



**HIGHFIELDS  
SCHOOL  
MULTI ACADEMY TRUST**

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**SCHEME OF DELEGATION**

Approved by Trust Board 10 February 2022

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## Highfields School

This Scheme of Delegation identifies the key decisions required in connection with the overall governance and management of the Trust and its academy/academies.

This Scheme of Delegation is the key document defining which functions have been delegated and to whom. This has been designed to be a systematic way of ensuring members, trustees, committees (including local governing boards) and school leaders are clear about who has responsibility for making particular decisions about the trust. This document complies with the requirements laid down in the Academy Trust Handbook 2021.

Highfields School (the Academy) has a committee (Trust Board) to which it delegates financial scrutiny and oversight.

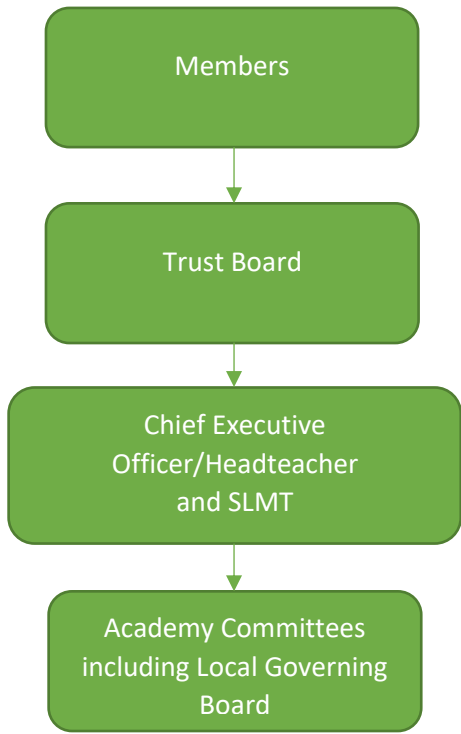
This document will be reviewed on an annual basis by the Trust Board, or more frequently if required. However, it may only be altered or revoked by the Trust Board.

### **Objectives, Strategies and Activities**

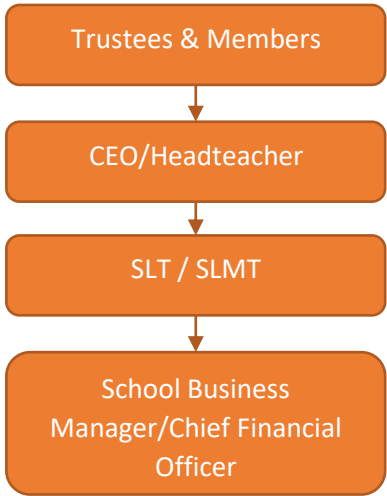
There is a relentless and uncompromising drive for school improvement at all levels of leadership. All at Highfields are involved in the pursuit of excellence. There is a focus on every child and a belief that every child matters and that every child will achieve and make progress. We look to achieve this by developing:

- High quality teaching, learning and assessment that engages and meets the needs of all learners
- A staffing structure that allows school leaders to focus on the strategic direction of the school and allows teachers to focus on teaching, learning and assessment
- A high quality CPD, Lead Practitioner and staff support programme that supports staff pedagogy, recruitment and retention
- A broad, balanced and engaging curriculum that challenges every student and allows them to follow the pathway that is most appropriate for them
- Strong links with industry, higher education and the community that allow students to contextualise their learning
- Outstanding support, care and guidance through a well-trained and highly skilled Inclusion Team
- Excellent relationships with and amongst staff and students
- Excellent attendance and punctuality
- A strong and responsive Voices programme that allows everyone to be heard and listened to
- A wide range of extracurricular activities, and student leadership programmes to enrich the learning experience
- A positive contribution to and relationship with the local community
- A supportive working partnership with home

