



STANLEY LEARNING PARTNERSHIP

SCHEME OF DELEGATION

EFFECTIVE DATE: 1 January 2017

1. INTRODUCTION

- 1.1. As a charitable company limited by guarantee, Stanley Learning Partnership (the “**Trust**”) is governed by a Board of Trustees (the “**Trustees**”) who are responsible for, and oversee the general control, management and administration of the Trust and the school/academies run by the Trust. Greenland Community Primary School and South Stanley Infant and Nursery School (together the “**Schools/Academies**”) are the initial two Schools / Academies in the Trust. Unless the context requires otherwise, the word "School" or "Academy" in the singular shall be a reference to one of Greenland Community Primary School or South Stanley Infant and Nursery School.
- 1.2. The Trustees are accountable to external government agencies including the Department for Education (including any successor bodies) and Charity Commission 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 and good practice.
- 1.3. The Trust has entered into a Master Funding Agreement dated 15 December 2016. The Trust has also entered into Supplemental Funding Agreements dated 15 December 2016 in relation to each School / Academy.
- 1.4. In order to discharge these responsibilities, the Trustees appoint people connected with each School / Academy to serve on a single board (the “**Local Governing Body**”) which is established to ensure the good governance of each School / Academy within the Trust.
- 1.5. This Scheme of Delegation explains the ways in which the Trustees fulfil their responsibilities for the leadership and management of the Schools / Academies, the respective roles and responsibilities of the Trustees and each Local Governing Body and the commitments to each other to ensure the success of the both establishments within the Trust.
- 1.6. 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 of Association (the “**Articles**”) and it should be read in conjunction with those Articles. References in this Scheme to numbered Articles are to the relevant clause of the Articles.

2. ETHOS AND MISSION STATEMENT

- 2.1. The Trust's mission statement is:

“Stanley Learning Partnership believes that every child can achieve. We strive to provide learning environments that allow children to develop their talents, both as individuals and a



collective, empowering them to succeed. All schools within Stanley Learning Partnership share the desire to provide education excellence where children excel and aspire without limit.”

2.2. The Trust's aims are:

- To combine governance and form a Multi-Academy Trust to lead Stanley Learning Partnership (SLP) forward
- To provide a rich and engaging curriculum that meets the individual needs of all of the children, irrespective of their background, ensuring they all reach their full potential every day.
- To encourage our children to contribute to the life and work of school, giving them a greater sense of belonging so they share, respect and trust in the start in life we offer them.
- To value and protect the ethos and heritage of the schools that form the Stanley Learning Partnership community.
- To enable our staff to work together collaboratively across all schools, valuing and supporting each other’s skills, knowledge and expertise to provide the highest quality of teaching.
- To promote synergy and teamwork ensuring we share best practice enabling us to develop professional relations built on loyalty, integrity and respect, qualities that are then filtered into the classroom.
- To share non-teaching resources across all schools within the partnership

2.2 The Schools / Academies will work with other academies and schools within the Trust and associated with the Trust. They will actively pursue partnerships with local schools and other organisations to further the achievement and educational opportunity of pupils.

3. **TRUSTEES’ POWERS AND RESPONSIBILITIES**

3.1. The Trustees have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of schools and in particular the Academies as schools. This is largely exercised through strategic planning and the setting of policy. It is managed through business planning, monitoring of budgets, performance management, the setting of standards and the implementation of quality management processes. The Trustees have the power to direct change where required.

3.2. The Trustees have a duty to act in the fulfilment of the Trust's charitable object, as set out in its Articles (the "**Object**") which is as follows:

3.2.1. to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum ("**the mainstream**

Academies") or educational institutions which are principally concerned with providing full time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them ("the **alternative provision Academies**") or 16 to 19 Academies offering a curriculum appropriate to the needs of its students ("the **16 to 19 Academies**") or schools specially organised to make special educational provision for pupils with Special Educational Needs ("the **Special Academies**").

- 3.3. The Trustees shall have regard to the interests of the other Schools / Academies for which the Trust is responsible in deciding and implementing any policy or exercising any authority in respect of the Schools / Academies.
- 3.4. Articles 100, 101 and 104 provide for the appointment by the Trustees of committees to whom the Trustees may delegate certain functions of the Trustees.
- 3.5. In further recognition of the Trustees' power to delegate under Articles 105 and 106, responsibility for the running of the Academies from the Effective Date will be delegated to the committee established by this Scheme of Delegation and which shall be known as the Local Governing Body of each School / Academy.
- 3.6. The constitution, membership and proceedings of a Local Governing Body is determined by the Trustees and this Scheme of Delegation expresses such matters as well as acknowledges the authority delegated to each Local Governing Body in order to enable each Local Governing Body to run the Academies and fulfil the Academies' mission.
- 3.7. The Trustees retain authority and responsibility for those areas listed at Appendix 2.

