



Thringstone Primary School

Scheme of Delegation 2022-23

This scheme shall be reviewed annually by the Board of Governors.
Amendments to the scheme agreed during the year shall be annotated and
incorporated into the scheme by the Clerk.

Name: Sarah Baxter

Signature: _____

Position: Chair of trustees

Date: October 222

Review Date: October 2023

Contents:

- Introduction and General Principles of the Scheme
- The Board of Trustees
- Audit Committee
- Code of Conduct
- Trustee Panels
- Governance and Operational Management Structure
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Introduction

Under the approved structure (Appendix A), the Trust is a charitable company limited by guarantee. The Trust has entered into a Funding Agreement in respect of the academy with the Education Funding Agency (ESFA).

The Trust is responsible for ensuring that the company fulfils its statutory objectives, general functions and duties appropriately exercises the legal powers vested in it, under the Charities Act 2011 and other legislation. The Trust is ultimately responsible to:

- The Members of the Trust for overall performance and conduct. Members may at any time review and/or make amendments to the Governance Structure of the Trust; and
- The DfE in relation to compliance with the Funding Agreements and the requirements of the Academies Financial Handbook.

The Scheme of Delegation ("the Scheme"): Context

The Board of Trustees has the full authority and responsibility for:

- Setting strategic direction and policy governing all aspects of Trust activity. This includes strategic oversight, vision and planning for the Trust, oversight and determination of the organisational structure and of the performance and standards.
- Governance and compliance (including the arrangements for self-evaluation of effectiveness), probity and financial management (including investment, audit and identification and management of risk), contractual relationships, management of estates and infrastructure and human resource management (as an employer this includes the terms and conditions of service staff and related policy and procedures).

In accordance with Clause 105 of the Articles of Association of the Trust, the Board has delegated the power to carry out many of these responsibilities to the Headteacher and Leadership Team. This Document sets out the scheme of Delegation approved by the Board ("the Scheme").

General Principles of the Scheme

1. All references in the Scheme to "the Board" mean the board of Trustees.
2. The Board of Trustees has overall responsibility and ultimate decision-making authority for all the operations of the Trust. The Board retains ultimate responsibility for all powers and responsibilities that it has delegated and receives reports on actions and key powers exercised on its behalf. The Board may at any time, withdraw or vary any

delegation and request additional reports/explanation on the exercise of delegated actions and powers.

The Chair of Trustees

3. The Board appoints a Chair and Vice Chair at the first meeting in each academic year.

Principles of Delegation

4. Those to whom delegations have been granted are ultimately accountable to the Board.
5. Delegation of power(s) to any individual does not obviate the need for consultation with colleagues as appropriate.
6. All delegated functions must be exercised in accordance within the established policies and procedures, budgetary and financial and legal constraints of the Trust.
7. Those to whom delegations have been granted may elect not to exercise their delegation, but to refer any matter to the Board if in their judgement, the complexity or risk associated with any matter merits this.
8. Issues regarded as novelty or potentially precedent-setting shall be referred to the Board for consideration and decision. (For example, where an issue may become a 'test case' or, in the view of the Headteacher, is likely to be controversial or contentious. This includes issues that may risk potential damage to reputation/public trust and confidence, key relationships and/or that may risk potential damage to reputation/public trust and confidence, key relationships and/or that may have a personal impact on Board members and/or senior members of staff).
9. The Scheme: Delegations to the Headteacher and Senior Leadership Team.
10. The Scheme is not intended as an exhaustive list of all aspects of Trust activity but aims to set out the salient powers.
11. All revisions to the Scheme shall be subject to formal report to the Board or are a matter for the Headteacher to determine subject to occasional report to and review of the Scheme by the Board.

Matters Reserved for Decision by the Board

12. The Board has reserved decisions on some key issues to itself. These are referred to in the Scheme as "Reserved Matters". The Board shall determine all reserved matters following consideration of reports and/or recommendations from the Headteacher and/or members of the Senior Leadership Team (SLT).

