



# Scheme of Delegation

## Terms of Reference and Matrix of Delegated Authorities



**Effective in 2024-25**

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### Annual Review

- The DSAT Scheme of Delegation shall operate from the Effective Date.
- The Trust Board is required by its constitution to review the Scheme at least annually and has absolute discretion to alter or withdraw any provisions of it.
- In considering any material changes to this Scheme or any framework on which it is based, the Trust Board will have regard to the views of stakeholders.

## Our Vision and Strategy

The Diocese of Salisbury Academy Trust (DSAT) has a vision for growing thriving Christian schools, enabling all to flourish, serving communities, and collaborating for excellence. Rooted in the values of **love**, **hope**, and **joy**, DSAT's vision is to create an environment where everyone can grow and succeed.

The Trust's Strategy 2030 is built on four windows that encourage us to look out to 2030: flourishing children, strong communities, thriving people, and digital excellence. Each window represents a commitment to enhancing the educational experience, outcomes and overall wellness of students, staff, and the wider community.

**Flourishing Children:** We aim to secure the wellness and success of every child. This includes ensuring that children can read fluently, are inspired by a broad curriculum, and have opportunities for personal and spiritual growth. The Trust is dedicated to overcoming barriers to learning and providing inclusive and inspiring opportunities for all, especially the most vulnerable.

**Strong Communities:** We work closely with diocesan and civic bodies to support not only children but also their families and communities. The Trust advocates for the alleviation of poverty and disadvantage, strengthens relationships within and between families, and provides access to support services and enrichment opportunities.

**Thriving People:** We value our staff and are committed to their wellness and professional growth. We aim to recruit and retain diverse talent, provide opportunities for career progression, and support staff in taking responsibility for their own wellness. The Trust also focuses on developing resilient leaders who can drive positive change.

**Digital Excellence:** We are dedicated to delivering a secure and well-connected digital experience. This includes equipping children with digital skills, enabling teachers to create high-quality learning experiences, and ensuring that administrative tasks are carried out efficiently. The Trust's digital strategy aims to raise expectations and strengthen infrastructure across all areas of work.

## Introduction

The Diocese of Salisbury Academy Trust (referred to as DSAT or the Trust) is a charitable company and single legal entity overseen by a single Governing Board (the DSAT Board of Trustees) which is ultimately accountable for all pupils, employees, academies, monies, assets and compliance with statutory duties. The Trust's purpose is defined by the company 'objects' in the Articles of Association which, in summary, is 'to provide education for public benefit'. A copy can be found [here](#).

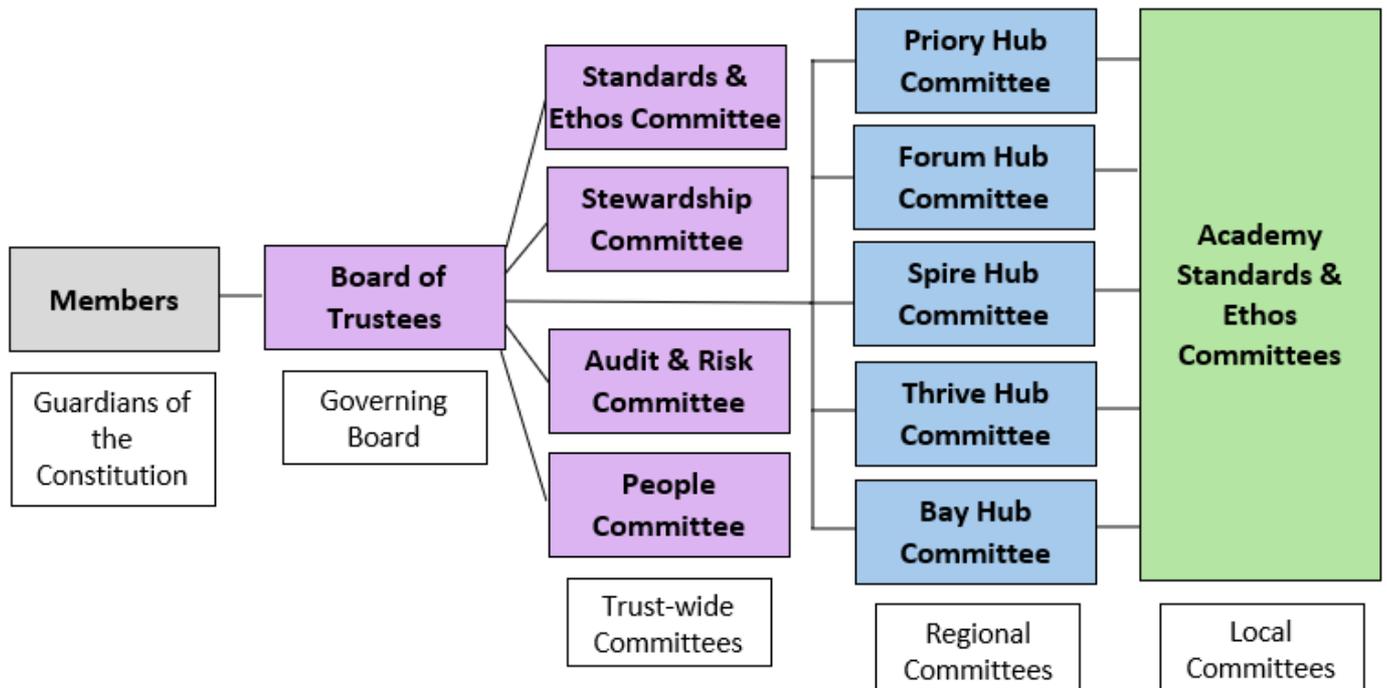
The Trust is regulated by the Department for Education (DfE) which has delegated oversight responsibility for the performance of every academy trust in England to Regional Schools Commissioners (RSC) and the Education and Skills Funding Agency (ESFA). The Trust's Chief Executive Officer (CEO) and Chair of Trustees are invited to an annual Trust Review meeting with a representative of the RSC SW Office. The Trust contracts with the ESFA to receive funding via [Funding Agreements](#). The Funding Agreements stipulate several regulatory requirements including compliance with the Academy Trust Handbook.

