be three sponsor governors.

Subject to the Harris Federation Scheme of Delegation, every question to be decided at a meeting of the AGB shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every AGB member shall have one vote. In the event of a tied vote, the chair of the meeting shall not have a casting vote, unless a second vote is conducted following further discussion and that vote is again tied.

AGB members are expected to participate in meetings of the Academy Governing Body in person unless participation by telephone or video conference has been agreed by the Federation Board and Academy Governing Body.

### **Conduct of The AGB**

The AGB will conduct its business in an open and transparent way at all times.

No individual AGB member has the power to act alone.

Individual members of the AGB must respect confidentiality. It is for the AGB to determine which parts of meetings, and the associated minutes, should remain confidential. Serious breaches of confidentiality may result in the Harris Trust Board removing an individual member from the AGB.

AGB members should generally refrain from talking to press agencies. On rare occasions, the Chair maybe required to do so, but should liaise with the Principal and the Harris Federation CEO and Harris Federation Chair of Trustees before doing so.

### **Clerking**

All AGB meetings shall be professionally clerked. The Clerk shall not be an AGB member except in extraordinary circumstances.

The AGB shall appoint a Clerk on such term, at such remuneration and upon such conditions as they may think fit having taken advice from the Executive Team and subject to the ratification of the Trust Board.

### **Role of The Principal**

The Principal will be responsible for the internal organisation and the management and control of the academy under the direction of the CEO of Harris Federation.

The Principal will provide the AGB with regular information on the performance of all aspects of the academy and will comply with any reasonable request from the AGB for information. The range, content and regularity of reports should comply with standards and guidelines set by the Harris Federation, and otherwise it is for the AGB to determine such other information required for it to meet its purpose. The

AGB may request any member of the SLT to attend its meetings to provide information on the performance of any aspect of the academy for which they are responsible.

## 18. Annex H - Member of an AGB Role Profile and Person Specification

|                        |   |
|------------------------|---|
| <b>Role:</b>           | Member of an Academy Governing Body (AGB) for an academy run by the Harris Federation   |
| <b>Location:</b>       | AGB meetings to be held at the relevant academy<br>Site visits to other academies operated by the Trust as necessary  |
| <b>Hours:</b>          | Up to seven AGB meetings a year<br>Attendance at various other events taking place at the academy<br>Attendance at occasional Trust wide conferences and events |
| <b>Salary range:</b>   | Nil   |
| <b>Term of office:</b> | Four years  |

**Purpose of the role:** The AGB for an academy is an essential element of governance across the Trust. Members of the AGB in partnership with the Principal & the CEO of the Trust develop (within the umbrella of the Trust’s vision, ethos and strategic direction) the vision, ethos and strategic direction of the relevant academy, hold the academy’s executive leaders to account, and recommend to the Trust Board the effective deployment of resources within the academy in the interests of current and future pupils. The AGB also plays an active part in supporting the Principal, liaising as appropriate with the Trust’s CEO, the Chair of the Trust and the Trust Board.

### Role Profile

**The specific tasks and responsibilities of the members of the AGB are to:**

- **Vision, Values and Strategy**
  - within the vision and ethos set by the Trust, develop and monitor the vision, ethos and culture of the academy
  - approve the academy’s strategy for improvement as set out in its academy Improvement Plan
  - monitor the implementation of the academy Improvement Plan against KPIs, targets and milestones
  
- **The Trust**
  - review Trust wide policies and if the AGB considers amendments are necessary to fit local circumstances recommend local amendments to the Trust Board
  - ensure the implementation of Trust wide policies
  - promote collaboration between academies in the Trust, actively seeking opportunities for academies to work together to share best practice or improve economic efficiencies
  - provide advice and feedback to the Trustees and report on all matters delegated to the AGB
  
- **School Budget**
  - review the academy’s annual budget in the light of the priorities of the academy and the deployment of resources (staff and other) to successfully deliver the necessary outcomes
  - approve any proposal from the Principal to raise voluntary (i.e. non grant) funds
  
- **Curriculum and Standards**
  - monitor and evaluate the curriculum offering to ensure it meets the needs of the local community

