



# TFT Governance Framework Scheme of Delegation 2024

Reviewed by: Tracey Galland, Company Secretary  
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Frequency of Review: Annually  
Date of Next Review: September 2025

# The Futures Trust Governance Framework

## **Multi Academy Trust Members**

Agree the Articles of Association that define the charitable purpose and how the Multi Academy Trust (MAT) will run, appoint Trustees and remove if necessary, receive the company accounts and annual report, appoint the external auditor on an annual basis, hold the Board of Trustees to account, ensuring high standards of academic performance, probity of funds and regulatory compliance

## **MAT Board of Trustees**

The Trust Board will consist of between seven – 11 Trustees each of whom will bring a specific area of expertise (Education – Secondary and Primary, Finance, Business, HR and Legal).

## **Board of Trustees Committees**

### Finance and Resources Committee (FRC)

MAT Finances and Personnel

Audit and Risk Committee (ARC):

MAT Premises, Risk Management and systems of Internal Control

### Education, Standards and Performance Committee (ESPC):

Leadership and management, Learning, behaviour and welfare, Quality of Teaching, Learning & Assessment and Learner outcomes

## **Local Governing Committee**

Each Local Governing Committee (LGC) will have between seven – 13 Governors, the majority of whom are non-staff members appointed by the LGC. The remaining Governors will consist of two elected parents and two elected staff members. The Chair of the LGC will be approved by the Trust Board.

Focus:

Safeguarding, Standards, SEND, Stakeholders and Strategic Direction

## **Scheme of Delegation**

The authority delegated to each LGC will depend on the circumstances of each academy. The principle determining delegated powers will be that of earned autonomy. The performance, capacity and financial security of each academy will be reviewed annually by the Board of Trustees.

## The Futures Trust Governance Framework

- 1 As a charity and company limited by guarantee, The Futures Trust is governed by a Board of Trustees which is responsible for, and oversees, the management and administration of the Trust and the academies within the Trust.
- 2 The Futures Trust is the only legal entity accountable for all the academies within the Trust. The Futures Trust has entered into one set of Articles of Association (the Articles) with the Secretary of State which governs all academies in the Trust.
- 3 The Board of Trustees provides:
  - a. Strategic leadership of the academy trust: the board defines the trust vision for high quality and inclusive education in line with its charitable objects. It establishes and fosters the trust's culture and sets and champions the trust strategy including determining what, if any, governance functions are delegated to the local tier
  - b. Accountability and assurance: the board has robust effective oversight of the operations and performance of the academy trust, including the provision of education, pupil welfare, overseeing and ensuring appropriate use of funding and effective financial performance and keeping their estate safe and well maintained
  - c. Engagement: the board has strategic oversight of relationships with stakeholders. The board involves parents, schools and communities so that decision-making is supported by meaningful engagement.
- 4 The Trustees are accountable to external government agencies including the Charity Commission and the Department for Education (DfE) for the quality of the education they provide and they are required to have systems in place through which they can assure themselves of quality, safety, probity and good practice.
- 5 In order to discharge these responsibilities, the Trustees appoint individuals to serve on Committees which focus on specific matters such as safeguarding, education, standards, academy improvement, finance and audit.
- 6 Additionally, an LGC oversees each academy in the Trust. Each LGC will focus on the day to day running of the academy, carrying out the Trust's vision, policies and priorities, holding the academy leadership to account. The authority delegated to each LGC will depend on the circumstances of each school.
- 7 For the purposes of clarity, a Trustee refers to a member of the Board, whilst a Governor is a member on one of the LGCs.
- 8 This Scheme of Delegation outlines the ways in which the Trustees fulfil their responsibilities for the leadership and management of The Futures Trust, the respective roles and responsibilities of the Board of Trustees, their Committees, the Chief Executive Officer (CEO) and the LGC of each academy and the commitments to each other to ensure the success of The Futures Trust.

- 9 This Scheme of Delegation has been put in place by the Trustees from the effective date in accordance with the provisions of the Trust's Articles and it should be read in conjunction with those Articles.

## Key Principles

- 10 The Futures Trust is committed to ensuring that a robust governance framework is in place harnessing the advantages of collaboration, whilst delegating authority to each academy school, thus retaining the individual character, integrity and unique contribution of each and every one of the Trust's academies.
- 11 The Futures Trust believes in strong and effective LGCs working closely to support their Head teachers to lead and manage their schools, monitor standards of student performance, well-being and safeguarding practice. The Futures Trust will be governed and directed by Board of Trustees and its Committees to:
- i. Oversee strategy and business planning.
  - ii. Direct financial planning and compliance.
  - iii. Ensure resources are deployed effectively.
  - iv. Control expenditure through shared efficiencies and procurement.
  - v. Provide efficient and effective shared services.
  - vi. Ensure compliance with legal and statutory obligations.
  - vii. Exercise due diligence and determine whether new schools or academies join the Trust.
- 12 Each academy shares within The Futures Trust a commitment to the mutual support of all academies for which the Trust is responsible, especially those that are in need of assistance at any particular time. Accordingly, the Scheme of Delegation recognises the commitment to the common good of all academies from the resources provided by the Board.
- 13 The Futures Trust is an outstanding learning and values based community committed to excellence through collaboration and partnership. Our community is committed to a common desire to learn from each other, share experiences and be mutually supportive in order that exceptional educational experiences are provided for all our learners. From this shared commitment and belief in mutual support we gain our sense of belonging.

## Members

- 14 Members of The Futures Trust determine, appoint and remove, if necessary, the Board of Trustees, receive the Annual Report and Financial Statements, appoint the external auditor on an annual basis, and approve amendments to the Articles. The liability of the Members is limited to £10 each. They will draw up a Code of Conduct for Trustees and Governors.
- 15 The Members have ultimate control over the MAT, with the ability to appoint some of the Trustees and the right to amend the Trust's Articles. There must be a minimum of three Members. The Chair of the Board of Trustees will be a member, thereby ensuring a link between the two layers of governance. While Trustees can serve as Members, the most effective governance models recognise that the Members are responsible for holding the Trustees to

account. Some separation between those serving as Trustees and those serving as Members is, therefore, desirable for achieving robust accountability, hence, the majority of Members will not serve as Trustees. Members **must not** be employees of the trust, nor occupy staff establishment roles on an unpaid voluntary basis. Full details on the remit of Members will be covered in the Articles.

## **Trustees**

- 16 MATs are charitable companies and the Trustees are company directors and must comply with company law requirements. Trustees will ensure strategic oversight, setting visions and policies for the Trust, governance, contractual relationships with third parties and overseeing financial performance. The Board must ensure compliance with charity and company law and The Futures Trust funding agreement.
- 17 The Trustees of The Futures Trust are accountable for the performance of the academies to the Secretary of State and can therefore intervene in the same way as local authorities were able to do for community, foundation and church schools and the Secretary of State is able to do for free-standing academies.
- 18 All Trustees will be expected to serve the interests of all academies as mandated in the 'Objects' of The Futures Trust that are detailed in the Articles.
- 19 A Trustee will ordinarily serve for four years and the Board will meet at least five times per year.

## **Powers Retained by the Board of Trustees**

- 20 The Board of Trustees is responsible to the Charity Commission and the DfE for the quality of education provided within the Trust's academies and must comply with the requirements set out within the Trust's Articles and the Funding Agreements conferred on the Trust by the Secretary of State for Education.
- 21 Additionally, the Board of Trustees must ensure that The Futures Trust complies with Company Law, The Academies Trust Handbook and all other UK legislation relevant to academy schools.
- 22 The Board of Trustees and its Committees will set policy for the Trust in accordance with these requirements. All LGCs, Head teachers and employees of the Trust's academies will be required to comply with policy set by the Board of Trustees. Policies will set out decision making limits and controls which will be delegated to LGCs and/or their Head teachers.
- 23 Additionally, the Board of Trustees and its Committees will publish policy and standards which academy Head teachers and their LGCs must pursue in order to meet the strategic aims of The Futures Trust.
- 24 The Trustees will set targets for the Trust, and in accordance with the Scheme of Delegation, set targets for each of its academies annually.
- 25 The Trustees will oversee standards and outcomes across the Trust.
- 26 Grant funding allocated to each academy by the Education & Skills Funding

Agency (ESFA) is based on the national formula. The Board of Trustees will approve an academy's budget share based on the support it requires or the support it may be delivering to other academies.

- 27 The Trustees retain the power to withdraw delegated powers from or remove members of an LGC and if necessary, disband it.
- 28 The delegations set out in this scheme are delegated to the specific committees and any individuals unless otherwise directed by the Board of Trustees.
- 29 Delegations cannot be exercised other than by the designated committee or individual unless otherwise directed or agreed by the Board.
- 30 In exceptional circumstances, the Chair of the Board, in consultation with the CEO, may exercise emergency powers to carry out functions of the Board or LGC where a delay in exercising a function is likely to be seriously detrimental to the interests of the Trust or academy, a pupil at an academy or their parents, or a person who works at an academy. However, the emergency powers do not include matters relating to the alteration and closure of the academy, a change in category, approval of budget, discipline policies and admissions. The exercise of such powers by the Chair must be reported to the next formal meeting of the Board for ratification. The reasons for why an emergency decision was required must be clearly stated.
- 31 The Board may, in extreme circumstances and at its discretion, exercise any of the powers delegated by this scheme to a committee or a post holder.
- 32 The Board of Trustees and its Committees, the Finance and Resources Committee, the Audit and Risk Committee, and the Education, Standards and Performance Committee each operate within a defined Terms of Reference (see appendices).

## **Local Governing Bodies**

- 33 Local Governing Bodies are standing committees accountable to the Trust Board and their membership is ratified by the Board. Each LGC will operate within their Terms of Reference (see Appendix 5).
- 34 Authority is delegated to the LGC from the Board of Trustees. Each LGC will focus on the day to day running of the academy, carrying out the Trust's vision, policies and priorities, holding the academy leadership to account. The authority delegated to each LGC will depend on the circumstances of each school.
- 35 The principle determining delegated authority will be that of earned autonomy based upon academic performance, financial performance and compliance against the regulatory framework that all academies must operate within. Typically, LGCs will carry out the same functions regardless of their level of delegation, but delegation will be assigned in accordance with the Schedule of Delegation (Appendix 5). However, academies requiring more support will have specially appointed Governors, with a track record of raising school standards, appointed to their LGC by the Board of Trustees. The level of delegation will determine the input from the CEO and the Trust Central Team.

