



**Inspiring Futures
through Learning**

Inspiring Futures through Learning

Scheme of Delegation

| Version and Date | Action / Notes | Review date |
|-------------------------|----------------------------------|--------------------|
| 11 28 August 2025 | Approved by Board of Trustees | September 2026 |

Contents:

| | |
|--|---------|
| Purpose of this document | Page 3 |
| Review | Page 3 |
| Our Governance Structure | Page 4 |
| Roles and Responsibilities | Page 5 |
| - Members | Page 5 |
| - Board of Trustees | Page 6 |
| - Local Governing Bodies | Page 7 |
| Guiding Principles for Delegation of Powers to a Local Governing Board / Academy Improvement Board | Page 9 |
| Academy Improvement Boards | Page 10 |
| Role of Chief Executive Officer | Page 10 |
| Role of Headteacher | Page 10 |

Appendices:

| | |
|---|---------|
| 1. Removal of Delegated Powers | Page 12 |
| 2. Trustees Education Excellence Committee (EEC) Terms of Reference | Page 14 |
| 3. Trustees Finance & Resources (F&R) Terms of Reference | Page 15 |
| 4. Trustees Audit & Risk (A&R) Terms of Reference | Page 18 |
| 5. Scheme of Delegation – delegated powers outlined | Page 20 |

Introduction

Purpose of this document

The purpose of this Scheme of Delegation is to set out the lines of responsibility and accountability in the Inspiring Futures through Learning Multi-Academy Trust (MAT) so that roles and responsibilities in the governance and executive structures are clear. The delegations laid out in this document are also reflected in the Terms of Reference for the Board of Trustees, Local Governing Bodies (LGBs) and Academy Improvement Board (AIB).

The quality and effectiveness of our governance is pivotal in ensuring that we are successful in delivering our Vision, Values and Outcomes.

Inspiring Futures through Learning

Our vision
To inspire the futures **of us all** through learning **together**

Our values

- F Fun**
We enjoy what we do. We make positive contributions. We take pleasure from success.
- U Unique**
We celebrate difference. We champion diversity. We are divergent in our thinking.
- T Together**
We share the same promise. We support and encourage. We cooperate, collaborate and care for each other.
- U Unafraid**
We are confident to challenge. We are courageous in our thinking. We are robust in our decisions.
- R Responsible**
We act in the best interests of our communities and each other. We are accountable for our actions. We stand up to scrutiny.
- E Energetic**
We are positive and dynamic. We explore new worlds. We innovate to achieve.
- S Safe**
We are secure in our beliefs. We are protective and firm. We make decisions together.

Our IFtL family

As an IFtL family we understand, and are committed to, our responsibility in shaping and influencing the lives of future generations. We do this in partnership with our families, our communities, fellow educators, and other, essential, local partners. We also do this with national policy makers and global leaders. We are committed to the levels of collaboration required to shape and protect the future. We start with our schools, our people, our family, and from there we grow. At IFtL we are never alone – one united family striving for excellence in all that we do.

Our drivers

- Creating ambitious, lifelong learners in strong schools**
Imaginative schools that provide accessible, equitable, aspirational opportunities for all children to flourish
- Delivering high standards of curriculum for all within a positive learning culture**
Engaging, adaptive, evidence based and rewarding lessons that build rich knowledge for life
- Investing in staff development to create innovative, research led, career pathways**
Nurture, train, recruit, develop, deploy and retain great professionals throughout their careers and the wider system we serve
- Ensuring expert governance with a strong local identity**
Robust and ethical accountability measures, engaging effectively with parents and the wider community
- Strong financial management with efficient and effective operational structures**
Delivering value for money and prioritising the use of resource to reinvest in educational quality
- Being leaders in our community recognising our wider civic responsibility**
Work with other civic structures to advance education for the public good in the communities we serve and beyond
- Nurturing a safe, secure and engaging environment in which we all thrive**
Keeping everyone safe and well within an IFtL culture of collaboration and care