In accordance with the Academy Trust Handbook, the Trust Board provides:

- **Strategic leadership of the academy trust:** the board defines the trust vision for high quality and inclusive education in line with its charitable objects. It establishes and fosters the trust's culture and sets and champions the trust strategy including determining what, if any, governance functions are delegated to the local tier
- **Accountability and assurance:** the board has robust effective oversight of the operations and performance of the academy trust, including the provision of education, pupil welfare, overseeing and ensuring appropriate use of funding and effective financial performance and keeping their estate safe and well-maintained
- **Engagement:** the board has strategic oversight of relationships with stakeholders. The board involves parents, schools and communities so that decision-making is supported by meaningful engagement.

## Governance Structure

Due to the Trust's current size and expectations of further growth, in line with sector research and published guidance, it operates a regional hub model of governance as shown in the diagram below.



The number of Academy Standards and Ethos Committees (ASECs) (formerly called LGBs) reporting to each regional Hub Committee varies. The governance structure diagram could be viewed as hierarchical, but the Trust Board would prefer to view itself as sitting behind the Regional Hub Committees and Academy Standards and Ethos Committees (ASECs) who are closest to the frontline in scrutinising the educational performance of academies. As a result, the Trust Board recognises and appreciates the strategic leadership input of Governors who oversee delivery of the Trust's vision and strategic plan priorities to make a positive impact on children, their families, and local communities.

## Members

The role of Members is to act as the guardians of the Trust's constitution (Articles of Association). Every academy trust has Members who have a similar role to shareholders of a company (but to clarify, there are no shares in an academy trust) and the Salisbury Diocesan Board of Education (SDBE) is a Corporate Member of the Diocese of Salisbury Academy Trust. The Members meet three times per year, in addition to the Annual General Meeting, to help them keep aware of any key factors affecting the Trust and its educational and financial performance. Members:

1. Are the subscribers to the memorandum of association (if they signed the legal documents to open the Trust).
2. May amend the articles of association subject to any restrictions created by the funding agreement or charity law.
3. May, by special resolution, appoint new members or remove existing members other than, where there is one, the foundation/sponsor body and any members it has appointed.
4. Have powers to appoint Trustees as set out in the Trust's articles of association and powers under the Companies Act 2006 to remove Trustees.
5. May, by special resolution, issue direction to the Trustees to take a specific action,
6. Appoint the Trust's external auditors and receive (but do not sign) the audited annual report and accounts (subject to the Companies Act).
7. Have power to change the company's name and, ultimately, wind it up.

## Board of Trustees

The Members shall appoint up to three trustees. The Diocesan Board of Education shall appoint Trustees to ensure that the Trust Board's membership is composed of a majority of those approved as Foundation Trustees. The Chief Executive Officer (CEO) may choose to be an ex-officio Trustee for as long as they remain in post, and the Trust Board may appoint co-opted Trustees for their skills, knowledge, and experience. Trustees shall for each school year elect a Chair and Vice-Chair from among their number.

The Trust Board is ultimately accountable to the DfE for the quality and effectiveness of its educational and financial performance and governance and ensuring compliance with statutory duties and regulatory requirements. The Trust Board has appointed the Business Support Administrator ("BSA") as the Company Secretary/Clerk and has access to its own legal and other specialist advisors. The Trust Board is collectively responsible for fulfilling five core functions:

1. Ensuring clarity of vision for high quality and inclusive education in line with its charitable objects, ethos, and strategic direction and including safeguarding and the promotion of wellbeing of staff and pupils.
2. To drive the Trust's Strategic Plan and Growth Strategy and monitor their delivery.
3. Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff.
4. Overseeing and ensuring effective financial performance through robust effective oversight of the operations and performance of the Trust, including the provision of education, pupil welfare, overseeing and ensuring appropriate use of funding and keeping the estate safe and well-maintained.
5. Ensuring the Board has strategic oversight of relationships with stakeholders such as parents, schools and communities so that decision-making is supported by meaningful engagement.

For transparency, the names of the Trust's Members and Trustees are published via [Getting Information About Schools](#).

## Committees

The Trust Board's Scheme of Delegation (SoD) is reviewed annually and sets out what the Board has opted to delegate to its committees and executive/senior leaders on the understanding that they will carry out their delegated duties strictly in line with committee terms of reference (from page 7 onwards) and SoD Matrix (Appendix A) and to maximise effectiveness, efficiency and impact from the Trust's governance arrangements. The Trust Board has absolute discretion to alter or withdraw any provisions of the SoD and any delegated duties exercised **must** be reported back to the Trust Board via the committee meeting minutes and annual reports. Effective relationships and two-way communication to/from the Trust Board and its committees are also facilitated through termly chairs' and clerks' forum meetings as well as whole governance team learning and networking via participation in DSAT Governance Collaborative Professional Learning events and webinars.

All policies referred to in this SoD relate to the current policies stored in the DSAT SharePoint and/or published on [the Trust's website](#). The Trust Board takes out indemnity insurance annually to protect those working in it, or on behalf of it, from civil or criminal proceedings where they are acquitted by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.

## Terms of Reference – Trust Board (the Board)

The Trust Board is the key decision-making body of the Diocese of Salisbury Academy Trust (DSAT). It is responsible for the oversight and governance of all aspects of the Trust's work, as outlined in the Articles of Association and the Academy Trust Handbook. The Board sets the strategic direction of the Trust, holds senior leadership to account, and oversees the Trust's financial performance, all within the context of the Trust's Christian ethos, vision and values.

### Membership

Membership	Number	Term	Election Process
Trustees	10	4 years	Elected by the Diocesan Board of Education and Members
Chief Executive Officer	1	Ex-officio	Elected by the Board

The Board will appoint a Chair and Vice-Chair annually from among its members. The Board will also appoint a Governance Professional, Company Secretary and Clerk (these roles may be shared). The constitution, membership, and terms of reference shall be reviewed at least once every twelve months.

