



# ASPIRATIONS

## GOVERNANCE OF THE ASPIRATIONS ACADEMIES TRUST (including Code of Conduct and Scheme of Delegation)

### Version Control

Jan 2026 (v 2026-01-06)	2.4	Trustee names amended
Sept 2025 (v 2025-09-01)	1.1	Purpose of the Trust updated
	2.3	Updated members
	2.4	Updated clerk and trustees
	2.4.2	Updated nature of board, the nature of reports received and a change in the link role of trustees on regional boards. Updated clarification of role of Governance Professional and Clerk.
	2.5	Updated Committee members and clerk
	2.5.4	Updated Duties of Finance Committee Members
	2.5.6	Updated Slight Change on Duties of Remuneration Committee
	2.5.7	Chair of ALI board and number of meetings
	2.6.1	Membership of EOB updated
	2.6.2	Slight change in duties of EOB
	2.7.1	Membership of regional boards updated and report to trustees produced termly
	2.7.2	Removing the financial and senior appointment duties from the remit of regional boards
	2.8.7	Slight change in responsibilities of regional board
	3.1	Clarifying regional boards lack of financial authority
	3.5	Removal of financial responsibilities of regional boards
	3.6	Clarification of financial role of regional board
	3.7	Changes to the spending authorisation levels
	4.1	Regional board finance changes
	4.2	Regional board finance changes
		General: updates to 'DfE' rather than 'ESFA', 'Procurement Act 2023 and its regulations' rather than 'OJEU'.

October 2024 (v 2024-10-01)	<p>1.3 updated details of relevant government documents</p> <p>2.2 update to table with revised number of meetings</p> <p>2.4 updated list of trustees</p> <p>2.4.2 updated holders of trustee link responsibility positions including deletion of Pupil Premium position and establishment of Attendance position</p> <p>2.6.1 membership details of EOB updated</p> <p>2.7.1 number of Regional Board meetings amended and executive membership details updated</p>
	<p>2.8 heading of section amended to show it sets expectations of conduct as well as describing responsibilities.</p>
December 2023 (v 2023-12-01)	For details of updates in these versions see v 2023-12-01 available from the Director of HR & Compliance
October 2023 (v 2023-10-17)	
December 2022 (v 2022-12-07)	
For version control information prior to December 2022 see v 2022-12-07 available from the Director of HR & Compliance	

Date of next review:	September 2026	Owner:	Director of HR & Compliance
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## 1.0 Introduction

### 1.1 Purpose of the Trust

Aspirations Academies share a common vision, common values and a common purpose, with each academy operating as an individual school, serving the local area, meeting the needs of its pupils and reflecting the leadership style of the principal.

***Our vision is ‘to empower future generations to follow their dreams and to build a society of which we can all be proud.’***

***Our purpose is ‘To reinvent education for the future. To use technology and modern pedagogies to give children from 2 to 18 the knowledge, skills and mindsets to achieve excellence in a fast-changing world. At Aspirations Academies, we provide a challenging, engaging and supportive environment to bring out the best in every child.’***

Aspirations have a duty to prepare our young people for success in this fast-changing world. This commitment is realised through several cornerstone initiatives that shape our approach to teaching and learning. These initiatives focus on:

1. Applied knowledge, power skills and preparation for success in the world today:
  - Designing and implementing an ambitious, broad, well-sequenced and knowledge rich curricula in all academies which applies knowledge and develops power skills.
  - Achieving good outcomes for all its students by delivering education that is both high quality and inclusive.
  - Ensuring all children leave school well prepared for the next stage of education, employment or training and prepared to become confident citizens.
  
2. Develop a culture of self-worth, engagement and purpose in each academy.
  - The self-worth of students and staff is paramount.
  - Engagement takes root when schools ensure that students and staff are deeply involved in the learning process,
  - Purpose in school is fostered when students and staff take responsibility for who and what they want to become.
  
3. Collaboration to develop systems-led improvement.
  - Staff in schools and across the Trust are encouraged to plan and work in teams collaboratively.

- All academies work collaboratively with other schools, trusts, and in particular with local industry/business to ensure the most effective and relevant education is provided in our academies.
  - Supports the wider system in sharing learning for best practice.
4. Continuous improvement and transformation
- To continually work to improve the relevance and quality of education in our academies.
  - To continually look outside of schools at the real world and to ensure the curriculum and learning works to meet the needs of a changing society and economy.
5. Problem solving and entrepreneurship.
- Learners will develop the ability to create value, challenge the status quo, reconcile tensions and dilemmas, and take responsibility for their actions.

Effective governance will enable the Trust to achieve its purpose, vision and aims by ensuring the accountability of all decision-makers and compliance with statutory obligations.

## 1.2 Statutory obligations

The Aspirations Academies Trust is a charitable company limited by guarantee, an exempt charity under the Academies Act 2010 and a public benefit entity under FRS102. This means that the Trust must comply with:

- **Company law** as set out in the Companies Act 1985 (and subsequent Acts)
- **Charity law** and the requirements of the Charity Commission and its *Statement of Recommended Practice (SORP) – Accounting and Reporting by Charities*, as revised in March 2015

## 1.3 Purpose of this document

*This document* outlines the framework for decision-making within the Trust and should be read in conjunction with the following documents published by the Department for Education:

- *The Academy Trust Handbook* <https://www.gov.uk/guidance/academy-trust-handbook>
- *The Academy trust governance guide* <https://www.gov.uk/guidance/-governance-in-academy-trusts>