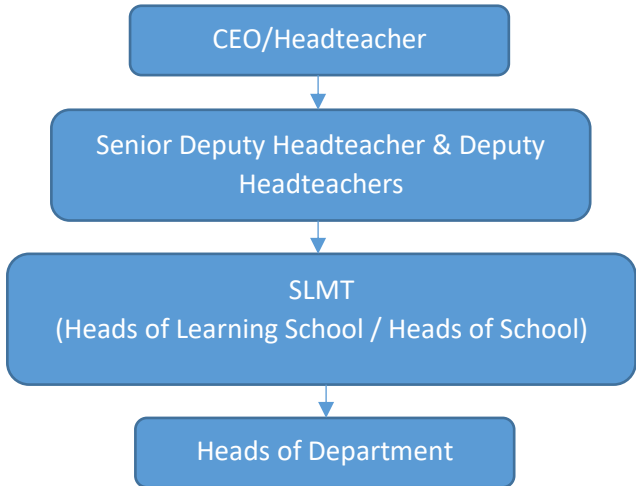
**Governance Structure and lines of accountability**



**Strategic Staffing Overview**



**Teaching Staff Overview**



The board of trustees (Trust Board) will delegate responsibility for the delivery of the vision, ethos, performance and strategy for the school to the Chief Executive Officer (CEO). The Trust Board will hold the CEO to account for the performance of the trust, including the performance of any academies within the trust. The CEO will, in turn, hold the senior leadership team to account through the line management structure. The CEO is performance managed by the Trust Board.

The CEO will report to the board for the performance of the trust as a whole, although this may be supplemented by monitoring reports from the Local Governing Board meetings.

Governance must comply and operate within the framework of the following documents and will ensure that it is at all times compliant with all statutory obligations as prescribed by the Department for Education (DfE), Education and Skills Funding Agency (ESFA) and Charity and Company Law:

- Funding Agreement
- Articles of Association
- DfE Academy Trust Handbook 2021
- DfE Governance Handbook

The trust will provide a framework in which the Members, Trustees and Governors can fulfil their roles. All will abide by the Code of Conduct provided upon appointment which refers to 'The 7 Principles of Public Life' as set out by Lord Nolan.

The purpose of governance is to provide confident and strong strategic leadership which will lead to robust accountability, oversight and assurance for academic and financial performance.

## **Members**

Members of the trust have a very different status to trustees. Members should not be involved in the day-to-day business of the academy trust and must ensure they do not assume the powers of the trustees. The Articles of Association will describe how members are recruited and replaced. There must always be a minimum of three Members but five is our ideal number.

Members help to ensure that Trustees are exercising effective governance. Members can appoint trustees to ensure that the trust's charitable object is carried out and are able to remove trustees if they fail to fulfil this responsibility. The Trust Board (Directors) will submit an annual report on the performance of the trust to the members. Members are also responsible for approving any amendments made to the trust's Articles of Association. To ensure robust accountability within the Governance Structure, the trust has a majority of Independent Members. Members are not permitted to be employees of the trust.

Members can, by special resolution, direct Trustees to take a specific action where Trustees are unable or unwilling to act in the best interests of the Trust. Members should consider using this power if they believe the Trust Board is failing to carry out its core functions or is acting unlawfully.

It is preferred that the majority of Members do not sit on the Trust Board. This will ensure that members are not able to overstep their powers or undermine the Trust Board's discretion when exercising its responsibilities.

## Trustees (Directors)

The trustees are the charity trustees (under the Charities Act 2011) and are responsible for the general control and management of the administration of the trust in accordance with the Memorandum and Articles of Association. The Trust Board (Directors) is the accountable body for the performance of all schools within the trust and to ensure the clarity, vision, ethos and strategic direction of the schools. They must hold the CEO/Headteachers to account for the educational performance of the school and for the performance management of staff. The trustees will oversee the financial performance of the trust and ensure money is spent with due diligence.

Trust Board will delegate to the CEO responsibility for the day-to-day operations of the trust.

The trust has a right to review and adapt its governance structure at any time which can include the removal of delegation.