- 36 There are three broad categories of delegation (Full, Supported and Sponsored). Each individual Scheme of Delegation will be reviewed annually focused upon the academic performance, capacity and financial security of the academy. A change in category or detailed delegation can only be approved by the Board of Trustees and will be formally notified to each academy at the beginning of each academic year.
- 37 **Full Level of Delegation:** There is a presumption that each academy judged by Ofsted to be good or better will have a high and equal level of autonomy. An academy may exercise all powers, other than matters reserved for the Board and its Committees that either are strategic in nature or cannot legally be delegated. On an annual basis the performance, capacity and financial security of each academy will be reviewed by the Trustees to assess the continued appropriateness of this status.
- 38 **Supported Level of Delegation:** An academy judged by Ofsted to be less than good or in financial difficulty will have its performance, capacity and financial security reviewed on an annual basis and this will determine the level of delegated power. The principle will be to ensure that appropriate support and challenge is provided from The Futures Trust focused upon improving educational provision to ensure that the academy is judged good or better as soon as is possible.
- 39 **Sponsored Level of Delegation:** A Sponsored academy will typically be a school judged 'Special Measures' by Ofsted or likely to be judged so, or a school judged by DfE to be a 'coasting school' based upon its progress and attainment data. Sponsored academies will have limited delegated powers, mostly focused upon the quality of educational provision. It will have a small LGC appointed by the Board, other than staff and parent members. Once a judgement of good or better has been achieved these governance arrangements will be immediately reviewed.
- 40 For Supported and Sponsored academies, an Academy Improvement Board or Scrutiny Board may be established to focus on key areas for improvement to enable academies to become 'Good' or 'Outstanding'. Membership will be the Chair of the LGC, the Head teacher, the CEO and one other Trustee.

## **Responsibilities Delegated to the LGCs**

- 41 Subject to provisions in the terms of reference, the Companies Act 2006, the Articles, this Scheme of Delegation and the principle of earned autonomy the business of the academy shall be managed by the LGC who may exercise all the powers of the Trust, other than matters reserved to the Board and its Committees which either are strategic in nature or cannot legally be delegated.
- 42 The Trustees delegate the day to day running of the academy to the LGC. Each LGC will focus on the day to day running of the academy, carrying out the Trust's vision, policies and priorities, holding the academy leadership to account. The authority delegated to each LGC will depend on the circumstances of each school.

## **LGC Sub-Committees**

- 43 The LGC may establish sub-Committees as it considers desirable to carry out its responsibilities (for example, Pupil Discipline Panel or Complaint Panel). The powers of any such committees, their terms of reference and membership shall be determined by the LGC.
- 44 Except where it is otherwise constrained within its terms of reference, a sub-Committee may invite attendance by persons who are not Governors or committee members where such attendance is considered by the members of the committee to benefit its deliberations. Copies of the minutes of sub-Committee meetings are to be circulated to all Governors and those who are entitled to attend LGC meetings.
- 45 LGCs are expected to work closely with the academy's Head teacher providing the necessary challenge and support required to deliver the school's aims and objectives. A summary of responsibilities delegated to Head teachers can be found in Appendix 7.

## **Appendices**

- Appendix 1 Terms of Reference: Board of Trustees
- Appendix 2 Terms of Reference: Finance and Resources Committee
- Appendix 3 Terms of Reference: Audit and Risk Committee
- Appendix 4 Terms of Reference: Education, Standards and Performance Committee
- Appendix 5 Terms of Reference: Local Governing Committee
- Appendix 6 Responsibilities of the Chief Executive Officer
- Appendix 7 Responsibilities Delegated to Head teachers
- Appendix 8 Schedule of Delegation for Local Governing Body
- Appendix 9 Reserved Matters



## **APPENDIX 1: Terms of Reference for the Board of Trustees**

- 1 The Board of Trustees of The Futures Trust will adhere to the TFT Code of Conduct and TFT Code of Conduct: Governance. It will take a strategic role, including setting the vision, strategy, targets, priorities and policies for the Trust, exercise strategic oversight, ensure rigorous and effective governance and be responsible for contractual relationships with third parties.
- 2 The Terms of Reference are bound by the Articles.
- 3 The matters of business stated below are the shared responsibilities of the Board of Trustees and the Board will take collective responsibility for the decisions made by it.
- 4 Points (a) to (j) cannot be delegated to either a committee or an individual:
  - a) To agree constitutional matters, including procedures where the Board has discretion.
  - b) To hold Board meetings in accordance with the Articles (at least four meetings per academic year).
  - c) To approve or remove the Chair and Vice-Chair.
  - d) To appoint or remove the Company Secretary/Clerk to the Board.
  - e) To establish the Committees of the Board.
  - f) To appoint the Chair of Committees of the Board (including LGCs)
  - g) To decide which functions of the Board will be delegated to its committees, groups and individuals.
  - h) To receive reports from any individual or committee to whom a task/role has been delegated and to consider whether any further action by the Board is necessary.
  - i) To approve the first formal budget plan of the financial year for The Futures Trust.
  - j) To review annually the delegation arrangements to Committees and local governing bodies.
  - k) To suspend or dismiss a governor from an LGC. In exceptional circumstances, this may also happen by a vote involving the five Members of the Trust.
- 5 In addition, the Trust Board has the following responsibilities:
  - k) To receive an annual Health and Safety Audit from the Finance, Resources, Audit and Risk Committee and adopt or amend appropriately the Health and Safety Policy.
  - l) To set up a Register of Trustees' Business and Pecuniary Interests and to ensure this is in place in the LGCs.
  - m) To review and formally approve the policy for Business and Pecuniary Interests.
  - n) To formally approve and adopt The Futures Trust Strategic Plan.
  - o) To review and monitor the performance of each academy including the effectiveness of their self-evaluation.

- p) To oversee the arrangements for the induction of new Trustees to the Board.
- q) To ensure all documents required under statutory regulation are published on each academy's website.
- r) To decide to offer additional activities under extended schools and the form these should take.
- s) To decide to cease to provide additional activities under extended schools provision.

6 In practice, the Board of Trustees will determine the following:

#### Vision, Strategy and Accountability

- Set out the vision for the Trust and its application at both Trust and academy levels.
- Determine the Trust's strategy and planning.
- Comply with all legislation, charity and company law.
- Provide reports to the Trust Members.
- Set the terms of reference for the LGCs.
- Comply with Articles and Funding Agreements determining the admissions policy and arrangements for each academy (in accordance with the law and DfE codes of practice).
- Undertake a full range of HR responsibilities including recruitment, set HR policies and procedures (as legal employer of all staff), developing appropriate terms and conditions of service with each academy, including the performance management policy and pay policy.
- Exercise its authority to overrule decisions made by its Committees including the LGCs.
- Have oversight of public relations to promote activities of the Trust and academies in the wider community.

#### Standards

- Have oversight of standards and outcomes across the Trust and in individual academies.
- The Trustees will set targets for the Trust, and in accordance with the Scheme of Delegation, set targets for each of its academies annually.
- Undertake regular reviews of performance across the Trust.
- Support and introduce intervention strategies for individual academies.
- Exercise oversight of key performance data on a Trust and individual academy basis.
- Exercise its authority to withdraw delegated powers from an LGC and, if necessary, disband it.

## Appointments and training

- Ensure processes are in place for the appointment of Trustees and Governors of LGCs.
- Appoint the Head teachers (in consultation with the LGC).
- Be responsible for the performance management process of the CEO and, in line with the Schedule of Delegation, the Head teachers in consultation with the LGC to ensure that pay progression is based on performance.
- Approve and have oversight of cross-academy staff.
- Provide training and evaluation of the Trustees and Governors.

## Safeguarding






- Set Trust wide policies such as Child Protection, Safeguarding, Safer Recruitment, DBS etc.
- Establish a Trust Safeguarding Board to ensure compliance with: DfE's statutory guidance *Keeping Children Safe in Education*; Trust policies, procedures and practices; and that there is consistency of practice across all Trust academies.
- Safeguarding will be monitored termly by the Education, Standards and Performance Committee.

## **Composition of the Board**

- 7 The composition of the Board is set out below and is updated when changes to the membership take place:

-  Tony Fitzpatrick: Chair of Trustees: Formerly a Distinguished Engineer, a global technical executive position at IBM United Kingdom Limited. Tony worked for IBM Global Services in the UK for 33 years, and was Chief Technology Officer and Information Technology Architect for IBM's public sector clients. A graduate of the University of Bristol, a Fellow of the Institute of Engineering and Technology, a Fellow of British Computer Society, and a Chartered IT Professional.
-  Michael Moseley: Registration Executive at H.M. Land Registry for over 30 years, responsible for registering title to land in England and Wales. Associate Member of RICS since August 2011. DSDM trained and an NVQ assessor.
-  Kim Morris: Kim works for Lloyds Banking Group and her career spans over 25 years of banking experience. This includes branch banking, operations, transformation, conduct issues and operating model / strategy. Kim is also proactively involved in Lloyds' Helping Britain Prosper plan, leading regional colleague activity for the 8,000 colleagues in the Midlands Region. Outside of work Kim is a keen runner and combines this with her passion for travelling.
-  Perminder Heer: Perminder is currently Head of HR at Xoserve Limited (the Central Data Service Provider for Britain's gas market). She is a commercially focused HR professional with a proven track record of providing strategic input and executing high-quality HR services in fast-paced, demanding and cross-cultural environments. Perminder has extensive international HR experience gained from working in both multi-national corporations and SMEs. She has led HR work streams on business transformation and has

significant experience in HR Mergers & Acquisitions. Perminder's focus is working with businesses on transformation plans and providing support through change management. She also has an MBA in International Business.

