



**“Academies in Christ”**

**Part of the Archdiocese of Southwark**

## **SCHEME OF DELEGATION**

**EFFECTIVE DATE: 1<sup>st</sup> September 2015**

**Winckworth**  
Sherwood

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## 1. INTRODUCTION

- 1.1 Kent Catholic Schools Partnership (referred to herein as “**KCSP**” or the “**Trust**”) was established by the Archbishop of Southwark (the “**Archbishop of Southwark**”) on 10<sup>th</sup> August 2012 as a multi academy trust and, in consequence of it entering into both a Master Funding Agreement and a number of Supplemental Funding Agreements (the “**Funding Agreements**”), operates and maintains a group of Catholic schools within the Archdiocese of Southwark (the “**Academies**”) which shall at all times remain Catholic schools conducted in conformity with any trust deed governing the use of land used by the Trust and in conformity with canon law and with the teachings of the Catholic Church and in accordance with any advice or directive issued by the Archbishop of Southwark.
- 1.2 The Trust is both a company limited by guarantee, registered at Companies House (Company Number 8176019) and, by virtue of its charitable object “to.... advance, for the public benefit, education in the United Kingdom..... by establishing Catholic schools” i.e. the Academies, is a charity. The Trust is not a registered charity but an “exempt” charity, regulated by the Secretary of State for Education, who acts as the principal regulator.
- 1.3 The Trust’s constitution is set out in its Articles of Association and this Scheme of Delegation has been put in place in accordance with the provisions of the Articles and should be read in the light of them.
- 1.4 The purpose of this Scheme of Delegation is to provide clarity as to the role and responsibilities of those who contribute to the governance of the Academies and the Trust itself. All those with governance and management responsibilities must be familiar with this Scheme of Delegation so that appropriate steps can be taken to ensure there is sufficient and proper challenge of those with leadership responsibilities, to ensure that senior leaders are held to account for the performance of the Academies and that there is financial stability within the Trust.
- 1.5 This Scheme of Delegation will apply to each of the Academies.
- 1.6 The Effective Date of this Scheme of Delegation is [ ] and it will be reviewed bi-annually.

## 2. VISION AND VALUES

### 2.1 Mission statement

KCSP's mission is for Catholic schools across Kent to deliver outstanding spiritual, moral and learning outcomes for children and young people by collaborating as a Catholic community of academies, working together and with others, and based on excellent leadership and teaching, with Gospel values at its heart.

### 2.2 Ecclesiology

The Trust is part of a family of Catholic schools that exist to further the Church's saving mission by educating its young people in accordance with the teachings of the One Teacher, Jesus Christ. In carrying out any functions on behalf of the Trust all Members, Directors and those in any way involved in the business of the Trust and the Academies recognise the Archbishop of Southwark as the Chief Teacher and focus of unity in the Archdiocese of Southwark and will carry out those functions and responsibilities in full communion with him and in accord with the mind of the Church. Accordingly, the functions of the Trust will be conducted in accordance with the following principles of subsidiarity, solidarity and support for the common good.

### 2.3 Subsidiarity

Decisions are to be taken at the level nearest to those affected by those decisions which is compatible with the principles of solidarity and support for the common good. Accordingly a local governing body (the "Local Governing Body") is established to conduct each Academy (or federation of Academies) and to ensure its good governance. This Scheme of Delegation therefore aims to entrust to the Local Governing Body of each Academy (or, in the case of a federation, Academies) those functions customarily entrusted to a Local Governing Body of a Catholic voluntary aided school. The Local Governing Body shall be the "Advisory Body" for the Academy as required by the Funding Agreements.

### 2.4 Solidarity

The Trust Board and the Local Governing Bodies share a particular commitment to the mutual support of all Academies for whom the Trust is

responsible, especially those that are in need of assistance at any particular time. Accordingly, this Scheme of Delegation recognises the obligation to contribute to the common good of all Academies from out of the resources entrusted to them. The Directors will ensure that common action and collaboration is conducted at the correct level and that the balance between subsidiarity and solidarity serves the common good in the most appropriate way.

## 2.5 **The Common Good**

The Directors and the members of the Local Governing Bodies recognise their responsibility towards the common good, not just of the Academies for whom the Trust is responsible and the Diocesan family of schools, but of all of the families and communities in the areas served by the Trust. In light of the principle of common good, the Local Governing Body also acknowledges the desire and obligation on the Directors to put in place measures to ensure that any Academy for whom the Trust is responsible is supported when the need arises.

## 2.6 **Diocesan Protocol**

The Directors and members of the Local Governing Bodies acknowledge and undertake to perform their functions in recognition of and compliant with the principles set out in the Diocesan Protocol [attached at Appendix 7].

2.7 The Academies will work collaboratively with each other, sharing resources, knowledge and best practice, to fulfil the Trust's mission, vision and values.

# 3. **ACCOUNTABILITY: GOVERNANCE AND MANAGEMENT STRUCTURES**

## 3.1 **Structure**

3.1.1 The nature of the Trust as a company running multiple academies means there are many governance and management layers.

3.1.2 The "**Members**" of the Trust are equivalent to shareholders of a trading company but as the Trust is charitable with no power to distribute profit to shareholders, the Members are best viewed as guardians of the constitution, changing the Articles if necessary and ensuring the charitable object is fulfilled. Each Member's liability is limited to £10 and, in view of the limited liability and therefore scope

for accountability, they have limited governance and no management responsibilities. The Members are chosen by the Archbishop of Southwark.

- 3.1.3 The corporate management and “trustee” responsibility for the Trust is vested in the “**Directors**” of the Trust, who will be company directors registered with Companies House. The Directors are personally responsible for the actions of the Trust and the Academies and are accountable to the Members, the Secretary of State for Education and the wider community for the quality of the education received by all pupils of the Academies and the expenditure of public money. The Directors are required as trustees and pursuant to the Funding Agreements to have systems in place through which they can assure themselves of the quality, safety and good practice of the affairs of the Trust. The Directors meet as a board of Directors, generally known as the “**Trust Board**”. All Directors have the same responsibility to act in the best interests of the Trust and the Academies, irrespective of their role on the Board i.e. whether appointed in an executive capacity, such as the “**Chief Executive Officer**”, or appointed as a representative of the Academies.
- 3.1.4 The Directors oversee the management and administration of the Trust and the Academies run by the Trust and delegate authority and responsibility to others, including executive officers and individuals who are locally based who can undertake the day to day management and governance of the Academies. The Trust Board will continue to have the necessary strategic and legal oversight of the Trust and will monitor all activities; determining the strategic direction of the Trust, assessing the performance of the Academies and establishing and reviewing the policies and practices governing the life of the Academies.
- 3.1.5 Article 101 of the Articles of Association provides for the appointment by the Directors of committees to whom the Trust Board may delegate certain functions and responsibilities. The Trust Board has established “**Local Governing Bodies**” for each of the Academies and their power is derived from the Trust Board. Like the Directors on the Trust Board, the individuals (the “**Governors**”) serving on a Local

Governing Body are also responsible for fulfilling a largely strategic, governance role in the conduct of the Academies in conjunction with a “**Headteacher/Principal**” (executive headteacher, headteacher or head of school, as the case may be), who is responsible for the internal organisation, management and control of the Academy or Academies. The Trust Board will also delegate management responsibility directly to the Headteacher/Principal, who will report to the Chief Executive Officer.

- 3.1.6 To encourage local collaboration and consultation, and develop local leadership capacity, “**Local Area Boards**” will be set up by the Trust Board to advise and assist the Directors with regard to the progress of the Academies, and to provide support and a focus for collaboration and consultation for the Academies themselves with the view to school leaders holding themselves to account regularly on the performance of the school. The Local Area Boards will be formed of the Headteacher/Principals/Headteachers and Chairs of the Local Governing Bodies of the Academies in the relevant area and others appointed by the CEO with expertise in school improvement and collaborative working. In no way are Local Area Boards established to supplant the work of Local Governing Bodies.

