



## **YAVNEH COLLEGE ACADEMY TRUST**

### **Scheme of Governance Delegation**

Approved by the Yavneh College Academy Trust and Yavneh Foundation Trust

<b>Date Approved</b>	
<b>Date of Next Review</b>	

## Introduction

Yavneh College Academy Trust (YCAT) currently operates two academy schools, Yavneh College and Yavneh Primary School.

YCAT is a company limited by guarantee and is an exempt charity which means that although it has the responsibilities that are placed upon charities it is not required to be registered with the Charity Commission or file documents there. YCAT is constituted under Articles of Association which set out the purposes ("Objects") and powers of YCAT and how these are to be exercised.

The Objects cannot be changed although they can be added to with the approval of the Secretary of State and the Charity Commission.

The Objects are: -

- The pursuit of academic excellence through inspirational teaching, intellectual curiosity and independent thinking
- Developing students who have first class Jewish knowledge, skills and a sense of pride and commitment to our communities and to Israel
- Developing individual interests and talents
- Enabling students to achieve their full potential, and preparing them to cope with the challenges of a changing world
- Creating a safe, nurturing and supportive school with graduates who reflect British values, care for others and are proud to play a meaningful role within the communities to which they belong.

As a company limited by guarantee and to meet the requirements of company law YCAT has a dual governance level. It has

1. Members, the equivalent of shareholders in a commercial limited company, and
2. Trustees who are the directors of the company and who together comprise The YCAT Board and who report and are accountable to the Members. YCAT has overall responsibility for the operation of the academies. It delegates functions that are specific to the individual academies to committees known as Local Governing Bodies ("LGB") and it delegates certain of its functions that relate to YCAT to other committees of YCAT. The Executive Headteacher has delegated responsibility for the day-to-day operation of YCAT and each academy has a Headteacher ("HT"). The Primary School headteacher reports to the Executive Head and has overall delegated responsibility for the operation of the Primary School.

An LGB may, but need not, have Trustees as members and the power of YCAT to appoint LGB members (who have full voting powers) is unrestricted. In addition, YCAT may appoint additional members of other committees on such terms as it thinks appropriate. Such members may be permitted to vote but no vote may be taken unless a majority of those attending the meeting at which the vote is taken are Trustees.

YCAT intends to operate with a philosophy of earned autonomy which means that the level of governance responsibility that is delegated to an individual school reflects the capacity that the school has. Currently each school within YCAT is treated similarly because it is recognised that each has similar capacity and capability. This will continue to be monitored annually and changes will be made where perceived to be necessary. Where delegated responsibility is limited or not given, it is the intention of YCAT to take steps to increase the capacity for local decision-making so that additional delegation can take place. Ultimately the objective is that all constituent schools should achieve the same level of autonomy.

This document sets out how those various responsibilities are delegated and how the various constituent parts of YCAT are required to operate.

**Appendix One** shows the delegation process for a range of decisions that arise,

**Appendix Two** identifies the policies that YCAT maintains,

**Appendix Three** sets out the general requirements in relation to calling and attending meetings and voting,

**Appendix Four** summarises the position relating to conflicts of interest and sets out the Nolan Principles and

**Appendix Five** gives outline guidance on organisational aspects of governance.

## **Trustees**

YCAT trustees are the directors of YCAT and have a similar role to governors in a local authority-maintained school. As company directors their duties are to: -

- act within their powers.
- promote the success of the company.
- exercise independent judgment.
- exercise reasonable care, skill and diligence.
- avoid conflicts of interest.

- not to accept benefits from third parties; and
- declare any interest in proposed transactions or arrangements

Appendix Four sets out the Nolan Principles of public life and what is required of Trustees and Local Governors in relation to conflicts of interest.

Yavneh College Academy Trust Trustees and members are appointed by Yavneh Foundation Trust. Yavneh Foundation Trust has overall responsibility for ensuring the school ethos is maintained.

### **YCAT Board**

The YCAT Board focuses on the three core functions of governance:

1. Ensuring clarity of vision, ethos and strategic direction.
2. Holding the Executive Headteacher to account for the educational performance of the academies and their pupils, and the performance management of staff; and
3. Overseeing the financial performance of YCAT and making sure its money is well spent.