-  David Loudon: Formerly the Chief Executive of Quilter Cheviot Investment Management, David is a Chartered Fellow of The Institute for Securities and Investment and a business manager with over 40 years' experience in the financial services sector. He is a Governor of The Kingsley School in Leamington Spa and a director of a local Housing Association and a Residential Care Home. David is also a member of the Investment Committee for The Royal Shakespeare Theatre.
-  Carol Blair, Co-Opted Trustee: Until retirement, Carol was a director of a SME building contracting company. Carol has over 18 years' experience of school governance and has been Chair of Parkgate Primary School's Local Governing Body for 10 years. She is also a governor on Keresley Newland Primary Academy Local Governing Body
-  Helen Quinn: Helen took up post as the Catholic Senior Executive Leader (CEO) for The Romero Catholic Academy in September 2018. The company consists of one Secondary and seven Primary schools. Helen was appointed National Leader of Education in 2014, gaining a wealth of experience (as well as many great ideas) she has worked with many schools in different contexts across Coventry and Warwickshire. Helen established Blue Sky TSA in 2014 which has been instrumental as an engine of school improvement within Romero as well as providing school to school support in Coventry, Warwickshire and beyond. Working for Ofsted has enabled Helen to have a sharpness in school evaluation and a depth in understanding effective strategies to drive school improvement.
-  Janet Thompson: Janet is passionate about furthering high quality education for all children and young people. She has worked in education for over 35 years with particular focus on children and young people with Special Educational Needs. She was awarded an OBE in October 2020 for services to education. Janet is currently the CEO of Open Thinking Partnership which is a collaborative Multi Academy Trust established in August 2020. Prior to her current role Janet has been headteacher of three different schools and worked for 10 years as one of Her Majesty's Inspectors for Ofsted. In the latter 7 years of this role she was the National Adviser for SEND. She was Vice Chair of the Rochford Review 2016 and a member of the decision making panel for Bercow: Ten Years On. As well as her role as CEO Janet leads Whole School SEND Reviews with local mainstream schools and undertakes school improvement work.
-  Matthew Stokes: Matthew draws upon his extensive experience of working within education to support realistic, achievable and manageable solutions that deliver high quality educational provision for all. While as Headteacher and latterly as Strategic Lead of Education Entitlement (0-11 Coventry) Matthew took on a wide variety of additional school improvement roles. These included, Education Improvement Adviser, School Improvement Board Chair, Local Leader of Education, Professional Partner, SCITT Management Board Member and National College Executive Coach. He also

regularly reported on city wide primary performance to the Primary Partnership, Council Education Scrutiny Board, Regions Group, and Her Majesty's Inspectorate. His thoughts are always firmly based within classroom practice and the impact that decisions made by leaders have on the abilities of teachers to deliver exciting, stimulating, and well-planned learning opportunities for the students in their care.

- 8 The Chair will be elected by the Trustees of the Board and ratified by the Members. The Chair and Vice Chair will serve for two years.
- 9 The CEO is an ex-officio member of the Board.
- 10 The Board will approve Chairs to lead each of its Committees, including the LGCs.
- 11 The Scheme of Delegation will determine the powers of the Committees.
- 12 The Committees will report to the Board throughout the year.
- 13 The CEO, Finance Director and Company Secretary will work closely with the Board's Committee Chairs to ensure both high quality reporting and scrutiny is undertaken in relation to key areas of responsibility.

### **The Role of the Chair of the Board of Trustees**

- 14 The Chair of the Board of Trustees will:
  - i. Ensure the business of the Trust is conducted properly, in accordance with legal requirements.
  - ii. Preserve order and ensure all Trustees have sufficient opportunity to express their views on all matters under discussion.
  - iii. Determine all matters of order, competency and relevancy.
  - iv. Ensure meetings are run effectively, focusing on priorities and making the best use of time available, and to ensure that all Trustees have an equal opportunity to participate in discussion and decision-making.
  - v. Determine in which order those present should speak.
  - vi. Determine where a decision requires a vote and ensure that a show of hands to determine the majority. The Chair or person presiding at the meeting will determine whether the resolution has been passed.
  - vii. Be a Member of The Futures Trust to ensure there is a link between the Board of Trustees and Members.
  - viii. Work with the Company Secretary to carry out regular Board and Committee effectiveness reviews.
  - ix. Establish and foster an effective relationship with the CEO based on trust and mutual respect for each other's roles. The Chair has an important role in ensuring that the Board acts as a sounding board to the CEO and provides strategic direction.
  - x. In the event of exceptional decisions needing to be made between meetings which fall within the remit of a Board Committee, in consultation with the CEO and the Chair of the Committee, take appropriate action on behalf of the Committee.
  - xi. The Chair and Vice-Chair of the Board have the right to attend any Committee meeting held within the Trust's terms of reference and Scheme of Delegation.

Disqualification – the CEO, Staff Governors, Learners, Staff Members.

## **The Role of the Company Secretary**

- 15 The Company Secretary will act as Secretary to the Board and will:
- i. Advise the Board on Constitutional and Procedural Matters, duties and powers.
  - ii. Convene meetings of the Board.
  - iii. Ensure that information required by the Board is presented and circulated in a timely and efficient manner.
  - iv. Work effectively with the Chair of the Board, CEO and Trustees.
  - v. Work effectively with the Chair of Trustees, Chair of FRARC, Chairs of Governors, and the Head teachers of academies in the Trust ensuring that the Board receives reports from FRC, ARC and ESPC, the LGCs and their Head teachers on the performance of schools in the Trust and actions being taken to deliver improvement.
  - vi. Work closely with the Board's Committee Chairs to ensure both high quality reporting and scrutiny is undertaken in relation to key areas of responsibility.
  - vii. Attend meetings of the Board.
  - viii. Record the minutes of every Board meeting, or nominate a deputy to do so.
  - ix. Maintain a Register of Trustees and report vacancies to the Board.
  - x. Maintain the Register of Business and Pecuniary Interests across the Trust.
  - xi. Work with the Chair of Trustees to carry out regular Board and Committee effectiveness reviews.
  - xii. Ensure a thorough Induction Pack is in place for all new Trustees.
  - xiii. Work closely with the Chair of Trustees and the CEO to ensure an induction and training programme is in place for Trustees.
  - xiv. Ensure each academy has an Induction Pack in place for new Governors of LGCs.
  - xv. Give and receive notices in accordance with relevant regulations.
  - xvi. Perform such other functions as may be determined by the Board from time to time.

Disqualification – Members, Trustees, Governors, the

CEO.

## **Meetings and proceedings of the Board of Trustees**

### Meetings

- 16 The Board will meet at least five times each academic year.
- 17 The Company Secretary will propose each May a schedule of meetings for the following academic year for the Board's approval.
- 18 Meetings will normally be held at the Trust's registered office, but may take place at any other convenient location, including being held remotely.
- 19 The Chair may determine to hold a meeting to be known as a special meeting

at such time and place as he/she may determine. Where, in the opinion of the Chair an urgent matter has arisen, he/she will call a meeting of the Board at any time.

### Agendas and Papers

- 20 The agenda and any papers for meetings of the Board will be circulated electronically by the Company Secretary to Trustees no later than five calendar days in advance of the meeting.
- 21 The order of business at Board meetings will follow the agenda issued for that meeting unless otherwise directed by the Chair, at whose discretion, or at the request of another member of the Board, the order may be altered at any stage.
- 22 Papers may only be tabled at a meeting of the Board with the permission of the Chair.
- 23 No business other than that on the agenda will be taken except where the Chair considers the item should be discussed.

### Chairing of meetings

- 24 The Chair will, if present, preside at all meetings of the Board.
- 25 In the absence of the Chair, the Vice-Chair will preside. In the absence of both the Chair and the Vice-Chair, another Trustee will be chosen by the Company Secretary to preside.

### Quorum

- 26 The quorum for a Board meeting shall be the Chair (or Vice-Chair or other person presiding) and four other Trustees.
- 27 Participation will usually be in person, but in exceptional circumstances, Trustees may participate by telephone or video conference and be deemed to be present and constitute part of the Board for that meeting.
- 28 Where a Board meeting is not quorate within half an hour from the time appointed for the meeting, or becomes inquorate during the course of the meeting, then the meeting will either be adjourned to such time, place and date as may be determined by the Trustees present or will continue as an informal meeting at which no decisions may be taken.

### Minutes

- 29 The Company Secretary will circulate the draft minutes to the Chair and CEO within three working days of the meeting for their review.
- 30 The minutes will record the names of every Trustee present at the meeting, any other person present, any apologies tendered by an absent Trustee, the withdrawal from a meeting of any Trustee on account of a conflict of interest, and any declaration of interest.
- 31 The Company Secretary will submit the draft minutes to the Board in advance of its next meeting for agreement, confirmation or otherwise.

- 32 No discussion will take place upon the minutes except upon their accuracy or where the Chair or in the absence of the Chair, the person presiding, decides discussion is appropriate.
- 33 Minutes of the Board meetings will record key points of discussion. They will not however attribute comments to specific members unless this is specifically requested by the Trustee concerned or required by the Chair. Where personnel, finance or other restricted matters are discussed, the minutes will describe the substance of the discussion in general terms.

#### Declarations of Interest and Register of Business and Pecuniary Interests

- 34 The Futures Trust's Business and Pecuniary Interests Policy requires Members, Trustees and Governors to declare interests which are relevant and material to the Trust. All existing Members, Trustees and Governors should declare such interests, and any Members, Trustees and Governors subsequently appointed should do so on appointment.
- 35 The Company Secretary will ensure that a Register of Interests is established and updated regularly to record formally declarations of interests of:
- i. Members;
  - ii. Trustees; and
  - iii. Local Governing Committees.
- 36 The Register will include details of all directorships and other relevant and material interests which have been declared by Members, Trustees and Governors. These details will be kept up to date by means of a termly review of the Register in which any changes to interests declared during the preceding twelve months will be incorporated.
- 37 If a Trustee knowingly has any interest or duty which is material and relevant, or the possibility of such an interest or duty, whether direct or indirect and whether pecuniary or not, that, in the opinion of a fair-minded and informed observer would suggest a real possibility of bias in any matter that it brought up for consideration at a meeting of the Board, he/she will disclose the nature of the interest or duty to the meeting.
- 38 The declaration of interest may be made at the meeting at the start of the discussion of the item to which it relates (except that a pecuniary interest must be declared as soon as practicable after the start of the meeting) or in advance in writing to the Company Secretary. If an interest or duty has been declared in advance of the meeting, this will be made known by the person presiding at the meeting prior to the discussion of the relevant agenda item. In the event of the person not appreciating at the beginning of the discussion that an interest or duty exists, he/she should declare such an interest as soon as he/she becomes aware of it.
- 39 If a Trustee has acted in accordance with the provisions of paragraphs 38 –39 above, and has fully explained the nature of their interest or duty, the Board will decide unanimously whether and to what extent that person should participate in the discussion and determination of the issue and this will be recorded in the minutes and the extent to which the person concerned had access to any written papers on the matter. If it is decided that he/she should leave the meeting, the Chair may first allow them to make a statement on the item under



discussion.

- 40 In the case of a Trustee who has declared a pecuniary interest in a matter under consideration, the Trustee must not take part in the consideration or discussion of the matter in question.
- 41 Where the Chair of the meeting has a relevant interest then he/she must advise the Board accordingly, and with their agreement and subject to the extent decided participate in the discussion and the determination of the issue. This will be recorded in the minutes and the extent to which he/she had access to any written papers on the matter. If it is decided that the Chair should leave the meeting because of a conflict of interest, another member will be asked to Chair the discussion of the relevant agenda item.