4. **CONSTITUTION OF A LOCAL GOVERNING BODY**

4.1. Members of a Local Governing Body

- 4.1.1. The number of people who shall sit on a Local Governing Body shall be not less than three but, unless otherwise determined by the Trustees, shall not be subject to any maximum. The Trustees shall carry out a regular skills analysis to ensure that each Local Governing Body remains fit for purpose.
- 4.1.2. Each Local Governing Body shall have the following members.
 - 4.1.2.1. Up to five members, appointed under clause 4.2.1. These people should have a range of skills and experience enabling them to make a significant contribution to governance of the School / Academies.
 - 4.1.2.2. At least one staff member [for each School / Academy], (which does not include the Headteacher from that Academy) appointed under clause 4.2.2;

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- 4.1.2.3. At least two parent members elected or appointed [for each School /Academy] under clauses 4.2.5 to 4.2.10 (inclusive).
- 4.1.2.4. The Headteacher/Head of School of each School/Academy, subject to clause 4.2.4.
- 4.1.3. A Local Governing Body may also have co-opted members appointed under clause 4.3.
- 4.1.4. The Trustees (all or any of them) shall also be entitled to serve on a Local Governing Body and attend any meetings of a Local Governing Body. Any Trustee attending a meeting of a 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 that Local Governing Body.
- 4.1.5. All persons appointed or elected to a Local Governing Body shall give a written undertaking to the Trustees.
- 4.2. Appointment of members of a Local Governing Body
- 4.2.1. The Trust may appoint up to five persons to serve on a Local Governing Body, ensuring that the people serving on a Local Governing Body between them have an appropriate range of skills and experience and due attention is given to succession planning.
- 4.2.2. Each Local Governing Body may appoint at least one person who is/are employed at each School /Academy to serve on that Local Governing Body through such process as they may determine, provided that the total number of such persons (including the Chief Executive Officer and Headteacher of that School/Academy) does not exceed one third of the total number of persons on that Local Governing Body. The positions held by those employed at the relevant School / Academy (e.g. teaching and non-teaching) may be taken into account when considering appointments.
- 4.2.3. Unless the Trustees agree otherwise, in appointing at least one person to serve on a Local Governing Body who is/are employed by the Trust at an Academy, a 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 Schools / Academies (excluding the Chief Executive Officer) 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 that Local Governing Body.
- 4.2.4. The Chief Executive Officer shall be treated for all purposes as being an ex officio member of a Local Governing Body.

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- 4.2.5. Subject to clauses 4.2.9 and 4.2.10, the parent members of a Local Governing Body shall be elected by parents of registered pupils at the Schools / Academies and he or she must be a parent (or an individual exercising parental responsibility) of a pupil at one of the Schools / Academies at the time when he or she is elected or appointed.
- 4.2.6. Each Local Governing Body shall make all necessary arrangements for, and determine all other matters relating to, an election of the parent members of that Local Governing Body, including any question of whether a person is a parent (or an individual exercising parental responsibility) of a registered pupil at one of the Schools / Academies. Any election of persons who are to be the parent members of a Local Governing Body which is contested shall be held by secret ballot.
- 4.2.7. The arrangements made for the election of the parent members of a Local Governing Body shall provide for every person who is entitled to vote in the election to have an opportunity to do so by post or, if he or she prefers, by having his or her ballot paper returned to the School / Academy by a registered pupil at the relevant School / Academy.
- 4.2.8. Where a vacancy for a parent member of a Local Governing Body is required to be filled by election, a Local Governing Body shall take such steps as are reasonably practical to secure that every person who is known to them to be a parent (or an individual exercising parental responsibility) of a registered pupil at one of the Schools / Academies is informed of the vacancy and that it is required to be filled by election, informed that he or she is entitled to stand as a candidate, and vote at the election, and given an opportunity to do so.
- 4.2.9. The number of parent members of each Local Governing Body required shall be made up by persons appointed by that Local Governing Body if the number of parents standing for election is less than the number of vacancies.
- 4.2.10. In appointing a person to be a parent member of a Local Governing Body pursuant to clause 4.2.9, a Local Governing Body shall appoint a person who is the parent (or an individual exercising parental responsibility) of a registered pupil at one of the Schools / Academies.
- 4.3. Co-opted members of a Local Governing Body
- 4.3.1. Each Local Governing Body may appoint up to three persons to be “Co-opted” to that Local Governing Body. A person who shall be “Co-opted” to the Local Governing Body means a person who is to serve on that Local Governing Body without having been appointed or elected to serve on a Local Governing Body in accordance with clause 4.1.2. A Local Governing Body may not co-opt a person who is employed at one of the Schools / Academies if thereby the number of persons employed at the Schools / Academies serving on that Local Governing Body would exceed one third of the total number of persons serving on that Local Governing Body (including the Chief Executive Officer and/or the Headteacher of that School/Academy).

4.4. Term of office

- 4.4.1. The term of office for any person serving on a Local Governing Body shall be **four years**, save that this time limit shall not apply to the Chief Executive Officer and persons who are “Co-opted” to a Local Governing Body who shall serve for 1 year.
- 4.4.2. Subject to remaining eligible to be a particular type of member on a Local Governing Body, any person may be re-appointed or re-elected (including being “Co-opted” again) to a Local Governing Body.