### Reporting

- The CEO will report to each Board meeting on the performance of the Trust
- The Board will produce an annual report and accounts for the Members and external stakeholders
- The Board will ensure regular communication with the Members, the Diocese of Salisbury and others

### Quorum and Meeting Frequency

The Board will meet at least four times per year. Committees of the Board will meet at least three times per year and report to the full Board at each meeting

### Delegation

- The Board may delegate its powers and functions to committees, including Academy Standards and Ethos Committees
- The Board will review and approve the Scheme of Delegation annually
- Even where functions are delegated, the Trust Board remains accountable and responsible for these functions

### Main Duties - see Appendix A Matrix for fuller details

1. Set the Trust's vision, values and strategic direction.
2. Hold executive leaders to account for educational performance and staff management.
3. Monitor progress and impact of the Trust's Strategy, as well as sub-strategies for Growth (informed by the A&R Committee) and Governance against agreed success measures.
4. Oversee financial performance and resource management, ensuring money is well spent and financial controls are in place.
5. Ensure compliance with charity and company law, funding agreement, and other relevant regulations.
6. Maintain oversight of the Trust risk register, as informed by the Audit & Risk Committee.
7. Appoint senior executives, including the CEO, Accounting Officer, CFOO, and Headteachers.
8. Set executive pay and agree the pay scales for other staff.
9. Approve the annual budget and monitor its implementation.
10. Ensure regularity, propriety, and value for money in the Trust's activities.
11. Conduct meetings, make decisions, and follow proper governance procedures.
12. Manage conflicts of interest.
13. Keep proper accounts, prepare annual financial statements, and ensure external audit.
14. Prepare and submit annual reports and returns.
15. Ensure effective communication between all levels of governance and to stakeholders.
16. Delegate powers appropriately to committees, Academy Standards and Ethos Committees, or executives.
17. Promote ethical leadership and collaboration across the Trust.
18. Ensure the Trust is a good employer and prioritise staff wellness.
19. Evaluate board performance and ensure continuous improvement in governance.
20. Ensure the voices of stakeholders are heard and considered in decision-making.
21. Develop the Board with the right people and necessary skills.

## Terms of Reference – Academy Standards and Ethos Committee (ASEC)

To ensure the Trust Board maintains oversight of effective educational performance for the benefit of children, they have delegated responsibility to ASECs to hold school leaders to account in key aspects of educational improvement and church school flourishing.

### Membership

A minimum of 9 governors recruited for their skills, knowledge and experience in the following categories:

Membership	Number	Term	Election Process
Foundation/Trust	5	4 years	Former VC x 3 and VA x 5 Foundation
Headteacher	1	Ex-officio	n/a
Staff	1	4 years	Elected by all staff
Parent	2	4 years	Parent election or ASE Committee appointment

The ASEC is responsible for recommending a Chair to the Board for appointment. The ASEC appoints the Vice-Chair. Trust appointed and Foundation governors may also be parents of children at the school.

### Reporting

- The Headteacher reports as the responsible officer for educational improvement in the school.
- The Clerk is to ensure minutes are filed in SharePoint within two weeks, having first been proof-read by the Headteacher and Chair.
- The Chair is to promote a two-way flow of communication between the Trust Board, Hub and other ASECs.

### Quorum and Meeting Frequency

ASECs shall meet formally six times per year. A minimum of three governors, or 50% of the total membership (whichever is higher), including either the Chair or Vice-Chair, is required to be quorate. Decisions shall be taken by a majority vote, with the Chair having a casting vote. The ASEC should self-evaluate at least annually its performance and impact on pupils.

### Main Duties - see Appendix A Matrix for fuller details

1. Approve the school's Christian vision, values, ethos and longer-term strategic goals (aligned with those of the Trust); meet with relevant staff and pupils to monitor impact, to ascertain how deeply they are embedded in the school, its curriculum and collective worship; support pupil and staff engagement and wellness.
2. Each non-staff governor will take responsibility for meeting with staff and monitoring evidence of impact in one of the following areas: Early Years, SEND, Disadvantaged/PP, Safeguarding, and Health and Safety.
3. Monitor the school's curriculum and other aspects of its performance against the agreed success criteria within the Academy Improvement Plan (AIP), identifying and challenging where more rapid progress might be required.
4. Engaging with Academy Improvement Meetings (AIMs), and Church School Flourishing Reviews (CSFRs), to gain first-hand evidence of progress towards meeting success criteria; use priority actions from the resultant reports to provide appropriate challenge to ensure rapid progress towards completion of these actions.
5. Scrutinise reports from the Headteacher in relation to school context, outcomes (compared to local and national averages) and progress towards meeting the agreed success criteria.
6. Through monitoring visits and engaging with mandatory audits, ensure compliance with statutory duties for health and safety and safeguarding.
7. Receive Trust policies and approve school policies that align with the school's values.
8. Contribute to the appointment of school leaders/teachers, appraisal of the Headteacher and panels that may need to be convened for staffing, exclusions or complaints appeals.
9. Receive, for information, financial summary reports to support understanding of the school's context.
10. Championing the school and Trust to parents and others, promoting strong links with the parish, church, and wider community.

### **Terms of Reference – Hub Committee (Hub)**

The purpose of Hub Committees is to strengthen the raising of standards, support the efficient use of resources, and develop the Christian ethos across the Hub. The committee provides a link between the Trust Board and Academy Standards and Ethos Committees (ASEC). At each term's meeting, Chairs of ASECs are asked to report to Trustees about progress and areas for development in their schools and ASECs. Meetings include regular review of the Hub Improvement Plan (HIP), which references common areas of development, as well as other areas of development in schools. Hub Committees also provide a forum for sharing best practice governor monitoring and exploring a range of questions between stakeholders.

