

WHITBURN C of E ACADEMY SCHEME OF DELEGATIONS AND DESIGNATIONS

FROM THE MEMORANDUM OF ASSOCIATION OF WHITBURN CHURCH OF ENGLAND ACADEMY

Meetings of the Governors

117. Subject to Article 119 the quorum for a meeting of the Directors, and any vote on any matter thereat, shall be any three Directors , or, where greater, any one third (rounded up to a whole number) of the total number of Directors holding office at the date of the meeting, who are in each case present at the meeting and entitled to vote on the matters to be resolved.

119. The quorum for the purposes of:

- i. any vote on the removal of a Director in accordance with Article 66;

And

- ii. Any vote on the removal of the Chair of the Directors in accordance with Articles 90
Shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Directors present at the meeting and entitled to vote on those respective matters.

What are Delegations and Designations?

Committees, individuals or groups of directors may be given **delegated powers** to undertake work and **make decisions on behalf of the governing board**. The governing board still has the final responsibility for any decision taken by these committees, individuals or groups. Those decisions must be reported to the governing board at its next meeting.

In addition committees, individuals or groups may be **designated** to undertake work and **make recommendations to the governing board**.

The Chair of a committee has no power to make decisions without reference to the committee itself. Only the Chair of the governing board, in certain circumstances, can act on behalf of the governing board.

Review of Performance

Governing boards must review the working of their committees and other delegations and designations on an annual basis. Under normal circumstances this will be at the termly meeting in the Autumn Term.

1. COMMON CONVENTIONS FOR ALL COMMITTEES

- Meetings to be convened by the Secretary to the Directors/Committee in consultation with the Chair of the Committee and the Principal.
- Agenda to be prepared by the Secretary to the Directors/Committee and distributed together with any supporting papers in accordance with current regulations.
- Minutes of all committee meetings must be kept, including the names of those present.
- Minutes to be presented to the next appropriate meeting of the Governing Board.
- Minutes to be taken by the Secretary to the Directors/Committee.
- The Chair to be elected at the first meeting of the committee following the annual review of committees.
- Frequency of meetings to be as necessary unless otherwise stated.

2. TERMS OF REFERENCE ETC FOR THE INDIVIDUAL COMMITTEES

2.1 FINANCE, AUDIT AND RISK COMMITTEE

Terms of Reference

(appendix 1)

Frequency of Meetings

(appendix 1)

Composition

A minimum of 3 Directors who will be appointed by the Board. At least one member of the Committee should have relevant financial or audit experience. The Chair of the Trust Board cannot be the Chair of the Finance Audit & Risk Committee.

Membership

Mrs S Beech, Mrs A Tobin, Mr L Williamson and Mrs H Wardle

The Principal and Chief Finance Officer will be in attendance but will have no voting rights.

Chair

The Chair to be elected at the first meeting of the committee following the annual review of committees.

2.2 STAFFING COMMITTEE

Composition

Chair **and** Vice Chair (ex officio), plus 3 other Directors

Note:

In the case of a Staff Grievance/Disciplinary action, the Chair **or** Vice Chair of the Board of Directors will be called to sit as a member of the Committee to enable the other to be available for any Appeals Committee.

Disqualification:

Directors employed by the Academy/Trust

Membership

Mrs A Tobin (by virtue of position), Mrs Beech, Mr B Morris, Mr L Williamson and Miss C Alder

The Principal will be in attendance but will have no voting rights.

Chair

Mr B Morris

Terms of Reference

(a) Appointments

To consider and take action on all matters relating to the appointment of the senior leadership team (responsibility points L9 and above) especially in relation to shortlisting and interviewing of candidates.

For the appointment of Principal, the panel must include the Chair and Vice Chair of Directors plus at least an additional five Directors.

For the appointment of Deputy Headteachers and Assistant Headteachers the panel must include the Chair and Vice Chair of Directors plus at least an additional three directors.

All other teaching and support appointments are delegated to the Principal and SLT.

For the appointment of the Chief Financial Officer, the panel must include the Chair of Directors and the Chair of Finance, Audit and Risk Committee.

(b) Staff Discipline

- To be responsible for all aspects of teaching and non-teaching staff discipline as detailed in the Academy's disciplinary procedures.
- To consider cases which may result in:
 - cease to work at the Academy
 - demotion
 - the lifting of the suspension against a member of staff.
- To hear staff grievances at Stage 4 as detailed in the Academy's grievance procedures.

Note:

The Principal may consider and take disciplinary action up to but not including dismissal.

Grievance/Disciplinary action

Where cases relating to grievance complaints by or disciplinary action against members of teaching and non-teaching staff are considered, the Principal cannot sit as a member of the Committee due to the likelihood of earlier involvement in the grievance/disciplinary process.