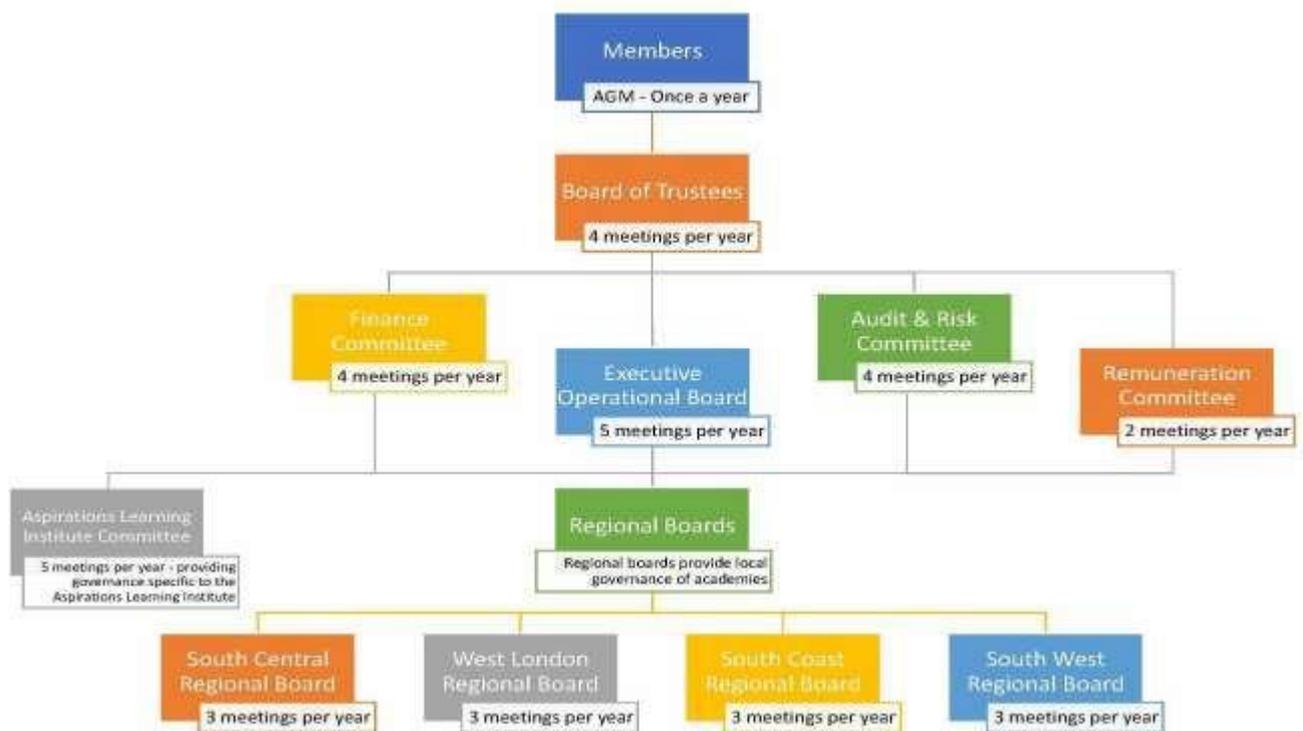
## 2.0 Governance structures

### 2.1 Introduction

Effective governance is based on six key features. All levels of governance within the Aspirations Academies Trust incorporate these features.

- **Strategic leadership** that sets and champions vision, ethos and strategy.
- **Accountability** that drives up educational standards and financial performance.
- **People** with the right skills, experience, qualities and capacity.
- **Structures** that reinforce clearly defined roles and responsibilities.
- **Compliance** with statutory and contractual requirements.
- **Evaluation** to monitor and improve the quality and impact of governance.

## 2.2 Aspirations governance structure



## 2.3 Remit of the Members

**Members:** Dr Michael Corso, Raymond McNulty, Ian Livingstone, James Pomeroy

Members have a similar role to the shareholders in a company limited by shares. General details about the role of Members are set out in 'The Academy trust governance guide' (DfE, March 2024, section 4.2).

Notably, the Members:

- Are signatories of the Trust's Articles of Association (where they are founding Members)
- May, by special resolution and subject to any restrictions created by the Trust's funding agreement or charity law, amend the Articles of Association
- May, by special resolution, appoint new Members and remove existing Members
- have power to appoint up to 11 Trustees by 'ordinary resolution' and have power under the Companies Act to remove any or all serving Trustees
- May, by special resolution, issue direction to the Trustees to take a specific action
- Appoint (and may remove) the Trust's auditors
- Receive and review the audited annual report and accounts

The Members meet once per year at the Annual General Meeting and may call additional meetings ('General Meetings') as considered necessary. Business shall only be transacted at any such meeting where a quorum is present (subject to the business being considered, this will normally be 2 Members). Any such meeting is separate from meetings of the Board of Trustees.

Nevertheless, Trustees may attend and speak at the Annual General Meeting and General Meetings but may not vote at these meetings.

Through reports at the Annual General Meeting, supplemented by other reporting arrangements considered necessary, the Members will receive information to enable them to assess the effectiveness of the Board in its governance and leadership of the Trust and, as appropriate, be in a position to exercise their powers, e.g. to appoint or remove one or more Trustees, in a timely way.

The minimum number of Members is three and an employee of the Trust cannot be a member. While one or more Members may also sit on the Board of Trustees, in accordance with the preference of the DfE (as set out in the Academy trust governance guide), the majority of the Trust's Members at any one time shall not also be Trustees.

#### *2.4 Remit of the Board of Trustees*

**Chair of the Board:** James Pomeroy

**Trustees:** Paula Kenning, Steve Kenning, Jenna Moon, Janus Moorhouse, James Pomeroy, Amy Rogers, Claire Tunbridge, Russ Quaglia, Mark Bulpett.

The Board of Trustees is responsible for adherence to the Trust's Funding Agreement with the Secretary of State for Education. This incorporates wide ranging responsibilities, for example relating to each academy functioning at the heart of its community; the admission, education and assessment of pupils; responsiveness to the needs of individual pupils, including those with SEN;

and staffing and financial management. As set out in the Academy Trust Handbook, the Trust Board provides;

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

#### *2.4.1 Membership and administration of the Trust Board*

**Membership:** The Articles of Association require a minimum of three Trustees. Members may appoint up to 11 Trustees by 'ordinary resolution' (including, with the post holder's agreement, the Chief Executive Officer).

The Trustees have decided that there will be no positions on the Trust Board specifically reserved as Parent Trustee positions. Instead, there will be Parent Governor positions in the Trust's local governance framework (see section 2.7 about the Trust's Regional Boards). The Trustees (excluding any who are Co-opted Trustees) may appoint additional Co-opted Trustees. The Trust has considered the DfE's statement in the Academy trust handbook 2025 (and similar statements in previous editions) that no employees other than the 'senior executive leader' (defined separately as the chief executive) should serve as a trustee<sup>1</sup>.