### **Membership**

Hub Committee membership is comprised of the Chairs of the Hub's Academy Standards and Ethos Committees, two Trustees, the Regional Director of Education (RDE) and Hub Business Manager (HBM). The Trustees will act as Chair and Vice-Chair. If committee members are unable to attend, they are asked to send a substitute.

### **Reporting**

- The Regional Director of Education will attend Hub meetings in an advisory role to support ASEC understanding of school improvement pedagogy, and effective monitoring of Hub Improvement Plans (HIPs).
- The Hub Business Manager attends in an advisory role to answer Trustee and ASEC Chair queries relating to risk and the deployment of resources.
- Two designated Trustees attend Hub meetings to enable communication with the Trust Board and act as Chair and Vice-Chair.
- The Clerk is to ensure minutes are shared with stakeholders in draft within two weeks via the Chairs and Clerks SharePoint site.

### **Quorum and Meeting Frequency**

Hubs shall meet formally three times per year. A minimum of one trustee, one RDE and one HBM plus 50% of the total membership from ASEC Chairs is required to be quorate. Decisions shall be taken by a majority vote, with the Chair having a casting vote. The Hub should self-evaluate at least annually its performance and impact on pupils.

### **Meeting Operation**

The Chair opens the meeting having previously met with the Clerk and liaised with ASEC Chairs, the RDE and HBM to request any special items for discussion. The Chair will lead members through the agenda which is designed to cover the main duties identified above and in line with the core purposes identified above.

### **Main Duties - see Appendix A Matrix for fuller details**

1. Operate as a Committee of the Trust Board with a regional focus on school improvement, ethos, resources and effective governor monitoring.
2. Monitor/evaluate performance against the HIP success criteria, agreeing follow-up action or celebrating achievements.
3. Identify any concerns, or share strong practice, in relation to safeguarding, ensuring that issues identified are passed on appropriately.
4. Understand Hub areas of strength and concern, as well as opportunities to share best practice or resources to improve provision and outcomes for pupils, especially those who are disadvantaged; where appropriate, agree a strategy for improvement.
5. Maintain a general overview of key risks, resource and capital needs of the Hub and provide feedback to the DSAT Services team where required.
6. Share governance practice and identify areas for development to share with the Head of Governance and Compliance.
7. Self-evaluate Hub Committee performance and impact on Hub performance annually.



## Terms of Reference – Trust Standards and Ethos Committee (TSEC)

To ensure the Trust Board maintains robust oversight of the quality of education, both academic and spiritual, provided across the Trust, it has delegated responsibility to the Standards and Ethos Committee to deal with any matter falling within its terms of reference. In summary, **Trust scrutiny and challenge** of educational standards, ethos, pupil outcomes and welfare against the Strategic Plan success criteria to facilitate church school flourishing.

### Membership

The Trust Board appoints the trust committee's membership which is composed of a minimum of three and maximum of five non-executive Trustees who possess the skills, knowledge and experience required to fulfil the Committee's delegated remit effectively. The Committee may co-opt additional members for a period not exceeding one year to provide specialist skills. Employees should not be committee members. The Trust Board appoints the Committee Chair. The Committee appoints its own Vice-Chair.

### Reporting

- The Deputy CEO (DCEO) is to attend the Committee's meetings and report as the responsible officer for educational improvement across the Trust's Hubs and Schools. The Chief Executive Officer (CEO) may attend the Committee's meetings and participate in discussions. The CEO and DCEO are not committee members and have no voting powers. The Committee may ask the CEO/DCEO to withdraw and/or invite other staff/advisers to attend to assist it with any issue(s) it wishes to discuss.
- The Committee Chair is to formally report to the Trust Board after each meeting.
- The Clerk is to ensure minutes are in SharePoint within two weeks.

### Quorum and Meeting Frequency

This Trust Committee shall meet at least three times per year and a minimum of three non-executive Trustees (including either the Committee Chair or Vice-Chair) is required to be quorate. The Trust Board or CEO may ask to convene further meetings if they want the Committee's advice on any issue(s).

### Main Duties - see Appendix A Matrix (plus SIAMs/Ofsted Inspection Frameworks) for fuller details

1. Monitoring the delivery of sub-strategies for Trust Improvement, Inclusion, Early Years and Flourishing, against agreed success criteria and to evaluate progress and impact.
2. Quality assure the development/cohesion of the Hub/Academy Improvement Plans, considering associated risks; ensuring allocation of the Trust's resources is aligned explicitly with the identified priorities.
3. Monitor/evaluate the development and implementation of Trust policies relating to its remit.
4. Contribute to the development and implementation of the Trust's key messages, and communications, championing the schools to parents/communities.
5. Monitor/evaluate any proposals to alter the school day or term/INSET dates.
6. Monitor/evaluate Academy Improvement Meeting (AIM), SIAMS and Ofsted inspection reports to identify Trust-wide areas of strength and improvement and opportunities to share best practice or resources to improve outcomes for pupils, especially disadvantaged children, and where appropriate, agree a strategy for improvement.
7. Get to know the Trust's schools via pre-arranged and accompanied visits with the Deputy CEO/Regional Director of Education and/or Headteacher to provide triangulation of internal reports about pupil outcomes data, vision and values, collective worship, RE teaching and comparison with external data and benchmarking.
8. Ensure the curricula are consistent with Trust policy and implementation enhances outcomes for ALL pupils.
9. Monitor/evaluate pupils' behaviour and attitudes across the Trust (considering suspension and exclusion data), including implementation of the Behaviour Policy, and where appropriate, agree a strategy for improvement.
10. Contribute to the appraisal of the Deputy CEO.
11. Ensure the Trust Board is compliant with its statutory and contractual duties relating to the Committee's remit.
12. Monitor/evaluate compliance with child protection legislation via Trust policy and practice in line with legislation including KCSIE, Prevent, Working Together to Safeguard Children.
13. Evaluate the minutes of Hub Committee meetings to respond to any common themes or issues identified.
14. Self-evaluate the Committee's own effectiveness and impact on Trust's performance annually.

