



PACE

Academy Trust

Partnership, Achievement, Community & Excellence

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# Scheme of Delegation

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# TRUST SCHEME OF DELEGATION

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## Table of Contents

Introduction and Statement of Intent .....	4
Our Mission .....	4
Accountability: Governance and Management Structures.....	4
Members .....	5
The role of Directors and the Strategic Board .....	5
Committees of the Strategic Board .....	7
Delegation limits.....	8
Executive Leadership Group .....	9
Trust Leadership Group .....	9
Roles and Responsibilities.....	9
Local Governing Bodies .....	10
Our governance professionals.....	11

## Introduction and Statement of Intent

1. PACE Academy Trust is an exempt charity and a company limited by guarantee which is governed by our Directors (our trustees) who are responsible for, and oversee, the management and administration of the Trust and the schools run by the Trust. This Scheme of Delegation will apply to all schools for which the Trust is responsible.
2. The Directors are accountable to external government agencies including the Charity Commission, Education and Skills Funding Agency and the Department for Education for the quality of the education our schools provide and they are required to have systems in place through which they can assure themselves of quality, safety and good practice. The principal regulator is the DfE.
3. The purpose of this Scheme of Delegation is to provide operating clarity as to the roles, responsibilities and authority of those who contribute to the governance and oversight of the schools and the Trust itself. The Scheme of Delegation is subsidiary to the Articles, the Funding Agreements and all schools/academies legislation.

## Our Mission

4. Our mission is to provide education and care of great quality in happy, inspiring environments, in which all children are valued and encouraged to succeed.
5. We achieve this by working in close partnership, across our schools, and at all levels, in order to develop and share best practice.
6. Our mission, values and commitments to our children are set out on our website: <https://www.paceacademytrust.com>

## Accountability: Governance and Management Structures

7. PACE Academy Trust is governed by:

**Members** – guardians of PACE Academy Trust, their role is similar to that of shareholders of a limited company

**Directors (our trustees)** – appointed by Members to oversee the business of PACE, agreeing the overarching strategic direction and vision, ensuring robust governance and holding the Chief Executive and Trust leaders to account.

**Chief Executive Officer** – appointed by the Directors to lead the trust. The CEO is also the Accounting Officer. The CEO is a Director.

**Executive Leadership Group** comprising Headteachers and Heads of School, Chief Executive Officer, Chief Financial Officer, Chief Operating Officer & Executive Headteacher. The executive leaders:

- collectively contribute to the achievement of the Trust mission
- enable the vision of individual schools

**Trust Leadership Group** comprising Chief Executive Officer, Chief Financial Officer, Chief Operating Officer & Executive Headteacher lead the strategic development of the trust, overseen by Directors.

**Local Governing Bodies** – support and hold the school leaders to account for the educational, financial, safety and safeguarding/welfare standards and compliance within their school in line with their terms of reference . Together with the Headteachers/ Heads of School, they ensure that the Trust and school’s vision, values and ethos is upheld.

8. Our ‘**Decision Making Matrix**’ sets out how decision making is delegated in PACE Academy Trust.

## Members

9. The Trust has 5 Members. The Members of the Trust have a different status to the Directors. They are the signatories to the Memorandum of Understanding and have agreed the Trust’s Articles of Association (a document that outlines the governance structure and how the Trust will operate). The Articles of Association also describe how Members are recruited and replaced, and how many of the Directors the Members can appoint to the Strategic Board. The Members appoint Directors to ensure that the Trust’s charitable object is carried out. Directors may be disqualified from continuing in their role for reasons set out in our Articles of Association or if there is a serious safeguarding concern in line with Keeping Children Safe in Education.

An Annual General Meeting must be held each year, with Members and Directors. The meeting will be quorate if the majority of Members are present, either in person or by proxy. Members must receive the audited annual report and accounts. They are responsible for approving any amendments made to the Trust’s Articles of Association. Members are not permitted to be employees of PACE Academy Trust.

10. The Members hold the Directors to account for the effective governance of the Trust. However, the Members themselves have a minimal role in the actual running of the Trust.
11. The Members appoint the Trust’s external auditors.