The Aspirations Trust Board considers it demonstrable that having both the Chief Executive and Deputy Chief Executive roles (i.e. Managing Director and Deputy Managing Director) serve as trustees better suits its current circumstances. As well as other factors, this takes into account that the current Chief Executive and Deputy Chief Executive post holders are both founder members of the Trust with both having served continuously as trustees since the launch of the Trust. The Trustees note that this arrangement is within limits established in the Articles (Article 50B).

**Term of office:** Trustees are appointed to a four-year term of office

**Chair:** Each year the Board of Trustees elects one of its number (who is not an employee of the Trust) to be Chair.

**Clerk:** Melanie Macfarlane

**Quorum:** The higher of 3 or one third of the total number of Trustees on the day of the meeting (rounded up)

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<sup>1</sup> Refer to paragraph 1.23 of the Academy trust handbook 2025

**Frequency of meetings:** 4 per year (and otherwise as required). Normally, 3 meetings per year will be conducted virtually and 1 meeting per year will be in person at one of the Trust's sites.

#### *2.4.2 Duties of the Board of Trustees*

The duties of the Board of Trustees shall be:

##### Strategic Leadership

1. Establishing and maintaining the Trust's purpose, vision and ethos.
2. Providing the strategic direction of the Trust, including medium and long-term goals.
3. Establishing structures and procedures to set and manage financial and operational risk appetite and tolerance.
4. Championing research and development into best practices in teaching and learning.

##### Accountability

5. Maintaining oversight of the educational performance of the Trust through analysis of pupil progress and attainment data.
6. Performance managing executive leaders in alignment with defined strategic priorities.
7. Maintaining oversight of the performance management of all other Trust employees, their pay framework and conditions of service.
8. Ensuring that controls for managing financial resources are in place and that regularity, propriety and value for money is achieved. People
9. Recruiting Trustees with the right skills, experience, qualities, capacity and diversity of perspective to ensure that the Board remains effective and advising on the suitability of their appointment to the Members.

##### Structures

10. Implementing appropriate board and committee structures to ensure sufficient and robust oversight of key priorities and effective and proper governance.
11. Ensuring that processes for communicating with all Trust stakeholders are in place to promote transparency of decision-making.
12. Ensuring that complementary and non-duplicative roles for the Board, committees, executive structures and regional boards hold school-level leaders to account.
13. Ensuring that effective and proper governance takes place at all levels of Trust operations.

##### Compliance

14. Maintaining awareness of and adherence to the Trust's responsibilities under education, employment, charity and company law.
15. Adhering to the requirements of the Academy Trust Handbook.

16. Approving Trust operational and educational policies.

#### Evaluation

17. Undertaking skills audits, self-evaluation and external reviews of effectiveness to ensure continual effectiveness.

18. Appointing a suitably qualified person to conduct an external review of governance.

19. The Trusts should have an understanding of and be working towards meeting the 6-core digital and technology standards by 2030 (1.16).

In undertaking the above duties, the Board of Trustees has established Link Trustee roles responsible for the following functional areas:

- Safeguarding Link Trustee (Amy Rogers)
- SEND Link Trustee (vacant)
- Employability and Careers Link Trustee (vacant)
- Attendance (Amy Rogers)

The Trust Board receives periodic reports on these areas from the relevant educational executive director and, where the Trust Board identifies matters from these reports for follow up action, the Link Trustee will act as the first line of contact between the Board and the relevant Regional Governor and/or Executive Director.

Furthermore, to further enhance the cohesiveness between trust wide governance and local governance, the Board of Trustees receives a report from the Chair of the Regional Boards as part of the Managing Director's report at each board meeting. Also, trustees are welcome to attend any regional board meeting as an observer.

#### **Clerk and Governance Professional**

The Board formally appoints a Clerk to support the Trust Board and its Committees. The Clerk provides administrative support and is accountable to the Chair of the Trustees for their responsibilities as Clerk to the Board.

Key responsibilities include:

- **Administrative** – preparing agendas in consultation with the Chair and Managing Director, circulating papers in good time, taking accurate minutes that record challenge, decisions and actions, and maintaining a log of actions and decisions.
- **Assurance** – ensuring statutory registers (interests, attendance, decisions) are maintained, annual declarations are collected, and that GIAS and Companies House records are accurate and up to date.
- **Development** – supporting the facilitation of the Board's annual self-review, governance training and CPD, and facilitating external reviews of governance when required.
- **Continuity** – ensuring secure record-keeping of all governance documents and supporting the smooth operation of the Board and its committees.

The Clerk may be employed directly or engaged via an external provider, but in all cases remains accountable to the Chair of Trustees for their responsibilities as Clerk to the Board.

The Board formally appoints a Governance Professional to support the Trust Board and its Committees. The Governance Professional provides advisory support and is accountable to the Chair of Trustees. The Governance Professional will attend each of the four Trust Board meetings per year in order to identify where advice and further development is needed. In addition, they will provide a training 'refresher' session at the start of each academic year for all Trustees. This role is independent and must not be undertaken by a trustee, the Managing Director, the senior executive leader, or any other member of the executive team.

Key responsibilities include:

- **Advisory** – providing independent advice to the Board on compliance with the Academy Trust Handbook, Articles of Association, charity and company law, and relevant DfE guidance.
- **Development** – providing an annual training refresher session for all Trustees, advising the Board with regard to its annual self-review, sourcing or providing governance training and CPD, and supporting with external reviews of governance when required.
- The Governance Professional may be employed directly or engaged via an external provider, but in all cases remains accountable to the Chair of Trustees for their responsibilities as Governance Professional to the Board.

## *2.5. Remit of the Audit and Risk Committee, Finance Committee, Remuneration Committee and Aspirations Learning Institute Committee*

**Chair of Audit and Risk Committee:** Anthony Moore **Chair of Finance Committee:** James Pomeroy  
**Chair of Remuneration Committee:** Anthony Moore **Chair of Aspirations Learning Institute (ALI) Committee:** Anthony Moore

The Audit and Risk Committee, Finance Committee, Remuneration Committee and ALI Committee are advisory bodies with no executive powers. However, they are authorised by the Board to investigate any activity within their remit, and to seek any information they require from staff, who are required to co-operate with the committees in the conduct of their inquiries.

Each of these committees is authorised to obtain independent professional advice as they consider necessary.