## 3.2 **Role of the Directors and the Trust Board**

- 3.2.1 The Directors have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and maintaining of the Academies (which includes taking existing schools into the Trust). The Directors have the power to direct change where required, though in line with the basic principle of ‘Subsidiary’ (2.3), the use of such power will be sparing.
- 3.2.2 As trustees of a charity, the Directors have a fiduciary duty to act in good faith in the best interests of the charity. This duty includes a responsibility to do the following:
- 3.2.2.1 to ensure compliance with any legal obligations;
- 3.2.2.2 to report on the charity’s activities (the Trust must prepare accounts in accordance with the Statement of

Recommended Practice for Charities, the so called “**Charity SORP**”);

3.2.2.3 to fulfil the charitable object of the charity as set out in its constitution (i.e. the **Articles of Association**) and to act in a way which is compliant with the rules of the charity contained in the Articles;

3.2.2.4 to act with integrity and to avoid any personal conflicts of interest and not to misuse any charity funds or assets;

3.2.2.5 to act prudently in the financial management of the Trust, avoiding putting any assets, funds or reputation of the Trust at undue risk;

3.2.2.6 to exercise reasonable care and skill, using personal knowledge and experience to ensure the Trust is well run and efficient; and

3.2.2.7 to act responsibly, getting advice from others, including professional advisors, where appropriate.

3.2.3 The Directors must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated such Director to serve on the Trust Board, this will include a conflict of loyalty where there is no obvious benefit involved, as well as a conflict of interest. The Trust Board has adopted a formal **Conflict of Interest Policy**, attached to this Scheme of Delegation as Appendix 3, in order to assist all those involved in the running of the Trust at every level to avoid and manage conflicts. This does recognise however the fundamental and necessary relationship between the Trust and the Academies in both governance and management terms and that individuals may serve in a number of capacities and at numerous levels within the Trust.

3.2.4 The specific tasks and responsibilities of the Trust Board are as follows:

3.2.4.1 to determine and fulfil the shared vision and ethos of the Trust and the Academies, acknowledging the uniqueness of each individual Academy and the needs of the communities they serve;

3.2.4.2 to develop a strategic plan for the Trust and to effectively communicate that plan so this can be implemented across the Trust and all the Academies, including determining any future expansion of the Trust and the relationship that the Trust has with the Secretary of State for Education (including also the Department for Education, the Education Funding Agency and Ofsted);

3.2.4.3 to develop and support strategic partnerships with other bodies and organisations, including service providers and government agencies, which will further the Trust's strategic plan;

3.2.4.4 to act as a critical friend to the Chief Executive Officer and each of the Local Governing Bodies;

3.2.4.5 to determine and implement policies and procedures which it is intended will achieve a consistently high standard of education and financial prudence across the Trust dealing with (but not limited to) the following:

- Human Resources/Employment
- Audit & Risk Management
- Contingencies and Reserves (both Partnership and at Academy level)
- Governance
- Health & Safety
- Operational Matters
- Data Management
- Complaints and Appeals
- Legal Compliance

- 3.2.4.6 to encourage the work of the Local Area Boards to develop the local capacity within the Trust, to provide both governance and leadership support and mentoring to the Local Governing Bodies and the leadership teams within the Academies, as well as enabling direct school improvement support, and ensuring the development of appropriate Academy Action Plans;
- 3.2.4.7 working with the diocesan Education Commission and following any proper recommendations, to support suitable appointments of governors who will serve on the Local Governing Bodies, including any necessary removal of governors who fail to fulfil the expectations on Governors set out in this Scheme of Delegation;
- 3.2.4.8 to determine the budget for any partnership expenditure and support and to monitor the individual Academy budgets (acknowledging the full delegation of the Academy's budget to the Local Governing Body as set out in this Scheme of Delegation);
- 3.2.4.9 to work with the Local Governing Bodies and Local Area Boards, ensuring there is regular reporting and delivery of outcomes and objectives, intervening if necessary in accordance with the procedures set out in this Scheme of Delegation;
- 3.2.4.10 to ensure, through the Chief Executive Officer, the proper review of performance of the Headteacher/Principals of the Academies;
- 3.2.4.11 to monitor and evaluate the delivery of the partnership services and functions provided by the Executive Team by the Chief Executive Officer, ensuring there is appropriate support to the Academies, including the procuring of any strategic third party services as necessary;
- 3.2.4.12 to ensure there is a proper system for the internal audit of the accounts of the Trust (which includes the Academies)

and the financial procedures followed, facilitating the preparation of the Trust's accounts by the Trust's auditors;

3.2.4.13 to act as the ultimate decision maker in relation to any appeals by staff following disciplinary or grievance procedures;

3.2.4.14 to ensure proper advice is available to the Trust and its Academies in relation to legal and compliance matters;

3.2.4.15 to ensure that insurance is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and director liability;

3.2.4.16 to liaise with and support the Local Area Boards ensuring there is collaboration not just within a locality but across the whole Trust, emphasising and facilitating the benefits of such collaboration.

3.2.5 The following are the core competencies and skills expected of all Directors:

3.2.5.1 to work as a team;

3.2.5.2 to attend meetings and be prepared to contribute to discussions;

3.2.5.3 to be respectful of the views of others and to be open to new ideas and thoughts;

3.2.5.4 to treat all confidential information confidentially;

3.2.5.5 to develop a deep understanding of the vision and ethos of the Trust and its Academies and the roles played by all individuals in fulfilment of the KCSP mission;

3.2.5.6 to understand the policies and procedures of the Trust and how these flowed to its Academies;

3.2.5.7 to support the Trust and its Academies in public, and act as an ambassador for the Trust;

3.2.5.8 to commit to training and skills development

3.2.5.9 to be ready to ask questions;

3.2.5.10 to be focussed on problem solving and be ready to learn from past experiences.

3.2.6 Specific skills may be needed if a Director is to take responsibility for and lead on a specific area, including but by exception any paid role on the Trust Board such as the role of an Executive Chairman. A regular skills audit will be undertaken and Directors should expect to be able to articulate their contribution to the success of the Trust and its Academies.

### 3.3 **The Chief Executive Officer and the Executive Team**

3.3.1 The “**Executive Team**” is the executive arm of the Trust Board, focusing on operations and resources (including HR, finance and policies, risk management and governance oversight) and the educational performance of its Academies. It operates under the leadership and direction of the “**Chief Executive Officer**”, who is an ex officio Director of KCSP. The Executive Team works directly with the leadership team in each Academy, the Local Area Boards and the Local Governing Bodies to help ensure that the required outcomes are achieved in accordance with the direction and vision of the Trust Board.

3.3.2 The responsibilities of the Chief Executive Officer and the functions of the Executive Team are:

3.3.2.1 to manage the conversion of schools to Academies. Prior to a school’s conversion, the Executive Team will carry out due diligence across the school to establish its position and, with the DfE, relevant Local Authority, The Diocesan Education Commission and the KCSP solicitors, manages the associated legal processes;

3.3.2.2 following conversion, to direct and support the operation of each Academy, assisting in the development and implementation of an Academy Action Plan and advising on policies in core areas of the operation in accordance with

the requirements of the Trust Board. These core areas include legal compliance, risk management, teaching and learning/standards, training (Governor and staff), finance, HR and ICT. The Chief Executive Officer with the support of the Executive Team and the Trust's strategic partners will ensure appropriate management controls and reporting requirements, audit of the associated processes, procedures and outcomes in each Academy, ensure the identification and deliver of appropriate training and support and keep the Trust Board apprised of progress and concerns;

3.3.2.3 to provide operational and management support to the Headteachers/Principals, Chairs of Governors and senior leadership teams within the Academies (including assisting with budget setting), as well as assist the Local Area Boards and the Local Governing Bodies in achieving the collective strategic aims and objectives;

3.3.2.4 to implement and review systems for the benchmarking of the Academies across the group (including financial as well as educational performance), developing systems for cross fertilisation and supporting developments such as the Local Area Boards to maximise opportunities for resource sharing and collaboration;

3.3.2.5 to ensure that insurance is put in place and maintained for all risk areas including damage to property, employer liability, public and third party liability and director liability;

3.3.2.6 to ensure the strategic management of the whole school estate, advising the Trust Board on areas of risk and assessing the Trust's overall safeguarding responsibilities, including drawing up a long term estate plan which identifies areas in need of expansion and/or development and areas likely to be surplus to requirements; and

3.3.2.7 to take a lead on any capital bids and allocations, supporting the Academies' premises teams to carry out works safely and cost effectively.