(c) Pay Review

- To have delegated powers to exercise those discretions afforded to the Governing Board within the Academy's pay policy.

Frequency of Meetings

Pay Review: At least once a year in the Autumn Term.

Note:

Pay or Performance Appraisal

The Principal has delegated responsibility for performance management for teachers to other line managers; those reviewers will make a recommendation to the Staffing Committee about performance pay decisions for eligible teachers.

No member of staff shall be involved in the determination of pay or performance appraisal for individuals on the school establishment except the Principal who shall act in an advisory capacity only regarding the pay appraisal of other members of staff but he/she shall not be involved where the subject of consideration is his/her own pay or performance appraisal.

2.3 PUPIL DISCIPLINE COMMITTEE

Terms of Reference

To consider decisions of the Principal to exclude pupils from the school on either permanent or fixed period exclusions and to include the consideration of any parental representations.

Composition of Committee

Pool of directors from which 3 will be selected at any one time on an alphabetical rota basis.

Membership of Committee

All directors who are not employed by the Academy.

2.4 APPEALS COMMITTEE

Terms of Reference

To consider appeals for any reason (other than appeals relating to pupil exclusion or admission refusal), and make the appropriate decision based on the evidence presented to the meeting, including the lifting of a suspension against a member of staff.

Note:

The appeals are most likely to relate to personnel or pay issues. Pupil exclusion and admission refusal appeals are referred to independent appeals panels.

Composition and Membership of Committee

All directors not included in the original decision and not employed at the Academy.

Note:

To include no fewer members of the Governing Board than that of the first committee, the decision of which is subject to appeal.

Appointment of Chair

A Chair is to be elected at each meeting of the Committee from among the directors in attendance unless the matter under consideration relates to grievance/disciplinary action in which case the Chair **or** Vice Chair of the Governing Board shall Chair the meeting.

2.5 COMPLAINTS COMMITTEE

Terms of Reference

- To hear individual complaints.
- To make recommendations on policy as a result of complaints.

The Panel can:

- Dismiss the complaint in whole or in part;
- Uphold the complaint in whole or in part;
- Decide on the appropriate action to be taken to resolve the complaint;
- Recommend changes to the Academy's systems or procedures to ensure that problems of a similar nature do not recur.

Composition of Committee

Pool of directors from which 3 will be selected at any one time on an alphabetical rota basis.

Membership of Committee

All directors who are not employed by the Academy.

2.6 ADMISSIONS COMMITTEE

Terms of Reference

To implement and review the Academy's admissions policy making recommendations to the full Governing Board on changes when required.

Composition of Committee

A quorum of directors to include the Chair and Principal both ex-officio. Directors selected on an alphabetical rota basis.

Membership of Committee

Chair and Principal, remaining members to be selected from all directors

3. DELEGATED POWERS TO INDIVIDUALS/GROUPS

3.1 Common Conventions for all Delegations:

- To liaise with the appropriate member(s) of staff
- To visit the Academy with the purpose of gathering information concerning their area of responsibility and to increase their knowledge of the Academy
- To regularly report to the governing board, or any committee or group determined by the governing board, on developments and progress within their area of responsibility

- To raise the profile of the area of responsibility when related matters are considered by the governing board
- To attend training as appropriate

3.2 **Principal's Performance Management Group**

Terms of reference:

- To arrange to meet with the School Improvement Partner/External Adviser to discuss the Principal's performance targets
- To monitor through the year the performance of the Principal against the targets
- To decide, with the support of the School Improvement Partner/External Adviser, whether the targets have been met and to set new targets annually.

Disqualification:

The Principal and directors employed by the Academy/Trust

Composition of the Group

Chair and Vice Chair and two other directors. At least one of which must be a Trust appointed director.

Quorum

Minimum two directors

Membership of the Group Chair, Vice Chair, Miss C Alder, Mr B Morris.

3.3 **Designated Directors**

Area of Responsibility*	Name of Director	Liaising with	Reporting to
Safeguarding	Mrs A Tobin	Child Protection Co-ordinator / Principal	Governing Board
SEN	Mrs S Beech	SENCO	Governing Board
LAC & Pupil Premium	Mr L Williamson	Principal & Deputy Head Teacher	Governing Board
Ethos	Miss C Alder	Principal / Co-ordinator	Governing Board
Health and Safety	Mrs H Wardle	Network & Estates Manager	Governing Board
Pupil Progress and Attainment	Mrs S Beech	Senior Deputy Head Teacher	Governing Board

* for example, a curriculum subject, a key stage, a year group.