4.5. Resignation and removal

- 4.5.1. A person serving on a Local Governing Body shall cease to hold office if he/she resigns his/her office by notice to that Local Governing Body (but only if at least three persons will remain as members of that Local Governing Body when the notice of resignation is to take effect).
- 4.5.2. A person serving on a Local Governing Body shall cease to hold office if he/she is removed by the person or persons who appointed him/her. Whilst at the same time as acknowledging that no reasons need to be given for the removal of a person who serves on a Local Governing Body by a person or persons who appointed him/her, any failure to uphold the aims of the Trust and/or the Schools/Academies (as set out in clause 2.2 of this Scheme of Delegation), or failure to act in a way which is appropriate in light of this Scheme of Delegation will be taken into account.
- 4.5.3. A person may also be removed from a Local Governing Body by the Trustees but only after the Trustees have given due regard to any representations by that Local Governing Body.
- 4.5.4. If any person who serves on a Local Governing Body in his/her capacity as an employee at one or more of the Schools/Academies ceases to work at the Schools / Academies then he/she shall be deemed to have resigned and shall cease to serve on the Local Governing Body automatically on termination of his/her work at the Schools/Academies.
- 4.5.5. Where a person who serves on a Local Governing Body resigns or is removed from a Local Governing Body, that person or, where he/she is removed from office, those removing him/her, shall give written notice thereof to that Local Governing Body who shall inform the Trustees.

4.6. Disqualification of members of a Local Governing Body

- 4.6.1. No person shall be qualified to serve on a Local Governing Body unless he/she is aged 18 or over at the date of his/her election or appointment. No current pupil of a School/Academy shall be entitled to serve on a Local Governing Body.
- 4.6.2. A person serving on a Local Governing Body shall cease to hold office if he/she becomes incapable by reason of mental disorder, illness or injury of managing or administering his/her own affairs.

- 4.6.3. A person serving on a Local Governing Body shall cease to hold office if he/she is absent without the permission of the Chair of that Local Governing Body from all the full meetings of that Local Governing Body held within a period of six months and that Local Governing Body resolves that his/her office be vacated.
- 4.6.4. A person shall be disqualified from serving on a Local Governing Body if:
- 4.6.4.1. he or she has been declared bankrupt and/or their estate has been seized from their possession for the benefit of their creditors and the declaration of seizure has not been discharged, annulled or reduced; or
 - 4.6.4.2. he/she is the subject of a bankruptcy restrictions order or an interim order.
- 4.6.5. A person shall be disqualified from serving on a Local Governing Body at any time when he/she is subject to a disqualification order or a disqualification undertaking under the Company 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).
- 4.6.6. A person serving on a Local Governing Body shall cease to hold office if he/she would cease to be a trustee by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of sections 178 to 180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 4.6.7. A person shall be disqualified from serving on a Local Governing Body if he/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/she was responsible or to which he/she was privy, or which he/she by his/her conduct contributed to or facilitated.
- 4.6.8. A person shall be disqualified from serving on a Local Governing Body at any time when he/she is included in the children's barred list kept by the Independent Safeguarding Authority under section 3(2) of the Safeguarding Vulnerable Groups Act 2006, as amended.
- 4.6.9. A person shall be disqualified from serving on a Local Governing Body if he/she is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.
- 4.6.10. A person shall be disqualified from serving on a Local Governing Body where he/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 sections 178 to 180 of the Charities Act 2011.

- 4.6.11. A person shall be disqualified from serving on a Local Governing Body if he/she has not provided to the chairman of the Trustees, by the date of their appointment to the Local Governing Body or as soon as practical thereafter, a disclosure and barring certificate (previously known as a criminal records certificate) at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chairperson or the Chief Executive Officer confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.
- 4.6.12. Where, by virtue of this Scheme of Delegation, a person becomes disqualified from serving on a Local Governing Body and he/she was, or was proposed, to so serve, he/she shall upon becoming so disqualified give written notice of that fact to the Local Governing Body who shall inform the Trustees.
- 4.6.13. This clause 4.6 and paragraph 2 of Appendix 1 shall also apply to any member of any committee of the Board of Trustees who is not a member of a Local Governing Body.

5. **DELEGATED POWERS**

5.1. General Provisions

- 5.1.1. Subject to clause 8 below and in accordance with the provisions of the Companies Act 2006, the Articles and any directions given by the Members of the Trust following a special resolution, the management of the business of the Schools/Academies shall be delegated by the Trustees to the Local Governing Bodies who may exercise all the powers of the Trust in so far as they relate to the Schools/Academies, in accordance with the terms of this Scheme of Delegation. No alteration of the Articles and no such direction shall invalidate any prior act of a Local Governing Body which would have been valid if that alteration had not been made or that direction had not been given. Except as provided for in this Scheme of Delegation, the powers given by this Scheme of Delegation shall not be limited by any special power given to the Trustees by the Articles or to a Local Governing Body by this Scheme of Delegation and a meeting of a Local Governing Body at which a quorum is present may exercise all the powers so delegated.
- 5.1.2. In general terms, the responsibility of the Trustees in so far as the business of the Schools/Academies is concerned is to determine the policy and procedures of the Schools/Academies and to consider and respond to strategic issues. Whilst the Trustees are free to decide what constitutes a strategic issue, having regard to all the circumstances, unless a matter is identified as a strategic issue and/or is identified as

being the responsibility of the Trustees under this Scheme of Delegation, the responsibility for such matter will be that of a Local Governing Body.

