




**The Park Federation Academy Trust**

**Scheme of Delegation 2021**

## Version History

Version	Date	Status and Purpose	Changes overview
1	13 <sup>th</sup> April 2021	Draft for comment	Incorporating CEO comments
2	July 2021	Approved	

## Approval

<b>Approved by CEO on behalf of the Board of Directors</b>	
<b>Date of approval</b>	18/09/2021
<b>Date of review</b>	September 2022

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Once issued, as a minimum this document shall be reviewed on an annual basis by the originating team/function. Any amendments shall be identified by a vertical line adjacent to the right hand margin.

To enable continuous improvement, all readers encouraged to notify the author of errors, omissions and any other form of feedback.

Unless there is primary legislation relating to this policy or the Academy finds it necessary to make changes, these procedures will be reviewed every three years to ensure they are up to date, reflect current best practice and are working effectively.

Any changes that are to be incorporated into instruction and training arrangements will be effectively communicated to employees and other relevant parties.

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## **Introduction**

The Park Federation Academy Trust (referred to herein as the Trust) was established in 2012. The Trust is a multi-academy trust (MAT) incorporating academies.

The Trust is a company limited by guarantee and an exempt charity, regulated by the Secretary of State for Education.

The Trust's constitution and its charitable objective is set out in its Memorandum and Articles of Association.

Trustees (referred to herein as Directors) have an overriding duty to act freely and in the best interest of the Trust and the academies at all times.

The purpose of the Scheme of Delegation (SoD) is to provide operating clarity to the roles, roles and responsibilities and authority of those who contribute to the governance and oversight of the academies and the Trust itself. The scheme of delegation is subsidiary to the Articles, Funding Agreements and academies legislation.

In this scheme of delegation (SoD) the trust board delegates responsibility for the performance of the trust, including the performance of the academies within the trust, to the chief executive officer (CEO). However, some responsibilities concerning the performance of each academy are delegated to Academy Councils (ACs). These responsibilities will include monitoring whether the academy is working within the agreed policies, whether standards are being met, and if the money is being spent in the interests of the children and trust. The Academy Council must ensure that their academy is being well served by the executive leadership, and they will have access to the board if there are concerns.

The MAT board will hold the CEO to account for the performance of the trust, including the performance of the academies within the trust. The CEO in turn holds other senior executives to account by line managing them. The CEO is performance managed by the trust board. The CEO performance manages the academy principals but will seek input from the Academy Council chair.

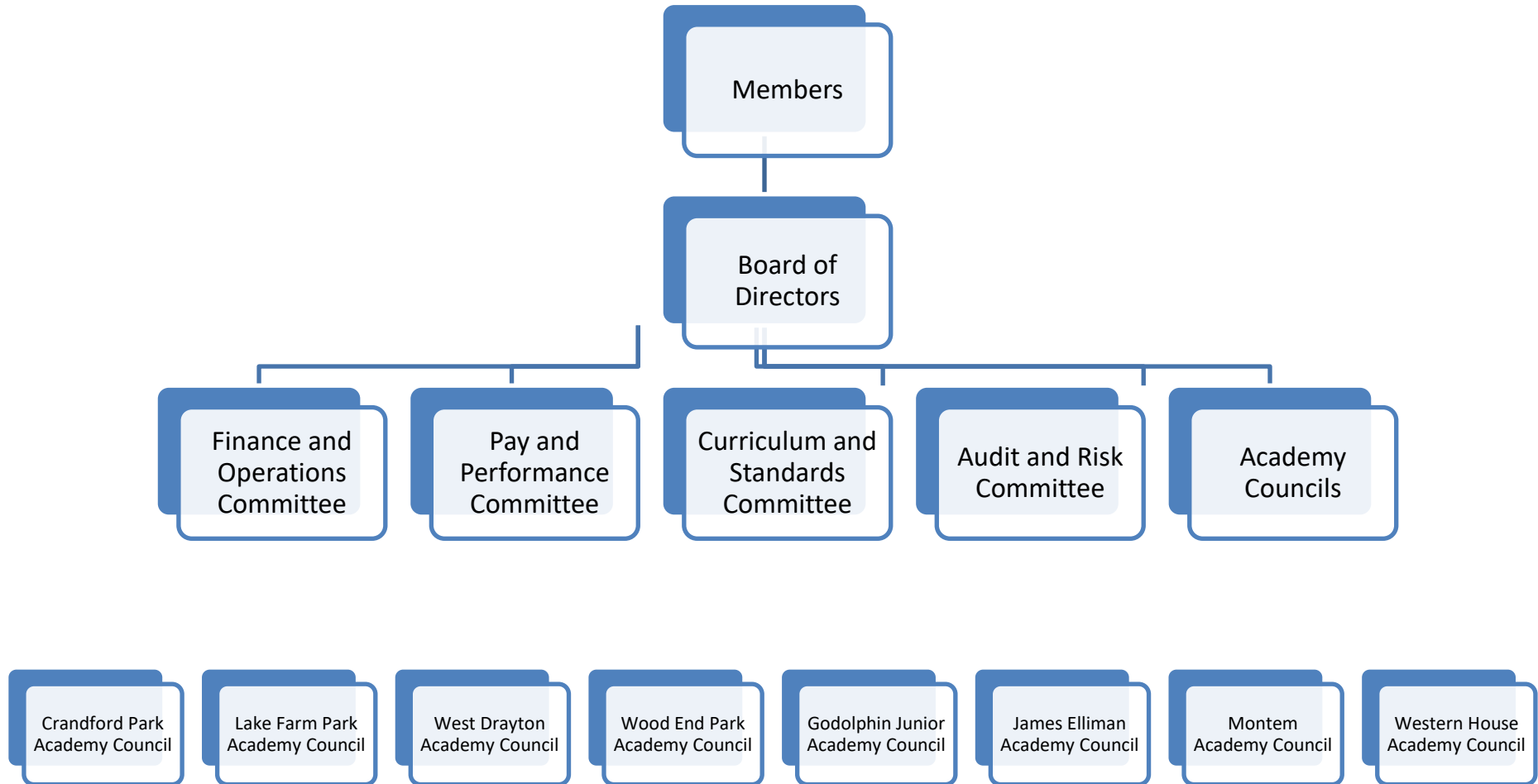
This means that as the CEO is accountable to the board for the performance of the trust as a whole, the CEO will report to the board on the performance of the trust including on the performance of the trust's schools, although this may be supplemented by monitoring reports from board committees or respective Academy Council.