3.3.3 The Executive Team under the direction of the Business and Finance Director will supervise and fund the production of accounts (both at Academy and Trust level) and the auditing of those accounts for disclosure purposes and will report on the activities of all the KCSP Academies to the relevant statutory bodies.

3.3.4 The Chief Executive Officer, the Executive Team and the Trust Board are generally funded by the contribution of a percentage of the central government funding (General Allocation Grant – GAG) provided for each KCSP Academy [(the “**Partnership Cost Contribution**” or “**PCC**”). This contribution will be set each year against a budget for the Chief Executive Officer approved by the Trust Board, and as part of a three-year budget setting cycle (1 year hard, two year soft). Additional funding received by the Trust from other sources (such as government grants and income received from other schools and organisations in return for traded services) will contribute directly to Executive Team costs and may offset the PCC required from the KCSP Academies. The PCC payable by the Academies will be agreed annually by the Trust Board, with regard being had for the incurred costs of any additional support provided by the Chief Executive Officer or the Trust Board (including any strategic partner contracts costs, e.g., data management contract) to any of its Academies from time to time, which will be recovered separately as agreed between the Chief Executive Officer and the Local Governing Body of the respective Academy (having regard to any advice of the relevant Local Area Board).

### 3.4 **Role of the Local Area Boards**

3.4.1 KCSP operates across the whole county of Kent. It therefore makes sense for some of its work to be done in a number of localities, and with Academies grouped in clusters to promote shared working to build leadership capacity and expertise, and help drive up standards, secure continuous school improvement and ensure financial

efficiency. Where a Local Area Board has been set up it shall meet at least termly (3 times per year), chaired by the Director of School Improvement or a person nominated by the Director of School Improvement.

3.4.2 The Local Area Board will provide a forum and focus for performance benchmarking and facilitating peer to peer review.

3.4.3 Terms of Reference for the operation of the Local Area Boards are attached to this Scheme of Delegation as Appendix 4.

3.4.4 Locality Leaders (typically a Head Teacher or Chair of Governors) may be assigned by the Chief Executive to provide support to the Director of School Improvement or, as necessary, the members of the Executive Team.

### 3.5 **The role of the Governors and the Local Governing Bodies**

3.5.1 The role of a Governor within a multi academy trust is an important one. In developing a governance structure, KCSP has sought, in line with the basic principle of subsidiarity, to ensure as much as possible the responsibility to govern is vested in those closest to the impact of decision making and that such responsibility matches the capacity of those assuming responsibility. The Trust Board has established Local Governing Bodies for each of the Academies, for the most part made up of individuals drawn from the Academy's community, both as elected and appointed members.

3.5.2 Foundation Governors are appointed in the name of the Archbishop and form the majority of the governing body. They have a legal duty to preserve and develop the Catholic character of the school and to ensure that the school is conducted in accordance with its trust deed. This includes:

- being familiar with, and supportive of, the policies and procedures of the Diocese;
- representing those policies to the governing body;
- considering not only the interests of the individual school or college, but the interests of other schools and colleges and of Catholic education throughout the Diocese;

- responding to the needs of the Catholic community as a whole as represented by the Archbishop.

3.5.3 Governors serving on such Local Governing Bodies are accountable to the Trust Board (which in turn is accountable to the Department for Education) as well as to the communities they serve.

3.5.4 Governors are under a duty to act in good faith and in the best interests of the Academy and the Trust (which includes all its KCSP Academies), and in line with policies and guidance laid down by the Archbishop of Southwark, the Bishop's Conference and Canon Law. This duty includes a responsibility to do the following<sup>1</sup>:

3.5.4.1 to ensure the Academy complies with its legal obligations;

3.5.4.2 to fulfil the charitable object of the Trust;

3.5.4.3 to act with integrity and to avoid any personal conflicts of interest and not to misuse any charitable funds or assets of the Academy or the Trust;

3.5.4.4 to act prudently in the financial management of the Academy, avoiding putting any assets, funds or reputation of the Academy or KCSP at undue risk;

3.5.4.5 to exercise reasonable care and skill, using personal knowledge and experience to ensure the Academy is well run and efficient;

3.5.4.6 to act responsibly, getting advice from others from within the Trust and if appropriate external professional advisors;

3.5.4.7 to act as an ambassador of KCSP and in a way which is consistent with the vision and ideals of KCSP.

3.5.5 Governors must act independently and in the best interest of the Academy even if those interests conflict with those of the body or organisation that might have appointed or nominated them to serve

on the Local Governing Body. As with the Directors, the Governors must comply with the KCSP Conflict of Interest Policy.

3.5.6 The specific tasks and responsibilities of the Governors are as follows, with further detail set out in Section 4 of this Scheme of Delegation:

3.5.6.1 to fulfil the vision, mission and ethos of KCSP in so far as it relates to the Academy, ensuring that the Academy achieves the aims and ambitions it has for its pupils, having regard in particular to the benefits of being part of a Catholic family of schools which stresses the importance of collaboration and mutual support;

3.5.6.2 to implement and review from time to time the strategic plan for the Academy (including any initial Action Plan), focussing on the Academy's performance and achieving continuous school improvement and having regard to any locally agreed priorities identified by the Local Area Board;

3.5.6.3 to act as a critical friend to the Academy's senior leadership team, being ready to challenge and hold senior leaders to account for all aspects of the Academy's performance;

3.5.6.4 to oversee the management of the finances of the Academy, assessing the annual budget prepared by the Academy's Headteacher/Principal (with the support of the Academy's senior leadership team) and submitting such for approval by the Trust Board, ensuring that the Academy works within its budget and the Academy's senior leadership team adopts and implements appropriate risk and financial management policies and practices;

3.5.6.5 to support the Academy's Headteacher/Principal in the development and review (from time to time) of an appropriate staffing structure for the Academy, ensuring there is robust and accountable monitoring of the performance of staff and implementing all and any policies relating to staff adopted by the Trust Board;

- 3.5.6.6 to support the Trust Board in its monitoring and evaluation of the delivery of any Partnership services and functions provided or procured by KCSP for the Academies, reporting any issues or concerns to the Chief Executive Officer and, if necessary, the Chair of the Trust Board;
- 3.5.6.7 to promote the benefits of collaboration with the other KCSP Academies and to actively seek opportunities to work together either with the aim of improving economic efficiencies within the Academies or identifying and implementing best practice;
- 3.5.6.8 to develop effective links within the Academy's community, communicating openly and frequently as appropriate and ensuring that the Academy meets its responsibilities to the community and serves the community's needs in relation to the safeguarding and education of its pupils; and
- 3.5.6.9 to engage fully and openly with any inspection or review of the Academy, whether by the Trust Board, Ofsted or any other appropriate public body to whom the Academy is accountable.
- 3.5.7 Individual Governors may be given primary responsibility for particular functions such as standards, finance, premises and resources with the view to matching skills and experience to functions. This will not affect collective and overall individual responsibility but Governors are expected to use their skills and experience in the fulfilment of their duties.
- 3.5.8 Subject to the provisions of the Companies Act 2006 every member of the Local Governing Body or other officer or auditor of KCSP acting in relation to the Academy shall be indemnified out of the assets of KCSP against any liability incurred by him or her in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he or she is acquitted or in connection with any application in which relief is granted to him or her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of KCSP.