### **Pay Review Panel**

- 42 The Board shall establish a Trust Pay Review Panel (known as Rem Co) which shall consider, determine and keep under review a policy for the remuneration and benefits of the Chief Executive Officer.
- 43 The Panel shall comprise of between three and five members, one of whom will be the Chair of Trustees.
- 44 The terms of reference of the Panel shall be defined as follows:
  - i. To consider the performance management of the Chief Executive Officer;
  - ii. To make recommendations to the Board as to the remuneration and benefits that should be paid to the Chief Executive Officer to ensure he/she is encouraged to enhance his/her performance and is rewarded for their individual contributions to the success of the Trust.
  - iii. To determine the policy for, and scope of pension arrangements, termination payments and compensation commitments make recommendations to the Board.
- 45 The Chair shall be responsible for ensuring that the Panel's decisions and discussions are reported to the Board.

## **APPENDIX 2: Terms of Reference for the Finance and Resources Committee**

1. The Board of Trustees of The Futures Trust, has established a Committee of the Board called the Finance Committee.
2. The Committee will exercise responsibility for and oversight of the finances, assets and staff within the Trust and its academies.
3. The Committee reports directly to the Board of Trustees that receives reports and recommendations from the Committee.
4. The Terms of Reference are bound by the Articles.

### **Duties**

5. The Committee shall carry out the following duties:

### ***Finance***

6. Develop a financial strategy for the Trust and consider the policies, procedures and plans necessary to realise the strategy.
7. Consider the Trust's indicative funding, once notified by the ESFA, and, in consultation with the CEO and the Trust Finance Director, assess the implications for the Trust in advance of the financial year, ensuring any issues of concern are reported to the Board.
8. Ensure that effective financial policies, controls and procedures are in place including appropriate levels of delegation.
9. Consider and recommend the acceptance/non-acceptance of the Trust's annual budget to the Board.
10. Receive, agree and monitor every academy's budget, expenditure and cash flow working closely with each LGB, ensuring value for money.
11. Determine after consultation with each academy, the extent of services provided centrally to the academy including the allocation of cost and oversee the effectiveness of the delivery of centrally provided services.
12. Ensure financial risks are identified and managed, ensuring the Trust's compliance with the Academies Trust Handbook and other financial statutory requirements, and notify the ESFA if required.
13. Oversee the maintenance of effective accounting records and preparation of statements of financial activities and balance sheets as required notifying the Board of any changes to fixed assets used by an academy.
14. Approve and review the Trust's investment [capital investment and reserves] policy.

### ***Personnel / HR***

15. Oversee HR policies and procedures including recruitment, succession planning, performance management, pay, well-being, retention and equal opportunities.
16. Consider, determine and review effective arrangements for consultation with staff as a whole and for negotiation and consultation with appropriately recognised Trade Unions and/or other representatives.
17. Consider the details of any organisational restructures and make recommendations to the Board.
18. Develop appropriate succession planning at Trustee, Governor and staff level to enable the outcomes set by the Board to be met.
19. Establish disciplinary rules and procedures and staff grievance procedures and to oversee dismissal hearings.
20. Determine whether any payment should be made in respect of the dismissal, or to secure the resignation of a member of staff (includes early retirement and redundancies) and the amount of any such payment.
21. Determine whether to grant early retirement to teachers.
22. Confirm the pay of all members of staff, including that of the Head teachers in line with legal requirements.

### **Membership**

23. The Board shall approve the membership of the Committee and will comprise the Chair and at least three other Trustees.
24. The Chair of the Committee shall be approved by the Board. Each school year, the Committee shall, at the first meeting of the year, elect a Vice-Chair from among their number.
25. No employee of the Trust shall be a member of the Audit and Risk Committee, but the Accounting Officer, Deputy CEO and Financial Director should attend to provide information and to participate in discussions.
26. The Chair of Trustees should not be chair of the Finance Committee. The chair of the Finance Committee shall not also be the Chair of the Audit and Risk Committee
27. The Company Secretary shall act as the Secretary, or nominate a deputy to do so.
28. The CEO is an ex-officio member of the Committee.

In attendance: Deputy CEO, Finance Director, People and Operations Director and, when requested, other members of the Trust with responsibility for Trust development, personnel, ICT and estates.

### **The Role of the Chair of the Finance Committee:**

29. To ensure the business of the Committee is conducted properly, in accordance with legal requirements.

30. To ensure meetings are run effectively, focusing on priorities and making the best use of time available, and to ensure that all members have an equal opportunity to participate in discussion and decision-making.

31. In the event of urgent decisions needing to be made between meetings, in consultation with the Chair of the Board and CEO take appropriate action on behalf of the committee.

### **Quorum**

32. The quorum for a meeting of the Committee shall be any three members, and must include either the Chair or the Vice-Chair.

### **Voting Rights**

33. All members of the Committee shall have equal voting rights. In the event of an equal division of votes, the Chair shall have a second or casting vote.

### **Meetings**

34. The Committee shall meet at least four times a year but may meet more frequently as required.

### **Delegated Powers and Functions**

35. A schedule of delegated powers and functions is available separately and reviewed annually.

### **Committee meeting agendas, papers and minutes**

36. In normal circumstances, the agenda and any papers for meetings will be circulated to members of the Committee no later than seven days in advance of the meeting after consultation with the Chair of the Committee and the relevant staff of the Trust.

37. The Company Secretary shall minute the proceedings and resolutions of every meeting, or nominate a deputy to do so.

38. The draft minutes of the meeting will be sent to the CEO and the Chair within five working days for review. The minutes will be submitted to the next scheduled meeting of the Committee.

### **Oversight of Committees**

39. The Committee shall be responsible for the setting up of any Committee to hear any matters in connection with the remuneration of the Chief Executive Officer, staff disciplinary, capability, redundancy, absence or grievance matters. (See also the policies and procedures adopted by the Trust, namely: Redundancy Procedures; Grievance and Discipline Procedures; Managing Staff Sickness Absence; Capability Procedures).

## **APPENDIX 3: Terms of Reference for the Audit and Risk Committee**

1. The Board of Trustees of The Futures Trust, has established a Committee of the Board called the Audit and Risk Committee.
2. The Committee will oversee all systems of governance, ensuring that risk management processes and audit functions are in place and fit for purpose, and that an effective internal control environment is established across the Trust and its academies
3. The Committee is authorised by the Board to:
  - i. Investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any employee, external audit, internal audit or other assurance provider, and all employees are directed to co-operate with any request made by the Committee.
  - ii. Obtain outside legal or other independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or Chair of Trustees.
4. The Committee reports directly to the Board of Trustees that receives reports and recommendations from the Committee.
5. The Committee will report its findings annually to the Board of Trustees and the Chief Executive Officer as a critical element of the Trust's annual reporting requirements.
6. The Terms of Reference are bound by the Articles.

### **Duties**

7. The Committee shall carry out the following duties:

### ***Audit and Risk***

8. Advise the Board on the need for, and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of the external and internal auditor or other assurance provider to enable the Board to sign the corporate governance statement in the annual accounts.
9. Review the Trust's internal and external financial statements and reports to ensure that they reflect best practice; that they are true and fair and conform to accounting standards (including the Academies Trust Handbook) and that accounting policies are appropriate and applied consistently.
10. Review the annual financial statements before submission to the Trust Board, focusing particularly on:
  - Any changes in accounting policies and practices;
  - Areas involving a significant degree of judgement;
  - Significant adjustments resulting from the audit;
  - The going concern assumption;
  - Compliance with accounting standards;
  - Compliance with legal requirements;
  - The clarity of disclosures;

- The consistency of accounting policies from year to year.
11. Review and consider the major findings of internal audit investigations and the monitoring of management in implementing recommendations raised by the internal auditor.
  12. Review the effectiveness of the Trust's internal control systems established to ensure that the aims, objectives and key performance targets of the Trust are achieved.
  13. Direct the nature and scope of audits with the Trust's external auditor, review the external auditor's annual planning document and approve the planned audit approach.
  14. Consider all relevant reports by the appointed external auditor, including reports on the Trust's accounts, achievement of value for money and agree the programme of work proposed by management to address issues raised.
  15. Direct all aspects of internal audit, including the independent review of systems and controls, the framework of the work programme, and the monitoring of management in implementing recommendations raised by the internal auditor and other audit professionals.
  16. Receive reports (annual reports, management letters etc) from the external auditor and other bodies, for example the ESFA, and consider any issues raised, the associated management response and action plans. Where deemed appropriate, reports should be referred to the Board for information and action.
  17. Monitor the assessment of significant risks (financial and non-financial) to which the Trust and its academies are exposed, ensuring this is kept up to date and that management are charged with implementing controls to mitigate these risks within agreed risk appetite.
  18. Consider the Trust's risk profile relative to current and future Trust strategy and identifying any such trends, concentrations or exposures and any requirements for policy change.
  19. Commission investigations or seek professional advice of potential instances of fraud, irregularity or cases of whistle blowing.
  20. To review the performance, constitution and terms of reference of the Committees to ensure that they are operating at maximum effectiveness.

### *Estates*

21. Prioritise and oversee maintenance, repair and development of the Trust's premises with due regard to health and safety.
22. Be responsible for the contractual relationships for building maintenance and estates management for all academies.
23. Establish and recommend to the Board a medium/long term estates management plan and strategy.
24. Agree a health and safety policy, monitor risk assessments and set up arrangements to manage health and safety.

25. Ensure all statutory inspections and health and safety procedures and policies are implemented across the Trust.

### **Membership**

26. The Board shall approve the membership of the Committee and will comprise the Chair and at least three other Trustees.

27. The Chair of the Committee shall be approved by the Board. Each school year, the Committee shall, at the first meeting of the year, elect a Vice-Chair from among their number.

28. No employee of the Trust shall be a member of the Audit and Risk Committee, but the Accounting Officer, Deputy CEO and Financial Director should attend to provide information and to participate in discussions.

29. The Chair of Trustees should not be chair of the Audit and Risk Committee. The chair of the Audit and Risk Committee shall not also be the Chair of the Finance Committee

30. The Company Secretary shall act as the Secretary, or nominate a deputy to do so.

31. The CEO is an ex-officio member of the Committee.

In attendance: Deputy CEO, Finance Director, and when requested, other members of the Trust with responsibility for Trust development, personnel, ICT and estates.

### **The Role of the Chair of Audit and Risk Committee**

32. To ensure the business of the Committee is conducted properly, in accordance with legal requirements.

33. To ensure meetings are run effectively, focusing on priorities and making the best use of time available, and to ensure that all members have an equal opportunity to participate in discussion and decision-making.