Composition:

- Up to 6 Trustees appointed by the Yavneh Foundation Trust (YFT)
- the Executive Headteacher
- any Trustees co-opted by those Trustees who are not themselves co-opted Trustees
- other Trustees as elected by the YCAT board

Quorum: half of the total number of Trustees in post or 5 if higher

Meetings: At least three each year convened on seven clear days' notice except in emergency as determined by the Chair

Responsibilities retained by the YCAT

- Deciding upon major strategic and legal aspects such as:
- Establishing a new academy
- Discontinuing or merging existing ones

- Bringing new schools into the YCAT
- Recommending amendments to the Articles of Association
- Adopting the strategic plan for YCAT which will include individual strategic plans for each academy
- General oversight of strategic and operational risk identification and management
- Procurement of any contract as required by YCAT's Schedule of Financial Delegation
- Approving the overall budget for YCAT and its devolution to each academy
- Approving the annual accounts of YCAT
- Ensuring that all regulatory requirements are met
- Recommending appointment of Trustees to YFT, co-opting additional Trustees
- Securing that all Trustees and members of LGB are appropriately trained
- Annually monitoring and assessing the performance and capability of each LGB and adapting this Scheme of Delegation accordingly
- Approving all policies that YCAT by law is required to maintain.
- Determining each year, the scheme of delegation and terms of reference including approving the membership of all committees
- Dealing with formal complaints against an academy in accordance with YCAT complaints policy
- Monitoring all aspects of the curriculum and curriculum delivery
- Monitoring systems for assessing the quality of teaching
- Monitoring student issues including behaviour and exclusions
- Monitoring all aspects of SEN
- Monitoring all aspects of safeguarding including British Values and the operation of the Prevent strategy
- Monitoring educational outcomes
- Monitoring all equality aspects including the Public Sector Equality Duty
- Monitoring all aspects of readiness of inspection
- Determining admission arrangements for each academy
- Ensuring and monitoring compliance with Admissions Code
- Establishing arrangements for independent appeals against refusals to admit pupils to an academy

- Establishing arrangements for independent review panels to review permanent exclusions
- Appointment of the Executive Headteacher
- Appointment of a Company Secretary or equivalent person.

#### Chair's Emergency Powers

The Chair, or in the absence of the Chair the Vice-Chair, may take such action as the Chair may think fit to protect the interests of YCAT, any academy within YCAT, any student or employee of YCAT or any other member of the school community in circumstances where in the opinion of the Chair it would not be reasonably possible to convene a meeting of the TB or a relevant Committee or LGB in the time necessary to protect such interests

#### **Local Governing Body (LGB) for each academy**

Note: all decisions taken under delegated authority MUST be reported to the next available Trust Board meeting. This should routinely be done by way of a minute of the decision or of the meeting at which the decision was taken.

Composition: as determined by YCAT Board but to include at least 2 elected parent local governors.

Quorum: as determined by YCAT Board

Meetings: At least 3 time per year

Delegated responsibilities:

- The development and delivery of the Yavneh Schools' curriculum, meeting National Curriculum requirements while embodying Modern Orthodox Jewish values, British values and reinforcing the key elements of the school's ethos as set out in the Yavneh Way.
- ensuring the school meets statutory requirements and the needs of all pupils within the school, including those with special educational needs
- Monitoring and evaluating, with the assistance of staff, the delivery of the curriculum.
- Ensuring that standards of quality, attainment and achievement by the pupils of Yavneh College and of Yavneh Primary School respectively are high and are maintained at the highest possible level
- Taking a strategic role in the governance of the relevant school.
- Acting as a critical friend to the relevant school and providing support to the Headteacher, and the staff at the school
- Monitoring and evaluating the work of the relevant school, systematically and regularly in relation to:

- pupil performance and attendance
- pupils' progress, personal development and well-being
- quality assurance, teaching, learning and assessment
- self-evaluation
- improvement
- Reporting decisions, strategies and recommendations for ratification to each meeting of the MAT Board and specifically as the Trustees of the MAT may require from time to time
- Carrying forward the MAT's vision, in a way appropriate to the specific qualities and community characteristics of the school in its remit
- Implementing actions required to comply with statutory regulations and the Funding Agreement(s) where delegated by the MAT Board
- Reviewing and monitoring the implementation and effectiveness of the policies relating to the respective school set by the MAT Board
- Liaising with the Premises Committee of the MAT, as appropriate, to maintain the site and buildings at Hillside Avenue, Borehamwood in accordance with any guidelines set out by the MAT. Recommending to the Premises Committee of the MAT any matters relevant to its school in respect of premises
- Liaising with the Finance Committee of the MAT and to appreciate that under no circumstances has the Local Governing Body the authority to borrow money
- Ensuring that risk assessments are carried out and any actions implemented
- Advising and working together with the Personnel Committee of the MAT in respect of staff matters, e.g., restructuring and changes in terms and conditions.
- Liaising and working with the Admissions Committee of the MAT to effect any changes to the admissions criteria, where appropriate
- Agreeing the Development and/ or School Improvement Plans, together with relevant staff. Ensuring that key performance indicators (KPIs) assigned to each strategic objective are both realistic and challenging to maintain high standards or facilitate improvement, where necessary. All plans are to be submitted to the MAT Board for approval.
- Reviewing and monitoring progression with respect to meeting the KPIs stipulated in the SIPs.
- Receive reports from governors with the relevant remit on matters regarding safeguarding, wellbeing, SEND and Jewish Studies.
- Providing representation on the Pupil Disciplinary Committee, the Staff Grievance Committee, the Staff Appeals Committee as well as panels for complaints and exclusions as required, ensuring that Ofsted criteria, as they apply to governance, are being fully and effectively addressed

## **Finance and Premises Committee**

Composition: At least 3 trustees from YCAT plus other governors as skills are deemed suitable

Quorum: 3 Trustees

Meetings: 3 times per year

Delegated responsibilities:

- act in accordance with the MAT's Schedule of Financial Delegation in conjunction with the Accounting Officer (Executive Headteacher)
- comply with the Academies Financial Handbook including, but without limitation, setting procurement policies for the MAT
- provide guidance and assistance to the Executive Headteacher, the Primary Headteacher, the Local Governing Bodies and the MAT Board in relation to financial matters
- have oversight of the responsibility for preparing the MAT's annual financial statements in accordance with the relevant financial regulations.
- oversee the establishment of appropriate accounting and management information systems to ensure that the income and expenditure of each school is properly recorded and that the systems generate timely and reliable management reports on which decisions about each school's future development may be based
- consider regular financial management information
- consider and recommend the annual budget and cash flow projections for the YCAT.
- monitor against budget and cash flow projections for each of Yavneh College and of Yavneh Primary School to ensure that expenditure remains within the prescribed limits
- liaise with the Personnel Committee (which will also act as the Pay Committee) in determining salary levels for SLT posts and other posts where applicable
- put in place guidelines for the local maintenance of assets and appropriate registers
- assist the Trustees of the MAT in complying with the provisions of the Funding Agreements by fulfilling our delegated responsibility
- seek value for money and being able to demonstrate that value for money has been achieved via the MAT's procurement policies.
- notify the MAT Board of any significant changes to fixed assets used by the Academy

## **Personnel Committee**

Composition: At least 3 trustees from YCAT plus other governors as skills are deemed suitable

Quorum: 3 Trustees

Meetings: 3 times per year

Delegated responsibilities:

- To review the staffing structure as necessary and, at least annually, in relation to each School's Improvement Plan
- To ensure that staff selection is undertaken in line with Safer Recruitment safeguarding procedures
- To undertake any formal consultations on personnel matters
- To review and recommend for adoption by the MAT Board, procedures for dealing with staff discipline and grievance and ensure that the staff are informed of them
- To review the quality assurance data recorded by each school on an annual basis
- To approve performance management related salary changes
- To approve the pay policy for the staff employed in each of the two schools
- To approve any restructuring of staff at each of Yavneh College and Yavneh Primary School
- To determine terms and conditions of service for staff (the MAT is the employer of all staff and is responsible for procedures and terms and conditions of service for all employees including the setting of appropriate rules for the conduct of staff, in each case as developed with each school. Changes to such policies and procedures will be effected only after consultation with the Local Governing Body, Executive Headteacher and staff groups where appropriate)
- To ensure compliance with the MAT's HR policies, including the process for local performance reviews for members of staff.
- To advise the Executive Headteacher and Primary Headteacher if they consider that changes are required to staff terms and conditions (Local Governors may not make any amendments to terms and conditions without the Trustees' consent)
- To support the Executive Headteacher, Primary Headteacher and other staff as appropriate if redundancies are being considered and in consultation with senior staff, set criteria for redundancy, for approval by the MAT board
- To review and approve, in consultation with the Executive Headteacher and the Primary Headteacher, the policies and procedures assigned to the personnel committee. A full list can be obtained from the Business Manager.