- 3.5.9 As with the Directors, the following are the core competencies and skills expected of all Governors:
- 3.5.9.1 to ensure all children are safe and properly safeguarded;
  - 3.5.9.2 to work as a team;
  - 3.5.9.3 to attend meetings and be prepared to contribute to discussions and commit to agreed actions;
  - 3.5.9.4 to be respectful of the views of others and to be open to new ideas and thoughts;
  - 3.5.9.5 to treat all confidential information confidentially;
  - 3.5.9.6 to develop a deep understanding of the vision and ethos of KCSP and its Academies and the roles played by all individuals in fulfilment of the KCSP mission;
  - 3.5.9.7 to understand the policies and procedures of KCSP and how these are flowed down to the Academy;
  - 3.5.9.8 to support the Trust in public and act as an ambassador of the Trust;
  - 3.5.9.9 to commit to training and skills development
  - 3.5.9.10 to be ready to ask questions;
  - 3.5.9.11 to be focussed on problem solving and be ready to learn from past experiences.
  - 3.5.8.12 to support and constructively challenge the Headteacher/ Principal and Senior Leadership in ways that maintain morale and promote continuous school improvement
- 3.5.10 Specific skills may be needed if a Governor is to take responsibility for and lead on a specific area. A regular skills audit will be undertaken and Governors should expect to be able to articulate their contribution to the success of the Academy.
- 3.5.11 The Trust Board also recognises the role that the Academies play in their communities and the Local Governing Body is free to decide

how such support and patronage is given. The Local Governing Body shall ensure that any support is consistent with the objects of KCSP, particularly its Catholicity and the restrictions on the use of its charitable resources and any advice or restriction placed on KCSP by the Secretary of State. The Local Governing Body shall ensure that any formal collaboration or support with third parties, including with those with whom KCSP has a strategic partnership, is appropriately documented and the details notified to the Chief Executive Officer.

#### 4. **DELEGATED AUTHORITY AND RESPONSIBILITIES OF THE LOCAL GOVERNING BODY**

##### 4.1 **General Provisions**

- 4.1.1 The Trust Board reserves the right (in its absolute discretion) to review and alter this Scheme of Delegation and the level of delegated responsibility at any time, noting that it is likely to be reviewed for its effectiveness at least on an bi-annual basis. Whilst the Scheme cannot take the form of a legally binding contract and is subject to the overriding duty on the Directors to act freely and in the best interest of the Trust, in so far as the Directors are able they agree to abide by the provisions of it and will consult on any significant changes.
- 4.1.2 Those to whom delegated responsibility is given must acknowledge the limitations on their authority and must not act outside of their authority. Any wilful disregard of the matters expressed in this Scheme is likely to lead to the Scheme being withdrawn. In the event of any serious disagreement between the Trust Board and a Local Governing Body, which cannot be resolved by the Chair of the Local Governing Body discussing the matter with the Chair of the Trust Board, will be referred to the Diocesan Education Commission for guidance.
- 4.1.3 As a matter of general principle, the Local Governing Body will adopt and will comply with all Partnership policies adopted by the Trust Board and will comply with any direction issued by the Trust Board and have regard to any advice given.
- 4.1.4 Subject to the provisions of the Companies Act 2006, the Articles and to any directions given by the Members following a special resolution, the governance and management of an Academy shall be delegated by the Trust Board to the relevant Local Governing Body who may exercise all the powers of the Trust in so far as they relate to the Academy, in accordance with the terms of this Scheme of Delegation and any specific additional terms of reference or Trust policy. No alteration of the Articles or change to the Scheme shall invalidate any prior act of the Local Governing Body which would have been valid if that alteration had not been made. Except as provided for in this

Scheme of Delegation, the powers given by this Scheme shall not be limited by any special power given to the Directors by the Articles or to the Local Governing Body by this Scheme of Delegation and a meeting of the Local Governing Body at which a quorum is present may exercise all the powers so delegated.

## 4.2 Finance and Audit

4.2.1 Except as provided for in this Scheme of Delegation, in addition to all powers hereby expressly conferred upon the Local Governing Body and without detracting from the generality of the powers delegated, the Local Governing Body shall have the following powers, namely:

4.2.1.1 to expend the funds of the Trust received in respect of the Academy in such manner as the Local Governing Body shall consider most beneficial for the running of the Academy;  
and

4.2.1.2 to enter into contracts on behalf of the Trust in so far as they relate to the Academy and are within the scope of the Local Governing Body's responsibility as set out in this Scheme of Delegation, subject to the limits to act without specific authorisation of the Finance Director as set out in the **"Financial Regulations Manual"** annexed to this Scheme of Delegation as Appendix 1.

4.2.2 Each Academy will have its own bank account, opened by the Trust when the Academy joined the Trust, which shall be operated by the Local Governing Body. All cheques, BACS and orders for the payment of money from such account shall be signed by or authorised in accordance with the Financial Regulations Manual.

4.2.3 No Trust monies (whether or not authority to expend has been devolved to the Local Governing Body) shall be paid into any bank account other than a bank account authorised by the KCSP Finance Director.

4.2.4 Unless otherwise determined by the Trust Board, the KCSP Group Accountant will act as the "responsible officer" for the Academies and will be responsible for carrying out periodic internal audits of the

Academies' financial processes, procedures and accounting records, reporting to any internal audit committee established by the Trust Board as required.

- 4.2.5 Unless otherwise determined by the Trust Board, the Headteacher/Principal of the Academy will act as the "accounting officer" for the Academy, reporting to the Chief Executive Officer who will be the "accounting officer" for the Trust. The accounting officer shall be responsible for ensuring that the financial processes, procedures and accounting records for the Academy meet the requirements of this Scheme and the requirements for the time being of the EFA Academies Financial Handbook and its successor documents.
- 4.2.6 The Trust's accounts shall be the responsibility of the Trust Board but the Headteacher/Principal of the Academy shall provide such information about the Academy, as often and in such detail and format as the Chief Executive Officer (or Finance Director) shall reasonably require, in order to carry out an internal audit of the Academies in accordance with the requirements of the Academies Financial Handbook. Without prejudice to the above, the Headteacher/Principal shall provide management accounts in an approved format to the Chief Executive Officer at least once per term (three times per year) or as requested by the KCSP Finance Director.
- 4.2.7 The Local Governing Body shall ensure that proper procedures are put in place for the safeguarding of funds and that the requirements of the Academies Financial Handbook and the Funding Agreements are observed at all times as well as any requirements and recommendations of the KCSP Finance Director and the Education Funding Agency. For the avoidance of doubt the Local Governing Body acknowledges the restriction on borrowing contained in the Funding Agreements.
- 4.2.8 The Trust Board acknowledges the Local Governing Body's right and intention to use any voluntary (i.e. non grant) funds (including any restricted funds) raised by the Academies for the purposes for which they have been raised and otherwise solely at the discretion of the Local Governing Body provided this is within the charitable object of

the Trust. Proper accounts will be kept by the Headteacher/Principal showing the receipt and use of such funds and the extent to which such funds are restricted, in the light of the obligation on the Trust to note these funds separately in the Trust accounts.