The board will never delegate its accountability, it does however delegate some of the detailed scrutiny, oversight and decision making.

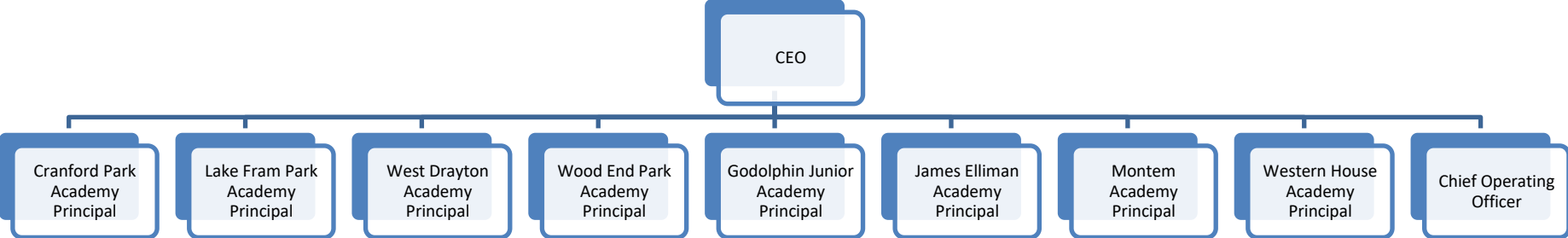
The Trustees will review this scheme as required and a formally review will take place every two years.

This scheme of delegation is effective 01 September 2021.

## Structure



# Executive Team Structure



## Roles and responsibilities

The Park Federation Academy Trust believes the clarity on roles and responsibilities provides clarity on the tiers of governance.

### Members

**Purpose:** There are six Members who were appointed as signatories of the memorandum of articles of association, they ensure that the Trusts charitable objectives are met and appoint the Board of Directors.

**Authority:** The Members draw their authority from the Federation's Articles of Association and is authorised to exercise the full powers of the Company.

### Board of Directors (BOD)

**Purpose:** The BoD is to provide direction and stewardship for The Park Federation Academy Trust for the benefit of its current children and families and future children and families. The board's first core function is about strategic leadership. This involves setting the organisation's overall strategic framework, including its vision and strategic priorities. It also includes responsibility for setting and modelling its culture, values and ethos

**Authority:** The BoD draws its authority from the Federation's Articles of Association and is authorised to exercise the full powers of the Company.

### Finance and Operations Committee (FOC)

**Purpose:** The purpose of the FOC is to assist Board of Directors' decision-making by enabling more detailed consideration to be given to strategic finance, operations and policy matters. It is also, on behalf of the board, to ensure sound management of the Trust's finances and resources including planning, monitoring and probity.

**Authority:** The FOC is authorised to:

- Approve indicative central and individual academy budgets
- Approve major expenditure and use of reserves
- Approve annual pay awards in terms of affordability
- Set levels of contingency funding to be held
- Set strategic policy direction on behalf of the BoD, subject to ratification by Board members.
- Make recommendations on individual Academy Development Plans and devolve routine oversight to the CEO.

### Performance and Pay Committee (PPC)

**Purpose:** The purpose of the PPC is to ensure fair and transparent operation of the Federation's pay awards. It is also, on behalf of the Board, to set and agree the CEO's objectives.

**Authority:** The PPC is authorised to approve Executives', teachers' and support staff annual pay awards subject to Finance and Operations Committee (FOC) confirmation of affordability and guidance on adoption of any national pay awards.

### Curriculum and Standards Committee (CSC)

**Purpose:** The purpose of the CSC is to monitor the quality and implementation of the curriculum, and progress and attainment standards in the Federation and ensure realistic and challenging targets are set in order to maintain ambitious pupil outcomes.

**Authority:** The CSC is authorised to set curriculum, progress and attainment targets for individual academies and the Federation as a whole, following ratification by the BoD.

### Audit and Risk Committee (ARC)

**Purpose:** The ARC has been established under the direction of the Academies Financial Handbook 2013<sup>1</sup> to monitor the integrity of financial statements and their associated accounting policies and provide independent checking of financial controls, systems, transactions and risks. The committee will also assure the risk register and risk strategy on behalf of the board.

**Authority:** The ARC is authorised to provide guidance on internal audit processes and to liaise directly with external auditors in the course of their conduct of an audit. The Committee is further authorised to seek any information it requires from any employee of the company in order to perform its duties.

### Academy Council (AC)

**Purpose:** The AC is to provide direction and stewardship for the Academy it represents for the benefit of its current children and families and future children and families. The AC focuses on monitoring and ensuring the strategic framework is maintained including its vision and strategic priorities. It also has responsibility for setting and modelling its culture, values and ethos as well as monitoring performance and liaising with the CEO. They will monitor the Academy Development Plan and provide strategic input to budgets and are responsible for local challenge and support but have no legal liability or final approval of policies or core documents. They will lead on local stakeholder engagement (staff, parents and the wider community).

**Authority:** The Academy Council draws its authority from the Trust's Board.

### The role of the Chief Executive Officer (CEO)

**Purpose:** The CEO has the delegated responsibility for the operation of the trust including the performance of the trust's academies and so the CEO performance manages the academy principals. As there is delegation to an Academy Council, this is in part with the AC chair alongside. The CEO is the accounting officer so has overall responsibility for the operation of the academy trust's financial responsibilities and must ensure that the organisation is run with financial effectiveness and stability; avoiding waste and securing value for money. The CEO leads the executive management team of the academy trust. The CEO will delegate executive management functions to the executive management team and is accountable to the trust board for the performance of the executive management team.