Our outcomes

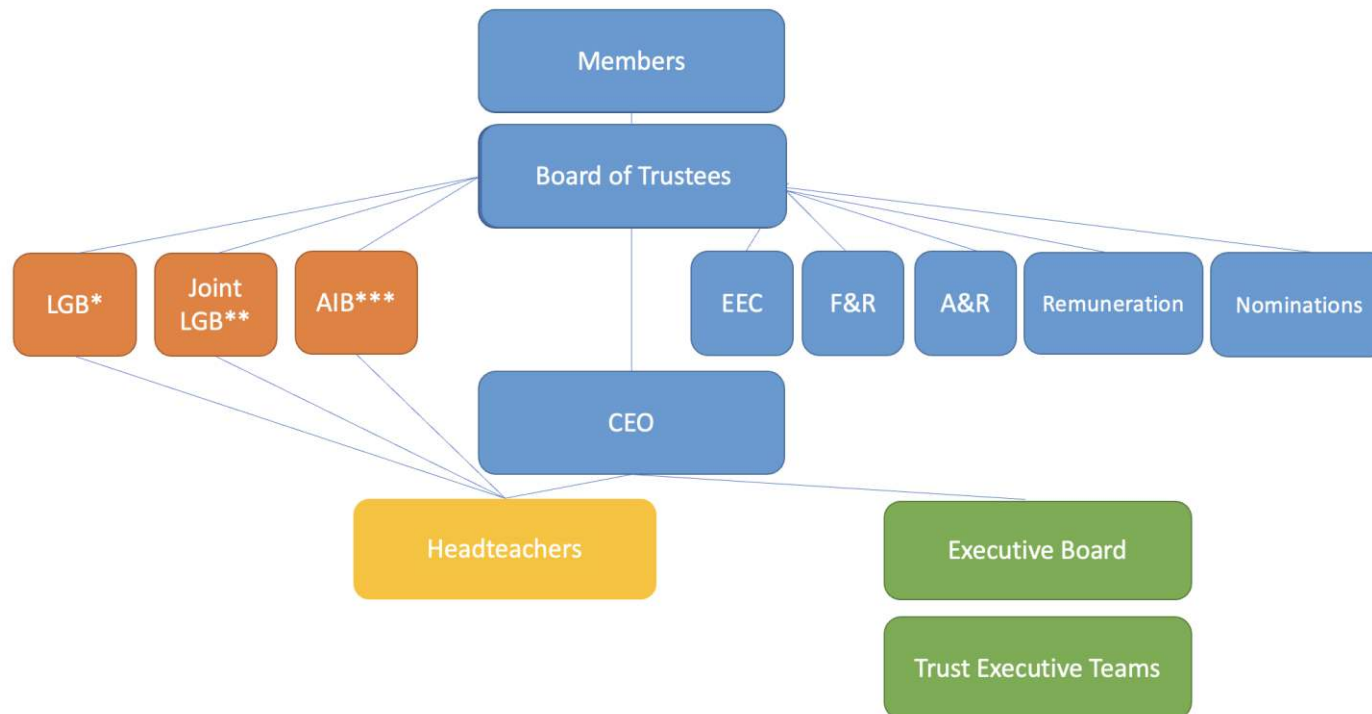
Ambitious Learners x Rewarding Experiences x Skilled Professionals x Expert Governance x Community Champions x Firm Foundations x A safe place to be!

Review

The Board of Trustees will review this document on at least an annual basis, and in line with guidance issued from DfE and NGA, to ensure it remains fit for purpose to our context.

Our Governance Structure (at September 2025)

IFtL Governance structure



As at September 2025, the governance arrangements for IFtL schools are:

* **LGB**: Chestnuts Primary, Exeter – a learning community, Fairfields Primary, Glebe Farm School, Heronshaw School, Lavendon School, Priors Hall – a learning community, New Chapter Primary, Rickley Park Primary, St Mary and St Giles C of E Primary, St Mary’s Wavendon C of E Primary, Whitehouse Primary, Woodnewton – a learning community
 ** **Joint LGBs**: PATH (Partnership of Ashbrook, Two Mile Ash and Holmwood Schools), Olney (Olney Infant Academy and Olney Middle School), Herons Partnership (Heronshill, Heronshaw, Heronsgate schools)
 *** **AIB**: n/a

Roles and Responsibilities

Inspiring Futures through Learning is a Limited Company by Guarantee and therefore we must comply with Company Law. As an Exempt Charity, we are also required to fulfil Charity Law requirements, these are extended by rules and musts that are determined by the Department for Education (DfE). These requirements and rules, along with guidance on Best Practice, guide us to create the structure of the organisation and the roles and responsibilities of those committees and individuals within it.

The main roles and committees are outlined in our Funding Agreements with the Department for Education which inform the following:

Members

Our Members are our custodians whose role is to ensure that the Trust is acting in the best interests of the children and young people at all times.

Our Members are:

- Mrs M Hubbard
- Mr G Swepston
- Mrs M Wogan
- Mr M Taylor
- Mr T Wilson
- Mr M Hancock
- Mr S Elsigood

The original Members signed the Memorandum of Association when the Trust was formed and also agreed the Articles of Association (the legal document which sets out the governance structure and how the Trust will operate). They are responsible for approving any amendments to the Articles of Association.

Our Members oversee and can appoint up to seven Trustees to the Trust Board and also remove them under certain circumstances. They appoint the Trust's auditors and receive the audited annual accounts at an Annual General Meeting.

The legal segregation between Members and Trustees protects the MAT from making significant changes without independent approval. The preferred MAT number of members is five to ensure clear decisions can be made by voting should they be required.

Board of Trustees

The academy trust is the legal entity with the board (of Trustees) having collective accountability and responsibility for the academy trust and assuring itself that there is compliance with regulatory, contractual, and statutory requirements.

The Board of Trustees provides:

The Education Excellence Committee focuses on ensuring the highest educational standards for all of our pupils and progressively driving each of the schools performance. This includes assessment, data, curriculum, research and stakeholder well-being. This committee is innovative and always striving to be leaders in the development within the educational landscape.

Trustees' Finance and Resources Committee

Our Finance and Resources Committee focuses on supporting and challenging each schools' financial performance within the areas of finance, premises and human resources. This committee is forward thinking and plans to ensure it protects the future financial and operational viability of each establishment in a supportive and measured way.