- monitor pupil progress and review performance data in the light of the academy's strategy for improvement and its performance targets
- monitor the implementation of any strategic plan and the academy Improvement Plan
- promote and support the communication of plans and actions to pupils, staff and parents as need be
- **Health and safety**
  - monitor the health and safety culture operating in the academy
- **Personnel**
  - support the academy's senior leadership team in the development and review of an appropriate staffing structure
- **Admissions and Exclusions**
  - review any decision by the Principal to permanently exclude any pupil
- **Premises**
  - monitor the culture and the implementation of the strategic plans to ensure a safe environment for all users of the buildings and the facilities
- **Community Engagement**
  - promote the academy and the Trust to all stakeholders
  - encourage and monitor community engagement and consultation
  - where appropriate, provide a conduit between the academy and parents, carers and other members of the local community
- **Risk Management**
  - In the light of the Trust's risk appetite, review the academy's risk register and seek assurance that risk management is effectively and comprehensively carried out in the academy with the Trust's guidelines

### **Person Specification**

#### **Personal qualities and values:**

- A desire to create positive change for young people
- A commitment to the aims and objectives of the Trust
- A willingness to devote time, enthusiasm and effort to the duties of and responsibilities of a trustee including duties of compliance, care and prudence
- A commitment to ethical behaviour and values, honesty, independence of thought and sound judgement
- A willingness to reflect, listen and learn from a diversity of views, to receive and provide feedback and accept impartial advice
- An awareness of personal strengths and weaknesses and a commitment to personal development
- A commitment to equal opportunities and anti-discriminatory practice
- A commitment to safeguarding young people

#### **Education and training:**

- A record of continuous professional development

**Experience:**

- Experience of driving positive change
- Experience in leading or managing in different circumstances
- Experience of establishing expectations for improvement and outcomes
- Experience of providing challenge to others
- Experience of stakeholder management
- Experience in education and/or relevant other functions

**Knowledge:**

- An understanding and acceptance of complying with legal, regulatory and financial frameworks and statutory guidance
- An understanding and acceptance of complying with Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership
- An understanding of national education policy and the local education context
- An understanding of the role of non-executives in trustee/governance capacity

**Skills:**

- An ability to think strategically
- An ability to think creatively
- An ability to work effectively in a team while contributing an independent perspective
- An ability to build productive and supportive professional relationships
- An ability to question and challenge to identify viable options through collective decision making
- An ability to use data to interpret/evaluate performance and identify trends to target improvement

**Legal Requirements:**

Individuals who are not able to make the following declarations may not serve on the AGB:

- I am not disqualified from acting as a charity trustee
- I have not been convicted of an offence involving deception or dishonesty (or any such conviction is legally regarded as "spent")
- I have not been involved in tax fraud or other fraudulent behaviour including misrepresentation and/or identity theft
- I have not used a tax avoidance scheme featuring charitable reliefs or using a charity to facilitate the avoidance
- I am not an undischarged bankrupt
- I have not made compositions or arrangements with my creditors from which I have not been discharged
- I have not been removed from serving as a charity trustee, or been stopped from acting in a management position within a charity
- I have not been disqualified from serving as a company director
- I am not included in the list kept by the Secretary of State for Education under s1 of the Protection of Children Act 1999 (or equivalent) or have ever been disqualified from working with children or serving on a governing body of a school
- I am able to provide a valid Disclosure and Barring Service Certificate under the Protection of Freedoms Act 2012 which does not disclose any reason why I should be unsuitable for working with children

## 19. Annex I – Terms of Reference for Finance and General Purposes Committee

These terms of reference should be read in conjunction with the Trust's Scheme of Delegation.

The Committee will work in consultation with the Principal and Finance Business to provide guidance to the Academy Governing Body on financial, staffing and building matters. The full Academy Governing Body must take all decisions concerning the adoption and implementation of these recommendations except where this Scheme of Delegation has specifically delegated authority to make decisions. Minutes of decisions and reports on actions must be made to the next meeting of the Governing Body.

Notwithstanding the delegated authority given to the Committee, where matters are considered to be of a sensitive, controversial and/or confidential nature, or where it can be demonstrated that to take a decision will have an impact on, or influence, decisions which need to be taken by other committees of the Trust Board or Academy Governing Bodies, the Committee will continue to recognise the need to refer specific issues to the Trust Board or other relevant committee for a final decision in accordance with the Scheme of Delegation.

### **Membership**

The Committee will be appointed by the Trust Board and will comprise no more than five and no fewer than three members, of whom a majority will be Trustees.

The Board will appoint one of the members of the Committee as its Chair (the Chair).

The Principal will ensure that there is a Clerk present at any meeting of the Committee.