4.2.9 The Trust Board also acknowledges that from time to time the Academies themselves may seek to generate additional funds by undertaking certain activities, such as: lettings, the provision of sporting and recreational facilities, running a nursery and/or providing childcare, teacher training, providing and supporting ICT and other administrative services. In some cases and particularly where such activities do not fall within the charitable object of the Trust, these may need to be channelled through a trading subsidiary, decisions about which will be made by the Trust Board. In exceptional circumstances and provided the Local Governing Body first obtains the consent of the Trust Board and follows any guidance of KCSP's Finance and Business Director and the Education Funding Agency particularly in relation to the resourcing of such activity and the recharging of costs, the Local Governing Body is free to establish such subsidiaries. Any income generated from such Academy activities and/or gift aided by a trading subsidiary to the Trust in respect of a particular Academy's activities shall be delegated to the Local Governing Body. Such funds will however be noted separately in the accounts of the Academy and, like all Academies' funds, will be subject to any reserves policy operated by the Trust Board.

4.2.10 The Local Governing Body as part of its Partnership Cost Contribution shall provide sufficient funds to the Chief Executive Officer to enable the Trust to place such insurance as is necessary to protect the Academy from loss and other risks that shall include (but shall not be limited to) the following, such insurance to be placed with a reputable insurance company or through the Education Funding Agency as directed by the Trust Board:

4.2.10.1 land, buildings and contents;

4.2.10.2 public, employer's and hirer's liability;

4.2.10.3 governors' liability and professional indemnity;

4.2.10.4 personal accident and school journeys;

4.2.10.5 terrorism and business interruption;

4.2.10.6 money and fidelity;

4.2.10.7 legal expenses, libel and slander;

4.2.10.8 engineering.

The Local Governing Body will fulfil any requirements of the Executive Team and will notify the Chief Executive Officer (or as directed) as soon as reasonably practicable following the occurrence of an event in respect of which insurance has been obtained. The responsibility for notifying the insurers is the Local Governing Body. The Executive Team and the Local Governing Body will provide each other with all necessary information and assistance as may be helpful in the management of any insurance claims.

4.2.11 [The specification, installation and management of ICT Network Services and the specification of certain core software products (e.g. pupil data and financial management systems) required for the management and administration of the Academies shall be the responsibility of the Trust Board having due regard to the requirements of the Local Governing Body, who shall set aside each year a sufficient sum of money as shall be required to maintain the fitness for purpose of the ICT Network provision. [The written consent of the KCSP Finance and Business Director shall be obtained to any ICT expenditure that will impact on the ICT network infrastructure or the operation of the ICT network or the core software provision.]]<sup>1</sup>

### 4.3 Curriculum and Standards

4.3.1 The Local Governing Body shall be responsible for the setting and review of an academy plan outlining the curriculum and standards, and always having priorities regard to any views of its Local Area Board, Chief Executive Officer, the Director of School Improvement

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<sup>1</sup> WS checking if this is necessary/appropriate?

and/or the Trust Board in recognition of the Trust Board's obligation to the Secretary of State to ensure a broad and balanced curriculum.

- 4.3.2 The Local Governing Body shall be responsible for the standards achieved by the Academy and the pupils attending the Academy. It will take account of any advice and recommendations of the Director of School Improvement, its Local Area Board the Chief Executive Officer as they might issue from time to time in relation to benchmarking and locally agreed priorities.
- 4.3.3 The Local Governing Body will be responsible for the curriculum as agreed for any school year and for implementing any strategic plan for the improvement of standards and attainment at the Academy. Day to day implementation of the curriculum is delegated to the Headteacher/Principal and Senior Leadership Team.
- 4.3.4 The Local Governing Body shall develop and implement any Action Plan designed to address any area in need of improvement in the Academy and the Local Governing Body shall promote any necessary action, helping to communicate messages to staff and parents as need be.
- 4.3.5 The Local Governing Body will develop appropriate links with other local schools or education organisations to promote best practices in learning and development and to facilitate peer to peer review and support. The Local Governing Body will also promote and develop links with local businesses and community organisations which are designed to enrich the school life of pupils and foster citizenship.

#### 4.4 **Personnel**

##### 4.4.1 **Headteacher/Principal**

- 4.4.1.1 The Local Governing Body, in line with arrangements specified by the Trust and the Diocese, shall recommend the appointment of each Academy's Headteacher, which will be subject to approval by the Trust and the Diocese. It will also ensure, in line with Trust and Diocese requirements, the carrying out of any appraisal, performance management review, disciplinary or capability hearing of an Academy's

Headteacher (or Principal or Head of School), including their deputies. The Local Governing Body may delegate such powers and functions as they consider are required by the Headteacher/Principal for the internal organisation, management and control of the Academy (including the implementation of all policies approved by the Trust Board, or management action required by the Chief Executive Officer or Director of School Improvement for the direction of the teaching and learning and curriculum at the Academy).

#### 4.4.2 **Other Staff**

4.4.2.1 The Local Governing Body through the Headteacher/Principal shall be responsible for the appointment and management of all other staff to be employed at the Academy provided that the Local Governing Body and Headteacher/Principal shall:

- 4.4.2.1.1 Implement and comply with all policies dealing with staff issued by the Trust Board from time to time;
- 4.4.2.1.2 take account of any pay terms set by the Trust Board;
- 4.4.2.1.3 adopt any standard contracts or terms and conditions for the employment of staff issued by the Trust Board;
- 4.4.2.1.4 adopt appropriate and transparent procedures for the recruitment of staff;
- 4.4.2.1.5 manage any claims and disputes with staff members having regard to any advice and recommendations given by KCSP and/or its insurers;

4.4.2.1.6 bring to the attention of the Chief Executive Officer and, if required, KCSP's insurers without delay any claims or disputes with staff that may require a hearing by a panel of members of the Local Governing Body where escalation is necessary;

4.4.2.1.7 seek the advice of the Chief Executive Officer and/or Locality Leader where any significant cost is contemplated either in relation to the appointment or resignation of a member of staff, including in relation to ill health retirement or the settlement of any claims or grievances.

4.4.2.2 On a regular basis and in agreement with the chief Executive Officer (and having regard to the advice of the Academy's leadership team) the Local Governing Body shall review the current staffing structure for the Academy, identifying:

4.4.2.2.1 the optimum number of staff required to be employed at the Academy;

4.4.2.2.2 the levels of the posts required;

4.4.2.2.3 the role responsibilities of all staff currently employed;

4.4.2.2.4 any changes to be made in the staffing structure, and/or;

4.4.2.2.5 any training needed to support the teaching and learning priorities.

4.4.2.3 The Local Governing Body shall carry out or delegate to either the Headteacher/Principal and/or an appropriate committee (as appropriate) the performance management of all staff and shall put in place and comply with appropriate procedures for the proper professional and personal development of staff.

#### 4.5 **Admissions and Exclusions**

4.5.1 The Local Governing Body shall be responsible for the setting and review from time to time of the Academy's admissions policy provided that no material change will be made to the admissions criteria

without the approval of the Chief Executive Officer, who may refer controversial questions to the Trust Board.

4.5.2 Any decision to expand the Academy shall be that of the Local Governing Body but who shall have regard to the views of the Trust Board.

4.5.3 Any appeal against admissions shall be heard by an independent appeal panel established and authorised by the Local Governing Body.

4.5.4 The Local Governing Body shall consider any decision by the Headteacher/Principal to exclude any pupil and will be the appropriate body for reconsidering any decision to readmit required by any independent panel hearing.

#### 4.6 **Premises**

4.6.1 The day to day maintenance and care of the buildings and facilities used in respect of the Academy is the responsibility of the Local Governing Body (with management responsibility being delegated to the Headteacher/Principal), who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of KCSP (and/or any others) as owner of such buildings and facilities.

4.6.2 The Local Governing Body shall support the Chief Executive Officer in developing a long term estate management strategy that will identify the suitability of building and facilities in light of long term curriculum needs and the need for and availability of capital investment to meet the Trust's legal responsibility to ensure the buildings and facilities used by each Academy are maintained to a good standard.

4.6.3 Short term lettings and day to day uses of the school buildings and playing fields will be the responsibility of the Local Governing Body.