Trustees' Audit and Risk Committee

Our Audit and Risk Committee is established to support the Board, and the Chief Executive as Accounting Officer, in their responsibilities for ensuring the adequacy of risk management, internal control and governance arrangements including, but not limited to, ensuring that public funds are used efficiently.

Trustees' Remuneration Committee

The Remuneration Committee oversees the Trust's approach to executive pay and reward including compliance with ESFA expectations and benchmarking.

Trustees' Nominations Committee

This Committee is established to support the Board in the identification of vacancies, skills and recruitment of those in governance roles.

Role of Local Governing Bodies (LGBs)

IFtL will always be built on firm foundations of strong Governance both at Trust and at School level. To support this, it is a decision of the Board of Trustees that each school has a Local Governing Body (LGB) that understands the school's needs and its community (an LGB may be responsible for more than one school within the Trust). The LGB performs an essential role in providing focused governance at a local level. In order for each school to have autonomy to enable them to drive key areas specific to each school's needs, certain powers and duties have been delegated to the LGB's. The remaining powers and duties that the Trustees hold are to ensure compliancy to fulfill the requirements detailed by the DfE. IFtL also provides reassurance to governors and schools that they are protected by being within our MAT.

IFtL Local Governing Bodies are best placed to support the principles of good governance and practice by focusing on:

- The wellbeing and safety of all children and adults within the schools' communities
- The standards of educational performance, for all children, within the school(s)
- The position of the school's within their wider communities and how the schools contribute positively to this
- To identify, and look to mitigate, risk in relation to the above
- To carry out the duties delegated to the LGB by the IFtL Board of Trustees (defined below)

However, in line with DfE and ESFA requirements, the responsibility for any delegated powers must remain at all times with the Board of Trustees. To ensure that any under-performance, at either at school or governance level, the role of the MAT is to protect the underperforming school (and ultimately all IFtL schools), and therefore amend some of the underperforming school's powers and duties if they have been used inappropriately or not fulfilled requirements. In such circumstances, Trustees will reconsider the level of delegated powers and duties of the LGB and may install an Academy Improvement Board in place of the LGB.

Local Governing Board Constitution

Constitution of the Local Governing Body (LGB):

The LGB:

- Will contain no less than 7 members and no more than 12
- Will contain 2 parent representatives (elected)
- Will contain at least 1 staff representative (elected) ensuring that staff representation on the LGB does not exceed one-third of its total membership

Other members of the LGB will be 'Trust appointed Governors'. The process of appointment for Trust Appointed Governors will be approved by the Board of Trustees and will be led by the incumbent Chair of the LGB and the IFtL Head of Governance.

For Church of England schools within the IFtL, all LGB members shall sign an undertaking to the Oxford Diocesan Board of Education to uphold the objects of the company and to uphold the designated religious character of the said Academy. In addition, in Voluntary Aided schools, the appointment of 25% of Trust appointed Governors will be approved by the Oxford Diocesan Board of Education.

The Headteachers of the schools will be ex-officio members of the LGB.

Frequency of meetings:

The LGB will meet at least once per half term (6 times per year) for regular business. In line with your Scheme of Delegation, there are no additional regular committees required of the LGB though the following will be convened as needed:

- Hearings Committee
- Appeal Committee
- Pupil Disciplinary Committee
- Performance Management of Headteacher – undertaken by CEO and Chair

*where your delegated powers are specific that this is a function to be carried out.

Quorum:

The quorum of the LGB will be one half of the membership excluding any vacancies (rounded up to a whole number). This ensures that a reasonable number of members (in relation to its total number of members) are present to ratify decisions made on behalf of the total LGB.

Role of an Academy Improvement Board (AIB)

The remit and delegated powers of the AIB are amended from that of an LGB to particularly determine:

- Safeguarding is effective and compliant
- That the quality of education is undergoing a rapid and sustainable improvement

It is expected that an AIB:

- Will contain no more than 4 external and Trust appointed AIB members
- Will contain the CEO and the Head of School Development
- Will contain the Headteacher of the school in an ex-officio capacity
- Will meet monthly (though this may reduce as school improvements are evidenced)

Role of the Chief Executive Officer (CEO) and Accounting Officer

IFtL's CEO (Sarah Bennett):

- Has delegated responsibility for the operation of the MAT, including the performance of all its schools. As part of this, the CEO will act as external adviser and support to the LGB in the performance management of the headteacher
- Is the accounting officer and therefore has overall responsibility for the operation of IFtL's financial responsibilities.
The Accounting Officer must be able to assure DfE's accounting officer, Parliament and the public, of high standards of probity in the management of public funds, particularly regularity, propriety, feasibility and value for money, including economy, efficiency and effectiveness – the 3 elements of value for money
- Leads the executive management team: delegating functions to its members and being held to account by the Board of Trustees for its performance

Role of the School Headteacher

The school headteacher is responsible for providing the strategic leadership and operational day-to-day management of the school to secure the best possible outcomes for its pupils and all other stakeholders. The headteacher is advised and supported by the CEO and executive team, but report to the Local Governing Board, on duties and functions that have been delegated to it by the Board of Trustees.