### *2.5.1 Membership and Administration of the Audit and Risk Committee*

**Membership:** The membership of the Committee will not be less than three. The majority of the members of the Committee must be Trustees and employees of the Trust may not be members of the Committee. The Chair of the Board of Trustees will always be a member of the Audit and Risk Committee but shall not be the Chair of the Committee. While Executive Directors shall not be members of the Committee, the Managing Director, Deputy Managing Director and Chief Finance and Operations Officer shall be standing attendees in an advisory capacity and other Executives may be asked to attend meetings in an advisory or observing capacity.

**Chair:** A Trustee (but not the Chair of Trustees) decided by the Audit and Risk Committee.

**Clerk:** Melanie Macfarlane

**Quorum:** Two members or 50% of the Audit and Risk Committee, whichever is the greater (votes may only be taken where the majority of committee members present at the meeting are Trustees)

**Frequency of meetings:** 4 per year (and otherwise as required)

**Minutes:** Distributed to the full Board

### *2.5.2 Duties of the Audit and Risk Committee*

The duties of the Audit and Risk Committee shall be:

#### Accountability

1. Advising the Board and Accounting Officer on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
2. Assessing the effectiveness and resources of the external auditor to provide a basis for decisions by the trust's members about the auditor's reappointment or dismissal or retendering.
3. Discussing with the external auditor the nature and scope of each forthcoming audit, ensuring it is focused on key areas of risk and ensuring that the external auditor has the fullest co-operation of staff.
4. Considering all relevant reports by the appointed external auditor, including reports on the Aspirations accounts, achievement of value for money and the response to any management letters.
5. Assess the effectiveness and resources of the external auditor to provide a basis for decisions by the trust's members about the auditor's reappointment or dismissal or retendering.
6. Review the auditor's findings and actions taken by the trust's managers in response to those findings.
7. Reviewing the effectiveness of the Aspirations internal control system established to ensure that the aims, objectives and key performance targets of the Trust are achieved in the most economic and effective manner, and that sufficient assurance is provided to allow the Board to sign off on the accounts disclosures on financial governance.
8. Considering the Aspirations approach to risk management and advise the Trust Board on key risks to Aspirations.
9. Reviewing the ratings and responses on the risk register to inform the programme of internal scrutiny work, ensuring checks are modified as appropriate each year.
10. Agreeing a programme of work annually to deliver internal scrutiny that provides coverage across the year and agreeing who will do the work.

11. Considering reports at each meeting from those carrying out the programme of work and considering outputs from other assurance activities by third parties including DfE financial management and governance reviews, funding audits and investigations.
12. Considering progress in addressing recommendations with a view to supporting the Board in ensuring there is an appropriate, reasonable and timely response by the trust's management team to findings by external auditors, taking opportunities to strengthen systems of financial management and control.
13. Reviewing Aspirations procedures for detecting fraud and whistle blowing and ensure that arrangements are in place by which staff may, in confidence, raise concerns about possible improprieties in matters of financial reporting, financial control or any other matters.
14. Reviewing due diligence reports provided by the Executive and ensure that sufficient assurance is provided to allow the Trust Board to sign off on new academy projects.
15. The timely preparation and submission of the annual report, financial statement and accounts (for presentation to Members & Trustees) and ensuring there is sufficient disclosure in the annual accounts to fulfil the required standards of accountability and transparency.
16. Having access to the external auditor as well as those carrying out internal scrutiny, and considering their quality.
17. Undertaking any task as asked to do so by the Board of Trustees.

### Compliance

18. Reviewing Aspirations compliance with statutory and regulatory financial reporting requirements, including deadlines.

### Evaluation

19. Reporting at least once a year to the Board on:
  - The adequacy of the trust's internal control framework, including financial and non-financial controls and management of risks.
  - The committee's conclusions concerning external audit, including recommendations to the Board and Members on the reappointment or dismissal or retendering of the external auditor, and their remuneration.
  - Any other areas of the above duties.

### *2.5.3 Membership and Administration of the Finance Committee*

**Membership:** The membership of the Committee will not be less than three. The majority of the members of the Committee must be Trustees. The Chair of the Board of Trustees will always be a member of the Finance Committee. Executive Directors may be members of the Committee, subject to employees not forming a majority of the Committee. Where they are not members of the Committee, the Managing Director, Deputy Managing Director and Chief Finance and Operations Officer shall be standing attendees in an advisory capacity, other than on matters

where there would be a conflict of interest. Other Executives may be asked to attend meetings in an advisory or observing capacity.

**Chair:** A Trustee decided by the Finance Committee.

**Clerk:** Melanie Macfarlane

**Quorum:** Two members or 50% of members of the Finance Committee, whichever is the greater (votes may only be taken where the majority of committee members present at the meeting are non-executive Trustees)

**Frequency of meetings:** 4 per year (and otherwise as required). Normally, meetings take place on the same day as Trust Board meetings with the same venue/virtual meeting arrangements applying.

**Minutes:** Distributed to the Full Board

#### *2.5.4 Duties of the Finance Committee*

The duties of the Finance Committee shall be:

##### Accountability

1. Ensuring good financial management within the Trust and compliance with the Trust's Funding Agreement, the Academy Trust Handbook and Charity Commission guidance.
2. The academy trust must be able to show that public funds have been used as intended by Parliament.
3. Reviewing the Aspirations management accounts and statutory financial statements and reports to ensure that they are accurate and any issues arising are recognised, discussed and escalated to the Board as appropriate.
4. Ensuring sufficient rigour and scrutiny in the budget management process to understand and address variances between the budget forecast and actual income and expenditure of the Trust.
5. Receiving and considering information on the financial performance of the Trust at least six times per year, taking action to ensure ongoing viability.
6. Monitoring and scrutinising the annual budget and thereafter making recommendations to the Board for ultimate approval of the budget.
7. Applying authority as set out in the scheme of delegations (see. 3.7)
8. Reviewing the operation of the Aspirations code of practice for Directors and staff in relation to financial matters.

##### Evaluation

9. Reporting at least once a year to the Board on the discharge of the above duties.

#### *2.5.5 Membership and Administration of the Remuneration Committee*

**Membership:** The membership of the Committee will not be less than three, all of whom shall be independent non-executive directors. The Chair of the Board of Trustees will always be a member of the Remuneration Committee but shall not be the Chair of the Committee. The Managing Director, Deputy Managing Director and Chief Finance and Operations Officer shall be standing attendees in an advisory capacity, other than on matters where there would be a conflict of interest. Other Executives may be asked to attend meetings in an advisory or observing capacity.