Establishment of and Procedures Relating to Committees

13. The Trust has decided that it will not create separate Committees and that all business matters will be dealt with by more frequent meetings of the full Governing Body in an open and transparent manner. The board will meet at least 6 times a year in accordance with the Academies Financial Handbook, in order to meet its responsibilities and demonstrate robust governance. At each meeting of the Governing Body, a full financial review of the Trust's finances will be undertaken as a matter of course, taking into account and fulfilling the requirement for close scrutiny and oversight of the Trust's financial position. A standing item at the meeting of the Governing Body will also include a termly report from Trustees appointed by the board to undertake internal control checks and consider the programme of work undertaken by the Trust's internal auditors. 14. The Clerk to the Board will:

- Consult with the Headteacher and Chair on the content of the agenda for meetings
- Ensure that the agenda and papers for meetings are sent to members of the Board/Committee a minimum of 7 days before the day of the meeting
- Ensure that minutes of all meetings are prepared in a timely manner and approved by the Chair prior to circulation to Board members. (Following approval by the Chair, minutes shall be submitted to all board members and shall also be submitted to the next available meeting of the Board for noting/approval).
- Agree, in consultation with the Chair and Headteacher, an annual programme of meetings for the Board, together with supporting annual business plans.

The Scheme of Delegation

The Board of Trustees:

Appointment and constitution	The Constitution and Membership of the Board of Trustees shall be determined by the Trustees in accordance with the Trust's Articles of Association. There shall be a minimum of 6 Board members, including the Headteacher.
Quorum	Any 3 members of the Board shall constitute a quorum.
Frequency of meetings	The Board of Trustees shall meet at least 6 times a year. The Chair of the Board, through the Clerk to the Board, may call a special meeting of the Board at any time, provided the purpose of the meeting is specified in the agenda for the meeting.
Attendance	The Headteacher of the Trust shall normally attend meetings of the Board. Other staff may attend at the discretion of the Chair.
General reserved matters	Matters referred to the Board shall take account of the Board Risk Register and shall include any proposal for new initiatives and/or policies and any developments which may impact on the strategic direction of the Trust in terms of finance, policy, service delivery, reputational risk or organisational structure.
Specific reserved matters	Any issue regarded as novelty or potentially precedent-setting shall be referred to the Board for consideration and decision. (For example, where an issue may become a 'test case' or, in the view of the Headteacher, is likely to be controversial or contentious. This includes issues that may risk potential damage to reputation/public trust and confidence, key relationships and/or may have a personal impact on Board members and/or on senior members of staff).