### **Attendance**

The Committee may ask the Director of Finance and Operational Development (or their representative) and any other senior executive to attend meetings of the Committee either regularly or by invitation, to provide information.

### **Voting**

The quorum for each meeting shall be one half of the members of the Committee rounded up. Decisions of the Committee shall be taken by a simple majority of those present and voting. The Chair will have a casting vote on an equality of votes.

### **Meetings**

The Committee shall meet at least termly on such dates as shall be determined by the Committee from time to time and at such other time as the Clerk shall specify at the request of any member of the Committee.

Unless otherwise agreed, notice of each meeting confirming the venue, date and time together with an agenda shall be sent to each member of the Committee and any other person invited or required to attend no fewer than five working days prior to the date of the meeting.

Late notice of the meeting (provided that it is agreed by the majority of members of the Committee) and late delivery of papers for the meeting will not invalidate any decisions made at the meeting.

## **Agenda**

The Agenda will be set by the Committee Chair in consultation with the Finance Business Partner and the Clerk.

Any Trustee or Committee member may request that an item be placed on the agenda, but must first discuss the inclusion of the item with the Committee Chair.

## **Minutes**

The Clerk will minute the proceedings and resolutions of the Committee and ascertain, at the beginning of each meeting, the existence of any conflicts of interest and minute them accordingly.

Minutes of each Committee meeting will be reviewed by the Chair of the Committee before being made available to all members of the Committee and the Trust Board within a period agreed with the Chair.

## **Authority**

The Committee is authorised by the Trust Board to investigate any activity within its terms of reference. It is authorised to seek any information it requires from any employee and all employees are directed to cooperate with any request made by the Committee.

The Committee is authorised by the Trust Board to obtain outside legal or other independent professional advice and to secure the attendance of any person at any Committee meeting with relevant experience and expertise if it considers this necessary.

## **Review of Membership & Terms of Reference**

Annually, at the first meeting in the Autumn Term.

## **Duties**

The duties of the Committee shall be to:

- Monitoring compliance with Federation and ESFA Academy Finance Handbook requirements and any direction given by the Academy Governing Body.
- Reporting to the Academy Governing Body any decisions made in accordance with powers delegated by them, including decisions made on academy assets including depreciation and removal of items from asset register.
- Considering a termly budget position statement, including virement decisions, and reporting significant anomalies from the anticipated position to the Academy Governing Body; making recommendations where necessary.
- Reviewing the draft budget taking account of priorities of the academy Development Plan and presenting this to the Academy Governing Body for approval.
- Reviewing information where available that benchmarks expenditure between Federation academies of similar size and age range.
- Monitoring expenditure within any voluntary funds held on behalf of the Academy Governing Body.

- Ensuring that the principles of “Best Value” are applied to all services and goods purchased and works contracted for.
- Considering and responding appropriately to recommendations made by external and internal auditors.
- Undertaking self-review at the end of each academic year to assess whether priorities have been achieved; and to make recommendations to the Academy Governing Body on: committee membership, terms of reference, delegated powers and priorities for the coming year.
- Monitoring and reporting on the academy use of Pupil Premium.
- Considering progress on personnel-related aspects of the academy Development Plan and post OFSTED action plan, including staffing structure.
- Considering budget implications of pay awards, and making recommendations to the Academy Governing Body.
- Considering proposals for all capital building projects in the light of available funding and presenting draft project plans and options to the Academy Governing Body for consideration prior to recommendation to the Federation.
- Keeping building maintenance and development under review and having a premises and asset management plan.
- Considering reports from the academy’s nominated competent person and external consultants on Health & Safety and monitoring compliance with policy and progress with agreed action plans.
- Reviewing Federation policies on issues relating to finance, staffing and buildings, including Health & Safety, and in consultation with the Principal, making recommendations to the Academy Governing Body for the implementation of these policies.
- Reviewing any local policies arising from Federation policies – e.g. a detailed lettings policy in support of the overall lettings policy – for approval by the Academy Governing Body.
- The Committee shall also act as the Admissions Committee when required to confirm or to overturn admissions decisions made by the academy. Meetings to consider admission decisions may be conducted via email in accordance with the Regulations for the Conduct of Business by Governing Bodies.

## 20. Annex J - Code of Conduct for members of an Academy Governing Body

A **SharePoint Link** to the document can be found here (accessible by Harris Federation personnel and Governors):

- [Academy Governing Body Code of Conduct](#)