**Chair:** A Trustee (other than the Chair of Trustees) decided by the Remuneration Committee.

**Clerk:** Melanie Macfarlane

**Quorum:** Two members or 50% of members of the Remuneration Committee, whichever is the greater

**Frequency of meetings:** 2 per year (and otherwise as required)

**Minutes:** Distributed to the full Board unless, exceptionally, it would be inappropriate to do so.

### *2.5.6 Duties of the Remuneration Committee*

The Remuneration Committee shall:

1. Have delegated responsibility for determining and keeping under review the Trust's overall Pay Policy, including policy relating to the remuneration of the Managing Director and senior executives.
2. Design remuneration policies and practices to support strategy and promote long-term sustainable success, with executive remuneration aligned to the Trust's purpose and values, clearly linked to the successful delivery of the Trust's long-term strategy, and that enable the use of discretion to override formulaic outcomes and to recover and/or withhold sums under appropriate specified circumstances. This shall include approving the design of and determining performance targets for any performance related element of pay.
3. In determining remuneration policy, take into account all other factors which it deems necessary including relevant legal and regulatory requirements. The objective of such policy shall be to attract, retain and motivate executive management of the quality required to run the Trust successfully without paying more than is necessary, having regard to views of stakeholders.
4. Set remuneration for the Trust's executive directors (members of the Executive Operational Board) and Principals.
5. Monitor and make recommendations about executive pay, including the entire remuneration package.
6. Have full authority to appoint remuneration consultants and to commission or purchase any reports, surveys or information which it deems necessary at the expense of the Trust. However, the Committee should avoid designing pay structures based solely on benchmarking to the market or on the advice of remuneration consultants.
7. Work and liaise as necessary with other board committees.

8. The board of trustees must ensure its decisions about levels of executive pay (including salary and any other benefits) follow a robust evidence-based process and are a reasonable and defensible reflection of the individual's role and responsibilities. No individual can be involved in deciding their remuneration. Decisions about executive pay may be challenged by DfE.

#### *2.5.7 Membership and Administration of the Aspirations Learning Institute (ALI) Committee*

**Membership:** The membership of the Committee will not be less than three. The majority of the members of the Committee must be Trustees. The Chair of the Board of Trustees will always be a member of the ALI Committee. Executive Directors may be members of the Committee. Where they are not members of the Committee, the Managing Director, Deputy Managing Director and Chief Finance and Operations Officer shall be standing attendees in an advisory capacity, other than on matters where there would be a conflict of interest. Other Executives may be asked to attend meetings in an advisory or observing capacity.

**Chair:** Anthony Moore

**Clerk:** Melanie Macfarlane

**Quorum:** Two members or 50% of members of the ALI Committee, whichever is the greater (votes may only be taken where the majority of committee members present at the meeting are Trustees)

**Frequency of meetings:** 3-5 per year (and otherwise as required)

**Minutes:** Distributed to the full Board

#### *2.5.8 Duties of the ALI Committee*

The role of the ALI Committee is to carry the Trust's vision, policies and priorities forward, based on the specific qualities and purposes of the Aspirations Learning Institute. The members of the ALI Committee are expected to question and challenge Aspirations Learning Institute leaders and to hold them to account.

The trustees delegate the operation of the Aspirations Learning Institute to the ALI Committee and specifically the following duties:

##### **Vision and Accountability**

1. To carry forward the Trust's vision, in a way appropriate to the specific qualities and purposes of the Aspirations Learning Institute;
2. Implementation of actions required to comply with statutory regulations and the Funding Agreements, and contracts with partners of the Aspirations Learning Institute;

3. Implementation of all policies prepared and approved by the Trust, for example, policies regarding admissions, DBSs and health and safety and any others prepared by the Trust from time to time;
4. Oversight of the Aspirations Learning Institute's activities.
5. Challenge Aspirations Academies Learning Institute leadership to account for academic performance, security and probity of assessment, quality of support for learners and quality of provision.
6. To comply with and adhere to the terms of any Trust protocol or any guidance issued by the Trust from time to time.

### **Finances and Assets**

7. Ensuring Institute-level resources are applied appropriately.
8. Monitoring of the overall financial plan for the Aspirations Learning Institute and reporting, as appropriate, to the Finance Committee.

### **Appointments**

9. Monitoring HR activity relating to staff of the Aspirations Learning Institute.
10. Advising the Trust on whether any changes are recommended to staff terms and conditions.

### **Delegated Authority to the Director**

11. Delegate authority to the Director and ALI Senior leaders for the development and updating of non-statutory Institute-specific policies.
12. Maintenance of proper accounting records.
13. Maintenance of or putting in place appropriate arrangements for the maintenance of the Aspirations Learning Institute's property in accordance with the guidelines established by the Trust.
14. Trust's procurement policies in so far as they impact on the Aspirations Learning Institute.
15. Notify the Trust of any changes to fixed assets used by the Aspirations Learning Institute.
16. Observing proper levels of delegation and protocols.

### **ASSESSMENT AND REVIEW**

17. The ALI Committee shall be expected to report to the Trust against KPIs which have been set for the Aspirations Learning Institute on a termly and an annual basis.

## *2.6 Remit of the Executive Operational Board*

Operational management of the key functions and activities of the Trust are delegated by the Board of Trustees to the Executive Operational Board. While the Executive Operational Board does not have any financial powers itself, it has a role in the oversight of financial performance.

### *2.6.1 Membership and administration*

**Membership:** Managing Director, Deputy Managing Director, Chief Advisor, Chief Education Officer, Directors of Education (currently 5), Chief Finance and Operations Officer, Director of HR and Compliance, Director of Estates, Director of IT.

**Chair:** Managing Director

**Clerk:** Head Office Administrator

**Frequency of meetings:** Half-termly

### *2.6.2 Duties of the Executive Operational Board*

The duties of the Executive Operational Board shall be:

#### Strategic Leadership

1. Embedding and promoting the Aspirations Framework within academies.
2. Conducting due diligence on and drafting the business case for potential new academy projects, subject to approval by the Trust Board.
3. Implementing the Trust-wide development plan.
4. Developing and applying strategies to ensure the Trust achieves its aims.