## Trustees' Responsibilities

Trustees are responsible for ensuring that the trust's funds are used only in accordance with the law, its articles of association, its funding agreement and the Academy Trust Handbook 2021. The Trust Board should have a strong focus on three core strategic functions:

- Ensuring clarity of vision, ethos and strategic direction
- Holding the executive to account for the educational performance of the academies and outcomes for learners
- Performance management of staff and overseeing the financial performance of the trust and assuring value for money

As trustees of a charity, academy trustees must comply with the following duties:

**Compliance** – ensuring that the charity's resources are used for the charitable purpose and that the charity complies with the law and its governing document i.e. the Articles of Association.

**Care** – reasonable care should be taken in their work by ensuring that the academy trust is managed efficiently and effectively. It also means considering the need for professional advice on matters where there may be material risk to the charity.

**Prudence** – acting responsibly, making sure that the academy trust's assets are protected and used for the benefit of the charity. Trustees must make sure that the academy trust is solvent and keeps appropriate financial records. More information on the role of a charity trustee is available on the Charity Commission's website. Academy trustees also have statutory duties as company directors under the Companies Act, which comprise the duties to:

- Act within their powers
- Promote the success of the company
- Exercise independent judgment
- Exercise reasonable care, skill and diligence
- Avoid conflicts of interest
- Not to accept benefits from third parties
- Declare any interest in proposed transactions or arrangements.

Trustees should be able to demonstrate an interest in education and in providing learning and development opportunities. They will have a commitment to raising standards and seeking the highest quality provision for learners. They will also have:

- Commitment to the trust and its ethos
- A willingness to devote the necessary time and effort to the business of the trust.
- An understanding of the role and the distinction between governance and management.
- The ability and willingness to ask probing questions and to participate in robust debate.
- The ability to communicate effectively, to express ideas clearly and listen to others.
- The ability to work as a member of a team and to stand by the collective decisions of the Trust Board
- The ability to exercise care, skill and diligence and avoid conflicts of interest and to challenge and probe.
- A willingness to undertake appropriate training to develop an understanding of the academy(ies), the trust and the role of a trustee.
- Commitment to the principles of equality and diversity.
- An interest in voluntary service to the community. (The role of a trustee is voluntary and unpaid).
- Adherence to the seven principles of public life laid down by the Nolan Committee. These are Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.

### **Payment of Trustees**

Very importantly, because the Trust is a company and an exempt charity, Trustees are bound to comply with charity and company law as well as the requirements of the Academies Financial Handbook. Charity law expects individuals and organisations to become involved with a charity purely for altruistic purposes. The law does not envisage, or normally allow, for a profit to be made by a Trustee or a Member simply for acting in accordance with the role that he or she has taken on.

The Trust's Articles of Association set out specific provisions relating to payment of Trustees. In short, there are three circumstances in which Trustees may be paid by the Trust:

**Reimbursement of reasonable expenses**, properly incurred when acting on behalf of the Trust. Please note that this is at the discretion of the Board of Trustees. Permission should be sought in advance of incurring any expenses and receipts must be provided. Only reasonable expenses can be reimbursed and any expenses incurred may be subject to scrutiny by the ESFA.

**Payment for services provided outside the role of a Trustee.** This is subject to very strict rules and legal advice must be sought when considering payment of this kind.

**Payment of salary** to staff Trustees or the Executive Headteacher in their capacities as employees and not as Trustees.

In summary, payment of Trustees must be considered carefully and properly documented fully taking into account the Articles of Association and the Academy Trust Handbook 2021.

This document only sets out a very brief summary of the issues surrounding payment of Trustees and is not intended to be a substitute for detailed advice on this subject.

## **Trustees' Conflict of Interests & Pecuniary Interests**

A conflict of interests is any situation in which a Trustee's personal interests (or those of a person or body connected to him/her), influence or appear to influence or affect that individual's decision-making.

As Trustee of an exempt charity, the Trustees have two sets of similar duties to avoid conflicts of interest. The first duty derives from the charity law duty imposed on Trustees by virtue of their positions as charity law Trustees. The second duty arises from company law and is imposed on Trustees by virtue of their position as Directors under company law.

Essentially, the Trustees have a legal obligation to act in the best interests of the Trust and in accordance with the Trust's Articles of Association, and to avoid situations in which there is an actual conflict of interests or where it is reasonably perceivable that an actual conflict could emerge.