## **Admission Committee**

Composition: At least 3 trustees from YCAT plus other governors as skills are deemed suitable

Quorum: 3 Trustees

Meetings: As required on seven days' notice

Outline of responsibilities:

- To advise YCAT Board on any aspects of admissions and the admission arrangements for the academy that may be relevant including reporting on admission patterns and matters of concern
- To respond when required by YCAT Board to any proposal to amend the admission arrangements
- To manage any local consultation required in relation to any proposed amendment to the admission arrangements or otherwise to secure compliance with the Admissions Code
- To consider and decide upon each application for a place at the academy including reviewing and confirming the ranking of applications as advised by the local authority at the points of normal entry to the academy, i.e., at Year R and/or Year 7

**In addition to the above, the MAT board will convene a Pupil Discipline, Staff Grievance Committee or Complaints panel as and when the need should arise. The Chair of the YCAT along with the clerk will be responsible for convening a panel.**

## **Executive Headteacher**

- Provide strategic and operational leadership of YCAT
- Considering strategic risk elements and advising the TB
- Performing the function of Accounting Officer in accordance with the Academies Financial Handbook
- Responsible for the internal organisation management and control of each of the academies and specifically:
- Development of Trust-wide strategies and strategies for individual academies for Trust Board approval
- Determining and implementing curriculum provision and assessment

- Performance management (including progression) of all other staff
- Disciplinary, capability and grievance aspects relating to all other staff
- Securing compliance with the Master Funding Agreement and each Supplemental funding agreement
- Ensuring the proper discharge of all statutory functions including in relation to admission appeals and reviews of permanent exclusion
- Reporting termly to YCAT Board
- Spending and contracting powers in accordance with the Schedule of Financial Delegation

### **Business Manager**

- Provide financial leadership of YCAT
- Secure financial probity and value for money including compliance with the Academies Financial Handbook
- Prepare and maintain YCAT's Schedule of Financial Delegation
- Prepare and maintain the Risk Register
- Prepare budget for YCAT, including allocation of funds for centrally maintained services, determining envelope of funding allocated to individual academies and determining sums to be delegated to each LGB for local spending, for Trust Board approval
- Reporting termly to Finance Committee

### **Primary School Head Teacher**

- Responsible for the internal organisation management and control of the specific academy
- Such other duties as may be delegated by the Executive Headteacher

### **Appendix 1 is the Scheme of Delegation**

Yavneh Foundation Trust (YFT)						
Yavneh Giving Committee						
Members of YCAT						
5 people as appointed by the YFT						
MAT BOARD						
10 Trustees as appointed by YFT including the Executive Headteacher						
Yavneh College Local Governing Body	Yavneh Primary Local Governing Body	Finance and Premises Committee	Personnel Committee	Admissions Committee	Pupil Disciplinary Committee	Staff Grievance and Staff Appeal Committee
Committee constitution: Executive Head (ELT) YCAT Trustees 2 Staff Governors 2 Parent Governors Local Governors	Committee constitution: YPS Head (ELT) YCAT Trustees 2 Staff Governors 2 Parent Governors Local Governors	Committee constitution: Executive Head (ELT) Business Manager (ELT) 3 Trustees Local Governors	Committee constitution: Executive Head (ELT) 3 Trustee	Committee constitution: Executive Head (ELT) Minimum of 3 Trustee	Committee constitution: 3 Trustees as appointed by the Chair of the MAT	Committee constitution: YCAT Trustees as appointed by the Chair of the MAT

## Delegation Matrix

A – Accountable

R – Responsible

C - Consult

Key Function	Task	Members	YCAT	Committees	EH	ELT	YFT
<b>Vision</b>	To determine trust strategy, vision and key priorities		A/R				
<b>Governance</b>	Uphold school ethos		A/R				
	Ensure YCAT maintains school ethos						A/R
	Approve changes to the Governance Structure and scheme of delegation		A/R				
	Approve changes to the Articles or Funding Agreement		A/R				
	Agree Terms of Reference		A/R				
	Appoint Members						A/R
	Appoint Trustees of YCAT						A/R
	YCAT Co-Opt Trustees		A/R				
	Establish YCAT Committees		A/R				
	Appoint and remove committee chairs		A/R				
	Approve the appointment of a clerk		A/R				
	Review Performance of the Board		A/R				
	Appoint a Safeguarding Governor		A/R				
	Review committee membership		A/R				
Change of Trust Name			A/R				C
<b>Finance</b>	Approve Finance Scheme of delegation		A	R			