#### Accountability

5. Validating educational monitoring activities through analysis of pupil progress data and review visits from each academy.
6. Quality assuring the regional monitoring of Safeguarding; SEND; Pupil Premium; and Employability and Careers
7. Developing strategies for school improvement where necessary.
8. Supporting in the oversight of key areas of financial performance (e.g. the financial performance of regions) through review of accounting and forecasting data and providing advisory support (e.g. to the Managing Director or Chief Finance and Operations Officer).
9. Monitoring the effective and efficient use of Trust premises.

#### People

10. Appointing academy Principals, Vice-Principals, and other senior leaders as appropriate.
11. Performance managing academy Principals.

12. Maintaining effective oversight of the performance of all Trust employees and the framework for their pay and conditions of service.

### Compliance

13. Drafting effective Trust operational and educational policies.

## *2.7 Remit of the Regional Boards*

Regional Boards monitor, support and challenge academies within their regional area.

### *2.7.1 Membership and administration*

**Executive members:** Chief Education Officer, Director of Education designated as Chair of all four the Regional Boards (to ensure consistency), Principals in the Region.

**Non-executive members:** One primary and one secondary elected parent (to provide parent voice), a minimum of two local business/community co-opted governors (chosen by the Trust on the basis of the skills or experience they offer).

**Chair:** The designated Director of Education

**Clerk:** Clerks Associates

**Frequency of meetings:** 3 per year (and otherwise as required)

**Minutes:** Distributed to the Executive Operational Board and Trust Board. The Chair of the Regional Board produces a termly report for the trustees delivered through the Managing Directors board report.

### *2.7.2 Duties of the Regional Boards*

The duties of the Regional Boards shall be:

1. Embedding and promoting the Aspirations Framework within academies.
2. Ensuring that academies maintain highest standards and offer a quality educational provision.
3. Championing cross-phase and cross-academy opportunities.
4. Developing marketing strategies to promote fully subscribed academies and sustainable regional growth.
5. Generating business and community partnerships to support student employability.

### Accountability

6. Validating the educational performance of academies through reports from monitoring activities.
7. Monitoring closely the attainment and progress data for each academy.
8. Overseeing the effective and efficient use of regional premises, including maximising income potential.

9. Addressing issues and risks escalated for the attention of the Regional Board by academy parent/community groups.
10. Regular Health and Safety Meetings including each principal to produce a premises and health and safety report - this is put on Google drive and made available for the Regional Board and EOB.
11. Link Governor roles have been established with specific responsibilities for the following areas: -Safeguarding, SEND, Pupil Premium, Employability and Careers
12. The Link Governor roles will be fulfilled by the Chair of the Regional Board unless specific arrangements are made for another Governor to do so. The Link Governors will have responsibility for reviewing the relevant practice of each Academy within the region, including the requirement for each Academy to produce a periodic report on the relevant area of practice in the form required by the Trust (e.g. audit checklist). Reports from the Academies will be referred to the EOB.

### Compliance

13. Ensuring that Trust operational policies are implemented in academies.

## *2.8 General governance responsibilities and code of conduct*

### *2.8.1 Appointment of Trustees and Governors*

Arrangements for the appointment of Trustees is referred to in 2.4.1.

Co-opted governors on the **Regional Boards** are representatives of the Aspirations Academies Trust and, following discussions with the relevant Principal(s), are appointed by the Trust. Wherever possible local representation will be a priority in making appointments to co-opted governor positions. Parental elections are held to appoint to two parent governor positions on each Regional Board. Each co-opted and parent governor will serve a term of a four years. The Chair of the Regional Board is the designated Director of Education.

### *2.8.2 Obligations of Trustees and Governors*

As the Aspirations Academies Trust is a company limited by guarantee with charitable status, the Directors who sit on the Trust Board are the legal trustees of the charity. This confers certain obligations upon the trustees to protect the assets, property and good name of the charity. The legal requirements of trustees are set out below. Trustees (Directors) have full responsibility for the charity and must:

- Act together and in person and not delegate control of the charity to others.
- Act strictly in accordance with the Trust's governing documents.
- Act in the Trust's interests only and without regard to their own private interests.
- Manage the Trust's affairs prudently throughout its life.
- Not derive any personal benefit or gain from the Academy Trust; and
- Take proper professional advice on matters on which they are not themselves competent.

In managing the Aspirations Academy Trust finances, the Directors must:

- Make sure that bank accounts, financial systems and financial records are operated by more than one person.
- Make sure that all the Academy's property is under the control of the trustees.
- Keep full and accurate accounting records; and
- Prepare accruals accounts giving a true and fair view of each Aspirations Academy's incoming resources and application of resources during the year and of its state of affairs at the year end.

### *2.8.3 Conduct of Directors of the Trust Board and Governors of each Aspirations Regional Board*

Directors/Governors and staff are public servants and as such must not use public monies or official business for personal benefit. The Trust Board/Regional Board should avoid obtaining goods and services that include elements of private use or accepting excessive hospitality from prospective suppliers. The Treasury rules about the receiving of hospitality and gifts should be followed, as these rules are there to protect staff and governors.

#### *2.8.3.1 Declarations of business interests*

It is vital that Directors, Governors and staff act, and are seen to act, impartially. All members of the Trust Board and Regional Boards are therefore required to complete a declaration of their business interests. This requirement extends to Principals (who in any case are members of the Regional Boards) and also to those appointed within academies who have significant financial responsibilities. Individual declarations of Directors and Governors will be maintained together in a centrally managed register of interests. Declarations of staff appointed by an academy will be maintained in a register of interests maintained by that academy. Declarations should include all business and pecuniary (monetary) interests such as directorships, shareholdings and other appointments of influence within a business or other organisation. They should also include interests of related persons such as parent, spouse, child, cohabitee and business partner where influence *could* be exerted by that person over a Director, Governor or a relevant member of staff.

Where a Director, Governor or member of staff or related person has any interest, either pecuniary or non-pecuniary, in a matter to be discussed at a Trust Board or Governors' meeting the Director, Governor or member of staff must declare their interest and withdraw from that part of the meeting.

