



# Scheme of Delegation

Nova Education Trust

<b>Approved by:</b>	Nova Education Trust Board	<b>Date:</b> September 2021
<b>Last reviewed on:</b>	August 2021	
<b>Next review due by:</b>	July 2022	

## **The status of the scheme of delegation**

Nova Education Trust (NET) is accountable in law for all decisions about the Trust and its schools. It is vital to ensure there are systems in place so the Board is assured of the quality of education as well as the safety and good practice of activity within the Trust. However, this does not mean the Board is required to undertake all tasks or make all the decisions itself.

This Scheme of Delegation sets out the delegated functions within NET's governance structure. This document, together with the committee structure and Terms of Reference, will be reviewed at least annually by the Board.

The intention of this document is to:

- Set out delegations for specific areas of activity or decision making in a clear, usable format
- Provide clarity, consistency and avoid duplication or overlap in governance
- Seek to place governance decision making as close as possible to the point of impact.

NET's approach to governance allows it to adapt to the different needs of the schools. There may be circumstances when the Board will need to intervene and choose to withdraw specific delegated authorities although these are expected to be the exception rather than the rule. Possible examples where this may be required include, but are not limited to, significant concerns within a school which may relate to safeguarding, finance, educational performance or an adverse Ofsted inspection.

The delegations have been drafted informed by an assumption that functions will be carried out in line with the Trust's Articles, agreed Trust policies or approaches, as well as to meet all compliance requirements. In addition, where significant concerns or issues arise, and in line with Trust policies as well as regulators' requirements, it is recognised that these may be raised by exception with the Board or other Trust stakeholders.

## **Tiers of Governance**

NET has three clear layers of governance:

1. members
2. trustees
3. governors

## **Members**

The Academies Financial Handbook and the Trust's Articles of Association, together with relevant legislation, contain key information on Members. Members are the custodians of governance, playing an 'eyes on, hands off' role. Members have specific roles which can include (subject to Trust documents and relevant legislation):

- Amending the articles of association
- Appointing or removing Members or trustees
- Appointing the Trust's auditors and receiving the audited annual accounts
- The power to change the Trust's name and, ultimately, wind it up.

## **Trustees**

The legal accountable body for NET is the board of Trustees. The Board is responsible to the Secretary of State for Education for the effectiveness of each of our schools. Members of the Board fulfil the duties of company directors, trustees and governors; they are referred to within Nova as trustees. It is recognised that, whilst the Board can choose to delegate some of its functions, it cannot delegate its responsibilities.

Nova Board has established one local governing committee for each school, with a key role to provide local input into school plans, budgets, community and stakeholder engagement, and review alignment with Nova strategy, approach, ethos and values. In addition, there is Education Committee, Strategic, Finance & Operations Committee, Audit Committee and Remuneration Committee. These Board sub-committees are well established and are used to review, scrutinise and discuss key areas to ensure the Board has sufficient understanding and oversight. Detailed committee roles are set out in the terms of reference.

The board of trustees appoint the chief executive (CEO), to whom it delegates responsibility for the conduct and performance of the trust, including the performance of the schools within the trust, and for its financial management.

Chair's Power to Act Appendix 1 to the SoD sets out the circumstances in which the Board of Trustees delegates to its Chair and to the Chairs of LGBs power to act on its behalf

## **Governors**

Being close to and representative of the community the school serves, the academy committees (LGBs) should be:

- the recipients of detailed information about how their schools are being managed
- tasked with scrutinising management information thus providing assurance to trustees that the school is:
  - operating within the ethos and values of the trust and creating a positive climate for all stakeholders
  - working within agreed policies
  - meeting the agreed targets
  - engaging with stakeholders
  - acting as an ambassador for the school and trust
- the trust board should demonstrate the value they put on local governance by ensuring effective channels of communication between trustees and academy committees (LGBs), as well as providing specific training and development programmes for all involved in the governance of the trust.

## **The role of the chief executive**

- the trustees delegate the day-to-day management of the trust to the chief executive, line managing them in line with the trust's appraisal and performance management policies.
- the chief executive is also the accounting officer and so is not only responsible for the performance of the trust, as a whole, but has a personal responsibility to parliament for the regularity, propriety and value for money, and for assuring the board about compliance with the funding agreement and the Academies Financial Handbook.
- the chief executive will be responsible for the leadership and management of the central executive team and the schools' headteachers and will report to the trust board and its committees.