## **The Chair of the Trust Board**

The chair will:

- Provide leadership and direction (supported by the vice-chair) to the Trust Board and enable them to fulfil their responsibilities for the overall governance and strategic direction of the trust. The chair ensures that the trust pursues its objects as defined in the articles of association, charity law, company law and other relevant legislation.
- Consult with the CEO on matters of strategy, governance, finance and HR and oversee the CEO's activities in the context of the implementation of the board's strategy and policies.
- Ensure that there is a plan for succession for the chair, vice-chair and any committee chairs, encourage effective team working amongst board members and that equality and diversity are considered in relation to recruitment to the board.
- Act as final stage adjudicator for disciplinary and grievance procedures as and when required.
- Ensure adherence and compliance around key policies e.g. equality, health & safety and in all decisions of the board and its committees.
- Promote critical self-assessment of trust governance performance and processes and continual improvement.
- Assess the performance of the CEO and the governance professional.
- With the governance professional and CEO, plan for board meetings and agree agenda, ensuring that the focus is on the board's key responsibilities and strategic priorities. They will also agree draft minutes of these meetings. Liaise with the CEO and governance professional to promote and enhance good governance within the trust.
- Chair meetings effectively and promote an open culture on the trust board that allows ideas and discussion to thrive whilst ensuring clear decisions are reached as quickly as possible.
- Create a strong, profitable and fulfilling working relationship with trustees and the CEO through review and self-reflective evaluation of contributions and effectiveness of the board.

Ensure that processes for decision making are transparent, rigorous and decisions taken at the meetings of the trust board are implemented.



Collaborate with the clerk to establish effective working procedures and sound committee structures and ensure that business at committees of the trust is reported appropriately.

Ensure the trust board appoint a governance professional and that they are appraised and developed.

## **Governance Professional**

Each committee, including the Local Governing Board and the Trust Board has a Clerk. The Clerk will communicate appropriately to facilitate sharing of best practice strategies, common processes and systems. They may discuss documentation needed to be produced, and will provide support, guidance and assistance where needed.

The Clerk will coordinate the production of agenda and supporting documents for each meeting and will ensure minutes are produced in a timely manner.

## **Audit & Risk Committee**

The Audit & Risk Committee will monitor the integrity of the MAT's financial statements, financial performance, internal financial controls, internal control and risk management. Along with reviewing the effectiveness of the internal audit function. The committee will report back to the board on how it has discharged its responsibilities.

The committee is made up of three trust board members. The Chair of the Trust Board will be invited to attend each meeting. The Accounting Officer, Chief Financial Officer and other relevant senior staff will routinely attend the committee to provide information and participate in discussions. Employees of the Trust will not be members of the Committee. The committee will meet at least three times a year.

The Audit & Risk Committee will conduct business as outlined in the Academy Trust Handbook 2021 and the Academy Trust Risk Management guidance (updated May 2021).

## **Role of Local Governing Board(s)**

The Trust Board will establish Local Governing Boards (LGBs) for each academy within the Trust, appoint the Chair, ensure parents are elected and will determine what functions will be delegated to LGBs. As a committee of the board, delegation can be removed at any time. The LGB will play a support and challenge role and will hold senior leaders to account for the academic performance and quality of care and provision for their academy. They are responsible for making decisions by way of the powers delegated to it by the Trust Board in accordance with their Terms of Reference and the Scheme of Delegation.

Broadly, the role is to provide focused governance for an academy at a local level. It should also monitor the academy's key performance indicators, providing challenge where appropriate.

## **Governor Responsibilities**

An academy governor will act as the trusted person who will provide support and challenge to the Headteacher and the SLMT.