Where a Director, Governor or related person has a pecuniary interest in a business, and that interest exceeds limits that may be specified in the Aspirations Academies Trust's memorandum or articles of association, the Trust must not enter into any contract or arrangement (such as the purchase of goods and service) with that business.

#### *2.8.3.2 Payments to Trustees and Governors*

It is illegal for Directors (Trustees)/Governors to receive any remuneration for their work as Trustees or as Governors, other than payment of all reasonable out of pocket travel, accommodation or other expenses legitimately incurred by them in connection with their attendance at meetings acting in the capacity of Director of the Trust Board or as a Governor of a Regional Board.

In addition, no Trustee/Governor may hold any interest in property belonging to the Aspirations Academies Trust. Nor, other than the exception of (i) the Trust Board positions reserved for the Managing Director and Deputy Managing Director and (ii) Regional Governor positions reserved, at the discretion of the Trust Board, for senior executive post holders, may a Trustee/Governor receive remuneration in respect of any contract to which the Trust or one of its academies is a party (in these cases, the employment contract with the Trust is the sole contract, where the Trust or one of its academies is a party, for which the relevant individuals may receive remuneration). However, nothing prevents the payment of Trustees/Governors for the usual professional charges for business undertaken by any Governor who is a solicitor, accountant or other person engaged in a profession, or by any partner or connected person of his or hers, when instructed by the Trust Board/Regional Board to act in a professional capacity on behalf of the Trust or one of its Academies. This exception is only allowable if:

- At no time a majority of the Governors are engaged in such a professional capacity:  
and,
- Directors/Governors withdraw from any meeting at which his or her remuneration, or that of his or her partner/relative, is under discussion.

#### *2.8.4 Trustees' and Governors' responsibilities for risk management*

The Charity Commission requires charities to include a statement in the Trustees' annual report confirming that all major risks to which the charity is exposed have been reviewed and systems have been established to mitigate those risks. Directors/Governors should determine:

- What the major risks are to the Trust and to each Academy.
- What the likelihood is of those risks materialising.
- What would be the potential impact of the risks; and
- What systems have been put in place to mitigate and monitor the risks.

The Governors of each Regional Board shall ensure that a "risk register" has been produced for each of the academies for which it is responsible. The risk register shall set out the results of the risk assessment process.

The Trust Board Directors and Governors of each Regional Board must also ensure that each academy complies with general legislative requirements covering employment, property and health and safety regulations. A plan is also needed stating how they can mitigate against those working for each Academy from acting unlawfully, imprudently or outside the terms of the Aspirations Academies Trust's governing documents and should consider whether indemnity insurance should be taken out to cover them against this liability.

#### *2.8.5 Public service values*

All members of the Aspirations Academies Trust Board and each Regional Board must at all times:

- Observe the highest standards of propriety involving **impartiality, integrity and objectivity** in relation to the stewardship of public funds and the management of the bodies concerned.
- Maximise **value for money** through ensuring that services are delivered in the most economical, efficient and effective way, within available resources, and with independent validation of performance achieved wherever practicable. Value for money is not the lowest price: it is the optimum combination of whole life costs and quality to meet the user's requirement.
- Be **accountable** to Parliament, users of services, individual citizens and staff for the activities of the bodies concerned, their stewardship of public funds and the extent to which key performance targets and objectives have been met.

In accordance with Government policy on **openness and responsiveness**, comply fully with the Code of Practice on Access to Government Information, and with the nine principles of public service delivery.

#### *2.8.6 The role of the Chair*

The Chair has particular responsibility for providing effective strategic leadership on matters such as:

- Formulating the Trust Board's/Regional Board's strategy for discharging its statutory duties.
- Encouraging high standards of propriety and promoting the efficient and effective use of staff and other resources throughout the organisation.
- Ensuring that the Trust Board/Regional Board, in reaching decisions, takes proper account of guidance provided by the responsible Minister or sponsor department.
- Representing the views of the Board to the general public; and,
- Providing an assessment of the performance of individual Board members, on request, when they are being considered for reappointment to the Board or for appointment to the board of some other public body.

The Chair should ensure that the board meets at regular intervals throughout the year and that the minutes of meetings accurately record the decisions taken and, where appropriate, the views of individual Board members.

The Chair should ensure that all members of the Board, when taking up office, are fully briefed on the terms of their appointment and on their duties, rights, and responsibilities. The Chair should encourage new Board members to attend an induction course on the duties of Board members of public bodies or some other suitable form of induction programme.

#### *2.8.7 Corporate responsibilities of Trust Board Directors and Regional Board Governors*

Aspirations Academies Trust Board Directors (Trustees) and Regional Board Governors have corporate responsibility for ensuring that the public body complies with any statutory or administrative requirements for the use of public funds. Other important responsibilities of Trustees and Governors include:

- Ensuring that high standards of corporate governance are observed at all times; Establishing the overall strategic direction of the organisation within the policy and resources framework agreed with the responsible Minister.
- Ensuring that the Trust Board/Regional Board operates within the limits of its statutory authority and any delegated authority agreed with its sponsor department, and in accordance with any other conditions relating to the use of public funds.
- Ensuring that, in reaching decisions, the Trust Board/Regional Board had taken into account any guidance issued by the sponsor department.
- Formulating a strategy for implementing the *Code of Practice on Access to Government Information*, including prompt responses to public requests for information, and meeting other requirements for openness and responsiveness.
- Ensuring that the Trust Board/Regional Board has specific responsibility for sustainable development.
- Ensuring that the Trust Board/Regional Board operates sound environmental policies.

### 2.8.8 Responsibilities of individual Trust Board Directors and Regional Board Governors

Individual Trust Board Directors (Trustees) and Regional Board Governors should be aware of their wider responsibilities as members of the Trust Board/ Regional Board. Like others who serve the public, they should follow the Seven Principles of Public Life set out by the Committee on Standards in Public Life.

#### *The Seven Principles of Public Life*

##### **Selflessness**

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

##### **Integrity**

*Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might 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 merits.

##### **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.

##### **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.

##### **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 interests.

##### **Leadership**

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

Trust Board/Regional Board members must:

- Undertake on appointment to comply at all times with the Code of Practice that is adopted by the public body concerned and with rules relating to the use of public funds.
- Act in good faith and in the best interests of the public body.
- Not misuse information gained in the course of their public service for personal gain or for political purpose, nor seek to use the opportunity of public service to promote their private interests or those of connected persons, firms, businesses or other organisations; and to declare publicly any private interests which may be perceived to conflict with their public duties; and
- Ensure that they comply with the Board's rules on the acceptance of gifts and hospitality.
- Fully understand that they are appointed representatives of the Aspirations Academies Trust.

