

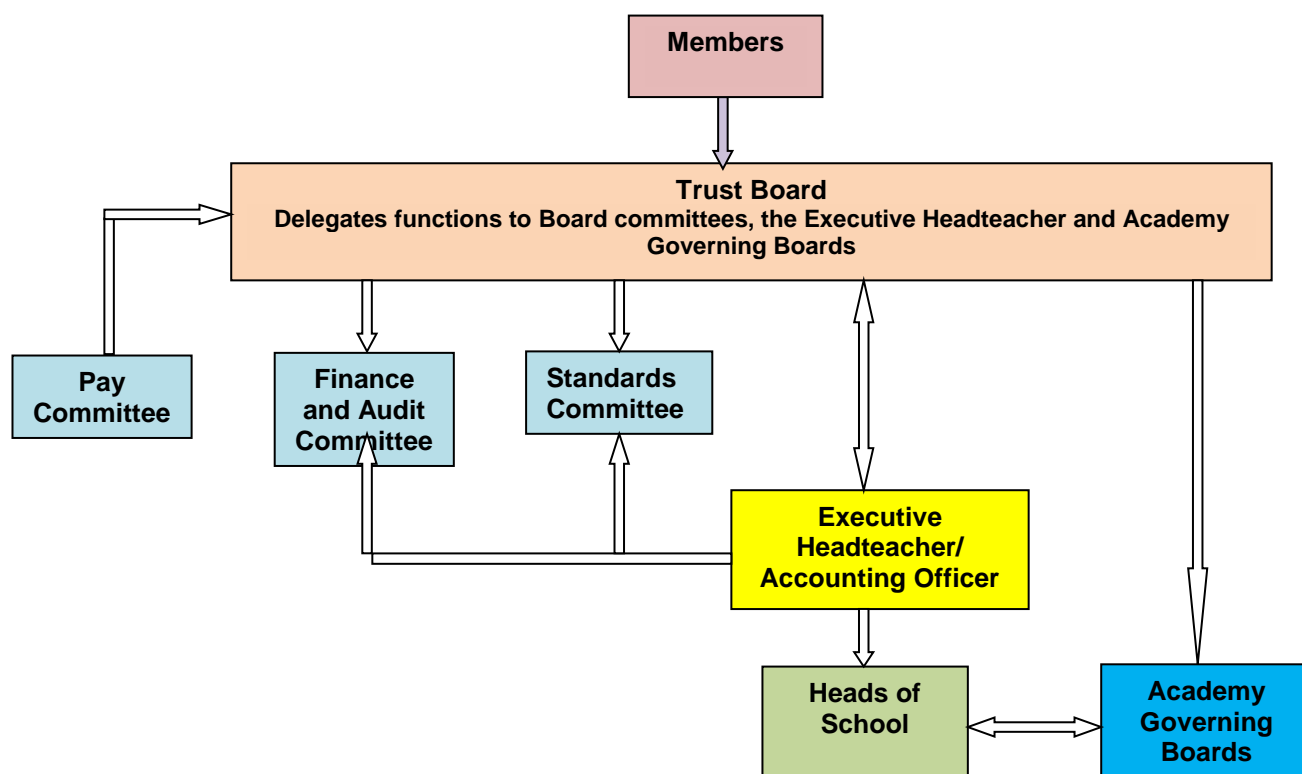
# **Solent Academies Trust Governance Charter and Scheme of Delegation**

The Solent Academies Trust (SAT) is a charitable company limited by guarantee, governed by a number of unpaid non-executive directors/trustees, supported by an experienced team of professional staff. SAT is a relatively small multi-academy Trust committed to providing high quality education for pupils with special educational needs and disabilities within friendly, caring and stimulating learning environments across the Solent area. To this end, we seek to sponsor special schools to become SAT academies and also to provide specialist outreach services to mainstream academies and schools to support their inclusion of SEND pupils.

The academies that comprise the Trust have high expectations of their pupils and are committed to continuous school improvement to ensure that all pupils achieve the best possible outcomes in every area of school life. Each academy provides a curriculum that is creative, relevant, motivating and personalized in order to meet the wide range of needs of its pupils and offers a high level of challenge in an environment within which pupils can flourish. In this way, our educational provision enables pupils not only to achieve the best possible learning outcomes but also to develop the skills and confidence required if they are to lead fulfilling lives as active citizens when they complete their education.

The SAT governance structure and scheme of delegation set out below was reviewed and approved by the Trust Board on 30 October 2017 and is deemed appropriate given the current size and geographical reach of the Trust. However, the structure and scheme of delegation will be reviewed annually and amended to take account both of changes in national policy and in the scope and remit of the SAT itself.