**Authority:** Authorised by the Trust Board to ensure compliance with all statutory needs.

### The role of the Academy Principal

**Purpose:** The academy principal is responsible for the day to day management of the academy and is managed by the Chief Executive but reports to the AC on matters which have been delegated to the AC.

**Authority:** To manage the academy on behalf of the Trust Board.

### The role of the Chief Operating Officer (COO)

**Purpose:** The COO is responsible for leading the Central Trust team ensuring strategic financial management of staff who are accountable for Finance, HR, IT, Projects and Estates management and reports to the various committees. Ensuring compliance for Health and Safety and Estates Management. The COO is managed by the Chief Executive.

**Authority:** To manage the academy Trust non-teaching aspects on behalf of the Trust Board.

### The role of the Executive Team (ET)

**Purpose:** The Executive Team consists of the CEO, COO and Academy Principals who oversee operations and resources to support the educational performance. ET will work collaboratively to improve all aspects of academy life.

**Authority:** To manage the academy Trust on behalf of the CEO.

### Framework Table

✓ Action to be undertaken at this level, ✓ Action to be undertaken at this level, A Provide advice and support to those accountable for decision making

<> Direction of advice and support, I Informed

Area	Decision	Delegation					
		Members	Trust Board	CEO	Academy Council	Academy Principal	Chief Operating Officer
<b>Governance Framework</b>							
Being Strategic	Members: Appoint/Remove	✓					
	Trustees: Appoint/Remove	✓					
	Role descriptions for members	✓					
	Role descriptions for trustees/chair/ specific roles/committee members: agree		✓	<A			
	Parent governor				✓		
	Committee chairs: appoint and remove		✓	<A			
	AC chairs: appoint and remove			A	✓		
	Clerk to board: appoint and remove		✓				
	Clerk to AC: appoint and remove		✓		✓		
Systems and structures	Articles of association: agree and review	✓	<A	<A			
	Governance structure (committees) for the trust: establish and review annually		✓	<A			
	Terms of reference for trust committees to be agreed annually		✓	<A			
	Terms of reference for AC: agree and review annually		✓	<A			
	Skills audit: complete and recruit to fill gaps		✓	<A	✓	A	
	Annual self-review of trust board and committee performance: complete annually	I	✓				
	Annual self-review of AC performance: complete annually			A>	✓	A	

	Trust Chair's performance: carry out 360 review annually		✓				
	Director/Committee member contribution: review annually		✓				
	Succession: plan for Board of Directors		✓	<A			
	Annual schedule of business for trust board: agree		✓	<A			
	Annual schedule of business for AC: agree			A>	✓	A	
<b>Reporting</b>							
Reporting	Trust governance details on trust and academies' websites: ensure		✓	<A		✓	✓
	Academy governance details on academy website: ensure		✓	<A		✓	
	Register of all interests, business, pecuniary, loyalty for members/trustees/committee members/academy council members: establish and publish	I	✓	<A	✓	✓	✓
	Annual report on performance of the trust: submit to members and publish	I	✓	<A		<A	<A
	Annual report and accounts including accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement demonstrating value for money: submit	I	✓	<A			✓
	Annual report work of AC: submit to trust and publish					✓	<A

Being Strategic							
Being Strategic	Determine trust wide policies which reflect the trust's ethos and values (facilitating discussions with unions where appropriate) including: admissions; charging and remissions; complaints; expenses; health and safety, premises management; data protection and FOI; staffing policies including capability, discipline, conduct and grievance: approve		✓	<A			✓
	Determine academy level policies which reflect the ethos and values to include e.g. admissions; SEND; safeguarding and child protection; curriculum; behaviour: approve			✓	✓	✓	
	Central spend / top slice: agree		✓	<A			<A
	Management of risk: establish register, review and monitor	I	✓	<A>	✓		<A
	Engagement with stakeholders	✓	✓	✓	✓	✓	✓
	Trust's vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	<A		<A	<A
	Academy vision and strategy, agreeing key priorities and key performance indicators (KPIs) against which progress towards achieving the vision can be measured: determine		✓	A>	A	✓	
	Chief executive officer: Appoint and dismiss		✓				
	Academy principal/Chief operating Officer : Appoint and dismiss	I	I	✓			

	Budget plan to support delivery of trust key priorities: agree		✓	<A			A
	Budget plan to support delivery of Academy key priorities: agree		✓	A>	✓	✓	A
	Trust's staffing structure: agree		✓	<A			<A
	Academy staffing structure: agree		✓	A>	A	✓	
<b>Holding to Account</b>							
	Auditing and reporting arrangements for matters of compliance (e.g. safeguarding, H&S, employment): agree		✓	<A>	✓	A	A
	Reporting arrangements for progress on key priorities: agree		✓	<A>	✓	A	A
	Performance management of the Chief Executive Officer: undertake		✓				
	Performance management of academy principal : undertake			✓	<A		
	Director monitoring: agree arrangements for compliance with the Academy Trust Handbook		✓	<A			
	AC member monitoring: of policies				✓	A	
<b>Ensuring Financial Probity</b>							
	Head of Finance for delivery of trust's detailed accounting processes: appoint		✓	✓			✓
	Trust's scheme of financial delegation: establish and review		✓	<A			<A
	Academy scheme of financial delegation: establish and review		✓	<A		<A	<A
	External auditors' report: receive and respond		✓	<A			<A
	CEO pay award: agree		✓				