## Terms of Reference - Trust Stewardship Committee (TSC)

To ensure the Trust Board maintains robust oversight of the trust's financial performance and assets, it has delegated responsibility to the Stewardship Committee for Trust scrutiny and challenge of all DSAT's financial affairs, stewardship of its assets, and efficient use of its resources to maximise outcomes for pupils and maintain the Trust as a going concern. To hold the Chief Finance and Operations Officer to account for the technical leadership of the Trust's financial and operational management and procedures and finance/operations team.

### Membership

The Trust Board appoints the trust committee's membership which is composed of a minimum of three and maximum of five non-executive Trustees who possess the skills, knowledge and experience required to fulfil the Committee's delegated remit effectively. The Committee may co-opt additional members for a period not exceeding one year to provide specialist skills. Employees should not be committee members and the Chair of Trustees should not be Chair of the Finance and Resources Committee. The Trust Board appoints the Committee Chair. The Committee appoints its own Vice-Chair.

### Reporting

- The Accounting Officer (AO) and Chief Finance and Operations Officer (CFOO) should attend to provide information and participate in discussions but are not committee members and have no voting powers. The Committee may ask the AO/CFOO to withdraw and/or invite other staff/advisers to attend to assist it with any issue(s) it wishes to discuss.
- The Committee Chair is to formally report to the Trust Board and Accounting Officer after each meeting.
- The Clerk is to ensure minutes are filed on SharePoint within two weeks.

### Quorum and Meeting Frequency

This Trust Stewardship Committee shall meet at least three times per year and a minimum of three non-executive Trustees is required to be quorate. The Trust Board or AO may ask to convene further meetings if they want the Committee's advice on any particular issue.

### Main Duties - see Appendix A Matrix (plus the Academy Trust Handbook & Charity Commission CC12/14) for fuller details

1. Monitoring the delivery of sub-strategies for Finance, Estates/Sustainability and Growth (where it impacts finance) against agreed success criteria and to evaluate progress and impact.
2. Monitor/evaluate the development and implementation of Trust policies relating to its remit.
3. Monitor/evaluate the Trust's written scheme of delegation within the Finance Manual.
4. Inform the Trust Board's decision making about the funding model.
5. Maintain robust financial oversight of the Trust and ensure effective use of DfE school resource management tools to inform decision making.
6. Ensure budget forecasts for the current and future years are compiled accurately, based on realistic assumptions, including any provision to sustain capital assets, and reflect previous lessons learnt and submitted to the DfE within published deadlines.
7. Ensure budgets and cashflow are managed robustly and avoid deficits/overdrafts.
8. Monitor/evaluate monthly management accounts including income/expenditure, variation to budget report, cashflow and balance sheet.
9. Ensure use of integrated curriculum and financial planning/School Resource Management tools.
10. Challenge pupil number estimates as these underpin revenue projections.
11. Monitor DfE approval as required, for writing off debts, losses, letters of comfort, indemnities or acquiring and disposing of fixed/heritage assets, freehold land, and buildings, taking up/granting a leasehold or gifts beyond Academy Trust Handbook (ATH) limits.
12. Evaluate the Health and Safety Manual, systems and data to ensure the safe operations of the Trust.
13. Approve, monitor and evaluate capital projects and maintenance of the Trust's fixed asset register.
14. Monitor/evaluate procurement to ensure compliance with procurement law; regularity, probity, and value for money from use of public funds.
15. Ensure the generation of additional income is ethical and spend is in line with the vision, ethos, and strategy.
16. Contribute to the appraisal of the Chief Financial Officer.
17. Ensure the Trust Board is compliant with its statutory and contractual duties relating to the Committee's remit.
18. Monitor/evaluate Hub Committee minutes to respond to any common themes or issues identified.
19. Self-evaluate the Committee's own effectiveness and impact on Trust's performance annually.

## Terms of Reference – Trust Audit and Risk Committee (TARC)

The Trust Board has delegated responsibility to the Audit and Risk Committee to deal with any matter falling within its terms of reference and to provide challenge to hold the Accounting Officer to account for ensuring probity, regularity and compliance in use of Trust's resources (Academy Trust Handbook ATH 1.24 – 1.34). The Audit and Risk Committee must direct the Trust's programme of internal scrutiny; ensure that risks are being addressed appropriately and report to the board on the adequacy and effectiveness of the Trust's internal control framework.

### Membership

The Trust Board appoints the committee members, consisting of three to five non-executive Trustees with the necessary skills and experience. The Committee can co-opt additional members for up to one year for specialised skills. Employees cannot be committee members, and the Chair of Trustees should not be the Chair of the Audit and Risk Committee. The Trust Board appoints the Committee Chair, and the Committee appoints its Vice-Chair.

### Reporting

- The Accounting Officer (AO) and Chief Finance and Operations Officer (CFOO) should attend to provide information and participate in discussions but are not committee members and have no voting powers. The Committee may ask the AO/CFOO to withdraw and/or invite other staff/advisers to attend to assist it with any issue(s) it wishes to discuss.
- Internal and External Auditors/Advisers will have free and confidential access to the Committee Chair.
- The Committee Chair is to formally report to the Trust Board and Accounting Officer after each meeting.
- The Clerk is to ensure minutes are filed on SharePoint within two weeks.

### Quorum and Meeting Frequency

This Trust Audit and Risk Committee shall meet at least three times per year and a minimum of 3 non-executive Trustees (including either the Committee Chair or Vice-Chair) is required to be quorate. The Trust Board or AO may ask to convene further meetings if they want the Committee's advice on any issue(s).