34. In the event of urgent decisions needing to be made between meetings, in consultation with the Chair of the Board and CEO take appropriate action on behalf of the committee.

### **Quorum**

35. The quorum for a meeting of the Committee shall be any three members, and must include either the Chair or the Vice-Chair.

### **Voting Rights**

36. All members of the Committee shall have equal voting rights. In the event of an equal division of votes, the Chair shall have a second or casting vote.

### **Meetings**

37. The Committee shall meet at least four times a year but may meet more frequently as required.

### **Delegated Powers and Functions**

38. A schedule of delegated powers and functions is available separately and reviewed annually.

### **Committee meeting agendas, papers and minutes**

39. In normal circumstances, the agenda and any papers for meetings will be circulated to members of the Committee no later than seven days in advance of the meeting after consultation with the Chair of the Committee and the relevant staff of the Trust.

40. The Company Secretary shall minute the proceedings and resolutions of every meeting, or nominate a deputy to do so.

41. The draft minutes of the meeting will be sent to the CEO and the Chair within five working days for review. The minutes will be submitted to the next scheduled meeting of the Committee.



## **APPENDIX 4: Terms of Reference for the Education Standards and Performance Committee**

1. The Board of Trustees of The Futures Trust, in accordance with the 'Trustees Code of Practice', has established a Committee of the Board called the Education Standards and Performance Committee.
2. The Committee shall report directly to the Board of Trustees that receives reports and recommendations from the Committee.
3. The Committee shall report its findings annually to the Board of Trustees as a critical element of the Trust's annual reporting requirements.
4. The Terms of Reference are bound by the Articles.

### **Purpose**

5. In accordance with the Trust's strategic vision, the Committee shall hold the Trust accountable for the delivery of the Strategic Plan.
6. The Committee shall ensure all academies secure a Good or better Ofsted judgement in accordance with the overarching criteria in the School Inspection Handbook for:
  - i. Quality of Education
  - ii. Behaviour and attitudes
  - iii. Personal Development
  - iv. Leadership and Management

### **Duties**

7. The Committee shall carry out the following duties to ensure the highest possible standards are set and maintained across all academies in the Trust:
  - i. Consider and make recommendations to the Board (in the autumn term) on the level of delegated authority following annual examination results and other published assessment information.
  - ii. Hold each academy's leadership to account for academic standards and performance against key performance indicators.
  - iii. Receive reports from the CEO and review student attendance, exclusions, punctuality and disciplinary matters for each academy.
  - iv. Monitor the impact of Pupil Premium and Sports Premium expenditure.
  - v. Consider and approve self-evaluation information presented by each academy.
  - vi. Determine the specific scope and focus on an Academy Improvement Board (AIB) or Scrutiny Board (SB) \*
  - vii. Approve Trust Improvement and individual Academy Improvement Plans.
  - viii. Monitor and evaluate the implementation of the Plans throughout the year.
  - ix. Identify areas of concern in respect of standards and performance and to implement an action plan with the Senior Leadership Team.
  - x. Review, approve and monitor Trust policies in relation to education standards and performance.
  - xi. Monitor and evaluate the implementation of the Performance Management procedure and CPD policy and their effect on the quality of

- teaching and learning across the Trust.
- xii. Support the CEO and Head teachers to create, implement and monitor any development plans following Ofsted inspections.
  - xiii. Promote partnership working between parents/carers and the academies to achieve high standards of attendance, behaviour and learning.
  - xiv. Ensure compliance with DfE's statutory guidance *Keeping Children Safe in Education* by:
    - Providing scrutiny of Safeguarding audits and HR practices across the Trust;
    - Assessing current practice across the Trust and proposing changes where necessary (and within legal framework);
    - There is a consistency of practice across all Trust schools.

## **Membership**

- 8. The Board shall approve the membership of the Committee and will comprise at least three Trustees.
- 9. Committee members shall sit on an Academy Improvement Board or Scrutiny Board
- 10. The Chair of the Committee shall be approved by the Board.
- 11. The CEO shall be an ex-officio member.
- 12. The Company Secretary shall act as Secretary to the Committee, or nominate a deputy to do so.
- 13. The Committee shall determine the attendees to be invited to meetings to provide information, either regularly or by invitation.

## **The Role of the Chair**

- 14. To ensure the business of the Committee is conducted properly, in accordance with legal requirements.
- 15. To ensure meetings are run effectively, focusing on priorities and making the best use of time available, and to ensure that all members have an equal opportunity to participate in discussion and decision-making.
- 16. In the event of urgent decisions needing to be made between meetings, in consultation with the Chair of the Board and CEO, take appropriate action on behalf of the committee.

## **Quorum**

17. The quorum for a meeting of the Committee shall be one half of the membership.

## **Voting Rights**

18. All members of the Committee shall have equal voting rights. In the event of an equal division of votes, the Chair shall have a second or casting vote.

## **Meetings**

19. The Committee shall meet once a term but may meet more frequently as required.

## **Committee meeting agendas, papers and minutes**

20. In normal circumstances, the agenda and any papers for meetings will be circulated to members of the Committee no later than seven days in advance of the meeting after consultation with the CEO, Chair of the Committee and the relevant staff of the Trust.

21. The Company Secretary shall minute the proceedings and resolutions of every meeting, or nominate a deputy to do so.

22. The draft minutes of the meeting will be sent to the Chair within five working days for review. The minutes will be submitted to the next scheduled meeting of the Committee.

## **\*Terms of Reference for the Academy Improvement Board or Scrutiny Board**

1. The Academy Improvement Board (AIB) or Scrutiny Board (SB) shall review the progress an academy is making towards achieving a Good or Outstanding judgement by evaluating:
  - i. Overall Effectiveness
  - ii. Effectiveness of leadership and management
  - iii. Quality of teaching, learning and assessment
  - iv. Personal development, behaviour and welfare
  - v. Outcomes for pupils
2. The AIB or SB shall review the impact of support provided by the Trust.
3. The AIB or SB shall assess the risk for an academy not being judged at least Good in the next Ofsted inspection.
4. The AIB or SB shall review key actions to enable an academy to achieve a Good judgement.

## **APPENDIX 5: Terms of Reference for the Local Governing Committee**

- 1 On behalf of the Board of Trustees of The Futures Trust and adhering to the 'Governors Code of Practice', the LGC will have responsibility, oversight and scrutiny of the academy within an overall strategic direction and framework determined by the Trust.
- 2 The LGC will play a crucial role in both supporting and challenging the Head teacher and their senior team to ensure standards of attainment are high and learners make at least good progress expected of them, the quality of teaching is a constant focus of attention and the leadership of the academy is held to account for the performance and well-being of the learners. In conjunction with the Trust's overall vision, targets, priorities and policies, the LGC will set the strategic direction of the academy and play a central and significant role in its leadership.
- 3 The Board of Trustees may appoint the same LGC across more than one academy and be known as a Joint LGC.
- 4 Each LGC (or Chair of an LGC) will have a Link Trustee for coaching, and informal support to ensure a close relationship with the Trust Board.
- 5 LGC Chairs will meet at least once annually with their Link Trustee and a key member of the Executive Team to discuss the school's position, priorities and risks.

### **Scheme of Delegation**

- 6 The authority delegated to each LGC will depend on the circumstances of each academy. The principle determining delegated powers will be that of earned autonomy. The performance, capacity and financial security of each academy will be reviewed regularly, and at least every academic year, by the Board of Trustees.
- 7 Typically, LGCs will carry out the same functions regardless of their level of delegation, but delegation will be assigned in accordance with the Schedule of Delegation. The level of delegation will determine the input from the CEO and the Trust Central Team.
- 8 Each academy judged by Ofsted to be good or better and demonstrating the continuing capacity to improve or sustain performance will have a high and equal level of autonomy. An academy judged to be less than good will have its performance, capacity and financial security reviewed on a regular basis and this will determine the level of delegated power. The level of delegated power will be determined by the quality of leadership and governance, financial position, quality of teaching and learning and the attainment and progress made by the learners. The principle will be to ensure that appropriate support and challenge is provided from The Futures Trust to ensure that the academy is judged good or better as soon as is possible.
- 9 A LGC of a Sponsored academy will have limited delegated powers, mostly focused upon the quality of educational provision. Key decisions related to staffing, finance, site, business continuity, health and safety will be delivered through the Board and the CEO. It will have a small LGC appointed by the

Board, other than staff and parent members. Once the academy has an inspection judgement of good or better these governance arrangements will be revisited.

- 10 For the purposes of clarity, a Trustee refers to a member of the Board whilst a Governor is a member of one of the LGCs.
- 11 The Futures Trust expectation of good governance is that each LGC which is awarded a high degree of autonomy will exercise responsibility for and oversight of the following (consistent with all policies, objectives and targets adopted at the Trust level): Safeguarding, Standards, SEND, Stakeholders and Strategic Direction.

### Governance

- Day to day running of the academy
- Vision and Accountability
- Implementation of actions required to comply with legislation and the funding agreement
- Implementation of policies and plans agreed by the Board (TFT Pay Policy and TFT Health & Safety Policy)
- Appointing Link Governors to have oversight of key areas such as SEND, Safeguarding, Careers, Health and Safety, Pupil Premium and Early Years (Primary)
- Oversight of the curriculum and curriculum policies to meet statutory requirements
- Setting ambitious annual targets for performance and regularly reviewing progress
- Oversight of the quality of teaching and learning across the academy with detailed knowledge of strengths and weakness
- Ensuring that the academy has appropriate intervention and support strategies in place to deliver high quality teaching and learning in all areas
- Overseeing the distribution and effectiveness of pupil premium funding
- Monitoring academy data.

### Learners

- Attainment, achievement and progress of all as well as important underperforming sub-groups
- Standards of learning and teaching
- Recruitment
- Admissions policy and procedure
- Attendance
- Discipline
- Exclusions
- SEN – policy, practice
- Safeguarding arrangements including monitoring children with a social worker or identified risk
- Children Looked After
- Any other matters particularly relating to learners' personal development and well-being
- Arrangements for consulting with learners and listening to their views.

## Parents

- Liaison between academy and home, including arrangements for reporting to and informing parents of their child's performance, achievements and general conduct
- Academy-Home contracts
- Arrangements for consulting with parents and listening to their views.

## Community

- Relations with the immediate local community
- Relations with the various stakeholder groups, including religious groups, feeder and other partnership schools, public services.

## Curriculum

- Overall shape of curriculum
- Significant changes and major changes to the curriculum.