The key responsibilities of the governing body will include:

- ensuring the quality of educational provision
- challenging and monitoring the performance of the academy
- ensuring good financial health and probity

In fulfilling these responsibilities an effective LGB will:

- help the school to set high standards by planning for the school's future and setting targets for school improvement priorities
- keep the focus on school improvement priorities
- help the school respond to the needs of parents/carers and the community
- make the school accountable to the public for what it does
- work with the school on planning, developing policies and keeping these under review
- exercise its responsibilities and powers in partnership with the Headteacher/Principal and staff
- not intervene in the day-to-day management of the school unless there are weaknesses in the school, when it then has a duty to take action

### **Chair of Local Governing Board**

The Chair of the Local Governing Board will provide clear leadership and direction ensuring a focus on the school's core objectives and ethos are considered at all times. The Chair will:

- Ensure that those functions delegated by the Trust Board to the Local Governing Board are addressed
- Liaise with the Headteacher and governance professional to draw up agenda and confirm the minutes to be presented at the meetings

### **Communication between the Trust Board and the LGB**

The Trust Board meets regularly and as often as necessary. The Chair of the Trust Board and the Chief Executive Officer will schedule meetings as and when required. The Trust Board will determine communication with the LGBs within the MAT as appropriate to ensure that communication is maintained.

### **The role of the Chief Executive Officer**

The Chief Executive Officer (CEO) will have delegated responsibility for the operation of the trust including its academic performance.

The CEO is the Accounting Officer and has overall responsibility for the operation of the academy trust's financial responsibilities and must ensure that the organisation is run with financial effectiveness and stability – avoiding waste and securing value for money.

The CEO leads the executive management team of the trust (Senior Leadership & Management Team) and is accountable to the trust board for the performance of the team.

## **The role of an Academy Headteacher**

The Headteacher is responsible for the day-to-day management of the academy. The Academy Headteacher will report to the LGB on matters which have been delegated to the LGB outlined within the Scheme of Delegation.

**Table of Responsibilities**

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
<b>STRATEGIC LEADERSHIP AND SCHOOL IMPROVEMENT</b>							
1.	Determine and deliver the Trust's strategic objectives, vision and strategy	Consult	Consult		Recommend	✓	Strategic Overview
2.	Determine and deliver each school's strategic objectives, vision and strategy	Recommend	✓		Monitor	Scrutiny	
3.	Determine and monitor School Development Plan	Prepare	✓		Monitor	Strategic Overview	
4.	Review school performance against its strategic objectives	✓	✓		✓	✓	Scrutiny
5.	Improve the quality of education in school	✓	Review and Monitor		Scrutiny	Strategic Overview	
6.	Approve school's Curriculum Intent and monitor implementation and impact	Recommend	✓		Scrutiny	Strategic Overview	
7.	Ensure schools are inspection ready	✓	Monitor		Advise	Scrutiny	
8.	Ensure relevant and effective school CPD Programme	✓	Monitor		Advise	Monitor and Review	

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
9.	Pupil Premium: Review effectiveness of school strategy	✓	✓		Scrutiny	Strategic Overview	
10.	Approve Admission Policy	✓	✓		Advise	Accountable Body	
11.	To approve and implement the school policy including Safeguarding, Behaviour, Exclusion and Alternative Provision	✓	✓		Scrutiny	Monitor	
12.	To approve and implement the school's SEND policy, and equality duty	✓	✓		Scrutiny	Monitor	
13.	Maintain an accurate, effective and secure Single Central Record (SCR)	✓	Monitor		Scrutiny	Monitor	
14.	Appoint/remove CEO					✓	
<b>COMPLIANCE</b>							
1.	Compliance: Funding Agreement – comply with all obligations including the Academy Trust Handbook	✓	✓	✓	✓	✓	Scrutiny

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
2.	Compliance: Regulatory – with all regulations affecting the Trust (including all charity law, company law, employment law and health and safety	✓	✓	✓	✓	✓	Scrutiny
3.	Compliance: Financial Oversight - ensuring that there are appropriate financial controls so that there is regularity, probity and value for money in relation to the management of public funds	✓	✓	✓	✓	✓	Scrutiny
4.	Comply with all Data Protection legislation and good practice.	✓	✓	✓	✓	✓	
5.	Compliance: register of business interests, conflicts of interest and connected party transactions	✓	✓	✓	✓	✓	Scrutiny
6.	Growth of the Trust: consider requests from other schools to join the Trust			Scrutiny	Advise	✓	