5.1.3. Examples of strategic issues would be:

- an increase in planned admission numbers
- an expansion of the capacity of a School / Academy;
- significant change in staffing levels or structure, including leadership; and
- significant change in the curriculum - time allocations for subjects, for example.

Details of other reserved matters are set out in Appendix 2.

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

5.1.4.1. to expend certain funds of the Trust (if permitted by clause 5.3) in such manner as the Local Governing Body shall consider most beneficial for the achievement of the Object in so far as it relates to the Schools / Academies; and

5.1.4.2. to oversee the Ofsted areas of Quality of Teaching, Pupil Achievement and Behaviour and Safety.

5.1.5. In the exercise of its powers and functions, a Local Governing Body may consider any advice given by the Chief Executive Officer and any other executive officer and shall act in accordance with any advice, instruction and/or direction given by the Trustees.

5.1.6. Any bank account in which any money of the Trust in so far as it relates to the Schools / Academies is deposited shall be operated by the Trust on behalf of the Schools / Academies. All cheques and orders for the payment of money from such an account shall be signed by at least two signatories authorised by the Trustees.

5.1.7. Where any power or function of the Trustees has been exercised by a Local Governing Body, that Local Governing Body shall report to the Trustees in respect of any action taken or decision made with respect to the exercise of that power or function at the meeting of the Trustees immediately following the taking of the action or the making of the decision.

5.2. Aims and Mission Statement

5.2.1. Whilst a Local Governing Body shall be responsible for ensuring that the Schools / Academies are conducted in accordance with the ethos and values referred to in clause 2, the determination of the Schools /

Academies' ethos and mission statement shall be the responsibility of the Trustees.

- 5.2.2. At all times, the Trustees and each Local Governing Body shall ensure that the Schools / Academies are conducted in accordance with the Object, and any agreement entered into with the Secretary of State for the funding of the Schools / Academies.

5.3. Finance

- 5.3.1. In acknowledgement of the receipt by the Trustees of funds in relation to the Schools / Academies provided by the Secretary of State, donated to the Trust and/or generated from the activities of the Trust, the Trustees shall be responsible for the management and spending of all monies received on account of the Schools / Academies for the purposes of the Schools / Academies in accordance with the financial plan approved by the Trustees.

- 5.3.2. The accounts of the Trust shall be the responsibility of the Trustees but each Local Governing Body shall provide such information about the finances of the Schools / Academies as often and in such format as the Trustees may reasonably require.

5.4. Premises

- 5.4.1. The maintenance of the buildings and facilities used in respect of the Schools / Academies are the responsibility of the Trust and the Trustees, who shall have regard at all times to the safety of the users of the buildings and the facilities and the legal responsibilities of the Trustees (and/or any others) as owners of such buildings and facilities.

- 5.4.2. The Trustees shall develop a three year asset management plan 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 Schools / Academies' responsibility to ensure the buildings and facilities are maintained to an appropriate standard. In particular, it will identify immediate need and works in year 1 of the Plan and the principles for asset and premises management for years 2 and 3 of this Plan.

- 5.4.3. The responsibility for any disposals or acquisitions of land to be used by the Schools / Academies will be that of the Trustees.

- 5.4.4. Insuring the land and buildings used by the Schools / Academies will be the responsibility of the Trustees.

5.5. Resources

5.5.1. Key Staff

- 5.5.1.1. The Trustees shall appoint all staff on the leadership pay scale to include the Chief Executive Officer, the Headteachers and any Deputy and Assistant Heads. The

Trustees and each Local Governing Body may delegate such powers and functions as they consider are required by the Chief Executive Officer for the internal organisation, management and control of each School / Academy (including the implementation of all policies approved by the Trustees and each Local Governing Body and for the direction of the teaching and curriculum at the Schools / Academies).

5.5.2. Other Staff

5.5.2.1. The Trustees shall also be responsible for the appointment and management of all other staff to be employed at the Schools / Academies and shall:

5.5.2.1.1. establish all policies dealing with staff from time to time;

5.5.2.1.2. set pay terms;

5.5.2.1.3. set any standard contracts or terms and conditions for the employment of staff;

5.5.2.1.4. manage any claims and disputes with staff members having regard to any advice and recommendations given by the Local Governing Body;

5.5.2.2. carry out the performance management of all staff and shall put in place procedures for the proper professional and personal development of staff.

5.6. Curriculum and Standards

5.6.1. The Trustees shall delegate the responsibility for the setting and review of the curriculum to the Local Governing Body of each School/Academy within the Trust.