## SAT Governance and Lines of Accountability



### Principles

1. The SAT Governance Charter sets out the fundamental principles of the organisation and comprises the key principles set out below, together with the Trust's Articles of Association and the details contained in the Scheme of Delegation Matrix.
2. The SAT will continue to keep its governance arrangements under review through a process of self review, taking account of best practice elsewhere in the sector.
3. The SAT model of governance is compliant with the principles and regulations set out in the Academies Financial Handbook and will be adapted as necessary to ensure it continues to be compliant in future.
4. The SAT recognises that good governance is underpinned by a common understanding amongst members, trustees and senior executive officers of who is responsible for providing input to decision making and who has the decision-making responsibility.
5. Effective governance in our Multi-Academy Trust is supported by the following:
  - Trust Members – the guardians of the Trust's Articles of

Association;

- Trust Board – comprising the Executive Headteacher (EHT) and the non-executive directors/trustees of the Trust;
  - Trust Sub-Committees - comprising at least three directors/trustees together with specialist executive officers;
  - Academy Governing Boards – comprising the governors of the local academies;
  - The Executive Team - comprising the Executive Headteacher, the Business and Operations Director, the Head of Estates and the HR Manager.
6. The Trust Board has overall responsibility and ultimate decision-making authority for all aspects of the work of the Academy Trust, including the establishment and maintenance of the academies.

## **Roles and Responsibilities**

### **Members**

The Members of the Trust are guardians of the Trust. They are responsible for:

- formally agreeing to the Trust's founding Articles of Association and any subsequent amendments to these;
- appointing and dismissing trustees;
- ensuring that the charitable objectives of the Academy Trust are carried out;
- receiving the audit accounts, together with an annual report on the performance of the Trust from the trustees;
- appointing the Trust's external auditors.

No employee of the Trust may serve as a Member. In addition, although up to 2 trustees may also serve as Members, the majority of the Members will always be entirely independent of the Trust Board.

### **Trustees**

The trustees are accountable to the Members for the governance, management and overall performance of the Trust in accordance with the provisions set out in the Trust's Memorandum and Articles of Association and its annual funding agreement. The Trust is legally responsible for all statutory functions and for the performance of all academies within the Trust and this is secured by:

- ensuring clarity of vision, ethos and strategic direction for the Trust;
- holding the executive to account for the educational performance of the Trust's academies and their pupils and the appraisal of their staff;
- overseeing the financial performance of the Trust and making sure its money is well spent.

The trustees have the right to review and adapt the Trust's governance structure at any time, including the right to revise the scheme of delegation set out below.

The trustees establish an academy governing body (AGB) in each academy and delegate certain functions to each AGB, particularly relating to the delivery of high quality learning and teaching and the continuous improvement in educational standards, pupil progress, attendance and behaviour of pupils attending the academy. However, although AGBs act in an advisory capacity to the Trust Board, they are not legally responsible or accountable for any statutory functions.

The Trust Board is accountable for the following:

- contributing to and approving an annual strategic plan, designed to improve outcomes for pupils attending the Trust's academies;
- compliance with the provisions of the funding agreements of the academy's annual funding, in consultation with the Academy Governing Body;
- compliance with the Academies Financial Handbook including, but without limitation, determination of procurement policies for the Trust;
- approval of an annual Trust budget that balances the needs for financial sustainability with meeting the needs of pupils and staff;
- as the legal employer of all staff, the Trust's human resource policies and procedures and terms and conditions of service;
- appointment of the internal auditor for the Trust;
- recommending an external auditor for formal appointment by the Members;
- monitoring the effectiveness of the external audit process;
- appointment (and possible dismissal), job description and remuneration of the EHT;

- maintenance of the fixed asset register;
- determining the level of risk the Trust is willing to take to achieve its strategic objectives and ensuring the effective management and mitigation of risk through the establishment and regular review of the Trust's risk register;
- annual approval of the audited accounts and a report on the overall performance of the Trust;
- submission of the audited accounts and annual report to the Members;
- compliance with all statutory regulations and Acts of Parliament governing the operation of the academy Trust;
- determination of the admissions policy and procedures for each academy in accordance with admissions law and Department for Education's (DfE) codes of practice and the SEND Code of Practice;
- determination of the educational vision of each academy in consultation with the AGBs, including, but without limitation, determination of each academy's improvement plan;
- appointment of the chair and vice chair of each AGB within the Trust;
- ensuring that the membership of each AGB includes at least two parents of pupils currently attending the academy;
- undertaking an annual review of the Board's overall effectiveness, including an assessment of trustees' development needs and a skills audit;
- reviewing the Trust's Governance Charter and Scheme of Delegation on an annual basis.