## Public Relations

External communications which align with the Trust's marketing and communications approach, specifically:

- Communications with the school's parents and carers in relation to the school and its activities only.
- Restricted communications with the media including advertising for events including Open Evening, recruitment for staff but excluding participation in broadcasting material, bad news stories and whole Trust matters.

## Appointments and training

- Monitoring local HR activity and policy, e.g. ensuring the process for local performance reviews of staff is within the parameters for the particular academy
- Managing the employment and performance management of all staff employed by the academy and managing disciplinary matters in accordance with the set policy
- Raising concerns if it is felt that appropriate training and development is not being provided

Governors should regularly review their impact through self-reflection and self-evaluation.

## Academy Policies

- Admissions Policy
- Charging and Remissions Policy
- Accessibility Plan
- Safeguarding and Child Protection Policy
- Children with health needs who cannot attend school
- Early Years Foundation (EYFS)
- Special Educational Needs and Disability
- Supporting Pupils with Medical Conditions

- Relationships Education (Primary)
- Relationships and Sex Education (Secondary)
- Behaviour and Exclusions
- First Aid in Schools
- Equality Information and Objectives
- Careers
- Any other policies deemed necessary

### Annual School Improvement Plan

- Staff consultation
- Targets, priorities, implementation, monitoring and evaluation are included
- Plan focused on educational outcomes and the raising of standards
- Self-review is constant in order to evaluate impact on raising standards and student achievement
- Ofsted Inspection – incorporate findings into a new Academy Improvement Plan
- Review the effectiveness of leadership and management of the school at all levels in order that it drives school improvement and challenges underachievement.
- Ensure compliance with the Equality Duty.
- Key targets agreed by the Board of Trustees of The Futures Trust in respect of any of the above areas, and issues of quality or standards relating to any of the above areas.
- Any other matters referred to it by the Board of Trustees.

The Futures Trust will determine which of the responsibilities above are delegated to the LGC of a Supported or Sponsored academy.

### **Membership**

- 12 Depending on the level of delegated authority, the Membership of the LGC shall be the Chair and between seven and 13 other Governors. There will be two elected parents and two elected staff members whilst the remaining Governors will be approved by the LGC ensuring that the majority of this Committee are non-staff members. The LGC, in consultation with the Board, may decide from time to time to co-opt non-voting members for a fixed period of time related to the need for a specific area of expertise.
- 13 The Head teacher of the academy shall be an ex-officio member of the LGC.
- 14 The usual term of office for all members of the LGC shall be four years, except for the Head teacher, who shall be an ex officio member.
- 15 In attendance: as requested, members of staff with leadership responsibilities for data, curriculum, student welfare, parental liaison, links with the community and public relations.

## **Voting Rights**

- 16 All members of the LGC have equal voting rights (with the exception of any co-opted non-voting members). In the event of an equal division of votes, the Chair shall have a second or casting vote. However, no vote on any matter shall be taken at a meeting of the LGC unless the majority of members of present are Governors and non-staff members.

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

- 17 The Chair shall be appointed by the Board of Trustees.
- 18 Each school year the LGC, at their first meeting in the year, will elect a Vice-Chair from among their number.
- 19 By exception and with approval of the Board of Trustees, a staff member within the MAT may be appointed as Chair of an LGC in an alternative academy to which they are predominately employed to work, within the MAT. This is more likely to occur in a sponsored academy.

## **Delegated Powers and Functions**

- 20 A schedule of delegated powers and functions is available separately and reviewed annually.

## **Oversight of Committees**

- 21 The Committee shall be responsible for the setting up of any Committee to hear any matters in connection with student admissions, discipline or well-being, and parental complaints.

## **Frequency of Meetings**

- 22 The Committee shall meet at least three times a year but may meet more frequently as required.

## **Quorum**

- 23 The quorum for a meeting of the Committee shall be one half of the total membership.

## **Accountability**

- 24 This LGC reports directly to the Board of Trustees that receives reports and recommendations from the Committee.

## **Conflict Resolution**

- 25 In the event of any dispute relating to an individual school governed by the Joint LGC, governors reserve the right to escalate such issues to the Board of Trustees for consideration and resolution.



## **Secretariat**

- 26 The agendas, papers and minutes shall normally be prepared by the Clerk to Governors and circulated after consultation with the LGC Chair.
- 27 The minutes will be available on request to the CEO and the Board of Trustees.

## **The Role of the Clerk to Governors**

- 28 The Clerk to Governors will:
- Advise the Committee on procedural and legal matters.
  - Convene meetings of the Committee and circulate agendas, papers and minutes.
  - Attend meetings of the Committee and ensure minutes are taken.
  - Perform such other functions with respect to the Committee as may be determined by the Governing Body from time to time.

Disqualification – the CEO, Staff Governors

## APPENDIX 6: Responsibilities of the Chief Executive Officer

1. The Chief Executive Officer (CEO) is responsible for leading the development and execution of The Futures Trust long-term strategy and securing value for money in exchange for public funds across all constituent parts. The CEO's decision-making and actions will focus upon three clear values:
  1. **Learners First** – young people, staff, leaders, Governors and Trustees totally focused upon the educational benefit of our learners within a safe and supportive environment.
  2. **It's about learning** – young people, staff, leaders, Governors and Trustees totally focused upon developing and improving the learning of our learners underpinned by harmonious and trusting relationships.
  3. **No Barriers** – no excuses, only support to ensure young people, staff, leaders, Governors and Trustees maximise the academic achievement of learners whilst enabling them to develop and flourish as well rounded individuals.
2. Value for money will be demonstrated through the following:
  - Improve upon or maintain Ofsted ratings so that all learners of The Futures Trust attend Outstanding academies.
  - Ensure learners make outstanding progress and achieve targets that place their academies in the top 10% in the country for the progress made by the learners.
  - Ensure Teaching and Leadership across the Trust are outstanding and sustainable.
3. The CEO's leadership role assumes ultimately responsible for all day-to-day management decisions and for implementing the Trust's long and short-term plans. The CEO acts as a direct liaison between the Board and leadership of the Trust and communicates to the Board on behalf of the leadership. The CEO also communicates on behalf of the Trust to all relevant stakeholders, including but not exclusively, employees, parents, learners, Government authorities and the public.
4. More specifically, the duties and responsibilities of the CEO of The Futures Trust include the following:
  - i. To lead, in conjunction with the Board, the development of the Trust's strategy;
  - ii. To lead and oversee the implementation of the Trust's long and short-term plans in accordance with its strategy;
  - iii. To lead and deploy the Central Team of the Trust to ensure the effective delivery of approved strategy;
  - iv. To ensure the Trust is appropriately organised and staffed and to have the authority to hire and terminate staff as necessary to enable it to achieve the approved strategy;
  - v. To ensure that expenditure across the Trust is within budgets authorised by Trustees;
  - vi. To assess the principle risks of the Trust and to ensure that these risks are being monitored and managed;

- vii. To ensure effective internal controls and management information systems are in place;
- viii. To act as Executive Head teacher in accordance with the Scheme of Delegation in schools sponsored by the Trust;
- ix. To uphold the Seven Principles of Public Life and through leading by example ensure the following behaviours are at the forefront of decision-making:
  - Selflessness
  - Integrity
  - Objectivity
  - Accountability
  - Openness
  - Honesty
  - Leadership
- x. To keep abreast of all material undertakings and activities of the Trust and all material external factors affecting the Trust and to ensure that processes and systems are in place to ensure that the CEO and leadership of the Trust are adequately informed;
- xi. To ensure that the Trustees are properly informed and that sufficient information is provided to the Board to enable them to form appropriate judgments;
- xii. To ensure the integrity of all public disclosure by the Trust;
- xiii. In conjunction with the Chairman, ensure the business of the Trust Board and the Scheme of Delegation is implemented fully.

## **APPENDIX 7: Responsibilities Delegated to Head teachers**

Head teachers are responsible for the leadership and management of their academy. They report directly to the CEO and are accountable to their school's LGC and the Board of Trustees. Head teachers also carry a responsibility to the other schools within the Trust and should act in a manner that contributes to the overall success of The Futures Trust. They are responsible for the following to the extent that these are consistent with the notified Scheme of Delegation for their academy:

- i. Implementing the agreed policies and procedures laid down by the Trust - this includes the implementation of all statutory regulations.
- ii. Advising the LGC and the Trust on strategic direction, forward planning and quality assurance.
- iii. To ensure that a broad and balanced curriculum is implemented in the school
- iv. The leadership and management of the academy.
- v. To deploy, manage and lead all teaching and non-teaching staff of the school and allocate particular duties to them.
- vi. To evaluate the standards of teaching and learning in the school and ensure that proper standards of professional performance are established and maintained.
- vii. The admission of learners.
- viii. To ensure that appropriate targets are set for all learners so as to maintain high standards of attainment and achievement.
- ix. The maintenance of good order and discipline by the learners including their suspension and/or exclusion within the framework laid down by the LGC.
- x. Ensure the Register of learners' admission to school Register of learners' attendance are kept continuously up to date.
- xi. Day to day management of the school and day to day charge of who can enter the school premises.
- xii. To advise on staff requirements and review the establishment annually and recommend changes to the Executive Team in preparation for scrutiny at FRC and final approval by the Board
- xiii. Staff Appointments within the approved establishment and budget.
- xiv. Devise an annual budget and recommend to the Executive Team in preparation for scrutiny at FRC and final approval by the Board.
- xv. Ensure the Trust's financial and other policies and practices are implemented
- xvi. To comply with the Trust's directions and policies on health and safety
- xvii. All such additional functions as may be assigned under the job description or contract of employment.
- xviii. In the absence or incapacity of the Head teacher of any academy, the responsibilities of the Head teacher stand delegated to the Deputy Head teachers or nominated Senior Teacher unless otherwise directed or agreed by the Trust Board.

## APPENDIX 8: Level of Delegation for LGC

### Secondary Level of Delegation 2024/25 – Educational Performance

A school will be below the trust floor standard if the upper band of the confidence level of its Progress 8 score is below zero. A school must match only one condition to fall within a category.