	Academy principal, Deputy principal and Vice Principal pay award: agree		✓	A	<A		
	COO pay award: agree		✓	✓			
	Staff appraisal procedure and pay progression: monitor and agree		✓	A>		✓	✓
	Benchmarking and trust wide value for money: ensure robustness		✓	✓			✓
	Benchmarking and academy value for money: ensure robustness				✓	✓	✓
	Develop trust wide procurement strategies and efficiency savings programme			✓			✓

## Calendar and purpose of meeting

	Autumn Term	Spring Term	Summer Term
<b>Members</b>	Receive annual accounts	Chair of Board and CEO meet with Members and provide mid-year performance report	AGM
<b>Board of Directors</b>	Meeting 1: General meeting covering academic results from previous year Meeting 2: Approval of Academic target of present year Meeting 3: Receive annual accounts and auditors report	Meeting 1: Mid- year performance review Meeting 2: Head Boys/Head Girls presentations	Meeting 1: General meeting Meeting 2: AGM - Three year budget approval
<b>FOC</b>	Review end of year position Discuss Year to date performance Central Trust Services review Review Trust wide Census numbers	Agree in year investment plans and virements Review end of year forecast Discuss Year to date performance Central Trust Services review GAG comparison Support staff cost of living rises	Recommend Budget to the Board Review end of year position Discuss Year to date performance Central Trust Services review Agree Central contracts Review annual contribution percentage
<b>PPC</b>	Annual Review of Teacher Performance/Approval Annual Pay Changes/Approval Set CEO objectives	Annual Review/Approval of performance and pay of Executive Team, and Senior School-based leaders (Vice and Deputy Principals) and support staff management team	
<b>ARC</b>	Review progress on internal scrutiny Review management letter Meet with external auditor and agree accounts	Review progress on internal scrutiny	Review progress on internal scrutiny
<b>CSC</b>	Review curriculum implementation and academic standards for the previous academic year Set targets for the new academic year	Review curriculum implementation and academic standards in Autumn Term	Review curriculum implementation and academic standards in Spring Term

<b>Academy Council</b>	Meeting 1: Review Academic Performance of previous academic year Meeting 2: Curriculum Review	Meeting 1: Review Academic Performance previous term Meeting 2: Budget planning for next academic year	Meeting 1: Review Academic Performance previous term Meeting 2: Academy Development Plan for next academic year.
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## **Terms of Reference Board of Directors (BoD)**

### **Purpose:**

The BoD is to provide direction and stewardship for The Park Federation Academy Trust for the benefit of its current children and families and future children and families. Moreover, to advance for the public benefit education in the United Kingdom.

### **Authority:**

The BoD draws its authority from the Federation's Articles of Association and is authorised to exercise the full powers of the Company.

### **Membership:**

The Board shall not be fewer than nine Directors and constituted in accordance with the framework established by the Articles of Association. The terms of office for Directors are set in the Articles of Association ; namely a period of 4 years, subject to continued eligibility, except for the Chief Executive Officer (CEO) who will serve for as long as he/she remains in office. Directors may be re-elected or reappointed at the end of their term.

### **Chair:**

The members will elect a Committee Chair on an annual basis who shall not be Director who is an employee of the company. In the absence of the committee chair and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

### **Clerk:**

The Directors will appoint a Board Clerk who shall not be a Director or Academy Principal. The Clerk will ensure that the Board and its Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

### **Quorum:**

Quorum for the necessary transaction of business will be five Directors.

### **Frequency of Meetings:**

The Committee shall meet six times per year and additionally as required.

### **Notice of Meetings:**

Meetings will be called by the Clerk and dates set in the Federation annual governance cycle. Extraordinary meetings may be called with a minimum of 5 days' notice.

### **Minutes:**

The Clerk shall minute the proceedings and resolutions of all Board meetings, including the names of those present and in attendance.

### **Duties:**

Members of the Committee are to be guided by the Nolan Principles of Public Life, Corporate Codes and relevant regulatory frameworks in the conduct of their duties. Specifically, the board is to:

**Set strategic direction:**

- Set the vision, mission and values for the Trust and ensure common understanding across Members, Directors, Governors and staff.
- Develop and implement a strategy to deliver the Trust's objects.
- Identify and consider the views of all stakeholders in developing and implementing that strategy, with the children and their parents/carers as the Trust's primary stakeholders.
- Conduct regular review of the external environment for changes that might affect the Trust
- Ensure that Operational plans (including each Academy Development Plan) and budgets support the vision, mission and strategy.
- Ensure that the Trust's approach to curriculum, and teaching and learning are effective.
- Ensure that the Trust's approach to curriculum, and teaching and learning are effective.

Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty & Leadership.

s FRC UK Corporate Governance Code 2018 political, Economic, Social, Technology, Legal and Ethical/Environmental

Be responsible for the performance of the Trust and its corporate behaviour:

- Ensure robust systems are in place to set quality standards and monitor performance.
- Ensure robust and integrated ICT systems are in place to support staff and children.
- Ensure through regular review that the necessary governance, policy and guidance frameworks are in place to run the Trust, that they are coherent and compliant with constitutional, legal, statutory and regulatory frameworks.
- Measure the Trust's impact and progress towards its strategic objectives and to regularly consider reports on the Trust's performance.
- Hold the Chief Executive, Chief Operating Officer, and the Academy Principals to account for the management and administration of the Trust.
- Promote a culture of continuous improvement.
- Ensure systems exist to promote and support personal development.
- Ensure that the Chief Executive receives regular, constructive feedback on his/her performance in managing the Trust and in meeting his/her annual and longer-term objectives.
- Ensure that processes and culture exist for Members, Directors, Academy Council Governors, and staff to report activity which might compromise the effectiveness of the Trust.
- Ensure that complaints systems are in place for members of staff and parents/carers.
- Ensure that internal systems and the overall outputs of the Trust represent 'value for money'.
- Produce annual reports as required by Corporate Governance, Charities Commission and Department for Education frameworks.

Act as guardians of all Trust assets and ensure prudent management

Exercise due care and diligence over all tangible, intangible assets and human resource.