FINANCE, AUDIT AND RISK COMMITTEE

Terms of Reference

Constitution

- 1.1. Whitburn C of E Academy (the Academy) Board of Directors resolved to establish a Finance Audit and Risk Committee to advise the Board on matters relating to the Academy's finance and audit arrangements, systems of internal control, risk management and to advise and aid the Board to ensure sound management of the Trust's finances and resources, including proper planning, monitoring and probity.
- 1.2. The Finance Audit and Risk Committee is responsible to the Governing Board.
- 1.3. The Committee's Terms of Reference are agreed and adopted by the Board and can only be amended with the approval of the Board.

Membership

- 2.1 The Committee will consist of a minimum of 3 Directors who will be appointed by the Board. At least one member of the Committee should have relevant financial or audit experience. The Chair of the Trust Board cannot be the Chair of the Finance Audit & Risk Committee.
- 2.2 The members of the Committee shall hold office from the date of their appointment until resignation or omission from membership on subsequent consideration by the Board. The Board to review Committee membership on an annual basis at the start of the academic year. It is recommended that the maximum period of membership is six years.
- 2.3 The Committee will appoint a Chair and Vice Chair.
- 2.4 The Principal and Chief Finance Officer will be in attendance but will have no voting rights.
- 2.5 Any other members of staff or external professionals will be invited to attend the relevant meeting as required.

Meetings

- 3.1 The Committee will meet a minimum of four times per year in advance of the Trust Board Meetings.
- 3.2 The quorum shall be 3 Directors.
- 3.3 The administration of meetings will be managed by the Secretary to the Board. Agenda and papers will be circulated to members of the Committee 7 days in advance of the meeting.
- 3.4 In addition to voting in person at a meeting Directors are able to vote on matters via e-mail to the Secretary to the Board (ahead of the meeting) or via video / telephone conferencing during the meeting.

Authority

- 4.1 The Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation.
- 4.2 The Committee is authorised to investigate any activity within its term of reference or specifically delegated to it by the Board.
- 4.3 The Committee is authorised to obtain any legal and professional advice it considers necessary, normally in consultation with the Chair of the Board.

Main Duties

The main duties of the Committee are as follows:

- 5.1 Fulfil its responsibilities as set out in these Terms of Reference in line with the Academy's Funding Agreement, Articles of Association, Scheme of Delegation, Academies Trust Handbook (formerly the Academies Financial Handbook), Academies Accounts Direction and the Academy's Financial Procedures Manual.
- 5.2 Ensure sound management of the Academy's finances and resources including proper planning, monitoring, probity and value for money.
- 5.3 Advise the Board on the adequacy and effectiveness of the Academy's governance, risk management, internal control and value for money systems and frameworks.
- 5.4 Advise the Board on the appointment, re-appointment, dismissal and remuneration of the external auditor.
- 5.5 Advise the Board on the need for and then, where appropriate, the appointment, re-appointment, dismissal and remuneration of an internal auditor or other assurance provider.

Detailed Responsibilities - Finance

The Finance & Audit Committee shall consider and advise the Board on the following specific matters:

- 6.1 The monthly management accounts of the Academy, including any proposed actions required to address any adverse variances from budget plan.
- 6.2 The revised forecast of estimated income and expenditure for the full year for the Trust, its Academies and subsidiaries, including any proposed actions required to address any adverse variances from budget plan.
- 6.3 The setting of the annual budget and 3 year plan for the Academy, in advance of submission to the Education & Skills Funding Agency (ESFA).
- 6.4 The annual audited financial statements of the Academy. It will ensure that the Academy submits the annual report and associated documents to the ESFA by 31st December.
- 6.5 Monitoring, updating and approval of financial policies and financial regulations Academy.
- 6.6 To consider any other matters that can have a financial impact on the Academy.

Detailed Responsibilities - Audit

The Committee shall consider and advise the Board on the following specific matters:

- 7.1 Recommend to the Board the appointment or reappointment of the external auditors of the Academy.
- 7.2 Review the external auditors' letter of engagement and annual planning documents and approve the planned audit approach.
- 7.3 Review all reports received from the external auditor (e.g. annual reports, management letter) and consider any issues raised and the associated management response and action plans. Reports should be referred to the Board for information or action.
- 7.4 Recommend to the Board the appointment or reappointment of the internal auditors of the Academy.
- 7.5 Review the internal auditors planned schedule of work for the year and approve the planned audit approach.
- 7.6 Review all reports received from the internal auditor (e.g. annual reports, internal control findings) and consider any issues raised and the associated management response and action plans. Reports should be referred to the Board for information or action.

Detailed Responsibilities – Risk Management

The Committee shall consider and advise the Trust Board on the following specific matters:

- 8.1 Annual review of the Academy's risk management systems including arrangements for risk management, control and governance processes.
- 8.2 Review, monitoring and assurance of the Academy's Risk Register.
- 8.3 Review of the Academy's Scheme of Delegation and recommending any changes to Board for approval.
- 8.4 Annual review of all insurance arrangements.
- 8.5 Review, monitoring and assurance of Health & Safety