5.6.2. Each Local Governing Body shall be responsible for the standards achieved by the Schools / Academies and the pupils attending the Schools /Academies but shall follow such advice and recommendations of the Trustees as they might issue from time to time.

5.6.3. Each Local Governing Body shall be responsible for the setting and review from time to time of each School's / Academy's admissions policy provided that no change will be made to the admissions criteria without the written consent of the Trustees.

5.6.4. Each Local Governing Body shall review and consult on the admissions arrangements for the forthcoming academic year, subject to prior agreement with the Trustees of the admissions policy and criteria to be consulted on. These arrangements and any new admissions policy and criteria must be agreed with the Trustees before being adopted for each School / Academy.

- 5.6.5. Any decision to expand a School / Academy shall be that of the Trustees but who shall have regard to the views of the relevant Local Governing Body.
- 5.7. Extended Schools and Business Activities
- 5.7.1. Whilst the undertaking of any activities which would be described as part of the Schools / Academies' "extended schools agenda" or any activities designed to generate business income, would be the responsibility of a Local Governing Body, this shall only be undertaken in a manner consistent with any policy set by the Trustees and having regard to the viability of such activities, the impact on the Schools / Academies' activities and any financial implications, such as the threat of taxation in light of the Trust's charitable objects and any threat to funding provided by the Secretary of State.
- 5.8. Regulatory Matters
- 5.8.1. The responsibility for the satisfaction and observance of all regulatory and legal matters shall be that of the Trustees but each Local Governing Body shall do all such things as the Trustees may specify as being necessary to ensure that the Trust is meeting its legal obligations.
6. **OPERATIONAL MATTERS**
- 6.1. Each Local Governing Body shall comply with the obligations set out in Appendix 1 which deals with the day to day operation of a Local Governing Body.
- 6.2. Each Local Governing Body will adopt and comply with all policies of the Trustees communicated to a Local Governing Body from time to time.
- 6.3. Both the Trustees and members of a Local Governing Body have a duty to act independently and not as agents of those who may have appointed them and will act with integrity, objectivity and honesty in the best interests of the Trust and the Schools / Academies and shall be open about decisions and be prepared to justify those decisions except in so far as any matter may be considered confidential between the Trustees and a Local Governing Body.
- 6.4. Each Local Governing Body shall review its policies and practices on a regular basis, having regard to recommendations made by the Trustees from time to time, in order to ensure that the governance of the Schools / Academies within the Trust is best able to adapt to the changing political and legal environment.
- 6.5. Each Local Governing Body shall provide such data and information regarding the business of the Schools / Academies and the pupils attending the Schools / Academies as the Trustees may require from time to time.
- 6.6. Each Local Governing Body shall work closely with and shall promptly implement any advice or recommendations made by the Trustees in the event that intervention is either threatened or is carried out by the Secretary of State and the Trustees expressly reserve the unfettered right to review or remove any power or responsibility conferred on a Local Governing Body under this Scheme of Delegation in such circumstances.

- 6.7. The Trustees reserve the right to direct staff (by negotiation) to work in other areas of the Trust than are included in their current employment and on tasks and activities which are commensurate with their skills and experience. This is intended to provide career and professional development opportunities for staff.

7. **ANNUAL REVIEW**

- 7.1. This Scheme of Delegation shall operate from the Effective Date in respect of the Schools / Academies.
- 7.2. The Trustees will have the absolute discretion to review this Scheme of Delegation at least on an annual basis and to alter any provisions of it.
- 7.3. In considering any material change to this Scheme of Delegation or any framework on which it is based, the Trustees will have regard to and give due consideration of any views of a Local Governing Body.

8. **RESERVATION OF POWERS**

The Trustees, having overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of Schools / Academies, may exercise functions and powers delegated to a Local Governing Body under this Scheme of Delegation in accordance with the provisions of Appendix 3 in the event of one of the following circumstances occurring:

- 8.1. One of the Schools / Academies is deemed Inadequate and is either:
- 8.1.1. placed in Special Measures following an Ofsted inspection, or
 - 8.1.2. advised of "Serious Weaknesses" following an Ofsted inspection; or
- 8.2. The School / Academy is advised that it "Requires Improvement" following an Ofsted inspection.
- 8.3. In the absolute discretion of the Trustees, a School / Academy is deemed not to be acting in accordance with this Scheme of Delegation or is otherwise not acting in accordance with the Ethos and Mission Statements of the Trust as set out in Clause 2.