- Ensure that the major risks to the Trust are regularly identified and reviewed and that systems are in place to mitigate or minimise these risks
- Decide the annual contribution from each academy to the central services (known as the Central Trust) budget, approve the annual budgets and development plans of all academies and the Central Trust and be accountable for the solvency of the Trust.
- Ensure major projects and expenditure support the strategic direction of the Trust.
- Ensure that the Trust's financial obligations are met and that there are adequate financial controls in place to ensure all money due is received and properly applied, and that all assets and liabilities are identified and recorded.
- Be responsible for safeguarding, health and safety and wellbeing
- Ensure systems exist for effective estates and facilities management.

Ensure the Trust's Governance is of the highest possible standard:

- Ensure that the Trust has a governance structure that is appropriate to an organization of its size/complexity, stage of development, and its charitable objects, and reflects the diversity of its users.
- Ensure that Board decisions are recorded in writing by means of minutes.
- Ensure that the Board's delegated authority is recorded by terms of reference for board committees and that reporting procedures back to the Board are recorded in writing and complied with.
- Ensure that the responsibilities delegated to the Chief Executive are clearly expressed and understood, and directions given to him or her come from the Board and its committees.
- Ensure the Board regularly reviews the Trust's governance structure and its own performance.
- Ensure that major decisions and policies are made by the Directors acting collectively;
- Ensure that the Board has on it the skills it requires to govern the Trust well, and that the Board has access to, and considers, relevant external professional advice and expertise.
- To ensure that there is a systematic, open and fair procedure for the appointment of Directors and of the Chief Executive;
- To ensure that all members of the Board receive appropriate induction on their appointment and that they continue to receive appropriate advice, information and training (both individual and collective).

**Chair of Board of Directors: Muralee Nair**

**Terms of Reference Audit and Risk Committee (ARC)**

The Nolan Principles of Public Life guide all work at The Park Federation Academy Trust:

**Selflessness** Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.<sup>[1]</sup><sub>[SEP]</sub>

**Integrity** Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

**Objectivity** In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.<sup>[1]</sup><sub>[SEP]</sub>

**Accountability** Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.<sup>[1]</sup><sub>[SEP]</sub>

**Openness** Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands it.<sup>[1]</sup><sub>[SEP]</sub>

**Honesty** Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest

**Leadership** Holders of public office should promote and support these principles by leadership and example.

## 1. Purpose

The ARC has been established under the direction of the Academy Trust Handbook 2021 section 3 an extract from which is quoted below:-

### Part 3: Internal scrutiny

The need for academy trusts to conduct checks to ensure systems are effective and compliant.

#### Purpose of internal scrutiny

3.1 All academy trusts **must** have a programme of internal scrutiny to provide independent assurance to the board that it's financial and non-financial controls, and risk management procedures are operating effectively.

#### Approach

3.2 Internal scrutiny **must** focus on:

- **evaluating** the suitability of, and level of compliance with, financial and nonfinancial controls. This includes assessing whether procedures are designed effectively and efficiently, and checking whether agreed procedures have been followed
- **offering advice and insight** to the board on how to address weaknesses in financial and non-financial controls, acting as a catalyst for improvement, but without diluting management's responsibility for day to day running of the trust

- **ensuring all categories of risk** are being adequately identified, reported and managed.

3.3 The trust **must** identify on a risk-basis (with reference to its risk register) the areas it will review each year, modifying its checks accordingly. For example, this may involve greater scrutiny where procedures or systems have changed.

#### **Working with other assurance providers**

3.4 Internal scrutiny should take account of output from other assurance procedures to inform the programme of work. For example, it should have regard to recommendations from the trust's external auditors as described in their management letter, and from relevant reviews undertaken by the Education Skills Funding Agency (ESFA).

#### **Independence and objectivity**

3.5 Independence in internal scrutiny **must** be achieved by establishing appropriate reporting lines whereby those carrying out checks report directly to a committee of the board, which in turn provides assurance to the trustees.

#### **Directing internal scrutiny – the ARC**

##### **Requirement for a committee**

3.6 The academy trust **must** establish an audit and risk committee, appointed by the board.

- Trusts with an annual income over £50 million **must** have a dedicated audit committee.
- Other trusts **must** either have a dedicated audit committee or can combine it with another committee.

3.7 The audit and risk committee should meet at least three times a year.

##### **Remit of the committee in relation to internal scrutiny**

3.8 The audit and risk committee must:

- oversee and approve the trust's programme of internal scrutiny
- ensure that risks are being addressed appropriately through internal scrutiny
- report to the board on the adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.

##### **Membership of the committee**

3.9 Employees of the trust should not be audit and risk committee members, but the accounting officer and chief financial officer should attend to provide information and participate in discussions.

3.10 The chair of trustees should not be chair of the audit and risk committee. Where the finance committee and audit and risk committee are separate, the chair should not be the same.

3.11 Where the audit and risk committee is combined with another committee, employees should not participate as members when audit matters are discussed.

##### **Operating the committee**

### 3.12 The committee **must**:

- have written terms of reference describing its remit
- agree a programme of work annually to deliver internal scrutiny that provides coverage across the year
- review the ratings and responses on the risk register to inform the programme of work, ensuring checks are modified as appropriate each year
- agree who will perform the work
- consider reports at each meeting from those carrying out the programme of work
- consider progress in addressing recommendations
- consider outputs from other assurance activities by third parties including ESFA financial management and governance reviews, funding audits and investigations
- have access to the external auditor, as well as those carrying out internal scrutiny, review their plans and reports and also consider their quality.

3.13 In trusts with multiple academies, the committee's oversight must extend to the financial and non-financial controls and risks at constituent academies.

3.14 Oversight **must** ensure information submitted to DfE and ESFA that affects funding, including pupil number returns and funding claims (for both revenue and capital grants) completed by the trust and (for trusts with multiple academies) by constituent academies, is accurate and in compliance with funding criteria.