### **Executive Headteacher**

The Executive Headteacher (EHT) has delegated responsibility for the overall operation of the Trust including the performance of the Trust's academies. These delegated responsibilities include:

- undertaking the appraisal of the heads of school/headteachers in each academy;
- as the Trust's accounting officer, ensuring that the Trust complies fully with the requirements set out in the Academies Financial Handbook, particularly in relation to operating in a financially effective manner, avoiding waste and securing value for money;
- leading the Trust's executive management team, delegating executive management functions to the appropriate member of this team and holding

them to account for their performance.

The EHT is accountable to the Trust Board for all aspects of the Trust's work.

### **Academy Governing Boards (AGBs)**

SAT trustees delegate day-to-day running of each academy within the Trust to an AGB. The specific duties of the AGB will comprise:

- holding the relevant head of school/headteacher to account for the educational performance of the academy and its pupils;
- holding the relevant head of school/headteacher to account for the appraisal of the academy staff;
- monitoring progress towards the academy's targets for learning and teaching;
- reviewing the effectiveness of the academy's improvement plan and monitoring the achievement of its objectives;
- implementing actions required to comply with statutory regulations and funding agreements;
- ensuring that agreed policies and procedures designed to safeguard the academy's pupils are fully implemented;
- implementing policies agreed by the Trust Board with regard to the educational vision of the academy, including, but without limitation, the academy's academy improvement plan;
- overseeing the academy's day-to-day activities;
- considering the academy's required funding and supporting the Trust Board in securing the DfE's agreement to the academy's budget;
- engaging with stakeholders, especially the academy's pupils and their parents/carers.

### **Head of School/Headteacher**

Each HoS/HT in the Trust is directly accountable both to the EHT and to the academy's AGB for all aspects of the work of their academy. The specific duties of each HoS/HT will comprise:

- leading the academy from day-to-day;
- supporting the academy's vision and aims and to maintain and continue to develop a culture that promotes excellence, equality and high expectations for all pupils;

- providing a high quality education by effectively managing learning and teaching and using personalised learning to realise the full potential of all pupils;
- overseeing the rigorous implementation and systematic monitoring of agreed policies and procedures so that pupils and staff are safe and protected from harm;
- ensuring that all staff are aware of their safeguarding responsibilities and are provided with appropriate training to enable them to safeguard the academy's pupils;
- ensuring that all academy staff are appraised annually in line with the Trust agreed appraisal policies in order to improve outcomes for pupils;
- developing and implementing the academy's strategic plan, in consultation with the academy staff, the EHT and the AGB;
- identifying appropriate continuous professional development opportunities for staff to support the implementation of the academy's strategic plan;
- ensuring the provision of appropriate mentoring/coaching for teaching and support staff to ensure high quality learning and teaching across the academy;
- ensuring that newly qualified teachers and those undertaking teacher training programmes are properly mentored and supported;
- providing members of the AGB with relevant information to ensure that they are able to monitor progress towards achieving agreed targets and plans;
- ensuring the provision of regular information to the EHT and other members of the Trust's Executive Team to enable them to monitor in detail progress towards achieving agreed targets and plans;
- engaging regularly with stakeholders, in particular with the parents/carers of the academy's pupils to develop partnerships focused on improving outcomes for pupils
- maintaining academy premises to ensure the provision of safe and secure environments for learning

## **The Trust Board and its Sub-Committees**

### **SAT Board**

The Solent Academies Trust (SAT, founded in 2013) is an a charitable company limited by guarantee that aims to establish and maintain a number of Academies in accordance with guidelines laid down in its funding agreement with the DfE.

## **Finance and Audit Committee**

The objective of the Committee is to assist the Board in meeting its responsibilities of monitoring financial performance and forecasts, ensuring the adequacy and effectiveness of the financial reporting, value for money of resources, capital projects, risk management and internal and external auditing.

## **Standards Committee**

The objective of the Committee is to support the strategic role of the Board by scrutinising in-depth the standards of attainment and progress achieved by individual SAT academies and reporting its observations succinctly to the Board.