Appendix 1:

Scheme of Delegation – delegated powers outlined

Notes:

- School refers to all individual academies within IFtL, including ITT.
- This Scheme of Delegation is supported by other documents that outline how to perform the delegated duties e.g.: IFtL Governance Safeguarding Assurance Map, Governor Link role profiles etc

Responsible The individual/group that has responsibility for undertaking or completing the task delegated to them and reporting on its delivery at suitable intervals. **(R)**

Accountable The individual/group that has the ultimate or final responsibility for ensuring completion of the task. This will include determining how the Trust and/or academies (as appropriate) should undertake the task including determining appropriate milestones and targets to be reported against. **(A)**

Supports The individual/group who should provide support during the implementation of the task. **(S)**

Consulted The individual/group that should be consulted as part of the process of completing the task because they can provide valuable advice/input. **(C)**

Informed The individual/group that should be kept up-to-date about the progress of the task and/or the decisions in the task. **(I)**

| Area | Task | Trustees & CEO | Central Team | LGB | HT |
|-----------------------|--|----------------|--------------|-----|-----|
| Strategy | Set, champion and review progress against strategic objectives and determine the growth of the Trust | A/R | S | S | C/S |
| | Set, champion and review progress against strategic objectives of the school | A/I | S | R | R |
| | Set the character, mission & ethos of the Trust | A/R | S | S | C/S |
| | Set the character, mission & ethos of the school (in line with school and Trust priorities) | I | S | A | R |
| Church Schools | Ensure the Christian character of Church Schools is protected and promoted appropriately and in accordance with policy and procedure | A | C/S | R | R |
| | Ensure that SIAMS requirements are met | A | C/S | R | R |
| Safeguarding | Safeguarding | A | C/S | R | R |

| | | | | | |
|--------------------------------|--|-----|-----|-------|-------|
| | | | | | |
| | Setting Safeguarding policies (safeguarding, child protection, Prevent, looked after children, safer recruitment etc) with regard to any legislative and / or regulatory requirements including those identified in: <ul style="list-style-type: none"> - Keeping Children Safe in Education (2025) - Working Together to Safeguard Children (2023) - Positive Environments where Children can Flourish | A | R | C/S** | C/S** |
| | Setting Trust safeguarding practices, with regard to statutory guidance, including assuring the appointment of an appropriately skilled Trust designated safeguarding lead (DSL) | A | R | C/S | C/S |
| | Carrying out DBS checks (and other safer recruitment checks) on all employees, contractors and volunteers | A/C | C/S | A* | R |
| | Assure and monitor the effective implementation of all safeguarding and child protection practices (Trust) | A | R | C/S | C/S |
| | Assure and monitor the effective implementation of all safeguarding and child protection practices (school) | C/S | C/S | A* | R |
| Educational Performance | School Strategic Plan – for each school in line with the strategic priorities of the Trust and the improvement priorities for each school | A | C/S | C/S | R |
| | Setting targets and reviewing the performance of the Trust | A | R | C/S | C/S |
| | Setting targets and reviewing the performance of each school | A | R | C/S | R |
| | Quality of teaching – ensuring appropriate levels of support, challenge and intervention to support delivery of education outcomes | A | C/S | C/S | R |
| | Attainment and progress of all pupils inc. SEND, pupil premium, disadvantaged etc | A | C/S | C/S | R |

| | | | | | |
|-----------------------------|--|-----|-----|-----|-----|
| | Develop a high quality, broad and balanced curriculum | A | C/S | C/S | R |
| | Setting Trust approach to curriculum and assessment, with regard to statutory requirements | A | R | C/S | C/S |
| | Setting and delivering school curriculum in line with Trust approach | A | C/S | C/R | R |
| | Ensure the curriculum delivers a range of appropriate experiences, responsive to the context and needs of children. | | | A | R |
| Pupil provision | Delivering support for LAC – including appointment of designated teacher | C | C/S | A* | R |
| | Delivering Early Years Foundation Stage (EYFS), in line with statutory requirements | A | C/S | A* | R |
| | Delivering careers guidance with regards to statutory requirements | C | C/S | A | R |
| | Ensuring compliance with SEND Code of Practice | C | C/S | A* | R |
| | Setting approach to directing pupils offsite (making exclusions) | C | C/S | A | R |
| | Keeping admission and attendance registers | I | C/S | A | R |
| Community engagement | Engaging with parents | A | C/S | R | R |
| | Engaging with local community | A | C/S | R | R |
| | Ensuring regular pupil / staff / parent voice opportunities are carried out through a variety of activities including through annual surveys and governor visits | A | C/S | R | R |
| | Engagement with sector stakeholders and religious authorities | A | R | R/S | R/S |
| Policies | Review and approval of trust-wide policies | A | R | C/S | C/S |
| | Review and approval of school-level policies; implementation of policies | I | S | A | R |
| | Setting Admissions policies | A/C | C/S | R | R |
| Compliance | Ensuring compliance with Equalities legislation | A | R | R | R |
| | Ensuring compliance with all obligations in Funding Agreements and the Academy Trust Handbook | A | R | C/S | C/S |
| | Compliance with all regulations affecting the trust (including all charity law, company law, GDPR, | A | R | R/S | R/S |