## Delivering Internal Scrutiny

### Principles

#### 3.15 Internal scrutiny **must**:

- be independent and objective – for example it **must not** be performed by the trust's own accounting officer, chief financial officer or other members of the senior leadership or finance team
- be conducted by someone suitably qualified and experienced and able to draw on technical expertise as required
- be covered by a scheme of work, driven and agreed by the audit and risk committee, and informed by risk
- be timely, with the programme of work spread appropriately over the year so higher risk areas are reviewed in good time
- include regular updates to the audit and risk committee by the person(s) or organisation(s) carrying out the programme of work, incorporating:
  - a report of the work to each audit and risk committee meeting, including recommendations where appropriate to enhance financial and non-financial controls and risk management
  - an annual summary report to the audit and risk committee for each year ended 31 August outlining the areas reviewed, key findings, recommendations and conclusions, to help the committee consider actions and assess year on year progress.

3.16 Whilst the audit and risk committee is responsible for directing the internal scrutiny, the findings **must** also be made available to all trustees promptly.

### Options

3.17 The trust **must** deliver internal scrutiny in the way most appropriate to its circumstances. Options include:

- employing an in-house internal auditor
- a bought-in internal audit service, from a firm, other organisation or individual with professional indemnity insurance
- the appointment of a non-employed trustee
- a peer review by the chief financial officer from another academy trust. The trust should satisfy itself that the trust supplying the reviewer has a good standard of financial management and governance and should minute the basis for its decision. The peer reviewer should be independent of the trust.

3.18 The trust may combine the above options. The trust may also use other individuals or organisations where specialist non-financial knowledge is required.

3.19 To ensure those carrying out the programme of internal scrutiny work are suitably qualified and/or experienced:

- auditors should be members of a relevant professional body
- trustees and peer reviewers performing the work should have qualifications in finance, accounting or audit, and appropriate internal audit experience. Trusts should work towards this position where it is not already the case.

3.20 Trusts should note that the Financial Reporting Council's Ethical Standard states that a firm providing external audit to an entity shall not also provide internal audit services to it. In order to minimise threats to objectivity and independence in the internal scrutiny of academy trusts, ESFA considers that the term internal scrutiny **must** be viewed in the same way as internal audit.

3.21 The trust **must** keep its approach to internal scrutiny under review. If it changes in size, complexity or risk profile, it should consider whether its approach remains suitable.

### **External reporting and transparency**

3.22 The trust **must** confirm in its governance statement, accompanying its annual accounts, which of the internal scrutiny options it has applied and why. The outcome of the work **must** also inform the accounting officer's statement of regularity in the annual accounts.

3.23 The trust **must** submit its annual summary report of the areas reviewed, key findings, recommendations and conclusions (as presented to the audit and risk committee under section [3.15](#) by the person(s) or organisation(s) carrying out the programme of work) to ESFA by 31 December each year when it submits its audited annual accounts. If the trust uses additional individuals or organisations where specialist non-financial knowledge is required, as permitted under paragraph [3.18](#), it should reflect their findings, recommendations and conclusions as part of the summary document submitted to ESFA. The trust **must** also provide ESFA with any other internal scrutiny reports if requested.

## **2. Constitution**

The committee shall comprise three members who have been appointed by the Board of Directors of The Park Federation Academy Trust. Members will normally come from the Trust's Board of Directors and the Local Governing Bodies (known as Academy Councils) of Trust Academies. However the Board may appoint a Committee member as an Associate in order to provide someone with relevant financial experience. No member of staff or a member of the

Finance and Operations Committee can be a member of the Audit and Risk Committee. No quorum applies as it is expected that all 3 members of the committee attend all meetings.

### **3. Frequency of Meeting**

To meet a minimum of 3 times a year:

- Principally to review reports from the Internal Scrutiny Officer and
- after the report from the external auditor on preparation of draft annual accounts
- or more frequently if deemed necessary by the members of the committee.

### **4. Risk Management**

To advise the Board of Directors on risk management by:

- Becoming familiar with the concepts and requirements of risk management
- Acting as a catalyst for risk management activity across the Trust
- Ensuring appropriate audit work on risk management
- Collecting information on risks and risk management
- Being familiar with the Trust's risk register

### **5. Internal Scrutiny Officer/External tester**

- To advise the Board of Directors on the appointment of an Internal Scrutiny Officer who will be an external appointment to the Trust
- To advise the Board of Directors on the scope of the work to be carried out by the Internal Scrutiny Officer after being cognisant of the requirements of the Academy Trust Handbook
- To receive from the Finance and Operations Committee the management responses from the Internal Scrutiny Officer and to confirm that the responses from that Committee are acceptable or direct that certain other action be taken
- To satisfy themselves that agreed action is taken in response to management reports provided by the Internal Scrutiny Officer
- To agree the frequency and timing of Internal Scrutiny audits (likely to be a minimum of two a year and spread throughout the year with appropriate gaps in between and an appropriate gap with the external audit)
- To receive from the Internal Scrutiny Officer an annual report to include an opinion on the degree of assurance that can be placed on the system of internal control

### **6. External Audit**

- To advise the Board of Directors on the appointment of external auditors and the scope of their work
- To guide the external auditor on the nature and scope of the audit as necessary
- To review the management letter produced by the external auditor and to be satisfied that the Board of Directors/Academy Councils (Local Governing Bodies) responses are appropriate and have been implemented. If the Audit Committee is not satisfied with the Board of Directors/Academy Councils responses the Committee should make appropriate recommendations

**7. General**

- To review the Terms of Reference annually and recommend any changes in these Terms of Reference to the Board of Directors/Academy Councils prior to the annual review of committees.

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**8. Reporting**

The Audit and Risk Committee will report direct to the Board of Directors of The Park Federation Academy Trust by means of circulated minutes.