4.6.4 The responsibility for any disposals or acquisitions of land to be used by the Academy will be that of the Trust Board who will delegate management responsibility to the Chief Executive Officer.

#### 4.7 **Community Activities and Community Engagement**

4.7.1 Whilst the undertaking of any activities which would be described as part of the Academy's "extended schools agenda" or any activities designed to generate business income, will be the responsibility of the Local Governing Body, this shall only be undertaken in a manner consistent with any policy set by the Trust Board and having regard to the viability of such activities, the impact on the Academy's activities and any financial implications, such as the threat of taxation in light of KCSP's charitable objects and any threat to funding provided by the Secretary of State. The financial implications are noted above.

4.7.2 The Local Governing Body is responsible for all community engagement and consultation and will acknowledge and reinforce the vision and Mission of the Trust in all communications. The importance of building and maintaining good relations with other local schools, businesses and organisations is acknowledged.

4.7.3 The Local Governing Body will at all times ensure that any activity undertaken on the school premises as part of the Academy's 'extended schools agenda' or activities designed to generate income must not compromise or threaten the essential Catholicity of the school or the Gospel values to which as a Diocesan school it adheres.

### 5. **SUPERVISION AND INTERVENTION - RISK MANAGEMENT**

#### 5.1 **Supervision and Reporting**

5.1.1 Notwithstanding the level of delegated responsibility, the KCSP Directors remain legally responsible for all matters in connection with the Academies and they are required to have systems in place

through which they can assure themselves of quality, safety and good practice in the Academies.

5.1.2 Once per term in every school year (three times), the Chief Executive Officer will request and the Local Governing Body (or Headteacher/Principal) will provide an [**“Operational Risk Management Report”**] in a format specified by the Trust Board. [The current form of report is annexed to this Scheme as Appendix 2.]

5.1.3 The Local Governing Body is appointed as a sub-committee of the Trust Board and as such has no separate legal status to that of the Trust or the Trust Board. Consequently, any act or omission of the Local Governing Body or any officer of the Trust or the Academy that subsequently leads to prosecution or other litigation will be a liability of the KCSP Directors and any event in an Academy that might lead to public criticism or adverse publicity or damage to the reputation of the Trust will also be concern for the Trust Board. In such events and in order to minimise risk, the Chair of the Local Governing Body or the Headteacher/Principal will immediately advise the Chief Executive Officer or other deputy acting on behalf of the Trust Board. These events will include the following (but shall not exclude any other event that falls within the generality of the circumstances described above):

5.1.3.1 any event leading to loss of life or critical injury on the premises of the academy or during an event off the premises organised or supervised by Academy staff;

5.1.3.2 any sexual or violent or illegal act against a child committed by any adult while on the premises of the academy or by a member of staff under any circumstances;

5.1.3.3 the suspension or summary dismissal of any member of staff;

5.1.3.4 any event that requires a report to the Health and Safety Executive or that results in the service of a legal notice on the Academy alleging a breach of fire or health or safety law or regulations;

5.1.3.5 any event that requires a formal hearing by a panel of representatives of the Academy or that results in the service of a legal notice on the Academy alleging a breach of employment law or regulations.

## 5.2 **Intervention and Removal of Delegated Responsibility**

5.2.1 The Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Local Area Board and the Chief Executive Officer in respect of standards and performance, particularly where areas of weakness have been identified by either the Chief Executive Officer or Ofsted.

5.2.2 In the event that intervention is either formally threatened or is carried out by the Secretary of State, the Trust Board expressly reserves the unfettered right to review or remove any power or responsibility conferred on the Local Governing Body under this Scheme of Delegation in such circumstances.

5.2.3 Notwithstanding the above, the Trust Board, the Local Area Board and the Local Governing Body acknowledge the value of maintaining a good working relationship particularly in light of the levels of delegated responsibility within the Trust and the impact this may have on the ability of the Local Area Board or the Local Governing Body to react when standards are falling and/or there is evidence of financial imprudence exposing the Academy or the Trust to a threat of intervention. The Trust Board and the Local Governing Body in such circumstances make the following commitments to each other:

5.2.3.1 to discuss openly any weaknesses or any situation which may in the opinion of either potentially lead to a threat of intervention by the Secretary of State;

5.2.3.2 to use all reasonable endeavours to agree the measures to be taken to improve standards and the performance of the Academy and to support each other in the implementation of those measures, including involving the Local Area Board who will support and advise on steps to be taken and facilitate additional support if needed;

5.2.3.3 to allow each other the opportunity to effect improvements at the Academy through directions to be issued to persons appointed either by the Local Governing Body (including the Headteacher/Principal) in relation to the governance of the Academy provided such steps do not seek to undermine the collaborative and respectful approach being adopted by each;

5.2.3.4 not to remove or deny delegated authority without first agreeing to put in place for an appropriate period of time a transition or improvement board whose responsibility it will be to address the areas of weakness, the terms of reference for such “**Intervention Board**” being set out in Appendix 4 to this Scheme;

5.2.3.5 not as the Trust Board to exercise any power to remove a Headteacher/Principal or to attend and vote at any meeting of the Local Governing Body at which this is to be discussed without first discussing with the Chair of the Local Governing Body the need to ensure that such power is being exercised appropriately and proportionately.

## 6. **FUNCTIONING OF THE LOCAL GOVERNING BODIES**

### 6.1 **Constitution of the Local Governing Body**

6.1.1 The number of people who shall sit on the Local Governing Body shall be not less than three but shall not be subject to any maximum.

6.1.2 The Local Governing Body shall have the following members unless otherwise determined by the Directors:

6.1.2.1 foundation members, appointed under clause 6.2.1 the number of whom shall at all times exceed the number of other members serving on the Local Governing Body by at least 2;

6.1.2.2 community members, appointed under clause 6.2.6;

6.1.2.3 staff members, elected or appointed under clause 6.2.2;

6.1.2.4 parent members, elected or appointed under clause 6.2.5;

6.1.2.5 the head teacher of the Academy (the  
“Headteacher/Principal”);

and the current composition of the Local Governing Body of the Academy shall be notified to the Chief Executive Officer and the Director of Education of the Diocesan Education Commission as the Archbishop’s representative. No changes to the composition of the Local Governing Body shall be made without the consent of the Trust Board and the Archbishop.

6.1.3 All persons appointed or elected to the Local Governing Body shall give a written undertaking to the Trust Board and the Archbishop of Southwark to uphold the object and mission of KCSP and that of the Archdiocese of Southwark.

6.1.4 The KCSP Directors (all or any of them) shall also be entitled to attend any meetings of the Local Governing Body but would not expect to do so except in exceptional circumstances. Any Director attending a meeting of the Local Governing Body shall count towards the quorum for the purposes of the meeting and shall be entitled to vote on any resolution being considered by the Local Governing Body

## 6.2 **Appointment of Governors**

6.2.1 The foundation members of the Local Governing Body shall be appointed by the Archbishop and in appointing foundation members the Archbishop shall have regard to any recommendations and views of the Directors in relation to ensuring that the people serving on the Local Governing Body between them have an appropriate range of skills and experience, particularly in the light of any need for support to ensure continuous school improvement, and:

6.2.1.2 the nomination of individuals to the posts by the Parish Priest go to the Diocesan Education Commission (for a Primary School’s Local Governing Body) or nominations by the Dean of the relevant Parish (for any Secondary School’s Local Governing Body) go to the Diocesan Education Commission;

6.2.1.3 the Archbishop shall appoint the foundation members and will ensure that the number of Foundation members exceeds the other members by two.