| | | | | | |
|------------------------|---|-------------------------|------------|------------|------------|
| | employment law, health & safety and DfE requirements) | | | | |
| | Ensuring transparency of information | A | R | R/S | R/S |
| | Keeping admission and attendance registers | A | C/S | C/S | R |
| Scrutiny | Attending Trust inspections | A | R | S | S |
| | Attending school inspections | S | S | A | R |
| Governance | Nominating Safeguarding Lead Trustee | A/R | S | I | I |
| | Nominating SEND Lead Trustee | A/R | S | I | I |
| | Nominating Careers Lead Trustee | A/R | S | I | I |
| | Establishing a high performing structure of governance and approving terms of reference for Board Committees, including Local Governing Bodies and Academy Improvement Boards | A | R | C/S | C/S |
| | Appointment and removal of Trustees – ensuring Trustees have the skills to run the trust | A/R (Members) | S | I | I |
| | Setting approach to the appointment, induction, training dismissal and code of conduct for those in governance roles | A | R | S | S |
| | Appointment of LGB Chairs and Trust Appointed Governors (TAGs) – ensuring LGBs / AIBs have the balance of skills required | A | R | S | S |
| | Running elections for appointment of parent and staff governors | I | C/S | A | R |
| | Appointment of Governance Professional | A | R | S | S |
| | Undertaking regular evaluation of skills and diversity balance and effectiveness of Board, actioning recruitment or improvements as required (Trust) | A/R | C/S | | |
| | Undertaking regular evaluation of skills and diversity balance and effectiveness of Board, actioning recruitment or improvements as required (School) | A | C/S | R | S |
| | Adhering to the Articles of Association | A | R | S | S |
| Human Resources | Setting approach to staff appointment and dismissal, with regard to statutory requirements | A | R | I | I |
| | Setting approach to appraisal and performance management | A | R | I | I |

| | | | | | |
|-------------------------------|---|--------------------|-----|------|-----|
| | Overseeing staff wellbeing, workload and working conditions | A | R/S | C | R/S |
| | Setting pay scales for all staff, including executive pay | A | R | I | I |
| | Setting pay levels (Trust team and Headteachers) | A | R | S*** | I |
| | Setting pay levels (school) | A | C/S | I | R |
| | Appointing senior executive leader as Accounting Officer | A /R | S | I | I |
| | Appointing Chief Financial Officer | A/R | S | I | I |
| | Appointing Headteacher | A | R | C/S | I |
| | Performance Management of Trust team and Headteachers | A | R | S*** | I |
| | Performance Management of all school staff | A | C/S | I | R |
| Financial Performance | Setting delegated authority limits for financial transactions | A | R | S | S |
| | Establishing controls framework including internal audit | A | R | S | S |
| | Developing budget (Trust) | A | R | | |
| | Developing budget (school) | A | S | | R |
| | Delivering monthly management accounts and forecasts (Trust) | A | R | | S |
| | Delivering monthly management accounts and forecasts (school) | A | S | | R |
| | Managing cash position (Trust) | A | R | | S |
| | Managing cash position (school) | A | S | | R |
| | Monitoring pupil premium spend including year 7 literacy and numeracy catch-up and PE and sport premium | I | S | A | R |
| | Appointing external auditor | A / R (Members) | S | | |
| | Delivering annual report and accounts, with regard to accounts consolidation exercises required by DfE | A | R | | S |
| | Managing conflicts of interest and related party transactions | A | R | S | S |
| | Ensure compliance with DfE requirements | A | R | S | S |
| | Ensure adequate insurance cover is in place | A | R | | |
| | Maintaining risk register (Trust) | A | R | | |
| | Maintaining risk register (school) | I | S | A | R |
| Buildings and premises | Health and safety in schools | A | C/S | S | R |
| | Repair and maintenance of schools (Estates Management Strategy) | A | C/S | S | R |

| | | | | | |
|--|---|--|------------|----------|----------|
| | Ensuring that the school environment reflects the vision and values of the school and the Trust | | C/S | A | R |
|--|---|--|------------|----------|----------|

*** Denotes that while the Board of Trustees has delegated powers to the local governing body and will hold the local governing body to account for these areas, the Board recognises that it is ultimately legally responsible and accountable for these areas.**

****Denotes that where *specific school level information* is to be added into the policies, Headteachers are responsible (R) and LGBs accountable (A)**

***** indicates LGB Chair involvement in pay level awards / performance management for Headteachers only**

NB Where there are any inconsistencies between the above overview of responsibilities and the scheme of delegation/terms of reference document, the scheme of delegation/terms of reference document takes precedent.

Appendix 2: Guiding Principles for Delegation of Powers to a Local Governing Board / Academy Improvement Board

In the case of **established schools** joining the MAT, it is the Board of Trustees intention that the Local Governing Body for that school will have the maximum delegation of powers as set out in this document provided that:

- The school is least good or equivalent (determined through due diligence and by applying the relevant Ofsted criteria at the time of joining the Trust, not necessarily the latest published Ofsted judgement for the school concerned)
- The school's financial position (and its management) is not a cause for concern (through due diligence checks or other financial monitoring)
- The LGB holds the school to account for pupil outcomes
- Safeguarding practice is effective and compliant
- There are no other material concerns

In the case of **new schools or schools joining IFtL who do not meet the above criteria** the delegation to the LGB will be at the level the Board of Trustees deems appropriate. The Board of Trustees may decide to establish and delegate powers to an Academy Improvement Board (in place of an LGB) or may decide not to delegate any powers at all.