### Main Duties - see Appendix A Matrix (plus Academy Trust Handbook and Charity Commission CC8) for fuller details

1. Monitoring the delivery of sub-strategies for Growth, the Estates/Sustainability Strategy, the Finance Strategy, the Digital sub-strategy and others where there are risk factors, against agreed success criteria, and to evaluate progress and impact.
2. Monitor/evaluate the development/implementation of Trust policies relating to its remit, including health & safety, safeguarding and wellbeing.
3. Ensure all strategic processes and categories of risk are being regularly and effectively identified, reported, and managed (including contingency and business continuity planning).
4. Inform the Trust Board's appointment of an internal auditor ensuring they are independent and suitably qualified with membership of a relevant professional body; monitor/evaluate their performance annually.
5. Procure, within the agreed budget, ad hoc specialist advice when required and an annual programme of internal scrutiny based on the Trust Risk Register and advise the Trust Board and its committees of any unmitigated risk or concern.
6. Review all outputs from other assurance providers/procedures to inform the programme of work i.e. DFE financial reviews, Accounts Direction, external auditor's management letter, review of governance.
7. Monitor/evaluate the adequacy and timeliness of the management response to issues identified by audit activity, including external audit's management letter.
8. Review anti-fraud policies/procedures, whistle-blowing processes and special investigations.
9. Quality-assure information submitted to DFE affecting funding, i.e. pupil number returns and funding claims by the Trust and its constituent academies, to ensure it is accurate and compliant with the criteria.
10. Inform the Members' appointment of a suitably qualified and experienced external auditor; monitor/evaluate their performance annually.
11. Oversee the planned activity and results of separate internal and external auditors.
12. Ensure adequate insurance cover in compliance with its legal obligations is in place or be a member of the Risk Protection Arrangement (RPA) N.B. the RPA does not cover all risks.
13. Ensure the Trust Board is compliant with its statutory and contractual duties relating to the Committee's remit.
14. Monitor/evaluate the suitability of, and extent of the Trust's compliance with, financial and non-financial controls, including the financial and non-financial controls and risks at constituent schools.
15. Self-evaluate the Committee's own effectiveness and impact on Trust's performance annually.

### **Terms of Reference - Trust People Committee (TPC)**

To ensure the Trust Board maintains robust oversight of the structure, resource, and performance of its employees, it has delegated responsibility to the People Committee to deal with any matter falling within its terms of reference. In summary, to provide Trust scrutiny and challenge of policies and practices relating to employees' appraisal and pay and consider associated factors including relevant legal and regulatory requirements and sector guidance.

### **Membership**

The Trust Board appoints the Trust committee's membership which is composed of a minimum of three and maximum of five non-executive Trustees who possess the skills, knowledge and experience required to fulfil the Committee's delegated remit effectively. The Committee may co-opt additional members for a period not exceeding one year to provide specialist skills. Employees should not be committee members. The Trust Board appoints the Committee Chair. The Committee appoints its own Vice-Chair.

### **Reporting**

- The Chief Executive Officer (CEO) is to attend to provide information about the performance management and pay progression proposals for all employees (except themselves) and participate in discussions, but they are not a committee member and have no voting powers. The Committee may ask the AO to withdraw and/or invite other staff/advisers to attend to assist it with any issue(s) it wishes to discuss.
- The Committee Chair is to formally report to the Trust Board after each meeting.
- The Clerk is to ensure minutes are filed on SharePoint within two weeks.

### **Quorum and Meeting Frequency**

This Trust Committee shall meet at least twice per year and a minimum of three non-executive Trustees (including either the Committee Chair or Vice-Chair) is required to be quorate. The Trust Board or CEO may ask to convene further meetings if they want the Committee's advice on any issue(s).

### **Main Duties - see Appendix A Matrix (plus the Academy Trust Handbook and DfE guidance) for fuller details**

1. Monitoring the delivery of sub-strategies for Wellness and DSAT Collaborate, as well as the Flourishing Strategy and others where they relate to staff wellness, against agreed success criteria, and to evaluate progress and impact.
2. Monitor/evaluate the development and implementation of Trust policies relating to its remit.
3. Oversee the development of a sustainable Trust staffing structure and a benchmarked pay range for all posts; identify opportunities for joint SLAs and multi-site leadership of key roles to increase impact, consistency, and efficiency.
4. Monitor/evaluate the remuneration, terms, and conditions of employees to reflect the Trust's vision, values and strategy and ensure value for money.
5. Monitor and evaluate Trust data for staff absence, recruitment and retention, ensuring improvements in metrics occur over time.
6. Review the Trust's Employment Manual, including appraisal and pay policies annually and consider the implications of any proposed changes upon the budget and longer-term financial sustainability of the Trust.
7. Monitor/evaluate the extent to which implementation of the Trust's approach to pay and benefits is transparent, proportionate, and justifiable, particularly executive pay.
8. Demonstrate independent and objective scrutiny and rigour in the challenge of pay progression proposals in line with the Trust's Policy and procedures to ensure they are underpinned by evidence of impact and the rationale behind the decision-making process reflects value for money, is recorded and retained.
9. Ensure the Trust Board is compliant with its statutory and contractual duties relating to the Committee's remit.
10. Evaluate the Board Chair's performance via 360 reviews periodically.
11. Self-evaluate the Committee's own effectiveness and impact on the Trust's performance annually.

**Appendix A - Trust Board Scheme of Delegation 2024/2025**

	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
	<b>Strategic Leadership</b>							
1.	Approve/alter articles of association subject to SDBE/regulatory approval							
2.	Approve the Trust's vision, Christian ethos and values							
3.	Display the Trust's vision, ethos and values prominently in the Academy							
4.	Approve the Trust's Strategic Plan success criteria and monitor on-going risk to the Trust's operation through the risk register							
5.	Approve the School's vision and ethos aligned with the Trust's vision, ethos and values							
6.	Approve the Academy Improvement Plan (AIP) success criteria ensuring alignment with the Trust's vision, ethos, values and strategic priorities							
7.	Embed a deeply Christian ethos, vision and values in the school to support flourishing							
8.	Approve the Hub Improvement Plan (HIP) success criteria identifying the common improvement themes drawn from the associated AIP/AIM/inspections							
9.	Approve the Trust's contingency, cyber-security and business continuity plans							
10.	Approve Trust policies in line with Trust's ethos and values as a single legal entity							
11.	Implement Trust Board approved Trust policies							
12.	Approve adaptation of designated Trust policies to suit the school in line with its vision, ethos, values and strategy							
13.	Approve academy policies and internal procedures in line with academy's ethos and values							