Non-Contestable Data	Category	Education Support
<p>Most recent Ofsted grade is <b>Inadequate</b></p> <p>or</p> <p>Results in 2024 are below the floor standard as defined above</p>	Sponsored	<p>The Trust will take responsibility for all aspects of the school. An Executive Head Teacher will be appointed to work with the existing leadership team and LGC.</p>
<p>Rated by Ofsted as <b>RI</b></p> <p>or</p> <p>overall value-added measure for either English, Maths, PP students is significantly below average as defined by confidence intervals</p> <p>or</p> <p>Progress 8 score for the school is below average</p>	<p>Supported</p> <p>(Where appropriate, and determined by the Trust's Education Committee, a Supported school can provide additional support to other schools).</p>	<ul style="list-style-type: none"> <li>• Trust-wide CPD focused upon                             <ul style="list-style-type: none"> <li>○ Professional Learning Environment</li> <li>○ Leadership</li> <li>○ Teaching and Learning</li> <li>○ Teacher Resilience</li> </ul> </li> <li>• Weekly/regular meetings with Executive Team focused upon school improvement and capacity enablers</li> <li>• Management of Performance reviewed and HT's PM involves Executive Team</li> <li>• Two external improvement reviews</li> <li>• External PP Review</li> <li>• Academy-wide Leadership programme and increased capacity added if appropriate</li> <li>• Academy Improvement Board</li> <li>• Exam performance review with Executive Team</li> <li>• Termly Safeguarding Audit</li> <li>• Budget Planning with Trust Central Team</li> </ul>
<p>Rated by Ofsted as <b>RI or Good</b> and overall value-added measure for English, Maths, PP students is in line with national average as defined by confidence levels</p> <p>or</p> <p>Progress 8 score for the school is significantly above average</p>	<p>Full</p> <p>(can provide additional support to other schools).</p>	<ul style="list-style-type: none"> <li>• Trust-wide CPD focused upon                             <ul style="list-style-type: none"> <li>○ Professional Learning Environment</li> <li>○ Leadership</li> <li>○ Teaching and Learning</li> <li>○ Teacher Resilience</li> </ul> </li> <li>• One external improvement review determined by the HT</li> <li>• Half-termly meetings with Executive Team</li> <li>• Termly Safeguarding Audit</li> <li>• Academy/Trust Leadership Audit</li> <li>• LGC and HT exam review report to Board</li> </ul>
<p>Rated by Ofsted as <b>Good or Outstanding</b></p> <p>Overall value-added measure for English, Maths, PP students is at or above average</p> <p>and</p> <p>Progress 8 score for the school is significantly above average</p>	<p>Full</p> <p>(can provide additional support to other schools).</p>	<p>As previous box.</p>

Where a school is inspected during the academic year the school categorisation will be amended to reflect the outcome of the inspection.

Overall value-added measure for English and Maths is taken from FFT ASPIRE.

## Level of Delegation 2024/25 – Financial Performance



Non-contestable data	Category	Education Support
<p>Most recent Ofsted grade is <b>Inadequate</b>  <b>or</b>                      Results in 2024 are below the floor standard as defined above</p>	Sponsored	<p>The Trust will take responsibility for all aspects of the school. The Executive Head Teacher will determine staffing and deployment of resources in close discussion with the leadership and Executive Team.</p>
<p>Rated by Ofsted as <b>RI/Good</b>  <b>or</b>                      Overall value-added measure for either English, Maths, PP students is significantly below average  <b>and/or</b>                      The school has fallen under the coasting criteria                      Progress 8 score for the school is significantly below average</p>	Supported	<p>The CEO/Trust Central Team will work closely with the HT to ensure budget setting and reporting enable effective targeting of resources in order that Good outcomes are secured.</p> <p>All schools will undertake a financial planning process following the October Census. This will include five-year stress testing and budget drafting focused upon achieving strong student outcomes. The CEO will report on educational priorities and the allocation of resources.</p>
<p>Rated by Ofsted as Good or Outstanding  <b>and/or</b>                      Overall value-added measure for English, Maths, PP students is at or above average  <b>and/or</b>                      Progress 8 score for the school is significantly above average</p>	Full	<p>All schools will undertake a financial planning process following the October Census. This will include five-year stress testing and budget drafting focused upon achieving strong student outcomes in preparation for scrutiny at FRC and Board approval.</p>

### Suspension of Delegated Authority





Financial management for the academy is delegated to the Head teacher and School Business Manager (or equivalent). However, full delegation will be suspended in the following circumstances:

#### Financial Notice to Improve:

The Trust's Finance and, Resources Committee (FRC) will issue a school with a Financial Notice to Improve if both the following apply:

-  The school is running an in year deficit in the current financial
-  year The school cannot present a balanced budget for the following year

If these circumstances apply:

-  The Head teacher, SBM of that school and Finance Director will need to devise a recovery plan which identifies and addresses structural issues threatening the financial health of the school.
-  The recovery plan will be presented to the FRC for approval.
-  All staff appointments at the school will have to be agreed by the
-  CEO. The FRC will monitor progress against the plan.

When the FRC is satisfied that the school has addressed the structural issues identified, and is able to balance its budget, it will formally remove the Financial Notice to Improve and full delegation will be reinstated with immediate effect.

## Financial Measures:

The FRC will have the power to place a school into Financial Measures if any of the following apply:

- ✚ The school can no longer meet its financial commitments.
- ✚ The school is found to have operated outside its delegated financial authority limits.
- ✚ The school is subject to an internal fraud investigation.
- ✚ The school is judged as having unsatisfactory internal financial controls by either the internal or external auditor.

If any of these circumstances apply:

- ✚ The school's finances will be placed entirely in the hands of the FD and CEO.
- ✚ All transactions will be managed by the FD and approved by the CEO and at least one other member of the FRC.
- ✚ An immediate review of the school's internal financial controls will be commissioned and an Emergency Action Plan will be drawn up by the FD, approved by the FRC and implemented.
- ✚ Progress against the Emergency Action Plan will be monitored weekly by the FD, CEO and at least one other member of the FRC.

Once the FRC is satisfied that the terms set out in the Emergency Action Plan have been met, the school will be taken out of Financial Measures. Thereafter, the school will be placed into a 'recovery period' whereby powers under a Financial Notice to Improve will be implemented until the FRC is satisfied that full delegation can be reinstated.

## Approval Threshold

Approval	Procurement	Best Value Process
Board of Trustees	£300K + Competitive Tender unless light touch	EU Tender
TFT FRC	£164,176-£300K goods and services £589,148 services used solely to deliver education (e.g. staff salaries)	EU Tender
CEO	£30-£164K	3 quotations minimum or formal tender (framework)
HT & Trust FD	£20-£30K	3 quotations
HT	£5-£20K	3 quotations
SBM	£2-£5K	Approved suppliers with benchmarking to prove value
Budget Holder	£0-£2K	Approved suppliers with benchmarking to prove value

Decision to appoint staff is delegated to Headteachers regardless of financial value unless the school is sponsored or supported in accordance with the Trust's Scheme of Delegation or the school has been issued with a Financial Notice to Improve or has been placed in Financial Measures.

Monthly management accounts will monitor that schools are sanctioning purchases within pre-agreed budgets

## Primary Level of Delegation 2024/25 – Educational Performance

A school must match only one condition to fall within a category. A school will be above the trust floor standard if:

- ✚ at least 65% of pupils meet the expected standard in English reading, English writing and mathematics; **or**
- ✚ the school achieves sufficient progress scores in **all three** subjects. At least -5 in English reading, -5 in mathematics and -7 in English writing

Non-contestable data	Category	Education Support
<p>Most recent Ofsted grade is <b>Inadequate</b> <b>or</b> Results in 2024 are below the floor standard</p>	<p><b>Sponsored</b></p>	<p>The Trust will take responsibility for all aspects of the school. An Executive Head Teacher will be appointed to work with the existing leadership team and Executive Team.</p>
<p>Rated by Ofsted as <b>RI</b> <b>or</b> Overall progress measure for either English, Maths, PP students is below average as defined by confidence intervals</p>	<p style="text-align: center;"><b>Supported</b></p> <p style="font-size: small; text-align: center;">(Where appropriate, and determined by the Trust's Education Committee, a Supported school can provide additional support to other schools).</p>	<ul style="list-style-type: none"> <li>• Trust-wide CPD focused upon               <ul style="list-style-type: none"> <li>○ Professional Learning Environment</li> <li>○ Leadership</li> <li>○ Teaching and Learning</li> <li>○ Teacher Resilience</li> </ul> </li> <li>• Weekly/regular meetings with CEO focused upon school improvement and capacity enablers</li> <li>• Management of Performance reviewed and HT's PM involves Executive Team</li> <li>• Two external improvement reviews</li> <li>• External PP Review</li> <li>• Academy-wide Leadership programme and increased capacity added if appropriate</li> <li>• Academy Improvement Board or Scrutiny Board</li> <li>• Exam performance review with Executive Team</li> <li>• Termly Safeguarding Audit</li> <li>• Budget Planning with Trust central team</li> </ul>
<p>Rated by Ofsted as <b>RI or Good and</b> Overall progress measure for English, Maths, PP students is in line with national average as defined by confidence intervals</p>	<p style="text-align: center;"><b>Full</b></p> <p style="font-size: small; text-align: center;">(can provide additional support to other schools).</p>	<ul style="list-style-type: none"> <li>• Trust-wide CPD focused upon               <ul style="list-style-type: none"> <li>○ Professional Learning Environment</li> <li>○ Leadership</li> <li>○ Teaching and Learning</li> <li>○ Teacher Resilience</li> </ul> </li> <li>• One external improvement review determined by HT</li> <li>• Half-termly meetings with Executive Team</li> <li>• Termly Safeguarding Audit</li> <li>• Academy/Trust Leadership Audit</li> <li>• HT exam review report to Board</li> </ul>
<p>Rated by Ofsted as <b>Good or Outstanding and</b> Overall progress measure for English, Maths, PP students is at least in line with national averages as defined by confidence intervals with elements significantly above national</p>	<p style="text-align: center;"><b>Full</b></p> <p style="font-size: small; text-align: center;">(can provide additional support to other schools).</p>	<p>As previous box.</p>

Where a school is inspected during the academic year the school categorisation will be amended to reflect the outcome of the inspection.



Overall value-added measure for English and Maths is taken from FFT ASPIRE.

## Level of Delegation 2024/25 – Financial Performance



Non-contestable data	Category	Education Support
Most recent Ofsted grade is <b>Inadequate</b> or Results in 2024 are below the floor standard	Sponsored	The Trust will take responsibility for all aspects of the academy. The Executive Head Teacher will determine staffing and deployment of resources in close discussion with the leadership and Executive Team.
Rated by Ofsted as <b>RI</b> or Overall progress measure for either English, Maths, PP students is below average as defined by confidence intervals	Support	The Executive Team will work closely with the HT to ensure budget setting and reporting enable effective targeting of resources in order that Good outcomes are secured.  All schools will undertake a financial planning process following the October Census. This will include 5 year stress testing and budget drafting focused upon achieving strong student outcomes. The CEO will report on educational priorities and the allocation of resources.
Rated by Ofsted as Good or Outstanding <b>and/or</b> Overall value-added measure for English, Maths, PP students is at or above average <b>and/or</b> Progress 8 score for the school is significantly above average	Full	All schools will undertake a financial planning process following the October Census. This will include five year stress testing and budget drafting focused upon achieving strong student outcomes in preparation for scrutiny at FRC and ultimately Board approval.