- 6.2.2 Serving on the Local Governing Body shall be at least one person (other than the Headteacher/Principal) who is employed at the Academy who shall be appointed through such process as the Local Governing Body may determine. The positions held by those employed at the Academy (e.g. teaching and non teaching) may be taken into account when considering appointments.
- 6.2.3 Unless the Local Governing Body directs otherwise, in appointing persons to serve on the Local Governing Body who are employed at the Academy the Local Governing Body shall invite nominations from all staff employed under a contract of employment or a contract for services or otherwise engaged to provide services to the Academy (excluding the Headteacher/Principal) and, where there are any contested posts, shall hold an election by a secret ballot. All arrangements for the calling and the conduct of the election and resolution of questions as to whether any person is an eligible candidate shall be determined by the Local Governing Body.
- 6.2.4 The Headteacher/Principal shall be treated for all purposes as being an ex officio member of the Local Governing Body.
- 6.2.5 The parent members of the Local Governing Body shall be elected by parents or carers of registered pupils at the Academy and he or she must be a parent or carer of a pupil at the Academy at the time when he or she is elected. Any election of persons who are to be the parent members of the Local Governing Body which is contested shall be held by secret ballot. Where any vacancy exists after inviting nominations, the Local Governing Body shall have the power to appoint parents to the Local Governing Body but shall not be obliged to do so.
- 6.2.6 The Directors may appoint persons to serve on the Local Governing Body as community members.

### 6.3 **Term of office**

6.3.1 The term of office for any person serving on the Local Governing Body shall be 4 years, save that this time limit shall not apply to the Headteacher/Principal or any post which is held ex officio, who will serve for as long as he or she remains in office. Subject to remaining eligible to be a particular type of member, any person may be reappointed or re-elected to the relevant body.

### 6.4 **Resignation and Removal of Governors**

6.4.1 A person serving on the Local Governing Body shall cease to hold office if he or she resigns his or her office by notice to the Local Governing Body. Any vacancy on a Local Governing Body will trigger an appropriate election.

6.4.2 A person serving on the Local Governing Body shall cease to hold office if he or she is removed by the person or persons who appointed him or her, i.e. the Archbishop of Southwark. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a person who serves on the Local Governing Body by the Archbishop, any failure to uphold the values of KCSP and/or the Academy or to act in a way which is appropriate in light of this Scheme of Delegation will be taken into account. For the avoidance of doubt, this clause does not apply in respect of any person who is serving as a parent or staff member on the Local Governing Body.

6.4.3 If any person who serves on the Local Governing Body in his or her capacity as an employee ceases to be employed and/or work at the Academy then he or she shall be deemed to have resigned and shall cease to serve on the Local Governing Body automatically on termination of his or her work at the Academy.

6.4.4 Where a person who serves on the Local Governing Body resigns his or her office or is removed from office, that person or, where he or she is removed from office, those removing him or her, shall give written notice thereof to the Chair of the Local Governing Body.

## 6.5 Disqualification of Governors

- 6.5.1 No person shall be qualified to serve on the Local Governing Body unless he or she is aged 18 or over at the date of his or her election or appointment. No current pupil of any Academy shall be entitled to serve on the Local Governing Body.
- 6.5.2 A person serving on the Local Governing Body shall cease to hold office if he or she becomes incapable by reason of illness or injury of managing or administering his or her own affairs.
- 6.5.3 A person serving on the Local Governing Body shall cease to hold office if he or she is absent without the permission of the Chair from all the meetings of the Local Governing Body held within a period of six months and the Local Governing Body resolves that his or her office be vacated.
- 6.5.4 A person shall be disqualified from serving on the Local Governing Body if:
- 6.5.4.1 his or her estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
- 6.5.4.2 he or she is the subject of a bankruptcy restrictions order or an interim order.
- 6.5.5 A person shall be disqualified from serving on the Local Governing Body at any time when he or she is subject to a disqualification order or a disqualification undertaking under Trust Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 6.5.6 A person serving on the Local Governing Body shall cease to hold office if he or she would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).

- 6.5.7 A person shall be disqualified from serving on the Local Governing Body if he or she has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he or she was responsible or to which he or she was privy, or which he or she by his or her conduct contributed to or facilitated.
- 6.5.8 A person shall be disqualified from serving on the Local Governing Body where he or she has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 178 of the Charities Act 2011.
- 6.5.9 Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on the Local Governing Body, and he or she was, or was proposed, to so serve, he or she shall upon becoming so disqualified give written notice of that fact to the Chair of the Local Governing Body.

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

- 6.6.1 The members of the Local Governing Body shall each school year, at their first meeting in that year, subject to the approval of the Chief Executive Officer, elect a Chair and a Vice-Chair from among their number appointed by the Archbishop except any person who is employed by the Trust to work at any of the Academies.
- 6.6.2 The role of the Chair of the Local Governing Body is an important one, demanding yet worthwhile. The Chair is elected by the Governors annually but because of the vital link and the importance of maintaining a strong and effective relationship between the Local Governing Body and the Trust Board, the appointment following election is subject to the approval of the Chief Executive Officer, on behalf of the Trust Board. The Chair must be approachable, readily accessible and ready to take issues and ideas raised by Governors seriously.

- 6.6.3 The Chair's specific duties are to:
- 6.6.3.1 provide a clear lead and direction for the Governors, understanding the aims of the Academy, the roles played by all those involved and the vision of KCSP in relation to its Academies;
  - 6.6.3.2 build an effective team, attracting Governors with necessary skills and experience promoting equality and diversity and ensuring priority is given to those who can make a positive contribution to driving continuous school improvement and supporting their development to maximise the benefit of their contribution;
  - 6.6.3.3 work closely with the Headteacher/Principal and the Chief Executive Officer to ensure there is proper challenge and encouragement;
  - 6.6.3.4 ensure that continuous school improvement is the focus of all policy and strategy for the Academy, reminding Governors of this as often as necessary;
  - 6.6.3.5 hold Governors to account, ensuring the business of the Local Governing Body is conducted efficiently and effectively, chairing meetings ensuring all members have the opportunity to contribute and are listened to with clear decisions being made when necessary.
- 6.6.4 The Chair or Vice-Chair may at any time resign their office by giving notice in writing to the Local Governing Body. The Chair or ViceChair shall cease to hold office if:
- 6.6.4.1 he or she ceases to serve on the Local Governing Body;
  - 6.6.4.2 he or she is employed by KCSP whether or not at the Academy;
  - 6.6.4.3 he or she is removed from office in accordance with this Scheme of Delegation; or

6.6.4.4 in the case of the Vice-Chair, he or she is elected in accordance with this Scheme of Delegation to fill a vacancy in the office of the Chair.

6.6.5 Where by reason of any of the matters referred to in paragraph 6.6.4, a vacancy arises in the office of Chair or Vice-Chair, the members of the Local Governing Body shall at its next meeting elect one of their number to fill that vacancy.

6.6.6 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice-Chair shall act as the Chair for the purposes of the meeting.

6.6.7 Where in the circumstances referred to in paragraph 6.6.6. the ViceChair is also absent from the meeting or there is at the time a vacancy in the office of Vice-Chair, the members of the Local Governing Body shall elect one of their number to act as a chair for the purposes of that meeting.

6.6.8 The clerk to the Local Governing Body shall act as chair during that part of any meeting at which the Chair is elected.

6.6.9 Any election of the Chair or Vice-Chair which is contested shall be held by secret ballot.

6.6.10 The Chair or Vice-Chair may be removed from office by the Trust Board at any time.

## **6.7 Committees and Further Delegation**

6.7.1 Subject to this Scheme of Delegation, the Local Governing Body may establish any subcommittee, including a subcommittee which is intended to receive delegated authority from more than one Academy, e.g. within a regional cluster. The constitution, membership

and proceedings of any subcommittee shall be determined by the Local Governing Body but having regard to any views of the Trust Board. The establishment, terms of reference, constitution and membership of any subcommittee shall be reviewed at least once in every twelve months. The membership of any subcommittee may

include persons who do not also serve on the Local Governing Body, provided that a majority of the members of any such subcommittee shall be members of a Local Governing Body. The Local Governing Body may determine that some or all of the members of a subcommittee who do not serve on the Local Governing Body shall be entitled to vote in any proceedings of the subcommittee. No vote on any matter shall be taken at a meeting of a subcommittee unless the majority of members of the subcommittee present also serve on a Local Governing Body.