	Approve the overall YCAT budget		A	R			
	Approve the YG Budget		C				A/R
	Review the budget during financial Year		A	R – Finance			
	Collection of YG						A/R YGC
	Review the annual accounts and be invited to the AGM	A/R					
	Maintain Pecuniary Interest List		A			R – BM	
	Approve the appointment of external auditors		A	R – Finance			
	Approve compensation payments		Consult - Chair		A/R		
	Review and Approve Banking Arrangements		A	R – Finance			
<b>Staff Performance and Management</b>	Appoint the Executive Headteacher		A/R				C
	Appoint ELT		C		A/R		
	Performance Review for Executive Headteacher		A	R - HPRC			
	Implement capability procedures				A/R		
	Appoint other staff in accordance staff policies				A/R		
	Approve changes to staffing structures		Consult		A/R		
<b>Performance and Curriculum</b>	Review progress against school improvement plans		A	R – LGBs			
	Review Pupil Premium Plans		A	R – LGBs			
<b>Admissions</b>	Approve Admissions Policy		A	R -			

				Admissions			
	Establish Admission Appeals Panel		A/R – Bought in service from LA				
<b>Risk Management</b>	Approve Risk Register		A	R			
	Approve Risk Register Action Plan		A	R			
<b>Exclusions</b>	Review Exclusions in accordance with school polices		A/R				
	Establish Independent Review Panel		A/R				

### **Policies maintained by the Academy Trust requiring Trust review and adoption**

Note: all required policies are initiated by YCAT at the direction of CEO Executive Headteacher. All policies are to be reviewed every two years unless shown otherwise or a change of legislation, DfE requirements or policy requires a sooner review. YCAT Board will set a review timetable to secure a rolling cycle of review.

Those policies that are required under statute or are referenced in statutory guidance are marked (S)

<b>Policy</b>	<b>Committee</b>	<b>SLT Responsible</b>
Accessibility Plan	F& P	BM
Bloodborne Viruses	F& P	BM
Bribery	F& P	BM
CCTV	F& P	BM
Charges & Remissions (S)	F& P	BM
Communicable Diseases	F& P	BM
COSHH	F& P	BM
Crisis Management and Disaster Control	F& P	BM
Dog Fouling	F& P	BM
Educational Visits	F& P	BM
Supporting Pupils with medical conditions (S)	F& P	BM
Fraud	F& P	BM
Health and Safety Policy (S)	F& P	BM
Mobile Phone Safety	F& P	BM
Personal Safety and Lone Working	F& P	BM

Anti-Bullying	Mat Board	Behaviour AH
Child Protection (S)	Mat Board	DSL
Cyber Security	Mat Board	BM
Equality and Diversity	Mat Board	BM
Exclusions Policy (S)	Mat Board	Deputy Head
Positive Handling	Mat Board	DSL
Child known to a Social Worker	Mat Board	Deputy Head
Online Safety	Mat Board	Sixth Form AH
Alcohol, Drugs and Gambling	Personnel Committee	BM
Code of Conduct	Personnel Committee	BM
CPD	Personnel Committee	AH
Data Protection	Personnel Committee	BM
Employment Protection	Personnel Committee	BM
Equality (S)	Personnel Committee	BM
Maternity	Personnel Committee	BM
Records Management and Personal Data	Personnel Committee	BM
Safer Recruitment	Personnel Committee	BM
Support Staff Appraisal	Personnel	BM

	Committee	
Support Staff Capability	Personnel Committee	BM
Teacher Appraisal & Capability	Personnel Committee	AH T&L
Pay	Personnel Committee	BM
Privacy Notices (S)	Personnel Committee	BM
Staff Discipline Procedure	Personnel Committee	BM
Staff Grievance Procedure (S)	Personnel Committee	BM
Staff Health & Attendance	Personnel Committee	BM
Staff Leave of Absence	Personnel Committee	BM
Wellbeing policy	Personnel Committee	DSL
Whistleblowing Procedure	Personnel Committee	BM
Complaints Policy – YPS (S)	Personnel Committee	YPS AH
Complaints Policy YC (S)	Personnel Committee	BM
Flexible Working Policy	Personnel Committee	BM
AI Policy	YC LGB	Sixth Form AH
Behaviour Policy (S)	YC LGB	Behaviour AH
Curriculum Policy	YC LGB	AH