**Chair of Audit and Risk Committee: Rafid Jadoon**

**Terms of Reference Finance and Operations Committee (FOC)**

**Purpose:**

The purpose of the FOC is to assist Board of Directors' decision-making by enabling more detailed consideration to be given to strategic finance, operations and policy matters. It is also, on behalf of the Board, to ensure sound management of the Trust's finances and resources including planning, monitoring and probity.

**Authority:**

The FOC is authorised to:

- a. Approve indicative central and individual academy budgets
- b. Approve major expenditure<sup>1</sup> and use of reserves
- c. Approve annual pay awards in terms of affordability
- d. Set levels of contingency funding to be held
- e. Set strategic policy direction on behalf of the Board of Directors, subject to ratification by Board members.
- f. Make recommendations on individual Academy Development Plans and devolve routine oversight to the CEO.
- g. Recommend three year balanced budgets for Board of Directors approval

**Membership:**

The FOC comprises at least three Board Directors appointed by the Board. The CEO, Chief Operating Officer and other relevant Trust employees will attend as required.

**Chair:**

The members will elect a Committee Chair on an annual basis. In the absence of the committee chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

**Secretary:**

The Clerk to the Committee will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

**Quorum:**

Quorum for the necessary transaction of business will be 3 members.

**Frequency of Meetings:**

The Committee shall meet four times per year and additionally as required with the following standing agenda items.

**In Attendance:**

The Chief Operating Officer (COO), Head of Finance and Head of HR will be required to be in attendance to support the committee.

**Notice of Meetings:**

Meetings will be called by the Clerk and dates set in the Federation annual governance cycle. Extraordinary meetings may be called with a minimum of 5 days' notice.

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## **Minutes:**

The Clerk shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance. Draft Minutes will be circulated for approval by committee members within 3 weeks of meetings. The Chair will report on proceedings to the Board.

## **Duties:**

In the conduct of their duties, members of the Committee are to be guided by the Nolan Principles of Public Life<sup>2</sup> and statutory requirements, in particular those set by the ESFA. The Committee has a duty to report any matters of significance or concern to the Board of Directors or make recommendations for improvement where shortcomings are identified in a timely manner and by the most appropriate channel. Specifically, the Committee is to:

### **Exercise Financial Control**

- i. Set and ensure consistent application of accounting policies.
- ii. 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 balance, ensuring the compatibility of all such proposals with the development priorities of individual Academies, the Central Trust<sup>3</sup> and the Trust as a whole.
- iii. Assess each academy's indicative budget as notified annually by the Department for Education (DfE) via the ESFA and to assess its implications for the singular academy and the Trust as a whole, in advance of each financial year and in consultation with the Chief Executive Officer (CEO), Chief Operating Officer (COO) and respective Academy Principal.
- iv. Assess the indicative budget of the Central Trust as determined by the aggregated annual academy contributions to the Central Trust for the provision of central services.
- v. Agree Academy & Central Trust budgets by 3<sup>rd</sup> week of July annually and in time to submit to ESFA by its 31<sup>st</sup> July deadline.
- vi. Evaluate and manage financial risk.
- vii. Ensure, through working with the PPC, that annual pay awards, including variable compensation, are affordable.
- viii. Monitor and review expenditure, including banking arrangements, on a regular basis for compliance and against budgetary control totals.
- ix. Ensure compliance and value for money in tendering processes.
- x. Work with the Audit and Risk Committee, the Internal Scrutiny Officer and Auditors in support of the audit process and in response to audit findings.
- xi. Recommend to the Board of Directors the appointment or reappointment of the Trust's external auditors.
- xii. Prepare financial sections within the Annual Directors/Trustees Report for filing in accordance with Companies Act, Charity Commission and ESFA requirements.

### **Provide strategic oversight of Operations**

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<sup>2</sup> Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty & Leadership.

<sup>3</sup> The part of the trust that provides shared services.

- xiii. Ensure all compliance requirements applicable to the Trust's operations are known, understood and being met.
- xiv. Evaluate and manage risks to strategic operations.
- xv. Provide strategic direction for and oversight of:
  - Financial policy and procedures
  - Technology operations and policy, including data protection
  - Human Resources management
  - Estates and Facilities Management
  - Health & Safety at Work
  - Safeguarding
  - Compliance, Whistleblowing & Fraud

and ensure that regular reviews are conducted of the Trust's policies and procedures.

**Chair of Finance and Operations Committee: Dr Adel Rouz**

**Terms of Reference Performance and Pay Committee (PPC)**

**Purpose:**

The purpose of the PPC is to ensure fair and transparent operation of the Federation's pay awards. It is also, on behalf of the Board, to set and agree the CEO's objectives.

**Authority:**

The PPC is authorised to approve Executives' and teachers' annual pay awards subject to Finance and Operations Committee (FOC) confirmation of affordability and guidance on adoption of any national pay awards.

**Membership:**

The PPC comprises at least 3 Board Directors appointed by the Board.

**Chair:**

The members will elect a Committee Chair on an annual basis. In the absence of the committee chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

**Secretary:**

The Board Secretary shall act as Clerk to the Committee and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

**Quorum:**

Quorum for the necessary transaction of business will be 2 members.

**Frequency of Meetings:**

The Committee shall meet twice per year and additionally as required with the following standing agenda items:

November:

- To approve Teachers' annual pay awards
- (on a 2-yearly cycle) Review of Pay Policy and Performance Management Policy

January:

- To approve Executives', Principals', Deputy Principals' & Vice Principals' annual pay awards
- To set the CEO's objectives

**In Attendance:**

The CEO will be required to present costed pay recommendations to the Committee at November and January meetings, other than for him/herself and the CEO will not be present for discussion on his/her pay award.

The Federation's HR and Training Manager will be required to attend November and January meetings to provide policy advice and record subsequent payroll actions.