## The role of Directors and the Strategic Board

12. The Directors are the charity trustees within the terms of Section 177 (1) of the Charities Act 2011 and are responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the memorandum and Articles of Association.
13. The Members have the power under the Companies Act 2006 to appoint and remove Directors. The Strategic Board may also appoint and remove Directors. When appointing new or additional Directors, due consideration should be made to the annual skills audit. Specific skills may be needed if a Director is to take responsibility for and lead on a specific area, or to undertake the role of the Chair of the Strategic Board.
14. The Directors are appointed for a term of office of four years. A Director may be re-appointed subject to conditions set out in our Articles of Association. The Directors will each year elect a Chair and Vice Chair from amongst their number.
15. In PACE Academy Trust the Chief Executive is appointed as a Director. The Chief Executive is also appointed as accounting officer for PACE Academy Trust.
16. The Directors have a duty to act in good faith in the best interests of the Trust. This duty includes a responsibility to do the following:
  - ensure compliance with the Academy Trust Handbook and all legal obligations;
  - report on the Trust's activities as required;
  - act with integrity and to avoid any personal conflicts of interest and not to misuse any charity funds or assets;
  - act prudently in the financial management of the Trust, avoiding putting any assets, funds or reputation of the Trust at undue risk;
  - exercise reasonable care and skill, using personal knowledge and experience to ensure the Trust is well run and efficient; and
  - act responsibly, getting advice from others, including professional advisors, where appropriate.
17. The Strategic Board (comprising all PACE Directors) is the accountable body for the performance of all schools within the Trust and as such is responsible for the following:
  - Ensuring clarity of vision, ethos and strategic direction

- Holding executive leaders to account for the educational performance of the schools and their pupils, and the performance management of staff
  - Overseeing the financial performance of the trust and make sure its money is well spent.
18. The Strategic Board will delegate to the CEO responsibility for the day to day operations of the Trust. The Directors can determine whether to delegate any governance functions.
19. The Strategic Board:
- ensures the quality of educational provision at each of the Trust's schools;
  - safeguards and promotes the welfare of children ensuring responsibilities outlined in KCSIE are fulfilled: appointing a safeguarding Director; annually reviewing all safeguarding policies; monitoring safeguarding activity across all schools including action taken on racist and bullying incidents;
  - ensures the suitability of staff, supply staff, volunteers, contractors and proprietors
  - complies with the Health and Safety at Work Act and related regulations
  - manages asbestos in its schools effectively, compliant with the Control of Asbestos Regulations 2012
  - manages the school estate strategically and maintains the estate in a safe working condition
  - ensures regularity and propriety in use of the Trust's funds, and achieves economy, efficiency and effectiveness – the three elements of value for money
  - takes ownership of the Trust's financial sustainability and its ability to operate as a going concern;
  - ensures the Trust complies with data protection legislation; and
  - ensures the Trust has in place an appropriate IT strategy, which includes arrangements to protect its IT network.

### Committees of the Strategic Board

20. The Strategic Board conducts some of its business through committees and will establish a structure of committees as appropriate. These committees will act in an advisory capacity to the Strategic Board except where powers have been specifically delegated to them by the Strategic Board.

21. The Trust Board will establish the following committees:

- Finance and Audit Committee;
- Educational Excellence Committee.

22. The Strategic Board delegates a number of important financial requirements to the Finance and Audit Committee: namely to advise the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and risk management arrangements; to direct a programme of internal scrutiny and to consider the results and quality of external audit.

23. The Educational Excellence Committee is designed to enable the Directors to hold a regular 'deep-dive' into the educational performance of each one of its schools. It provides an opportunity for school leaders to tell the 'educational story' of their school, celebrating successes and highlights, and sharing their strengths, challenges and areas for development.

24. Detailed terms of reference for both committees are set out.

### *Delegation limits*

25. Subject to the Articles, the constitution, membership and proceedings of any committee shall be determined by the Directors. The establishment, terms of reference, constitution and membership of any committee of the Directors shall be reviewed at least once in every twelve months.

26. The membership of any committee of the Directors may include persons who are not Directors, provided that (with the exception of the Local Governing Bodies) a majority of members of any such committee shall be Directors. Except in the case of Local Governing Bodies, (LGB), no vote on any matter shall be taken at a meeting of a committee of the Directors unless the majority of members of the committee present are Directors.

27. Directors may delegate to any Director, committee (including any LGB), the CEO 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 shall be made subject to any conditions the Directors may impose, and may be revoked or altered.

28. The implementation and impact of functions delegated to the LGBs will be quality assured by the PACE Strategic Board.



29. Directors shall appoint the Trust Leadership Group and may delegate such powers and functions as they consider are required by them for the internal organisation, management and control of the Trust and Schools (including the implementation of all policies approved by the Directors and for the direction of the teaching and curriculum at the Academies).

30. The Directors cannot delegate any functions relating to the:

- Constitution of the Trust;
- Appointment or removal of the Chair and Vice-Chair of the Directors;
- Suspension or removal of Directors;
- Delegation of functions, i.e. the adoption or revision of this Scheme of Delegation;
- Establishment of committees;
- Dissolution of committees.