If at any time the Board becomes concerned about a school, the Board may decide to:

- direct that any one governor or all governors of the LGB resign their post(s)
- remove all or any of the powers delegated to the LGB

The circumstances where the Board is likely to be concerned are:

- Ofsted or the Board judge a school to be inadequate
- Ofsted or the Board judge a school to require improvement
- There is concern about the effectiveness of safeguarding practices
- If a school's progress towards achieving outstanding/world class is not as rapid as expected
- there is concern regarding the LGB carrying out its obligations as set out in this document
- an event occurs at, or in relation to, a school which is significantly damaging to the reputation of that school or the Trust;
- an event occurs which causes a serious concern to the Board about the wellbeing of any child at a school
- there is a decline in progress and/or standards obtained by pupils at a school; or the school could be designated as a coasting school
- whistleblowing allegations are made

The circumstances above are by way of example only. The Board always has the power under the Articles to remove a delegation to a LGB or individual

Appendix 3:

Terms of Reference – Education Excellence Committee

| | |
|-------------------|---|
| MEMBERSHIP | As per committee list |
| QUORUM | A minimum of three trustees |
| MEETINGS | The Committee shall meet at least once a term and otherwise as required |

- To provide expertise and guidance to the board of trustees in the determination of the educational strategy of the Trust.
- To develop for the board of trustee’s aspirational expectations for educational standards across all schools in the Trust to support educational strategy
- To gather intelligence on developments and best practice models within education to enable all the Trust’s schools to provide the best education for every pupil
- To support innovative educational practice and position the Trust to be a leading practitioner
- To provide a forum for mutual support and challenge to drive school improvement across all schools within the Trust
- To provide oversight that monitoring, tracking and procedures in place in the Trust schools are effective
- To ensure that every pupil in the Trust fulfils their potential
- Ensuring that proposed changes to the curriculum are implemented effectively
- To identify partnership opportunities that would support educational improvement for the Trust
- To monitor pupils’ wellbeing so they have a positive attitude to learning, develop resilience and satisfaction with self, relationships and experiences at school.
- To ensure that the requirements of pupils with SEND are met, including ensuring that a register of students with special educational needs is compiled and maintained and that all students on the register have an individual education plan which is monitored, reviewed and updated in accordance with the Code of Practice
- To monitor the equality and diversity dimensions of learning, teaching and admissions
- To approve the Behaviour Policy and ensure that it reflects the Trust’s aims and objectives, specifically those related to inclusion, safeguarding and equal opportunities for all.

Appendix 4:

Terms of Reference – Finance and Resources Committee

| | |
|-------------------|---|
| MEMBERSHIP | As per committee list |
| QUORUM | A minimum of three trustees |
| MEETINGS | The Committee shall meet at least once a term and otherwise as required |

- To develop a financial strategy for IFtL and consider policies, procedures or plans required to realise such strategy
- To consider IFtL's indicative funding, once notified by the EFA, and to assess its implications for IFtL, in consultation with the CEO and the CFO, in advance of the financial year, drawing any matters of significance or concern to the attention of the Trustees
- To receive all the Academies' budgets for approval
- To consider and recommend acceptance/non-acceptance of the IFtL's budget to the Trustees
- To monitor any variances from the budget and ensure the ESFA is notified as required
- To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the IFtL development plan
- To liaise with and receive reports from the Learning for Educational Excellence Committee and any ad hoc Human Resources Committee, and to make recommendations to those committees about the financial aspects of matters being considered by them
- To monitor and review income and expenditure on a regular basis and ensure compliance with the overall financial plan for IFtL, drawing any matters of concern to the attention of the Board of Trustees
- To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement
- To prepare the financial statements to form part of the annual report of the Trustees
- To ensure IFtL's commercial and fundraising activities are carried out effectively
- To examine and review new initiatives for financial development, including fundraising
- To oversee significant investment and capital financing decisions
- To approve and keep under review IFtL's investment policy
- To approve and keep under review IFtL's reserves policy
- To promptly notify the Trustees of all financial matters of which the Committee has knowledge and which may materially affect the current or future position of IFtL
- To advise generally on the provision of resources and services to Trustees

Remuneration Sub-Committee

- To consider, determine and keep under review a framework or policy for the remuneration, benefits and incentives of the Chief Executive Officer and Chief Financial Officer and such other members of the Executive Team as IFtL shall from time to time direct

- In determining that framework, to seek evidence of the remuneration, benefits and incentives paid to senior executives in comparable employment within the commercial and voluntary sectors
- To consider the outcome of every appraisal of the performance of the Chief Executive Officer and Chief Financial Officer and such other senior executives as IFtL shall from time to time direct
- To make recommendations to the Trustees as to the remuneration, benefit and incentives that should be paid to the Chief Executive Officer and Chief Financial Officer such other senior executives as the Trustees shall from time to time direct with a view to ensuring that they are encouraged to enhance their performance and are, in a fair and responsible manner, rewarded for their individual contributions to the success of IFtL and its progress towards fulfilling its objectives
- to make recommendations to the Trustees as to the remuneration, benefits and incentives of newly appointed senior executives
- To determine the policy for and scope of pension arrangements, service agreements for senior executives, termination payments and compensation commitments
- To consider other topics, as defined by the Trustees from time to time
- To review, on a regular basis, its own performance, constitution and terms of reference to ensure it is operating at maximum effectiveness