APPENDIX 1

FUNCTIONING OF A LOCAL GOVERNING BODY

1. **CHAIRPERSON AND VICE-CHAIRPERSON OF A LOCAL GOVERNING BODY**
 - 1.1. The members of a Local Governing Body shall each school year, at their first meeting in that year, elect a chairperson and a vice-chairperson from among their number to serve until a successor is appointed or a vacancy occurs as envisaged in paragraph 1.3. This appointment is subject to approval by the Trustees. Neither a person who is employed by the Trust (whether or not at an Academy) nor a person who is at the time of election already a Trustee (except where such person is a Trustee by virtue of being the incumbent chairperson) shall be eligible for election as chairperson or vice-chairperson.
 - 1.2. When Schools / Academies are first established an interim chairperson may be appointed by the Trustees.
 - 1.3. Subject to paragraph 1.4, the chairperson or vice-chairperson shall hold office as such until his/her successor has been elected in accordance with this clause 1.
 - 1.4. The chairperson or vice-chairperson may at any time resign his office by giving notice in writing to that Local Governing Body and the Trustees. The chairperson or vice-chairperson shall cease to hold office if:
 - 1.4.1. he/she ceases to serve on that Local Governing Body;
 - 1.4.2. he/she is removed from office in accordance with this Scheme of Delegation; or
 - 1.4.3. in the case of the vice-chairperson, he/she is elected in accordance with this Scheme of Delegation to fill a vacancy in the office of chairperson.
 - 1.5. Where by reason of any of the matters referred to in paragraph 1.4, a vacancy arises in the office of chairperson or vice-chairperson, the members of a Local Governing Body shall at its next meeting elect one of their number to fill that vacancy.
 - 1.6. Where the chairperson is absent from any meeting or there is at the time a vacancy in the office of the chairperson, the vice-chairperson shall act as the chair for the purposes of the meeting.
 - 1.7. Where in the circumstances referred to in paragraph 1.4 the vice-chairperson is also absent from the meeting or there is at the time a vacancy in the office of vice-chairperson, the members of a Local Governing Body shall elect one of their number to act as a chairperson for the purposes of that meeting, provided that the person elected shall neither be a person who is employed by the Trust (whether or not at a School / Academy) nor a Trustee.
 - 1.8. A Trustee shall act as chairperson during that part of any meeting at which the chairperson is elected.

- 1.9. Any election of the chairperson or vice-chairperson which is contested shall be held by secret ballot.
- 1.10. The chairperson or vice-chairperson may be removed from office by the Trustees at any time or by a Local Governing Body in accordance with this Scheme of Delegation if any of the circumstances in clause 4.5 (if relevant) or clause 4.6 of this Scheme of Delegation apply to either the chairman or vice-chairman at any time that they hold such position on a Local Governing Body.
- 1.11. A resolution to remove the chairperson or vice-chairperson from office which is passed at a meeting of a Local Governing Body shall not have effect unless:
 - 1.11.1. it is confirmed by a resolution passed at a second meeting of that Local Governing Body held not less than fourteen days after the first meeting; and
 - 1.11.2. the matter of the chairperson's or vice-chairperson's removal from office is specified as an item of business on the agenda for each of those meetings.
- 1.12. Before a resolution is passed by a Local Governing Body at the relevant meeting as to whether to confirm the previous resolution to remove the chairperson or vice-chairperson from office, the person or persons proposing his/her removal shall at that meeting state their reasons for doing so and the chairperson or vice-chairperson (as the case may be) shall be given an opportunity to make a statement in response.

2. **CONFLICTS OF INTEREST**

- 2.1. Any member of a Local Governing Body who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his or her duties as a member of a Local Governing Body shall disclose that fact to the Local Governing Body as soon as he or she becomes aware of it. A person must absent himself or herself from any discussions of that Local Governing Body in which it is possible that a conflict will arise between his duty to act solely in the interests of the Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).
- 2.2. For the purpose of paragraph 2.1, a person has a Personal Financial Interest if he/she is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or one of the Schools / Academies.
- 2.3. In any conflict between any provision of this Scheme of Delegation and the Articles, the Articles shall prevail.
- 2.4. Any disagreement between the members of a Local Governing Body, the Chief Executive and/or any subcommittee of a Local Governing Body shall be referred to the Trustees for their determination.

3. THE MINUTES

- 3.1. The minutes of the proceedings of a meeting of a Local Governing Body shall be drawn up and entered into a book kept for the purpose by the person authorised to keep the minutes of that Local Governing Body and shall be signed (subject to the approval of the members of that Local Governing Body) at the same or next subsequent meeting by the person acting as chairman thereof. The minutes shall include a record of:
- 3.1.1. all appointments of members to that Local Governing Body; and
 - 3.1.2. all proceedings at meetings of that Local Governing Body and of committees of that Local Governing Body including the names of all persons present at each such meeting.
- 3.2. The chairperson shall ensure that copies of minutes of all meetings of that Local Governing Body shall be provided to the Trustees as soon as reasonably practicable after those minutes are approved.

4. COMMITTEES

- 4.1. Subject to this Scheme of Delegation, the Local Governing Body may establish any subcommittee. The constitution, membership and proceedings of any subcommittee shall be determined by the Local Governing Body but having regard to any views of the Trustees. 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 the Local Governing Body or Trustees. The Local Governing Body may determine that some or all of the members of a subcommittee who are not Trustees or who do not serve on the Local Governing Body shall be entitled to vote in any proceedings of the subcommittee.
5. No vote on any matter shall be taken at a meeting of a subcommittee unless the majority of members of the subcommittee present either are Trustees or who serve on the Local Governing Body. **DELEGATION**
- 5.1. Provided such power or function has been delegated to a Local Governing Body, that Local Governing Body may further delegate to any person serving on that Local Governing Body, the Chief Executive Officer, Head of School 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 either the Trustees or that Local Governing Body may impose and may be revoked or altered.
- 5.2. Where any power or function of the Trustees or a Local Governing Body is delegated to and exercised by any Trustee or member of a Local Governing Body, the Chief Executive Officer or Head of School or any other holder of an executive office, that person 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 that Local Governing Body immediately following the taking of the action or the making of the decision.