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
<b>GOVERNANCE AND STRUCTURE</b>							
1.	Members: Appoint/Remove						✓
2.	Role descriptions: Members						✓
3.	Trustees: Appoint/Remove					✓	✓
4.	Role descriptions: Trustees				Recommend	✓	
5.	Scheme of Delegation: Agree and Review	Consult	Consult	Consult	Advise	✓	
6.	Trust Chair and Vice Chair: Appoint/Remove					✓	
7.	Chair and Vice Chair of Trust Committees: Appoint/Remove					✓	
8.	Governance Structure for the Trust – Agree (including Governance Annual Review)		Consult	Scrutiny	Advise	✓	✓
9.	Governors: Appoint/Remove based on skills audit.	Recommend	Recommend		Advise	✓	
10.	Election of Parent and Staff governors.	✓	✓		Scrutiny		
11.	Annual review of Trust performance				✓	✓	Scrutiny

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
12.	Annual review of LGB performance	Advise	✓	Monitor	Monitor	Scrutiny	
13.	Appointment of the Auditors				Advise	Recommend	✓
14.	Appointment of the Risk & Audit Committee				Advise	✓	
15.	External Auditor reports: receive and respond			Scrutiny	Scrutiny	✓	Monitor
16.	Agree and review Articles of Association			Advise	Advise	Recommend	✓
17.	Policies: review and approval of Trust policies	Consult	Consult	Advise	Advise	✓	
<b>FINANCE</b>							
1.	Trust Scheme of Financial delegation: establish and review (funding Model)			Advise	Recommend	✓	
2.	Set and approve Trust/school budget.			Advise	Prepare /Advise	✓	
3.	Approve annual accounts			Scrutiny	Prepare /Recommend	✓	Monitor



	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
4.	Reporting: approve Annual Report			Scrutiny	Advise	✓	Monitor
5.	Monitor Corporate Risk Register			Scrutiny	Monitor	✓	Monitor
6.	Appoint/Remove CFO			Consult	Consult	✓	
7.	Ensure robust benchmarking and value for money	✓	✓	✓	✓	✓	
<b>ACCOUNTABILITY</b>							
1.	Monitoring and evaluating the effectiveness of compliance with statutory requirements, such as H&S, Fire Management, Safeguarding and Information Governance	✓	✓	✓	✓	✓	
2.	Determine and approve school staffing structure within the agreed budget	Recommend		Scrutiny	Advise	✓	
3.	Appoint school staff in accordance with Trust and locally agreed HR Policies	✓	✓	Scrutiny	✓	✓	

	Item	Headteacher	Local Governing Board	Audit & Risk Committee	CEO/Chief Financial Officer	Trust Board	Members
4.	Implement an effective Appraisal/Performance Management Policy together with pay reviews for school staff (in line with the Trust's pay and appraisal policy and all statutory regulations)	✓	✓	Scrutiny	✓	✓	



## HIGHFIELDS SCHOOL GOVERNANCE 2021/2022

TRUST BOARD	MEMBERS
Mr Graham Tate, Chief Executive Officer	Mr Mark Capel
Mr Keith Sedgebeer (Chair)	Mrs Devya Athwal
Mrs Emma Nicholls (Vice Chair)	Mr Keith Sedgebeer
Mr Mike Ager	Ms Susan Treacy
Mr Geoff Griffin	Mrs Jill Jordan
Mrs Charlotte Harding	
Mr Kulwant Sandhu	
Ms Gabriella Steinke	
LOCAL GOVERNING BOARD	AUDIT & RISK COMMITTEE
Mr Keith Sedgebeer (Chair)	Mr Mike Ager
Ms Anna Place (Vice Chair)	Mr Geoff Griffin
Ms Gena Anson	Mrs Emma Nicholls
Mrs Sharon Athwal	
Dr Vivek Dhir	
Mrs Amanda Haddon	
Mrs Emma Kemshell	
Mr Craig Moody	
Mr Kulwant Sandhu	
Mr Jono Smith	
Mr Steve Smith	
Ms Gabriela Steinke	
Mr Paul Whittaker	