Drugs Education	YC LGB	DSL
Early Careers Teachers	YC LGB	AH
Exam Contingency Plan	YC LGB	Exams Officer
Examinations	YC LGB	Exams Officer
Exam Whistle Bowling	YC LGB	Exams Officer
Home Learning Policy	YC LGB	AH
Internal Appeals	YC LGB	Exams Officer
Intimate Care	YC LGB	Lisa T
Marking	YC LGB	AH
Pupil Photographs	YC LGB	BM
RSE (S)	YC LGB	DSL
Inclusion (S)	YC LGB	SENCO
Assessment	YC LGB	AH
Attendance (S)	YC LGB	DSL
Careers (S)	YC LGB	DSL
Exam Whistle Bowling	YC LGB	Exams Officer
Non-Examination Assessment	YC LGB	Exams Officer
Work Experience	YC LGB	DSL
Social Media	YC LGB	Sixth Form AH
Pupil Wellbeing and Mental Health	YC LGB	DSL

Attendance (S)	YPS LGB	YPS AH
Assessment	YPS LGB	YPS AH
Acceptable use of phones	YPS LGB	YPS AH
British values	YPS LGB	YPS AH
Behaviour Policy (S)	YPS LGB	YPS HT
Communication	YPS LGB	YPS HT
Calculation	YPS LGB	YPS AH
Educational trips	YPS LGB	YPS AH
ECT Policy	YPS LGB	YPS HT
E-SAFETY	YPS LGB	YPS AH
EYFS	YPS LGB	YPS AH
First Aid	YPS LGB	YPS HT
Homework	YPS LGB	YPS AH
Inclusion (S)	YPS LGB	SENCO
Managing medicine	YPS LGB	YPS HT
Online Safety	YPS LGB	YPS HT
Pupil known to a social worker	YPS LGB	YPS HT
RSE	YPS LGB	YPS HT
Sex and education relationship	YPS LGB	YPS HT
Safer handling	YPS LGB	YPS HT
Uniform (S)	YPS LGB	YPS HT

Provisions relating to meetings and voting

NB. The Articles contain very detailed provisions regarding the calling of meetings, how they are conducted and voting. What follows is a summary and reference should be made to the Articles if questions arise.

### **Calling meetings**

Meetings of Members and of Trustees are convened by the Clerk.

### **Meetings of Trustees**

YCAT Trustees must meet at least three times in each school year.

The Chair (or vice-Chair in the absence of the Chair) and any three Trustees may require the Clerk to convene a meeting at any time and the Clerk must convene it as soon as reasonably practicable.

Seven [Check the Articles as in some cases the notice required is 14 days] clear days' notice, together with the agenda, must be given i.e., for a meeting to be held on a Thursday notice must be given on or before the Wednesday one week before, but the Chair (or vice-Chair in the absence of the Chair) can direct shorter notice on the grounds of urgency.

There must be a quorum present which is normally whichever is the greater of three Trustees or one-third (rounded up) of the total number of Trustees holding office at the time – i.e., don't count vacant positions. The quorum required for a vote to remove a Trustee or to remove the chair is two-thirds of those present and entitled to vote.

*Note that there are special procedures set out in the*

*Articles that must be followed to remove the chair or vice-chair from office.*

## **What is a Meeting?**

Under the Articles, the definition of a meeting covers not just the situation when all are present but also a video conference, an internet video facility or similar electronic method allowing simultaneous visual and audio participation and telephone conferencing. In other words, a meeting can be convened with people taking part remotely. That covers meetings of the Members (which usually will only rarely be needed) and the more regular meetings of YCAT Board. Members may also “attend” Members’ meetings by giving another person a proxy vote but Trustees and LGB members cannot do this.

The condition for being entitled to attend remotely is that the person concerned has given notice of the intention to do so by giving appropriate contact details at least 48 hours before the meeting. Of course, this also depends on having the necessary equipment!