**Notice of Meetings:**

Meetings will be called by the Clerk and dates set in the Federation annual governance cycle. Extraordinary meetings may be called with a minimum of 5 days' notice.

**Minutes:**

The Clerk shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance. Draft Minutes will be circulated for approval by committee members within 3 weeks of meetings. The Chair will report on proceedings to the Board.

**Duties:**

Members of the Committee are to be guided by the Nolan Principles of Public Life<sup>4</sup> in the conduct of their duties. The Committee is to:

- i. Ensure fair and transparent operation of pay awards across the Federation, including variable compensation for those eligible staff.
- ii. Set and agree CEO's objectives annually.
- iii. Approve pay awards for Executives and Teachers and authorise implementation having confirmed affordability of all recommendations for pay awards with FOC.
- iv. Decide on annual variable compensation payments in line with policy & affordability.
- v. Ensure performance and pay reviews are conducted and awards implemented in accordance with the Federation's policies and associated timelines.
- vi. Review the Federation's Pay Policy and Performance Management Policy at least every 2 years, ensuring statutory compliance and consistency with government guidelines.
- vii. Consider appeals against pay or appraisal decisions in line with Federation policy.
- viii. Ensure that the policy is achieving its aim of attracting high quality teachers to the Federation and retaining their services.
- ix. Account for pay decisions if required to by the Department for Education and other relevant bodies.

**Terms of Reference Curriculum and Standards Committee (CSC)**

**Purpose:**

The purpose of the CSC is to monitor the quality/implementation of the curriculum, and monitor progress and attainment standards in the Federation. It will also ensure realistic and challenging targets are set in order to maintain ambitious pupil outcomes.

**Authority:**

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<sup>4</sup> Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty & Leadership.

The CSC is authorised to set progress and achievement targets for individual academies and the Federation as a whole, following ratification by the Board of Directors.

**Membership:**

The ASC comprises at least 3 Board Directors appointed by the Board.

**Chair:**

The members will elect a Committee Chair on an annual basis. In the absence of the committee chairman and/or an appointed deputy, the remaining members present shall elect one of themselves to chair the meeting.

**Secretary:**

The Board Secretary shall act as Clerk to the Committee and will ensure that the Committee receives information and papers in a timely manner to enable full and proper consideration to be given to the issues.

**Quorum:**

Quorum for the necessary transaction of business will be 2 members.

**Frequency of Meetings:**

The Committee shall meet three times per year and additionally as required with the following standing agenda items:

- Attainment Data
- Progress Data

**In Attendance:**

The CEO and Federation Senior Adviser: School Improvement is required at all meetings to present progress and attainment data and at the autumn term meeting advise on setting targets.

**Notice of Meetings:**

Meetings will be called by the Clerk and dates set in the Federation annual governance cycle. Extraordinary meetings may be called with a minimum of 5 days' notice.

**Minutes:**

The Clerk shall minute the proceedings and resolutions of all committee meetings, including the names of those present and in attendance. Draft Minutes will be circulated for approval by committee members within 3 weeks of meetings. The Chair will report on proceedings to the Board.

**Duties:**

Members of the Committee are to be guided by the Nolan Principles of Public Life<sup>5</sup> in the conduct of their duties. The Committee has a duty to report key concerns with any single Academy or the Federation as a whole to the Board of Directors in a timely manner and by the most appropriate channels. Specifically, the Committee is to:

- i. Develop and maintain the Federation's corporate understanding of key measures used by the Department for Education and other relevant authorities to judge the effectiveness of schools in the state system.
- ii. Monitor and assess the progress and attainment standards in the Federation's academies against their annual targets, their academic standards in the last three years, and recent national standards.
- iii. Monitor the quality and implementation of the curriculum, and assess the progress and attainment standards of the Federation as a whole against its annual targets, its academic standards in the last three years, and recent national standards.
- iv. Hold the CEO and Senior Adviser to account for the quality of education offered and provided by the Federation and its Academies.
- v. Advise the Board of Directors on strategic academic policy, direction and good practice.
- vi. Ensure effective professional development is available to teaching staff.
- vii. Agree annual progress and attainment targets with the CEO and Senior Adviser for ratification by the Board of Directors.

## **Terms of Reference Academy Council**

### **Each Academy Council has four key responsibilities:**

- To implement the policies of the Trust;
- To account for the performance of the Academy;
- To actively listen to the views and opinions of the children, their parents and staff colleagues to shape the academy's services to the needs of the families;
- To be the voice of the Academy within the Trust as a whole.

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<sup>5</sup> Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty & Leadership.

To achieve the above, it must:

**Monitor:**

- The Park Federation vision/ethos/aspirations;
- Curriculum;
- Quality of Teaching;
- Attainment and Progress;
- Preparedness for External Inspection;
- Academy Development Plan (ADP);
- Budget Management;
- Use of Pupil Premium;
- Special Educational Needs and Disabilities provision;
- Statutory Compliance and Risk Management (e.g. health and safety);
- Pupil Admissions and Marketing;
- Pupil Discipline and Exclusions.

**Oversee Staff Matters and Performance Management:**

- Review staffing structure for efficiency and affordability;
- Monitor the implementation of Trust's performance management and performance-related pay systems;
- Other staff matters (with the Trust on staff disciplinary or grievance issues/dismissals where necessary).

**Help with Relationships and Marketing:**

- Parent relations (including liaison with any parent council);
- Pupil recruitment;
- Community activities and relationships;
- School Marketing and Public Relations (jointly with the Trust where required).

**Contribute to Trust Policies (e.g. performance management) and Establish Academy Policies (e.g. calculation policy in Maths) in line with Trust's approach:**

- Establish and review academy policies and procedures, reflecting Trust key criteria;
- Provide feedback to the Trust on the effectiveness of Trust policies.

**Be able to establish committees to deal with:**

- Major construction projects;
- Expansion of academy;
- Statutory matters: discipline/exclusions/appeals;
- Significant matters that happen on an ad hoc basis.