<b>Key</b>		
<b>Column</b>	<b>Roles within the Governance Framework</b>	<b>Abbreviation</b>
<b>1</b>	<b>Trust Members</b>	<b>TM</b>
<b>2</b>	<b>Board of Trustees</b>	<b>BT</b>
<b>3</b>	<b>Trust Board Finance and Audit Committee</b>	<b>TBFC</b>
<b>4</b>	<b>Trust Board Standards Committee</b>	<b>TBSC</b>
<b>5</b>	<b>Executive Headteacher/Accounting Officer</b>	<b>EHT/AO</b>
<b>6</b>	<b>Academy Governing Board</b>	<b>AGB</b>
<b>7</b>	<b>Head of School/Headteacher</b>	<b>HoS/HT</b>



**Function cannot be carried legally out at this level**

**✓ Action to be undertaken at this level**

**A Provide advice and support to those accountable for decision making**

**< > Direction of advice and support**

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
Governance Framework								
People								
People	Members: appoint/remove	✓						
	Trustees: appoint/remove	✓	✓					
	Role descriptions for Members	✓						
	Role descriptions for Trustees, chairs of BT, TBFC, TBSC and AGBs. Job descriptions for EHT and HoS/HTs.		✓			< A		
	AGB elected parent members		✓				✓	< A
	Board committee chairs: appoint and remove		✓	✓	✓	< A		
	AGB chairs: appoint and remove		✓			< A		
	Clerk to BT: appoint and remove		✓					
	Clerk to AGBs: appoint and remove		✓				✓	
Systems and Structures								
Systems and Structures	Articles of association: review and agree	✓	< A			< A		
	Governance structure for the Trust: establish and review annually		✓			< A	< A	
	Terms of reference for board committees and scheme of delegation for AGBs: agree annually		✓			< A	< A	
	Skills audit: complete and recruit to fill gaps		✓			< A >	✓	< A

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
Systems and Structures	Self review of BT, BTFC and BTSC: complete annually		✓					
	Annual self review of AGBs: complete annually						✓	
	Chairs' performance: carry out 360 review periodically		✓				✓	
	Trustee / AGB/Member contribution: review annually		✓				✓	
	Succession: plan		✓			< A >	✓	< A
	Annual schedule of business for BT: agree		✓	✓	✓	< A		
	Annual schedule of business for AGBs: agree		A >			A >	✓	< A
<b>Reporting</b>								
Reporting	Publication on Trust and academies' websites of all required details on governance arrangements: ensure		✓			< A	✓	< A
	Annual report on performance of the Trust: submit to Members and publish		✓			< A		
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit		✓	< A		< A		
	Annual report work of AGBs: submit to BT and publish						✓	< A

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
<b>Being Strategic</b>								
<b>Being Strategic</b>	Determine Trust-wide policies which reflect the Trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	✓	✓	< A	< A	
	Determine school level policies which reflect the school's ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve		✓		✓	A >	✓	< A
	Central spend / top slice: agree		✓	< A		< A	< A	
	Management of risk: establish register, review and monitor		✓	< A	< A	< A	< A	< A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	< A	< A	< A	< A	< A
	Schools vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓			A >	A	✓
	EHT: appoint and dismiss		✓					

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
<b>Being Strategic</b>	HoS/HT : appoint and dismiss		✓			✓	< A	
	Budget plan to support delivery of Trust key priorities: agree		✓	< A		< A		
	Budget plan to support delivery of academies' key priorities: agree					✓		< A
	Trust's staffing structure: agree		✓	< A	< A	< A	< A	
	Academies' staffing structure: agree		A >			✓	< A	< A
<b>Holding to account</b>								
<b>Holding to Account</b>	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	✓	✓	< A >	✓	< A
	Reporting arrangements for progress on key priorities: agree		✓	< A	< A	< A >	✓	< A
	Appraisal of the EHT: undertake		✓					
	Appraisal of each academy's HoS/HT: undertake					✓	< A	
	Trustee monitoring: agree arrangements		✓			< A		

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
Holding to Account	AGB member monitoring: agree arrangements						✓	< A
	AGB overall performance monitoring: agree arrangements		✓			< A	< A	
Ensuring financial probity								
Ensuring Financial Probity	Appoint Chief financial officer for delivery of Trust's detailed accounting processes		✓	< A		< A		
	Trust's scheme of financial delegation: establish and review		✓	✓		< A		
	Scheme of financial delegation for each academy: establish and review			✓		< A		
	External auditors' report: receive and respond		✓	< A		< A	✓	< A
	EHT pay award: agree		✓					
	HoS/HT pay award: agree		✓			✓	< A	
	Staff appraisal procedure and pay progression: review and agree		✓			✓		
	Benchmarking and Trust-wide value for money: ensure robustness			✓		< A		

Area	Decision	Delegation						
		1. TM	2. BT	3. TBFC	4. TBSC	5. EHT/AO	6. AGB	7. HoS/HT
Ensuring Financial Probity	Benchmarking and academy value for money: ensure robustness						✓	< A
	Develop Trust wide procurement strategies and efficiency savings programme					✓		
	Review and approve Trust wide procurement strategies and efficiency savings programme			✓				