Strategic oversight, vision and planning	<p>Approval of:</p> <p>Trust vision, values and ethos, promotion and protection of this, and the integrity and reputation of the organisation; o The overall strategic direction of the Trust within available resources and review and/or variation of agreed strategy and plans. This includes, on recommendation of the Headteacher:</p> <ul style="list-style-type: none"> - the Strategic Plan for the Trust and any proposed amendments thereto; and - proposals for entering into formal strategic partnerships. - Matters referred to the Board by the headteacher and on which: - the Board has indicated that it wishes to be kept informed and/or requires early warning or dialogue; and - the Headteacher requires a steer or input from the Board.
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Finance	<p>Approval of:</p> <p>the financial management and investment policies and decisions of the Trust (and any proposed amendment thereto) including the funding model to be adopted. actions relating to the effective and appropriate management and use of Trust finances.</p> <p>The annual revenue budget for the Trust including the annual budget as recommended by the Business Manager.</p> <p>The criteria for allocation of the annual Capital Budget.</p> <p>Variations to approved budgets and/or actions that may be necessary to ensure that the expenditure of the Trust remains within agreed limits; and</p> <p>Appointment of internal and external auditors.</p>
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<p>Governance and compliance</p>	<p>Approval of:</p> <p>The governance arrangements of the Trust to ensure the highest standards of governance that command the confidence of staff and stakeholders.</p> <p>The Scheme of Delegation and any amendments thereto.</p> <p>The report and recommendations (if any) of the Chair following the Board's annual self-review of effectiveness. Procedures for the appointment and/or removal of Trustees/members of the Board.</p> <p>The role of the Chair of the Board and succession planning for Board members.</p> <p>Trustee, Board and the NGA Governor Code of Conduct and any actions required in relation to breaches thereof.</p> <p>Staff Code of Conduct and any actions required to breaches thereof.</p> <p>Arrangements for training and evaluation of Trustees, Board and Committee Members, and Trustees' appointment or dismissal of the Headteacher or the Clerk to the Board.</p> <p>The Governance Handbook and amendments thereto.</p>
<p>Organisational structure</p>	<p>Approval of:</p> <ul style="list-style-type: none"> • On recommendation of the Headteacher, the overall structure and staffing of the Trust and any proposed amendments thereto.
<p>Performance, targets and standards, including Pupil Outcomes</p>	<p>Monitoring and Approval of:</p> <p>Performance targets and key performance indicators (KPIs) for the trust</p> <ul style="list-style-type: none"> • The overall performance and standards of the Trust against agreed targets and KPIs and, through the reports and recommendations of the Headteacher, consideration and approval of actions recommended in relation to school improvement and performance. This includes actions recommended where academy improvement plans and/or improvement actions have not been

	<p>implemented or have not had the desired impact in terms of improved performance and pupil outcomes.</p> <p>The performance of the Headteacher. This includes holding them to account for the overall performance of the Trust against agreed targets and KPIs, the exercise of their delegated powers and delivery against the targets, plans and budgets approved by the Board.</p> <p>Constructively challenge the Headteacher as to the effectiveness and impact of the Quality Assurance (QA) process and the related school improvement work.</p> <p>Reviewing data analysis, benchmarking data and to the overall performance of the Trust in comparison to regional and national standards and to other comparable Trusts.</p>
<p>Policy</p>	<p>Approval of:</p> <p>All policies and substantive amendments thereto developed for the effective management, administration and operation of the Trust. This includes policies for safeguarding and child protection; Trustee and Board confidentiality, Trustee, Governor and Staff conflict of interest and procedures relating thereto; and Trustee, Board Member and Governor expenses and remuneration.</p>
<p>Pay and staffing</p>	<p>Approval of:</p> <p>Undertaking the annual performance appraisal of and target setting for the Headteacher, with the assistance of an external advisor/school improvement partner.</p> <p>To determine and annually review the salary ranges for the Headteacher, considering the recommendations of the external advisor/school improvement partner.</p> <p>To approve, on the recommendations of the Headteacher, the annual PRP awards for Teachers.</p> <p>To approve, on the recommendation of the Headteacher, the support staff pay policy.</p> <p>Approval of compromise agreements as recommended by the Headteacher.</p>

Appendix A

GOVERNING BODY OVERVIEW: SEPTEMBER 2022

<p>Key responsibilities and functions of the governing body;</p> <ul style="list-style-type: none"> • Ensuring that the vision, ethos and strategic direction of the school are clearly defined. • Ensuring that the headteacher performs their responsibilities of the educational performance of the school • Ensuring the sound, proper and effective use of the schools financial resources • To help the school provide the best possible education for it's pupils by supporting and challenging the school's leadership team, ensuring accountability and offering a strategic overview in line with the school's agreed vision and values • The FGB is also responsible for headteacher's performance management, performance related pay and appeals via delegated committees 				
Members: Claire Pickering		Diane Bull	Nick Fordyce	
Chair of Governors: Ms Sarah Baxter (Parent)			Vice-Chair of Governors: Mrs Gemma Patel (Parent)	
A minimum of 2 Parent Governors	Up to 2 Staff Governors	1 Headteacher	Up to 6 Community Governors	1 Governor appointed by the members
Mrs Laura Chapman, Mr Ian Carpenter	Miss Amy Bowers Miss Kayleigh Jones	Mrs Cheryl Hammersley	Mrs Linda Gallacher Mrs Diane Bull	Vacant