Key:  = Responsible for  = Contribute to  = Report & Action  = Monitor & Evaluate

	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
14.	Approve the Trust's stakeholder engagement, key messages and communication plan							
15.	Develop/implement suitable stakeholder engagement aligned to the Trust's key messages and promotes the voice of parents, staff and pupils							
16.	Champion the Trust and the Hub's schools to parents/communities							
17.	Provide operational leadership of the organisation, management/control in line with Trust's vision, ethos, values and strategy							
18.	Approve school day (opening times, extended provision), term and INSET dates							
<b>Accountability - Educational Improvement</b>								
19.	Maintain oversight of the Trust's educational performance against Strategic Plan success criteria and the risk register.							
20.	Monitor/evaluate the Hub's education performance against the HIP success criteria and risk register; challenging the Director or Regional Director of Education in relation to the impact of interventions and support and agreeing follow-up action or celebrating achievements.							
21.	Monitor/evaluate AIM/CSFR/SIAMS/Ofsted inspection reports to identify Trust / Hub / Academy areas of strength/improvement and opportunities to share best practice or resources to improve outcomes for pupils, especially disadvantaged children and, where appropriate, agree a strategy for improvement.							
22.	Monitor/evaluate the academy's education performance against the AIP success criteria and Risk Register, challenging the Headteacher in relation to the impact of interventions and support and/or celebrating achievements							
23.	Appoint a Disadvantaged/Vulnerable pupil lead' governor to ensure a positive impact is evident in pupil outcomes from use of grant funding for disadvantaged and vulnerable pupils e.g. pupil premium, PE and Sport premium							
24.	Triangulate internal reports about pupil outcomes data, collective worship, RE teaching via pre-arranged and accompanied visits with an employed/contracted							

Key:  = Responsible for  = Contribute to  = Report & Action  = Monitor & Evaluate