### **The role of the central executive**

- The chief executive delegates the day-to-day management of the trust to the central executive, line managing them in line with the trust's appraisal and performance management policies.
- The executive are responsible for identified strategic strands delegated to them by the CEO.

### **The role of Heads of School**

- Heads of School have been delegated the day-to-day management of the trust's schools and are line managed in accordance with the trust's appraisal and performance management policies.
- Heads of School share information about how the trust is managing the school with the academy committee (LGB) so that committee members build an understanding about how the school operates and are enabled to monitor and scrutinise how key policies and improvement plans are working in practice.

This scheme of delegation follows the National Governance Association Model published in 2020.

## Delegation and decision making in an academy trust

<b>Reading the grid</b>
✓ - governance function and decision making is at this level
C - to be consulted prior to decision being made
Note: Decisions delegated to the trust board may be delegated to a board committee but not the CEO, academy committee or HT

Governance function		Members	Trust board / board committees	CEO / accounting officer	Academy committees (LGBs)	HoS
<b>Governance framework: people</b>	Members: appoint/remove	✓				
	Trustees: appoint/remove	✓	✓			
	Parent trustees/parent academy committee (LGB) members: appoint when elected		✓		✓	
	Board committee chairs: appoint and remove		✓			
	Named safeguarding trustee: appoint and remove		✓			
	Academy committee (LGB) chairs: appoint and remove		✓			
	Academy committee (LGB) members: appoint and remove		✓		✓	
	Clerk to board: appoint and remove		✓			
	Clerk to academy committees (LGBs): appoint and remove					✓
<b>Governance framework: systems and structures</b>	Articles of association: review and agree	✓				
	Governance structure for the trust: establish and review annually		✓			
	Committee terms of reference and scheme of delegation: agree annually		✓			
	Annual schedule of governance business: agree		✓		✓	
	Self-review of trust board and committees: complete annually		✓			
	Self-review of academy committees (LGBs): complete annually					✓
	Chair's performance: carry out 360° review periodically		✓			
	Trustee/academy committee (LGB) member contribution: review annually		✓			✓

Governance function		Members	Trust board / board committees	CEO / accounting officer	Academy committees (LGBs)	HoS
Governance framework: reporting	Publish governance arrangements on trust and schools' websites: ensure			✓		
	Annual report on the performance of the trust: submit to members and publish		✓		C	
	Annual self-review/triannual external review of board effectiveness: submit to members		✓		C	
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit to members and Companies House		✓			
	ESFA required reports and returns submit		✓			
	Annual report work of academy committee (LGB): submit to trust and publish				✓	
Being strategic	Determine trust wide policies which reflect the trust's ethos and values: approve		✓	C		
	Determine school level protocols: approve				✓	C
	Management of risk: establish register, review and monitor		✓	C		
	Engagement with stakeholders: ensure		✓	✓	✓	✓
	Determine trust's vision, strategy and key priorities: approve		✓	C		
	Determine schools' vision, strategy and key priorities: approve			✓		
	Chief executive officer: appoint and dismiss		✓			
	Accounting officer: appoint and dismiss		✓			
	HTs: appoint and dismiss			✓		
	Budget plan to support delivery of trust key priorities: agree		✓	C		
	Budget plan to support delivery of schools' key priorities: agree			✓		C
	Trust's staffing structure: agree		✓	C		
	Schools' staffing structure: agree			✓		C
Holding to account	Ensuring compliance (e.g. safeguarding, H&S, employment): agree auditing and reporting arrangements		✓	C		
	Monitoring progress on key priorities: agree reporting arrangements		✓	C		
	Performance management of the chief executive: undertake		✓			
	Performance management of HTs: undertake			✓	C	

Governance function		Members	Trust board / board committees	CEO / accounting officer	Academy committees (LGBs)	HoS
Financial oversight	External auditors: appoint	✓				
	Chief financial officer: appoint		✓	C		
	Trust's scheme of financial delegation: establish, monitor and review		✓	C		
	External auditors' report: receive and respond		✓			
	CEO pay award: agree		✓			
	Executive pay award (salaries above £99K): agree		✓	C		
	Headteachers' pay award: agree			✓		
	Staff appraisal procedure and pay progression: review and agree		✓			
	Benchmarking and trust wide value for money: ensure robustness			✓		
Monitoring budget: agree reporting		✓	C			

## **Appendix 1 – Chair’s Power to Act**

### **Purpose:**

This document sets out the circumstances in which Nova Education Trust (the Trust) Board of Trustees delegates to its Chair and to the Chairs of Local Governing Bodies power to act on its behalf.