### Suspension of Delegated Authority





Financial management for the school is delegated to the Head teacher and School Business Manager (or equivalent). However, full delegation will be suspended in the following circumstances:

#### Financial Notice to Improve:

The Finance and Resources Committee (FRC) will issue a school with a Financial Notice to Improve if both the following apply:

-  The school is running an in year deficit in the current financial
-  year The school cannot present a balanced budget for the following year





If these circumstances apply:

-  The Head teacher, SBM of that school and Finance Director will need to devise a recovery plan which identifies and addresses structural issues threatening the financial health of the academy.
-  The recovery plan will be presented to the FRC for approval.
-  All staff appointments at the school will have to be agreed by the
-  CEO. The FRC will monitor progress against the plan.





When the FRC is satisfied that the school has addressed the structural issues identified, and is able to balance its budget, it will formally remove the Financial Notice to Improve and full delegation will be reinstated with immediate effect.

## Financial Measures:

The FRC will have the power to place a school into Financial Measures if any of the following apply:

-  The school can no longer meet its financial commitments.
-  The school is found to have operated outside its delegated financial authority limits.
-  The school is subject to an internal fraud investigation.
-  The school is judged as having unsatisfactory internal financial controls by either the internal or external auditor.

If any of these circumstances apply:

-  The school's finances will be placed entirely in the hands of the FD and CEO.
-  All transactions will be managed by the FD and approved by the CEO and at least one other member of the FRC.
-  An immediate review of the school's internal financial controls will be commissioned and an Emergency Action Plan will be drawn up by the FD, approved by the FRC and implemented.
-  Progress against the Emergency Action Plan will be monitored weekly by the FD, CEO and at least one other member of the FRC.

Once the FRC is satisfied that the terms set out in the Emergency Action Plan have been met, the school will be taken out of Financial Measures. Thereafter, the school will be placed into a 'recovery period' whereby powers under a Financial Notice to Improve will be implemented until the FRC is satisfied that full delegation can be reinstated.

## Approval Thresholds

Approval	Procurement	Best Value Process
<b>Board of Trustees</b>	£300K + Competitive Tender unless light touch	EU Tender
<b>TFT FRC</b>	£164,176-£300K goods and services £589,148 services used solely to deliver education (e.g. staff salaries)	EU Tender
<b>CEO</b>	£30-£164K	3 quotations minimum or formal tender (framework)
<b>HT &amp; Trust FD</b>	£20-£30K	3 quotations
<b>HT</b>	£5-£20K	3 quotations
<b>SBM</b>	£2-£5K	Approved suppliers with benchmarking to prove value
<b>Budget Holder</b>	£0-£2K	Approved suppliers with benchmarking to prove value

Decision to appoint staff is delegated to Head teachers regardless of financial value unless the school is sponsored or supported in accordance with the Trust's Scheme of Delegation or the school has been issued with a Financial Notice to Improve or has been placed in Financial Measures.

Monthly management accounts will monitor that schools are sanctioning purchases within pre-agreed budgets.

## APPENDIX 8: Reserved Matters

### Matters reserved for the Members

Approval threshold for procurement: n/a

- Appoint, and remove, Members.
- Determine, appoint and remove, if necessary, the Board of Trustees.
- Receive Trustee's Annual Report and TFT's Financial Statements.
- Appoint or remove the external auditor on an annual basis.
- Approve Code of Conduct for Trustees and Governors.
- Amend TFT's Articles of Association.
- Change name of the Trust.
- In exceptional circumstances, suspend or dismiss a governor from an LGC

### Matters reserved for the Board of Trustees

Approval for threshold for procurement: £300k

- Establish and maintain the strategic direction of TFT – review, contribute to and approve TFT's vision, values and principles.
- Approve constitutional matters and handling of any instances of failure to comply with the Scheme of Delegation.
- Ensure compliance with Company Law, Charity Law, the Academies Financial Handbook and other legislation across the Trust.
- Set policy and targets and oversee standards and outcomes across all academies.
- Appoint, and remove, Chair and Vice Chair of Trustees.
- Appoint, and remove, the Company Secretary.
- Establish Committees of the Board, agreeing Terms of Reference and membership thereof.
- Decide which functions of the Board will be delegated to its Committees, groups and individuals.
- Appoint Chair of Committees, including LGCs
- Receive reports from any individual or committee to whom a task/role has been delegated and to consider whether any further action by the Board is necessary.
- Approve the first formal budget plan of the financial year for the Trust.
- Approve the Trustees Annual Report and TFT's Annual Financial Statements.
- Suspend or dismiss a governor from an LGC.
- Disband an LGC.
- Withdraw delegated powers from an LGC.
- Evaluate Board performance at least once a year, including a review of TFT's overall governance arrangements.
- Review annually the Scheme of Delegation arrangements to Committees and LGC's. The principle determining delegated powers to LGC's will be that of earned autonomy. The performance, capacity and financial security of each academy will be reviewed regularly and at least every academic year, by the Board of Trustees.

### Matters reserved for Finance and Resources Committee

Approval threshold for procurement £164k - £300k on goods/services; £589,148 services used solely to deliver education.

- Oversee and exercise responsibility for finances, assets and staff within all academies in the Trust.
- Ensure effective financial policies, controls and procedures are in place including appropriate levels of delegation.
- Receive, review, approve and monitor every academy's budget, expenditure and cash flow.

- Recommend to the Board the acceptance/non-acceptance of the Trust's annual budget.
- Oversee HR policies and procedures (recruitment, succession planning, performance management, pay, well-being, retention and equal opportunities) across the Trust.
- Confirm the pay of all members of staff, including that of Head teachers in line with legal requirements.

### **Matters reserved for Audit and Risk Committee**

Approval threshold for procurement: N/a

- Approval of TFT's risk management processes, including determining TFT's risk appetite.
- Ensure audit functions and internal controls are in place and fit for purpose across all academies in the Trust.
- Prioritise and oversee condition of all Trust's premises with regard to health and safety, risk assessments, statutory inspections, maintenance, policies, repair and development.
- Review the Trust's annual financial statements prior to submission to the Board of Trustees, ensure they reflect best practice, they are true and fair, and conform to accounting standards.
- Review, consider and make recommendations on any major findings of internal audit investigations and monitor the Trust's management response.
- Monitor assessment of significant risk to which the Trust and its academies are exposed and ensure the Trust's management implement controls to mitigate any potential risks.

### **Matters reserved for Education, Standards and Performance Committee**

Approval threshold for procurement: N/a

- Recommend to the Board the level of delegated authority for each academy following annual examination results and other published assessment information.
- Ensure all academies secure a Good or Outstanding judgement in accordance with the criteria outlined in the Common Inspection Framework.
- Determine the necessity for, and the specific scope and focus of, an Academy Improvement Board.
- Approve and monitor the implementation of Trust and individual Academy Improvement Plans.
- Monitor the impact of Pupil Premium and Sports Premium expenditure.
- Monitor and evaluate the implementation of Performance Management procedure and CPD policy across the Trust.

### **Matters reserved for Local Governing Committees (Full Delegation)**

Approval threshold for procurement: N/a

- Set the strategic direction of the academy within the Trust principles of *Learners first. It's about learning. No Barriers.*
- Monitor, review and evaluate progress towards the academy's vision, values and

principles.

- Responsible for day to day running of the academy working alongside the Head teacher of the academy to carry out the Trust's vision, values and principles.
- Hold the Head teacher and leadership accountable to improve the overall effectiveness of educational planning and performance including the implementation of school improvement planning.
- Appoint Governors.
- Appoint parent and staff governors.
- Establish sub-Committees to carry out responsibilities it deems appropriate (Pupil Discipline, Complaints). The Terms of Reference and membership of such sub-Committees will be ratified by the LGC.
- Ensure systems and controls are compliant with the Trust's policies and controls
- Evaluate the performance and effectiveness of the LGC at least once a year as part of an annual review of TFT's overall governance arrangements.

### **Matters reserved for Local Governing Committees (Supported Level of Delegation)**

Approval threshold for procurement: N/a

The level of delegated power will be determined by the quality of leadership and governance, financial position, quality of teaching and learning and the attainment and progress made by the students.

#### **Non-Contestable Data**

The academy is rated by Ofsted as **Re-quires Improvement, OR**

Overall value-added measure for either English, Maths, PP students is significantly below average as defined by confidence intervals,

**OR**

The Progress 8 score for the academy is significantly below average.

- Set the strategic direction of the academy within the Trust principles of *Learners first. It's about learning. No Barriers.*
- Monitor, review and evaluate progress towards the academy's vision, values and principles.
- Responsible for day to day running of the academy working alongside the Head teacher of the academy to carry out the Trust's vision, values and principles.
- Hold the Head teacher and leadership accountable to improve the overall effectiveness of educational planning and performance including the implementation of school improvement planning.
- Appoint Governors.
- Appoint parent and staff governors.
- Establish sub-Committees to carry out responsibilities it deems appropriate. The Terms of Reference and membership of such sub-Committees will be ratified by the LGC.
- Ensure systems and controls are compliant with the Trust's policies and controls
- Evaluate the performance and effectiveness of the LGC at least once a year as part of an annual review of TFT's overall governance arrangements.

**Matters reserved for Local Governing Committees  
(Sponsored Level of Delegation)**

Approval threshold for procurement: N/a

Executive Head teacher must ensure Head teacher complies with approval threshold £5k – £20k

**Non-Contestable Data**

Most recent Ofsted grade for the academy is

**Inadequate, OR**

The results in 2024 are below the floor standard,

**OR**

The academy has been identified as coasting over a three-year period.

The Trust will take responsibility for **all** aspects of the academy.

- A small Governing Body will be appointed by the Board.
- Appoint, or remove, the Clerk to Governors.
- An Executive Head Teacher will be appointed to work with the existing leadership team to enable the LGC to:
  - Be responsible for day to day running of the academy working alongside the Head teacher of the academy.
  - Carry out the Trust's vision, values and principles – *Learner's First. It's about Learning. No Barriers.*
  - Hold academy Head teacher and leadership accountable to improve the overall effectiveness of educational planning and performance.