6. MEETINGS OF A LOCAL GOVERNING BODY

- 6.1. Subject to this Scheme of Delegation, a Local Governing Body may regulate its proceedings as the members of that Local Governing Body think fit.
- 6.2. Each Local Governing Body shall meet at least three times in every school year. 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 given by:
 - 6.2.1. the Trustees;
 - 6.2.2. that Local Governing Body (insofar as such direction is not inconsistent with any direction given by the Trustees); or
 - 6.2.3. the chairperson of that Local Governing Body or, in his/her absence or where there is a vacancy in the office of chairperson, the vice-chairperson of that Local Governing Body, so far as such direction is not inconsistent with any direction given as mentioned in 5.2.1 or 5.2.2 above.
- 6.3. Any three members of a Local Governing Body may, by notice in writing given to the clerk, requisition a meeting of that Local Governing Body and it shall be the duty of the clerk to convene such a meeting as soon as is reasonably practicable.
- 6.4. Each member of a Local Governing Body shall be given at least seven clear days before the date of a meeting:
 - 6.4.1. notice in writing thereof, signed by the clerk, and sent to each member of that Local Governing Body at the address provided by each member from time to time; and
 - 6.4.2. a copy of the agenda for the meeting;

provided that where the chairperson or, in his/her absence or where there is a vacancy in the office of chairperson, the vice-chairperson, 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/she directs.
- 6.5. 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.
- 6.6. A resolution to rescind or vary a resolution carried at a previous meeting of a Local Governing Body shall not be proposed at a meeting of a 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.

- 6.7. A meeting of a Local Governing Body shall be terminated forthwith if:
- 6.7.1. the members of that Local Governing Body so resolve; or
 - 6.7.2. the number of members present ceases to constitute a quorum for a meeting of a Local Governing Body in accordance with paragraph 5.10, subject to paragraph 5.12.
- 6.8. Where in accordance with paragraph 5.7 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.
- 6.9. Where a Local Governing Body resolves in accordance with paragraph 5.7 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 they shall direct the secretary to convene a meeting accordingly.
- 6.10. Subject to paragraph 5.12, the quorum for a meeting of a Local Governing Body, and any vote on any matter thereat, shall be any three of the members of that Local Governing Body. If the Trustees have appointed any additional members of a Local Governing Body pursuant to clause 4.1.2.5 of this Scheme of Delegation then a majority of the quorum must be made up of such persons.
- 6.11. A 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 further meeting of that Local Governing Body.
- 6.12. The quorum for the purposes of:
- 6.12.1. appointing a parent member;
 - 6.12.2. 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 plus a Trustee.
- 6.13. Subject to this Scheme of Delegation, every question to be decided at a meeting of a 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 a Local Governing Body shall have one vote.

- 6.14. Any decision to remove the Chairman of a Local Governing Body shall be at the sole discretion of the Trustees but a Local Governing Body may advise the Trustees in relation to the same.
- 6.15. Subject to paragraphs 5.10 – 5.12, where there is an equal division of votes, the chairman of the meeting shall have a casting vote in addition to any other vote he may have.
- 6.16. The proceedings of a Local Governing Body shall not be invalidated by
 - 6.16.1. any vacancy on the board; or
 - 6.16.2. any defect in the election, appointment or nomination of any person serving on that Local Governing Body.
- 6.17. A resolution in writing, signed by all the persons entitled to receive notice of a meeting of a Local Governing Body, shall be valid and effective as if it had been passed at a meeting of that 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 a Local Governing Body and may include an electronic communication by or on behalf of a Local Governing Body indicating his or her agreement to the form of resolution providing that the member has previously notified that Local Governing Body in writing of the email address or addresses which the member will use.
- 6.18. Subject to paragraph 5.18, a Local Governing Body shall ensure that a copy of:
 - 6.18.1. the agenda for every meeting of the Local Governing Body;
 - 6.18.2. the draft minutes of every such meeting, if they have been approved by the person acting as chairman of that meeting;
 - 6.18.3. the signed minutes of every such meeting; and
 - 6.18.4. any report, document or other paper considered at any such meeting,are, as soon as is reasonably practicable, made available at the Schools / Academies to persons wishing to inspect them.
- 6.19. There may be excluded from any item required to be made available in pursuance of paragraph 6.17, any material relating to:
 - 6.19.1. a named teacher or other person employed, or proposed to be employed, at a School / Academy;
 - 6.19.2. a named pupil at, or candidate for admission to, a School / Academy; and
 - 6.19.3. any matter which, by reason of its nature, a Local Governing Body is satisfied should remain confidential.