Clerk and Governor Training Link Mitzi Moran	Safeguarding Sarah Baxter	SEN Sarah Baxter Linda Gallacher	Website Compliance Gemma Patel	Well-being Gemma Patel Linda Gallacher	GDPR Gemma Patel
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Headteachers Performance Management Laura Chapman, Diane Bull	Pay Committee Sarah Baxter, Laura Chapman, Diane Bull	Finance Committee Supports the Full Governing Body to help the school provide the best possible education for it's pupils by ensuring high standards of accountability, financial and personnel management through the school. It will also maintain compliance with legal requirements
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	Laura Chapman (Chair), Sarah Baxter, Ian Carpenter, Linda Gallacher, Diane Bull
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Chair of Governors: sarah.baxter@thringstone.leics.sch.uk

Appendix One

FINANCE AND AUDIT COMMITTEE

Terms of reference

Autumn 2022

Membership

1. The committee shall consist of no fewer than five governors including the Head.
2. The committee shall have such co-opted non-voting members as the Governing Body shall appoint. The committee may make recommendations for these appointments.

Quorum

The quorum shall be three governors one of whom must not be a member of the school staff. The committee shall not meet without the head being present or a substitute nominated by him or her.

Meetings

The committee shall meet at least once a term and otherwise as required. Terms

of Reference

1. To provide guidance and assistance to the head and the governing body in all matters relating to budgeting, finance, premises and grounds, security and health and safety.
2. To prepare and review financial policy statements, including consideration of long-term planning and resourcing.
3. To consider each year's annual development plan priorities and present an annual budget to the governing body for approval.
4. To monitor the income and expenditure of all public funds, ie budget share and any other funds devolved by the EFA and report the financial situation to the governing body **at least annually**.
5. To recommend the level of delegation to the head for the day-to-day financial management of the school.
6. To vire funds, if necessary, within limits set by the governing body.
7. To receive and where appropriate respond to periodic audit reports of public funds.
8. To ensure that the school's financial policies and procedures meet the requirements of the Academies Financial Handbook and to audit compliance with policies and procedures.
9. Annually to inspect the premises and grounds and prepare a statement of priorities for maintenance, repairs and redecoration within budget allocation.

10. To ensure that the school complies with health and safety regulations and policy.
11. To ensure any necessary liaison with contracted local authority's property services department.
12. To oversee the risk management process.

Review: October 2022

Next Review: Autumn Term 2023

Appendix Two

Terms of reference for Pay Committee.

Membership

1. 3 nominated governors
2. The Head will attend the Pay Committee in an advisory capacity.

Quorum

The quorum shall be the full complement of Committee members or committee representatives.

Meetings

Minimum of once every year, but more as required.

Functions

1. To achieve the aims of the whole school pay policy in a fair and equal manner;
2. To apply the criteria set by the whole school pay policy in determining the pay of each member of staff at the annual review;
3. To observe all statutory and contractual obligations;
4. To minute clearly the reasons for all decisions and report these decisions to the next meeting of the full Governing Body;
5. To recommend to the Governing Body the annual budget needed for pay, bearing in mind the need to ensure the availability of monies to support any exercise of discretion. The Finance Committee will recommend that the Governing Body makes application for any additional funding available to support this process;
6. To keep abreast of relevant developments and to advise the Governing Body when the school's pay policy needs to be revised;

7. To work with the Head in ensuring that the Governing Body complies with the Appraisal Regulations.

The report of the Pay Committee will be placed in the confidential section of the Governing Body's agenda.