6.7.2 Provided such power or function has been delegated to the Local Governing Body, the Local Governing Body may further delegate to any person serving on the Local Governing Body, any committee (including joint Academy subcommittees), the Headteacher/Principal or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions the Trust Board may impose and may be revoked or altered. The terms of reference for any sub-committee of the Local Governing Body shall be consistent with any policy or statement of recommended practice issued from time to time by the Trust Board.

6.7.3 Where any power or function of the Trust Board or the Local Governing Body is exercised by any subcommittee or member of the Local Governing Body, the Headteacher/Principal or any other holder of an executive office, that person or subcommittee shall report to the Local Governing Body in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Local Governing Body immediately following the taking of the action or the making of the decision.

## 6.8 **Meetings**

6.8.1 The minutes of the proceedings of a meeting of the Local Governing Body shall be drawn up and entered into a book (electronic or otherwise) kept for the purpose by the person authorised to keep the minutes of the Local Governing Body and shall be signed (subject to the approval of the members of the Local Governing Body) at the

same or next subsequent meeting by the person acting as chair thereof. The minutes shall include a record of:

6.8.1.1 all appointments of officers made by the Local Governing Body; and

6.8.1.2 all proceedings at meetings of the Local Governing Body and of committees of the Local Governing Body including the names of all persons present at each such meeting.

6.8.2 The Chair shall ensure that copies of minutes of all meeting of the Local Governing Body (and such of the subcommittees as the Local Governing Body shall from time to time notify) shall be provided to the Chief Executive Officer as soon as reasonably practicable after those minutes are approved.

6.8.3 Subject to this Scheme of Delegation, the Local Governing Body may regulate its proceedings as the members of the Local Governing Body think fit, provided at all times that there is openness and transparency in matters relating to the Local Governing Body. The Local Governing Body is expected to meet at least once a term but may meet more often if felt appropriate or if requested to meet by or on behalf of the Chief Executive Officer.

6.8.4 Meetings of the Local Governing Body shall be convened by the clerk to the Local Governing Body. In exercising his functions under this Scheme of Delegation the clerk shall comply with any direction:

6.8.4.1 given by the Local Governing Body; or

6.8.4.2 given by the Chair or, in his absence or where there is a vacancy in the office of chair, the Vice-Chair.

6.8.5 Any three members of the Local Governing Body may, by notice in writing given to the clerk, requisition a meeting of the Local Governing Body; and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.

6.8.6 Each member of the Local Governing Body shall be given at least seven clear days before the date of a meeting:

6.8.6.1 notice in writing thereof, signed by the secretary, and sent to each member of the Local Governing Body at the address provided by each member from time to time; and 6.8.6.2 a copy of the agenda for the meeting;

provided that where the chair or, in his absence or where there is a vacancy in the office of Chair, the Vice-Chair, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting, and the copy of the agenda thereof are given within such shorter period as he directs.

- 6.8.7 The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.
- 6.8.8 A resolution to rescind or vary a resolution carried at a previous meeting of the Local Governing Body shall not be proposed at a meeting of the Local Governing Body unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 6.8.9 A meeting of the Local Governing Body shall be terminated forthwith if:
- 6.8.9.1 the members of the Local Governing Body so resolve; or
  - 6.8.9.2 the number of members present ceases to constitute a quorum for a meeting of the Local Governing Body in accordance with paragraph 6.10, subject to paragraph 6.12.
- 6.8.10 Where in accordance with paragraph 6.8.9 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been disposed of, a further meeting shall be convened by the clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated.
- 6.8.11 Where the Local Governing Body resolves in accordance with

paragraph 6.8.10 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Governing Body shall before doing so determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and it shall direct the clerk to convene a meeting accordingly.

## 6.9 **Quorum for meetings**

- 6.9.1 Subject to paragraph 6.9.3, the quorum for a meeting of the Local Governing Body, and any vote on any matter thereat, shall be three.
- 6.9.2 The Local Governing Body may act notwithstanding any vacancies on its board, but, if the numbers of persons serving is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a general meeting.
- 6.9.3 The quorum for the purposes of:
- 6.9.3.1 appointing a parent member;
  - 6.9.3.2 any vote on the removal of a person in accordance with this Scheme of Delegation;
- shall be any two-thirds (rounded up to a whole number) of the persons who are at the time persons entitled to vote on those respective matters.
- 6.9.4 Subject to this Scheme of Delegation, every question to be decided at a meeting of the Local Governing Body shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the Local Governing Body shall have one vote.
- 6.9.5 Subject to paragraphs 6.9.6 – 6.9.8, where there is an equal division of votes, the Chair shall have a casting vote in addition to any other vote he or she may have.
- 6.9.6 The proceedings of the Local Governing Body shall not be invalidated by:
- 6.9.6.1 any vacancy on the board; or

6.9.6.2 any defect in the election, appointment or nomination of any person serving on the Local Governing Body.

6.9.7 A resolution in writing, signed by all the persons entitled to receive notice of a meeting of the Local Governing Body, shall be valid and effective as if it had been passed at a meeting of the Local Governing Body duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the Local Governing Body and may include an electronic communication by or on behalf of the member indicating his or her agreement to the form of resolution providing that the member has previously notified the Local Governing Body in writing of the email address or addresses which the member will use.

6.9.8 Subject to paragraph 6.9.9, the Local Governing Body shall ensure that a copy of:

6.9.8.1 the agenda for every meeting of the Local Governing Body;

6.9.8.2 the draft minutes of every such meeting, if they have been approved by the person acting as chair of that meeting;

6.9.8.3 the signed minutes of every such meeting; and

6.9.8.4 any report, document or other paper considered at any such meeting,

are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.

6.9.9 There may be excluded from any item required to be made available in pursuance of paragraph 6.9.8, any material relating to:

6.9.9.1 a named teacher or other person employed, or proposed to be employed, at the Academy or the Trust;

6.9.9.2 a named pupil at, or candidate for admission to, the Academy; and

6.9.9.3 any matter which, by reason of its nature, the Local Governing Body is satisfied should remain confidential.

6.9.10 Any member of the Local Governing Body shall be able to participate in meetings of the Local Governing Body by telephone or video conference provided that:

6.9.10.1 he or she has given notice of his intention to do so detailing the telephone number on which he or she can be reached and/or appropriate details of the video conference suite from which he or she shall be taking part at the time of the meeting at least 48 hours before the meeting; and

6.9.10.2 the Local Governing Body has access to the appropriate equipment, and

if after all reasonable efforts it does not prove possible for the person to participate by telephone or video conference the meeting may still proceed with its business provided it is otherwise quorate.

## 6.10 Notices

6.10.1 Any notice to be given to or by any person pursuant to this Scheme of Delegation (other than a notice calling a meeting of the Local Governing Body) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In this Scheme of Delegation, "address" in relation to electronic communications, includes a number or address used for the purposes of such communications.

6.10.2 A notice may be given by the Local Governing Body to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his or her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Governing Body by the member. A member whose registered address is not within the United Kingdom and who gives to the Local Governing Body an address within the United Kingdom at which notices may be given to him, or an address to which notices may be sent using electronic communications, shall be entitled to have

notices given to him or her at that address, but otherwise no such member shall be entitled to receive any notice from the Local Governing Body.

- 6.10.3 A member of the Local Governing Body present, either in person or by proxy, at any meeting of the Local Governing Body shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.
- 6.10.4 Proof that an envelope containing a notice was properly addressed, prepaid and posted shall be conclusive evidence that the notice was given. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.