### Executive Leadership Group

**The Executive Leadership Group** consists of the Headteachers and Heads of School, Chief Executive Officer, Chief Financial Officer, Chief Operating Officer & Executive Headteacher. The executive leaders:

- collectively contribute to the achievement of the Trust mission
- enable the vision of individual schools

### Trust Leadership Group

31. The Trust Leadership Group currently comprises the CEO, an Executive Headteacher (EHT), a Chief Financial Officer (CFO) and a Chief Operating Officer (COO).

32. The Trust Leadership Group work under the direction of the Chief Executive to ensure the efficient organisation and running of the Trust. Detailed financial delegations are set out in the Trust Finance Policy. The Chief Executive sets and agrees all elements of the detailed job descriptions of each member of the Trust Leadership Group.

33. The costs of the functions undertaken by the CEO and the Trust Leadership Group and the services provided at Trust level will be funded on a fair basis by the schools and agreed by Directors.

### *Roles and Responsibilities*

34. The Chief Executive is appointed by the Directors and is responsible for the leadership of the Trust. The CEO is appointed by Directors and reports to them.

35. The Headteacher or Head of School is responsible within their school for: the day to day leadership of the school, the quality of the teaching, learning and assessment;

managing the school and its people; financial management; securing accountability, strengthening community and safeguarding and the welfare of pupils; and for shaping the future of the school. The Headteacher / Head of School is accountable to the Chief Executive and to the LGB for the school's performance, specifically for the progress of the pupils and other matters which have been delegated.

36. The Executive Headteacher leads work to oversee the monitoring of teaching and learning in schools, sets and oversees an annual schedule of assessment and monitoring, develops and oversees trust wide professional development for teaching staff and provides executive leadership support to specific Heads of School.
37. The Chief Operating Officer provides strategic operational leadership including: risk management and mitigation; maintains systems for the control of key areas of compliance including data protection and health and safety; oversees key developments in site development, maintenance and improvement; ensures trust-wide services such as IT services are appropriately delivered; leads the HR function for the Trust; and supports the Chief Executive and Directors in all aspects of governance.
38. The Chief Financial Officer provides professional accounting, financial management and strategic financial support to the Chief Executive, Executive Headteacher, Headteachers, Finance & Audit Committee and Strategic Board across the whole range of financial issues impacting on the Trust. This role includes ensuring compliance with all relevant financial regulation and reporting requirements placed upon the Trust; ensuring the production of timely and accurate financial forecasts, plans and reports to enable and facilitate clear financial decision making to safeguard the long-term financial sustainability of the Trust.

### Local Governing Bodies

39. The Trust delegates a number of important responsibilities for governance to the local, school level. Every school in PACE Academy Trust shall have a Local Governing Body.
40. The role and purpose of the LGB is to oversee the quality of learning provided by the school and the safety of pupils and staff on behalf of the Body. Each school must comply with its own terms of delegation, which provides details of the LGB's four main responsibilities:
  - Responsibilities for the quality of learning and the curriculum
  - Responsibilities for safeguarding and health and safety of pupils, staff and visitors:
  - Responsibilities for financial management of the School\*:
  - Responsibility for senior appointments at the School.

\*Sponsored schools do not ordinarily have delegated responsibility for their finances until they are judged by Ofsted to be Good or better.

41. In PACE Academy Trust schools which include a specialist provision the LGB will also have responsibility for the quality of learning and the curriculum in specialist provisions.
42. The number of governors on a Local Governing Body shall be between nine and twelve. The Head Teacher or Head of School shall be a member ex officio. No more than one third of members may be employees of the school (including the Head Teacher) and there must be a minimum of two parent governors. The members of a Local Governing Body are appointed by Directors other than parent governors and staff governors who are chosen by election. The Board shall request and consider recommendations from the LGB before making such appointments.
43. The Local Governing Body shall elect its own Chair and Vice Chair every year subject to their terms of delegation from the Strategic Board. The Chair of a Local Governing Body in a sponsored school shall be appointed by Directors until such time as the school is graded Good or better by Ofsted.
44. The Local Governing Body must meet as a whole Local Governing Body at least once in each half term. This may be reduced to termly if the LGB has established sub-committees to carry out its delegated business.
45. Full terms of delegations to our Local Governing Bodies are set out. These set out the role, purpose and responsibilities of the LGB, the composition in terms of membership and how those governors are appointed, the reporting requirements of the Boards, and the conduct and frequency of meetings.

#### [Our governance professionals](#)

46. The Trust appoints governance professionals to support both Trust and local levels of governance to enable our Members, Directors and Governors to fulfill their roles effectively. Minutes of Trust and local governing body meetings will be produced by our governance professionals.