Health and Safety

- To receive each term the IFtL Head of Operations Health and Safety report and advise as necessary
- To monitor compliance with the Trust Schools Health and Safety policies and statutory obligations under the Health and Safety at Work Act 1974
- To review the Trust's Health and Safety Policy and recommend its adoption to the Board of Trustees and ensure it is implemented by each school
- To ensure that all statutory duties with regard to children with special needs and the Disability Discrimination legislation are met

Asset Management

- To receive reports from the IFtL Head of Operations on the management of assets including premises and their security
- To confirm that an asset recording system is in place, including an inventory and risk register for each school
- Property Management
- To determine the use of the school's premises and grounds outside school sessions with regards to the Lettings and Charging policy
- To ensure that all the IFtL school premises are inspected on an annual basis and that a planned and costed statement of priorities is prepared and reviewed including a maintenance, repairs and re-decoration programme which is costed
- To ensure the responsibilities of the Board of Trustees under the Environmental Protection Act are met
- To advise the Board of Trustees on environmental issues to ensure each school is acting as a responsible institution in their duty to conserve energy, materials and with regard to the local community
- In consultation with the IFtL Head of Operations, oversee premises related funding bids

Human Resources

- To ensure that IFtL works within its adopted HR policies, such as Safer Recruitment, discipline, capability, grievance, redundancy and equal opportunities for all

- To oversee the HR strategy developed by the IFtL HR Manager
- To receive regular updates from the IFtL HR Manager about staff recruitment procedures, staff appointment procedures
- To undertake an annual review of the Pay Policy
- To ensure robust performance management procedures are in place across IFtL
- To review and approve policies linked to the employment of staff and the manual of personnel management
- To review regular KPI information produced by the IFtL HR Manager to review the current staffing position across the Trust
- Reviewing or investigating any other matters referred to the committee by the Board of Trustees
- Drawing any significant recommendations and matters of concern to the Board of Trustees
- To monitor and review all aspects of staff well-being and retention strategies across IFtL

Appendix 5:

Terms of Reference – Audit and Risk Committee

MEMBERSHIP As per committee list

QUORUM A minimum of three trustees

MEETINGS The Committee shall meet at least once a term and otherwise as required

Note: The terms of reference of this Committee shall be fully reviewed in September 2021 with the below representing the model DfE terms of reference

1. Purpose

1.1 The Board has established an Audit and Risk Assurance Committee to support it, and specifically the Chief Executive as Accounting Officer, in their responsibilities for ensuring the adequacy of risk management, internal control and governance arrangements, and that public funds are used efficiently and effectively.

2. Functions

2.1 The Committee has two functions:

- an audit function, with a focus on assurance arrangements over: governance, financial reporting, annual report and accounts, including the governance statement
- a risk assurance function, with a focus on ensuring there is an adequate and effective risk management and assurance framework in place

2.2 The Committee will review and advise the Board and Accounting Officer on:

- the strategic processes for risk management, control and governance, as well as the production of the Governance Statement in the Annual Report and Accounts
- the adequacy of the organisation's assurance arrangements relating to the control requirements for the management of risk and corporate governance
- the planned activity and results of both internal and external audit and the adequacy of management response to issues identified by audit activity. This includes external audit's management letter assurances relating to the management of risk and corporate governance requirements for the organisation, and the response to, and implementation of, internal audit recommendations
- the performance of internal and external audit services, and the appointment of internal auditors
- the organisation's policies for counter-fraud, whistle-blowing and cyber and information security
- up-holding standards of propriety in the organisation's business and achievement of value for money

2.3 The Committee will, after review and consideration, recommend to the Board that they approve, in conjunction with the Accounting Officer, the Annual Report and Accounts. In doing so, the Committee should satisfy itself that the annual financial statements represent fairly the financial position of the organisation, and in particular consider the following:

- that the accounting policies and any significant estimates or judgements in place are appropriate and comply with relevant requirements, particularly the Treasury's Financial Reporting Manual and Accounts Direction

- that there has been a robust process in preparing the accounts and annual report and they have been subject to sufficient review by management and the Accounting Officer
- whether issues raised by the External Auditors have been given appropriate attention

2.4 The Committee should review the Letter of Representation, giving particular attention to non-standard issues of representation, prior to the Accounting Officer signing the letter.

3. Membership

3.1 The Committee shall comprise no fewer than three members. A majority of the members of the Committee shall be Members of the Commission. Appointments to the Committee, including the Committee Chair, are made by the Board on the recommendation of the Chair of the Commission.

3.2 Committee members will collectively possess knowledge and skills in accounting, risk management, audit, financial governance and technical issues relevant to the business and strategic management of the organisation. At least one Committee member shall be suitably financially qualified and have recent and relevant financial experience.

3.3 The Committee shall be able to access appropriate and timely training, both in the form of an induction programme for new members and on an ongoing basis for all members.

3.4 The Board may appoint an independent external member (selected through open competition) for a period up to three years to provide specialist skills, knowledge and experience.