### **Introduction:**

Chairs have no additional functions or responsibilities above any other Trustee or Governor and cannot act in isolation. However, Chairs are permitted to act in urgent situations, where a delay in taking action or making a decision would cause a serious, detrimental effect to the Trust or one of its’ academies, a pupil, parent or member of staff – this is known as a Chair’s Power to Act.

The Trust Board, its committees and Local Governing Bodies must conduct all their business and activity through their schedule of meetings and the various procedures which govern them, namely the Trust’s Scheme of Delegation.

### **Context:**

The Trust’s Articles of Association allows delegation as follows:

105. The Trustees may delegate any of their powers or functions (including the power to sub-delegate) to any Trustee, committee (including any Local Governing Body), the Chief Executive Officer or any other holder of an executive office. Any such delegation shall be made in writing and subject to any conditions the Trustees may impose, and may be revoked or altered.

105A. A Trustee, committee (including any Local Governing Body), the Chief Executive Officer or any other holder of an executive office to whom a power or function of the Trustees is delegated under Article 105 may further sub-delegate those powers or functions (or any of them) to a further person. Where any power or function of the Trustees is sub-delegated by any person to whom it has been delegated, that person must inform the Trustees as soon as reasonably practicable which powers and functions have been further delegated and to whom, and any such sub-delegation shall be made subject to any conditions the Trustees may impose, and may be revoked or altered by the Trustees.

106. Where any power or function of the Trustees has been exercised by any committee (including any Local Governing Body), any Trustee, the Chief Executive Officer any other holder of an executive office, or a person to whom a power or function has been sub-delegated under Article 105A, that person or committee shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.

Trustees and governors should refer to the Trust’s Scheme of Delegation to ascertain which functions have been delegated and to whom.

### **Circumstances where Chair’s Power to Act may be used:**

There is no automatic right for anyone individually to perform any of the functions for which Trustees and Governors are responsible.



Exceptional circumstances may arise when a delay in exercising a function of the Board or Local Governing Body is likely to be seriously detrimental to the interest of:

1. The Trust or one of its academies; or
2. A pupil (or their parents) at one of the Trust's academies; or
3. A person who works for the Trust or one of its' academies

In the circumstances outlined above, the Chair of the Board of Trustees or the Chair of the respective Local Governing Body (or, in the absence of the Chair, the Vice Chair) has the power to carry out the required functions. If a Chair takes action under any of these circumstances, he/she will first consult with the Executive Headteacher and also, if necessary/appropriate, seek the advice of the Chief Executive Officer.

Chair's emergency powers to act should not be used in rare and genuinely urgent situations. Chairs should resist the temptation to make decisions outside of Board or Local Governing Body meetings except in cases of real urgency.

Any actions taken under Chair's Emergency Power to Act must be reported to the Board/respective Local Governing Body at the first available opportunity. The form at Appendix 2 should be used to record the use of any actions.

**Removal of Power to Act:**

The delegation of Power to Act will be removed from any Chair who abuses the delegation or fails to report any actions to the Board/Local Governing Body as soon as possible.

Review: The Board of Trustees will review the delegation of Chair's Emergency Power to Act annually.

**Appendix 2 – Record of the use of Chair's Power to Act**

<b>Date power to act used</b>	
<b>Trust Board/Local Governing Body</b>	
<b>Name of Chair</b>	
<b>Name of Executive Headteacher</b>	
<b>Reasons for use of Power to Act</b>	
<b>Date reported to Trust Board/Local Governing Board</b>	
<b>Signed</b>	
<b>Name of Chair</b>	

**Appendix 3 – Governance Structure**

Members

Board of Trustees

Education Committee

Strategic Finance &  
Operations Committee

Audit Committee

Remuneration  
Committee

Local Governing Boards