	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
	education professional and compare with AIM, CSFR reports and external visit reports or data							
25.	Contribute to AIM, SIAMS and Ofsted inspection meetings to identify areas of strength and improvement and opportunities to share best practice or resources to improve outcomes for pupils, especially disadvantaged children							
26.	Ensure the Christian ethos and distinctiveness is evident in the academy's published curriculum statement of intent, implementation and impact and the AIP							
27.	Ensure the curricula are consistent with Trust policy and implementation enhances outcomes for all pupils							
28.	Provide an accurate/reliable assessment of pupils' progress and predicted attainment in a Headteacher Report template to enable term-by-term comparison							
29.	Monitor/evaluate pupils' behaviour and attitudes including implementation of the Behaviour Policy and where appropriate, agree a strategy for improvement							
30.	Monitor/evaluate the Academy's implementation of the Attendance Policy: children missing education, absence, persistent absence (PA), notices and fines							
<b>Accountability - Staffing and Performance Management</b>								
31.	Approve a sustainable Trust staffing structure and a benchmarked pay range for all posts; identifying opportunities for joint SLAs and multi-site leadership of key roles e.g. SENDCo to increase impact, consistency and efficiency							
32.	Approve the remuneration, terms and conditions of employees to reflect the Trust's vision, ethos and strategy and ensure value for money							
33.	Approve the Trust's performance management and pay policies annually and consider the implications of any proposed changes upon the budget and longer- term financial sustainability of the Trust							
34.	Monitor/evaluate the extent to which implementation of the Trust's approach to pay and benefits is transparent, proportionate and justifiable, particularly executive pay							
35.	Demonstrate independent and objective scrutiny and rigor in the challenge of pay progression proposals in line with the Trust's Policy and procedures							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
36.	Monitor/evaluate the development of a Business Plan for any significant restructures that are likely to involve redundancies (voluntary or statutory) and associated costs or have the potential risk of future costs associated with employment tribunals or legal action							
37.	Approve, within the agreed budget and ESFA delegated authorities, any individual voluntary or statutory redundancy and other payments (severance, settlement agreements, payments in lieu of notice, etc.)							
38.	Approve a formal, rigorous and transparent process for the recruitment, suitability, selection and induction of all Executive Leaders i.e CEO/AO, DCEO, CFOO							
39.	Appoint the Trust's Services Team							
40.	Appoint Headteachers/Academy Leaders							
41.	Appoint Academy Deputy/Assistant Heads, SLT, teaching staff and TLR posts within agreed budget							
42.	Appoint all Academy support staff within agreed budget							
43.	Establish a CEO/AO Performance Management Panel to set/evaluate performance aligned to the Trust's Strategic Plan KPIs and commission, within an agreed budget, a suitably experienced External Adviser if required							
44.	Lead performance management of the CFO incl. CPD, development of pay progression proposals and/or capability/disciplinary proceedings							
45.	Lead performance management of executive leaders incl. CPD, development of pay progression proposals and/or capability/disciplinary proceedings							
46.	Lead performance management of HT CPL, development of pay progression proposals and/or capability/disciplinary proceedings							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
47.	Lead performance management of academy staff CPD, development of pay progression proposals and/or capability/disciplinary proceedings							
	<b>Accountability - Financial Performance</b>							
48.	Approve Trust's written scheme of delegation – financial, Finance Manual and procedures to maintain robust internal controls incl. delegated powers/spend limits							
49.	Approve the Trust's funding model							
50.	Maintain robust financial oversight of the Trust and ensure effective use of DfE school resource management tools to inform decision making							
51.	Monitor/evaluate financial plans to maintain the Trust as a going concern, ensuring sustainability and variances are reported to the Trust Board							
52.	Ensure budget forecasts for the current and future years are compiled accurately, based on realistic assumptions, including any provision to sustain capital assets, and reflect previous lessons learnt and submitted to the ESFA within published deadlines							
53.	Ensure budgets and cashflow are managed robustly and avoid deficits/overdrafts							
54.	Monitor/evaluate management accounts shared with the Chair of Trustees monthly, with other Trustees 6x p/a to maintain financial viability							
55.	Ensure use of integrated curriculum and financial planning							
56.	Ensure allocation of the Trust's resources is aligned explicitly with the identified priorities in the Strategic Plan/HIPs/AIPs							
57.	Ensure the Trust's senior employees' payroll arrangements fully meet tax obligations							
58.	Approve academy payroll timesheets and overtime within the delegated budget							
59.	Ensure all strategic processes and categories of risk are being regularly and effectively identified, reported and managed.							
60.	Procure, within the agreed budget, ad hoc specialist advice when required and an annual programme of internal scrutiny based on the Strategic Risk Register							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
61.	Approve the appointment of an internal auditor ensuring they are independent and suitably qualified with membership of a relevant professional body.							
62.	Review all outputs from other assurance providers/procedures to inform the programme of work i.e. ESFA reviews, external auditor's management letter, internal/external review of governance.							
63.	Monitor/evaluate the adequacy of management response to issues identified by audit activity, including external audit's management letter							
64.	Review anti-fraud policies, whistle-blowing processes and arrangements for special investigations							
65.	Ensure that information submitted to DfE/ESFA that affects funding, including pupil number returns and funding claims by the Trust and its constituent academies, is accurate and in compliant with the criteria (ATH 3.14).							
66.	Obtain ESFA approval for writing off debts, losses, guarantees, letters of comfort and indemnities beyond ATH limits							
67.	Obtain ESFA approval <u>before</u> acquiring and disposing of fixed/heritage assets, freehold land/buildings, taking up/granting a leasehold or gifts beyond ATH limits							
68.	Ensure probity, regularity and compliance in use of Trust's resources							
69.	Approve the appointment/removal of an external auditor							
70.	Approve annual report and Trust's externally audited accounts in line with Charity Commission's SORP and ESFA Accounts Direction							
71.	Submit Trust's externally audited accounts to ESFA by 31 December and Companies House by 31 May annually, circulate to every Member and publish via the Trust's website by 31 January annually							
72.	Approve capital projects and capital contract variations							
73.	Ensure a fixed asset register is maintained							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
74.	Approve IT infrastructure, hardware/software within agreed budget							
75.	Approve procurement and competitive tendering policy and procedures to increase probity and value for money							
76.	Ensure the generation of additional income is ethical and spend is in line with the vision, ethos and strategy							
77.	Ensure the Trust's Charging Policy sets fees for its chargeable services at full costs, and with an additional rate of return when in a commercial environment							
78.	Ensure adequate insurance in compliance with the Trust's legal obligations is in place.							
	<b>People</b>							
79.	Appoint/remove up to 3 Member appointed Trustees (Articles)							
80.	Appoint/remove no fewer than 5 and majority of Trustees (Articles)							
81.	Appoint/remove co-opted Trustees							
82.	Appoint elected parent/staff ASE Committee Governors							
83.	Adhere to the SDBE process to appoint/remove foundation Trustees and Governors							
84.	Appoint/remove Trust Board Chair							
85.	Appoint/remove Trust/Hub/ASEC Committee Chairs							
86.	Appoint/remove Committee Vice-Chairs							
87.	Appoint/remove Trust governors for Hub and ASE committees							
88.	Appoint/remove clerk to Trust Board and Trust committees							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
89.	Appoint/remove clerk to Hub and ASE Committees							
90.	Oversee the audit of skills, suitability, recruitment/induction/succession of the Executive and Governance Teams							
	<b>Structures</b>							
91.	Approve Trust's governance structure and membership annually							
92.	Approve Trust Board's Scheme of Delegation (SoD) and ToR annually							
93.	Ensure Chairs promote a two-way flow of communication between the Trust Board and its Committees							
94.	Approve governance team role descriptions							
95.	Convene governors for any panels required i.e. pay, exclusions, disciplinary, capability, complaints, appeals							
96.	Prepare and submit a written report to the Clerk for circulation AT LEAST 1 week ahead of each formal board or committee meeting							
	<b>Compliance</b>							
97.	Ensure the Trust/Academy is compliant with its statutory and contractual duties							
98.	Monitor/evaluate the suitability of, and extent of the Trust's compliance with, financial and non-financial controls, including the financial and non-financial controls and risks at constituent academies.							
99.	Appoint a Trustee/Academy Governor with leadership responsibility to quality assure the Trust's safeguarding arrangements							
100.	Appoint a Trust/Academy senior leader as Designated Safeguarding Lead and Deputy DSL to ensure compliance with child protection legislation via implementation of the Trust's Child Protection Policy in line with KCSIE, Prevent, Working Together to Safeguard Children across the Trust							

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	Delegated Authorities	Member	Trust Board	Trust Cttee	Exec. Team	Hub Cttee	ASE Cttee	Head
101.	Ensure awareness of and compliance with the Employment Manual re acceptable use of technology, staff/pupil relationships and communication							
102.	Appoint a SEND governor to ensure impact is evident in pupil outcomes from implementation of SEND code of practice/policy and EHC Plans							
103.	Approve Admissions Policy and/or arrangements (e.g. PAN, age) in line with School Admissions and Appeals Code							
104.	Appoint a H&S governor to ensure compliance with Trust H&S policy and practice, and appropriate risk assessments are carried out by leaders and external advisers							
105.	Ensure compliance with GDPR and Trust's data protection policy and procedures							
106.	Publish annual strategy and impact reports for grant funding e.g. Pupil/Sport premium							
	<b>Evaluation</b>							
107.	Self-evaluate Trust Board / Trust Committee performance and impact annually; procuring an external board review at least 3 yearly							
108.	Self-evaluate Hub Committee performance and impact annually and report the outcome to the Trust's Audit Committee							
109.	Self-evaluate ASEC performance and impact annually and report the outcome to the Hub Committee							
110.	Evaluate the Trust Board Chair's performance via 360 review periodically							