3.5 The Committee may co-opt additional members for a period not exceeding a year to provide specialist advice on a particular matter.

Appendix 6:

Terms of Reference – Remuneration Committee

| | |
|-------------------|---|
| MEMBERSHIP | As per committee list |
| QUORUM | A minimum of three trustees |
| MEETINGS | The Committee shall meet at least once a year and otherwise as required |

1. Purpose

1.1. The Remuneration Committee's functions are to:

- oversee IFtL's approach to executive pay and reward and ensure this is in line with IFtL policy and any expectations / requirements set by the Education and Skills Funding Agency (ESFA); this will include giving particular scrutiny to the pay of the CEO, IFtL's Executive Board and senior central Trust team, Executive Headteachers / School Improvement Leads, Headteachers and any other members of IFtL staff, including school staff, who are paid in excess of £100,000.
- review any available benchmarking information in relation to executive pay and consider IFtL's approach in the light of this
- establish and review performance targets set for the Chief Executive Officer (CEO) including implementing an annual review of their salary and any additional annual financial awards
- review the pay of the SLT
- oversee the implementation of IFtL's pay policy including scrutinising gender and ethnicity pay gaps and reporting on these to the Board of Trustees.

2. Membership

2.1. The membership of the Remuneration Committee is as follows:

2.2. Chair: elected annually.

2.3. Members: Chairs of the three main committees of the Board of Trustees and the Vice Chair of the Board of Trustees.

2.4. Additional members who are not Trustees may be appointed by the Board of Trustees where they bring additional relevant skills and experience and will not have voting rights on the Committee.

3. Meetings

3.1. The Committee will have scheduled meetings at least once each year, with additional meetings scheduled if needed. Meetings may take place virtually or face to face.

3.2. A minimum of three members of the Remuneration Committee will be present for the meeting to be deemed quorate.

3.3. The following will normally attend meetings of the Committee:

- The CEO (other than when their own remuneration is being discussed)
 - The Chief People Officer (other than during discussions regarding the CEO's performance management and when their own remuneration is being discussed).
- 3.4 When making decisions all Committee members will have an equal vote; where there is a split vote the chair will have a second and casting vote.

4. Reporting

- 4.1. Within seven working days of each meeting, the draft minutes will be circulated to Committee members for their comments, which should be emailed to the clerk. Where these relate specifically to the CEO's performance management, and the pay of individual members of the Executive Board / Trust team, these will be confidential to the Committee but key issues will be shared confidentially with the Board. Minutes of all other matters will be presented to the next meeting of the Board.

5. Responsibilities

- 5.1 The CEO's performance review will take place, with any pay awarded finalised and paid, within 6 months from the end of each academic year.
- 5.2 The responsibility for managing the process will rest with the Chair of the Board of Trustees or in their absence the Vice Chair of the Board of the Trustees.
- 5.3 The Chair of the Board will ensure all necessary paperwork is forwarded to Committee members at least five working days in advance of the meeting.
- 5.4 All targets set for the CEO's performance will relate closely to the strategic objectives of the trust as well as personal performance matters.
- 5.5 The meeting will include a review of the CEO's work/life balance and wellbeing.
- 5.6 The outcome of the performance review will be shared, in confidence, with the Trust Board.
- 5.7 The Committee will have delegated authority to set the financial principles to be applied to the Trust's senior leadership pay progression, and it will do this at its first meeting each academic year. It will not have delegated authority regarding the CEO's pay progression but will make a recommendation to the Trust Board on an annual basis.

6. Review

- 6.1 The Committee will review the Terms of Reference annually, submitting any proposed changes to the Board of Trustees for approval. The Committee's Terms of Reference are adopted by the Board and may only be amended with the approval of the Board of Trustees.

Appendix 7:

Terms of Reference – Nominations Committee

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|-------------------|---|
| MEMBERSHIP | As per committee list |
| QUORUM | A minimum of two trustees |
| MEETINGS | The Committee shall meet at least once a year and otherwise as required |

Nominations Committee

The purpose of the Nominations Committee is to oversee and scrutinise the membership and recruitment of all members of the Board of Trustees.

Where applicable, the Committee will review compliance with statutory requirements in terms of the composition and nature of the Board of Trustees. It will make reports or recommendations to the Board in line with this purpose, informed by reports received including from the Head of Governance.

The Nominations Committee will meet at least once per year to review the composition of the committees and Board of Trustees but may meet more frequently to discuss new recruitments and appointments.

Amongst other things relating to the purpose described above, activities will include:

Governance

- review the structure, size and composition (including the skills, knowledge, experience and diversity) of the board and its committees and make recommendations to the board with regard to any changes;
- give full consideration to succession planning for Trustees taking into account the challenges and opportunities facing the company, and the skills and expertise needed on the board in the future;
- before any appointment is made by the Board or Members, evaluate the balance of skills, knowledge, experience and diversity on the board and prepare a description of the role and capabilities required.
- monitor the composition, membership and effectiveness of Local Governing Bodies (LGBs) of the Trust, recommending any action to be taken to the Board of Trustees
- ensure oversight of applications and approval of all Trust Appointed local governors

Policies and practice

- review and recommend to the Board policies and processes related to appointment to all layers of governance within the Trust