*Note that this is a right that an individual Trustee has. The other Trustees can agree not to insist on the 48 hours’ notice.*

There is also a provision under which a resolution of YCAT Trustees that all Trustees agree with can be passed by getting each Trustee to sign a copy of the resolution and without having to hold a physical meeting – you can have several copies if, in total, every Trustee has signed.

*Note that there is no provision for making decisions by email or by separate telephone conversations.*

## **Generally**

So far as LGBs are concerned, YCAT Board can specify the procedures to be adopted. Normal good practice indicates that LGBs should follow the same rules. Again, as a matter of good practice all meetings of Members, Trustees, LGBs and their respective committees should be clerked. This is especially important in relation to exclusion reviews.

All meetings will have a clerk and minuted. Minutes should be concise and impersonal. They should record the topics discussed, the main points raised, the conclusions reached and, briefly if appropriate, the reasons for decisions. Where questions and answers need to be minuted as evidence of challenge, it is better practice that the questioner is not identified but the respondent should be.

Reporting back should be by way of tabled minutes. All decisions taken under delegated authority (which does not extend to internal organisation management or control of the AT or any constituent academy) must be reported also to the next Trust Board meeting. Minutes of those decisions should, therefore, be reported to the Clerk who will ensure that they are tabled for the AT.

## Conflicts of Interest and The Nolan Principles

### **Conflicts of Interest**

Trustees and all who have delegated responsibility are required to ensure that no conflict of interest arises. They are required to disclose and declare any business interests. The current Articles provide: -

“Any [Trustee] who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a [Trustee] shall disclose that fact to the [Trustees] as soon as he becomes aware of it. A [Trustee] must absent himself from any discussions of the [Trustees] in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy Trust and any duty or personal interest (including but not limited to any Personal Financial Interest).”

A “Personal Financial Interest” is defined in Articles 6.5 to 6.9 and is widely drafted to include companies in which a YCAT Trustee has an interest as well as interests of family members and those with whom a YCAT Trustee has business or other close relationships

### **The Nolan Principles**

All Trustees and those with delegated responsibility are required to observe the Nolan Principles which are: -

#### 1. Selflessness

Holders of public office should act solely in terms of the public interest. They should not do so to gain financial or other material benefits for themselves, their family, or their friends.

#### 2. 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.

#### 3. 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.

#### 4. 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.

#### 5. 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.

#### 6. 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.

#### 7. Leadership

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

### **GOVERNANCE ORGANISATION AND FUNCTIONALITY**

Good governance depends on efficient organisation and systematised reporting. Key to this is a properly qualified Clerk or equivalent who has overall responsibility for organising meetings and arranging the clerking of all governance levels. The function of anyone clerking a meeting is to provide impartial advice on legal and procedural aspects that arise at the meeting or to procure such advice from YCAT's advisors and report accordingly. Clerks at all levels, therefore, need to have appropriate skills and training.

The following principles should be followed: -

1. This Scheme of Delegation must be reviewed annually at the first TB meeting of the academic year and all committee and LGB appointments confirmed. Decisions are not validly taken unless the delegation chain is clear.
2. A programme of meetings at all levels should be set for the whole academic year. The timing of meetings should consider

- a. When and by whom time-bound decisions, e.g., budget-setting, approval of accounts, setting of admission arrangements, determination of pay, need to be made
  - b. Sufficient time for consideration of reports by those to whom decisions are to be reported
  - c. Sufficient time for preparation of papers for decision-makers to consider.
3. Due notice of meetings should be given with an agenda and accompanying papers. The tabling of papers at a meeting is poor practice and should be avoided except in emergency. It is the responsibility of professional staff whose function includes reporting to Trustees or Local Governors to ensure that papers produced by them are available for circulation in good time
4. All meetings should be minuted. Minutes
- a. Should not be verbatim
  - b. Except in relation to professional staff, should not identify individuals unless that is necessary in the context of the discussion that is noted
  - c. Should be concise, setting out the subject of the discussion, the main points raised, the responses to challenge where that is material, the decision reached and, where relevant, a brief note of the reasons
  - d. Should be written up in draft and submitted to the chair of the meeting within 5 working days of each meeting
  - e. Should be approved by the chair within 5 working days whenever practicable
  - f. Should be sent once approved by the chair by way of report to the chair of the TB or the chair of the relevant TB committee according to where the reporting line is.

## The Yavneh Way

In every area of school life, we believe that the Yavneh Way is to demand:

- Respect
- Kindness
- Politeness
- Courtesy