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

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

6.20.2. the Local Governing Body has access to the appropriate equipment.

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.

7. NOTICES

7.1. Any notice to be given to or by any person pursuant to this Scheme of Delegation (other than a notice calling a meeting of a 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 these Articles, "Address" in relation to electronic communications, includes a number or address used for the purposes of such communications.

7.2. A notice may be given by a Local Governing Body to its members either personally or by sending it by post in a prepaid envelope addressed to the member at his/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 a Local Governing Body by the member. A member whose registered address is not within the United Kingdom and who gives to a Local Governing Body an address within the United Kingdom at which notices may be given to him/her, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him at that address, but otherwise no such member shall be entitled to receive any notice from a Local Governing Body.

7.3. A member of a Local Governing Body present, either in person or by proxy, at any meeting of a Local Governing Body shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

- 7.4. 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.
- 7.5. A notice shall be deemed to be given at the expiration of 48 hours after the envelope containing it was posted by guaranteed next day delivery or, in the case of a notice contained in an electronic communication, at the expiration of 48 hours after the time it was sent.

8. INDEMNITY

- 8.1. Subject to the provisions of the Companies Act 2006 and clause 6.3 of the Articles, every member of a Local Governing Body or other officer or auditor of the Trust acting in relation to the Schools / Academies shall be indemnified out of the assets of the Trust against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.



APPENDIX 2:

TRUSTEES' AREAS OF AUTHORITY AND RESPONSIBILITY

1. Preparation and approval of this Scheme of Delegation under which the Schools / Academies of Stanley Learning Partnership are governed and subsequent amendments
2. Compliance with Funding Agreement
3. Compliance with the DFE's Academies Financial Handbook
4. Compliance with the financial and accounting requirements of the Trust
5. Strategic and financial planning for the Trust and the Schools / Academies
6. Cost allocation between the Trust and the Schools / Academies
7. Employment of all staff
8. Staff pay policy, terms and conditions
9. Annual school and staff objectives
10. Appointment of auditors
11. Insurance provision
12. Organisational change
13. Best value statement
14. Health & Safety policy
15. Attendance policy and targets
16. Uniform policy
17. Branding policy and guidelines
18. Data Protection policy and Information Officer
19. Charges and Remissions Policy
20. Aims and Mission Statement
21. Ethos and values
22. Compliance with all statutory regulations
23. Determination of admissions policy and arrangements
24. Determination of educational vision within the MAT



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25. To enter into contracts on behalf of the Trust and the Schools / Academies
 26. Operation of all Trust and Academy bank accounts
 27. Manage and spend all monies on behalf of the Schools / Academies
 28. Financial risk management strategies

APPENDIX 3

RESERVATION OF POWERS

The Trustees reserve the right to deliver themselves the powers and functions, as delegated under this Scheme to a Local Governing Body, in the following circumstances where a School / Academy is causing concern and is judged Inadequate as set out in section 44 of the Education Act 2005 (as amended):

1. School / Academy in Special Measures
 - 1.1 In the event that an Academy is placed in Special Measures, the Trustees may reserve to themselves any or all powers delegated to a Local Governing Body under this Scheme of Delegation; save for which the Trustees, in their absolute discretion, deem necessary to operate the School / Academy.
 - 1.2 A Local Governing Body may continue to operate the School / Academy on a day to day basis, subject to regular consultation with the Chair of the Trustees.
2. School/Academy with "Serious Weaknesses".
 - 2.1 In the event that a School / Academy is notified of "Serious Weaknesses" following an Ofsted inspection, the Trustees may:
 - 2.1.1 withhold the right of a Local Governing Body to appoint staff;
 - 2.1.2 request a Local Governing Body refers all major financial decisions to it for approval;
 - 2.1.3 reserve its right to approve in advance all decisions to enter into contracts made by a Local Governing Body;
 - 2.1.4 review any other major decision which it considers to be necessary to maximise the efficient running of the School / Academy.
 - 2.2 A Local Governing Body may continue to oversee operation of the Academy on a day to day basis, in conjunction with the Chief Operating Officer and staff of the School / Academy but shall keep the Trustees regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the School / Academy.
3. Academy / School "Requiring Improvement"
 - 3.1 In the event that a School / Academy is deemed to "Require Improvement" the Trustees may:
 - 3.1.1 withhold the right of a Local Governing Body to appoint staff;
 - 3.1.2 review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

3.2 A Local Governing Body may continue to oversee the operation of the School / Academy on a day to day basis, in conjunction with the Chief Executive Officer and staff of their school within the Trust but shall keep the Trustees regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the School / Academy.

3. Trustees' discretion

3.1 The Trustees may override provisions relating to delegation to a Local Governing Body contained in this Scheme where, in their absolute discretion, they deem it necessary for the efficient operation of the Academies or the Trust.

3.2 If the Trustees decide to exercise their power under this clause 3, the Chair of Trustees and the Chief Executive Officer shall be authorised to exercise this right.