As required by The School Teachers' Pay and Conditions Document, all teaching staff salaries, including those of the Head, Deputy Head will be reviewed annually.

Appendix Three

Model code of conduct

For those who govern in an academy trust

Governing boards should use a code of conduct alongside [role descriptions](#) to ensure those who govern understand what is expected of them.

The NGA model code of conduct is anchored in the Seven Nolan Principles of Public Life. The code is also aligned with the [Framework for Ethical Leadership in Education](#) which outlines principles that support ethical decision-making and challenge unethical behaviour. [How to use the model code](#)

This code has been designed such that multi academy trusts (MATs) can use it for both their trust board and academy committees (local governing bodies). It should be adapted to reflect your context and delegation arrangements, as set out in your [scheme of delegation](#).

The model code has been updated for 2022 – new and amended statements are marked (*).

Reviewing your code of conduct

Boards should review and approve their code of conduct annually, normally at the first meeting of the autumn term. When reviewing your code, reflect on the events of the previous year and consider if any changes are required.

NGA recommends that boards publish their code of conduct on their school/trust website.

Using your code to support induction and development

When [recruiting new volunteers](#), we recommend that boards refer candidates to their code of conduct (and role description) to ensure that potential new members have a good understanding of expectations before being appointed. New members should agree to the board's code of conduct on being appointed as part of their [induction programme](#).

Chairs may also use their code of conduct to support discussions such as annual governor performance reviews. In doing so, the code of conduct becomes a tool to help boards and individuals develop their governance practice.

Using your code of conduct to support effective teamwork

Effective governance requires effective teamwork: working collaboratively as colleagues with understanding and respect for each other's roles.

NGA's [Effective teamwork](#) guidance sets out an approach to dealing with conflict or tension using a measured and conciliatory approach. The guidance advises that the most direct way to clarify the expectations of those governing is through a code of conduct.

Further reading

- ✓ [What governing boards and school leaders should expect from each other](#)
- ✓ [Governing board skills audit](#)
- ✓ [Model role descriptions for chairs, governors, trustees and governance professionals](#)
- ✓ [Effective teamwork](#): a guide for governing boards

Thank you for using this document. If you have any feedback you'd like to share, please email kcfeedback@nga.org.uk

NGA model code of conduct

Once this code has been adopted, all board members agree to faithfully abide by it.

***Trustees:** We agree to follow the [charity governance code](#)

***Those governing at local level:** We recognise and support the principles set out in the [charity governance code](#)

We will abide by the Principles of Public Life:

Selflessness

We will act solely in terms of the public interest.

Integrity

We will avoid placing ourselves under any obligation to people or organisations that might try inappropriately to influence us in our work. We will not act or take decisions in order to gain financial or other material benefits for ourselves, our family, or our friends. We will declare and resolve any interests and relationships.

Objectivity

We will act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias.

Accountability

We are accountable to the public for our decisions and actions and will submit ourselves to the scrutiny necessary to ensure this.

Openness

We will act and take decisions in an open and transparent manner. Information will not be withheld from the public unless there are clear and lawful reasons for so doing.

Honesty

We will be truthful.

Leadership

We will exhibit these principles in our own behaviour. We will actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

***We will apply the highest standards and will:**

1. act within our powers
2. promote the success of the trust
3. exercise independent judgement
4. exercise reasonable care, skill and diligence
5. avoid conflicts of interest
6. not accept benefits from third parties
7. declare interest in proposed transactions or arrangements We will focus on our core

governance functions:

1. ensuring there is clarity of vision, ethos and strategic direction
2. holding executive leaders to account for the educational performance of the organisation and its pupils and the performance management of staff

3. overseeing the financial performance of the organisation and making sure its money is well spent

NGA recognises the following as the fourth core function of governance:

4. ensuring the voices of stakeholders are heard *As individuals, we agree to:*

Fulfil our role & responsibilities

1. We accept that our role is strategic and so will focus on our core functions rather than involve ourselves in day-to-day management.
2. We will fulfil our role and responsibilities as set out in our [scheme of delegation](#).
3. We will develop, share and live the ethos and values of our trust.
4. We agree to adhere to trust policies and procedures.
5. We will work collectively for the benefit of the trust.
6. We will be candid but constructive and respectful when holding senior leaders to account.
7. We will consider how our decisions may affect the trust and local community.
8. We will stand by the decisions that we make as a collective.
9. Where decisions and actions conflict with the Seven Principles of Public Life or may place pupils at risk, we will speak up and bring this to the attention of the relevant authorities.
10. We will only speak or act on behalf of the trust board if we have the authority to do so.
11. ***Trustees:** We will fulfil our responsibilities as a good employer, acting fairly and without prejudice.
12. When making or responding to complaints, we will follow the established procedures.
13. We will strive to uphold the trust's reputation in our private communications (including on social media).
14. ***We** will have regard to our responsibilities under [The Equality Act](#) and will work to advance equality of opportunity for all.
15. ***Those governing at local level:** We will act as the local ambassadors for our trust.

Demonstrate our commitment to the role

1. We will involve ourselves actively in the work of the board and accept our fair share of responsibilities, serving on committees or working groups where required.
2. We will make every effort to attend all meetings and where we cannot attend explain in advance why we are unable to.
3. We will arrive at meetings prepared, having read all papers in advance, ready to make a positive contribution and observe protocol.
4. We will get to know the school/s well and welcome opportunities to be involved in school activities.
5. We will visit the school/s and when doing so will make arrangements with relevant staff in advance and observe school and board protocol.
6. When visiting a school in a personal capacity (for example, as a parent or carer), we will continue to honour the commitments made in this code.
16. We will participate in induction training and take responsibility for developing our individual and collective skills and knowledge on an ongoing basis.

Build and maintain relationships

1. We will develop effective working relationships with leaders, staff, parents and other relevant stakeholders from our local communities.
2. ***Those governing at local level:** We will champion the voices of our school community and stakeholders.
3. ***Those governing at local level:** We will establish effective working relationships with trustees.
4. ***Trustees:** We will engage with and be accountable to those governing at local level.
5. We will express views openly, courteously and respectfully in all our communications with board members and staff both inside and outside of meetings.
6. We will work to create an inclusive environment where each board member's contributions are valued equally.
7. We will support the chair in their role of leading the board and ensuring appropriate conduct.

Respect confidentiality

1. We will observe complete confidentiality both inside and outside of the trust when matters are deemed confidential or where they concern individual staff, pupils or families.
2. We will not reveal the details of any governing board vote.
3. We will ensure all confidential papers are held and disposed of appropriately.
4. We will maintain confidentiality even after we leave office.

Declare conflicts of interest and be transparent

1. We will declare any business, personal or other interest that we have in connection with the board's business, and these will be recorded in the [register of business interests](#).
2. We will also declare any conflict of loyalty at the start of any meeting should the need arise.
3. If a conflicted matter arises in a meeting, we will offer to leave the meeting for the duration of the discussion and any subsequent vote.
4. We accept that the Register of Business Interests will be published on the trust's website.
5. ***We will act as a trustee/academy committee member; not as a representative of any group.**
6. We accept that in the interests of open governance, our full names, date of appointment, terms of office, roles on the trust board, attendance records, relevant business and pecuniary interests, category of governor/trustee and the body responsible for appointing us will be published on the trust website.
7. We accept that information relating to board members will be collected and recorded on the DfE's national database (Get information about schools), some of which will be publicly available.

**New statement added or updated in 2022*

We understand that potential or perceived breaches of this code will be taken seriously and that a breach could lead to formal sanctions.

Adopted by: Thringstone Primary School on 12-09-22

Signed:

[chair of board]

We agree that this code of conduct will be reviewed annually and it will be endorsed by the full governing board.