Board members are expected not to occupy paid party-political posts or hold particularly sensitive or high-profile unpaid roles in a political party. Subject to that, members are free to engage in political activities, provided that they are conscious of their general public responsibilities and exercise a proper discretion, particularly in regard to the work of the board of which they are a member. On matters directly affecting that work, they should not make political speeches or engage in other political activities.

The restrictions set out above do not apply to board members who are MPs (in those cases where MPs are eligible to be appointed), to local councillors or to Peers in relation to their conduct in the House of Lords.

The arrangements for appointing individual board members make it possible to remove them from office if they fail to perform the duties required of board members to the standards expected of persons who hold public office and who may fail to operate in the best interests of the Trust and its students.

### *2.8.9 Delegation*

Responsibility for the day-to-day management of the Aspirations Academies Trust is delegated by the Board to the Managing Director and his staff within a clearly understood framework of strategic control.

### *2.8.10 The role of the Managing Director*

The Managing Director has responsibility, under the Trust Board, for the overall organisation, management, and staffing of the Aspirations Academies Trust and for its procedures in financial and other matters, including conduct and discipline. This involves the promotion by leadership and example of the values embodied in the Seven Principles of Public Life. Trust Board members should support the Managing Director in undertaking this responsibility.

The Managing Director is designated as the accounting officer for the Aspirations Academies Trust. The essence of the role is a personal responsibility for the propriety and regularity of the

public finances for which they are answerable; for the keeping of proper accounts; for prudent and economical administration; for the avoidance of waste and extravagance; and for the efficient and effective use of all the resources in their charge. The accounting officer has a responsibility to see that appropriate advice is tendered to the Trust Board on all these matters. Satisfactory performance of these responsibilities is fundamental to the role of the Managing Director.

#### *2.8.11 The Trust Board as employer*

The Aspirations Academies Trust Board is committed to ensuring:

- That it complies with all relevant legislation and that it employs suitably qualified staff who discharge their responsibilities in accordance with the high standards expected.
- All staff are made familiar with the Trust's main aims and objectives.
- That the Aspirations Academies trust adopts management practices which use resources in the most economical, efficient and effective manner.
- That the Aspirations Academies Trust's rules for the recruitment and management of staff provide for appointment and advancement on merit based on equal opportunity for all applicants and staff. In filling senior staff appointments, the Board will always satisfy itself that an adequate field of qualified candidates is considered and will always consider the merits of full and open competition.
- That its staff, and the Aspirations Academies Trust Board's own members, have appropriate access to expert advice and training opportunities to enable them to exercise their responsibilities effectively.

The Board has a responsibility to monitor the performance of the Managing Director and other senior staff. Where the terms and conditions of employment of the Managing Director and other senior staff include an entitlement to be considered for performance-related pay, and where such payments are assessed by Board members, the Board should ensure that they have access to the information and advice required to make the necessary judgements.

The Managing Director, Academy Principals and other senior staff employed by the Aspirations Academies Trust may, at times, work as paid consultants for other organisations such as other Academy Groups, Ofsted, the Department for Education, etc... This is permitted provided such work is agreed in advance and does not cause any detriment to the successful operation of the Aspirations Academies Trust or an individual Aspirations Academy. If this work is paid work completed in part of a normal working day, then an agreed proportion, of the payment received for the work, outlined in the Aspirations Academies Trust pay policy should be given to the individual Academy or Trust by the individual concerned.

#### *2.9 Remit of Parent and Community Groups, Academy Business Forums*

Each Academy Principal has the authority to develop a parent and community group to provide an essential link between the academy, parents and the local community. These groups can be in any

form and meet as often as the Principal decides. **These groups operate in an advisory capacity only and do not form a formal part of the Trust's governance arrangements.**

Each Academy may also set up a local business forum to help develop employability skills and involve the business community in the curriculum.

### *2.9.1 Membership and administration*

**Membership:** Parent representatives, co-opted members from local businesses and the community, academy Principal and/or SLT members.

**Chair:** Arrangements to be determined by the Principal locally.

**Frequency of meetings:** Arrangements to be determined by the Principal locally.

## 3.0 Scheme of financial delegation

### 3.1 Introduction

The Aspirations Academies Board of Trustees is the statutory governing body for the entire Trust. The Trust Board is supported in its financial responsibilities by the Audit and Risk Committee and the Finance Committee and the Remuneration Committee. These are subcommittees of the Trust Board to provide additional professional support, advice and challenge.

Day to day responsibility for financial matters at central level is delegated to the Trust Managing Director (as the Chief Executive) and Chief Finance and Operations Officer subject to the limits detailed in this document.

Day to day financial oversight in academies is delegated to Principals, subject to the limits detailed in this document.

Responsibility for financial processes, support and advice is delegated to the Chief Finance and Operations Officer, supported by the central Finance team, and designated staff based in academies. There will also be budget holders in each academy, as determined by the Principal, who will have responsibility for ensuring value for money whilst procuring items for use in their areas of responsibility up to approved limits.

### 3.2.1 Financial powers and duties reserved for the Board of Trustees

The financial powers and duties of the Board of Trustees shall be:

1. Approval of a written scheme of delegation of its financial powers and duties. The scheme must satisfy the Board's ultimate responsibility for ensuring that there are adequate operational controls in place for all the financial processes within the Aspirations Academies Trust. The Scheme of Delegation should be operated in conjunction with the financial procedures and policies of the Trust.
2. Evaluating and approving all new academy projects.
3. Formally approving the annual Trust budget and individual academy budgets prior to the start of each financial year, as part of the operational planning process.
4. Approving any annual uplift percentages for all Trust staff.
5. Approving any performance management award for Principals and central staff.
6. Receiving the reports of the Audit and Risk Committee and Finance Committee.
7. Reviewing the draft financial statements prior to audit and approve the audited financial statements prior to submission to the Secretary of State by 31 December.
8. Considering budgetary reports at every meeting from the Chief Finance and Operations Officer and the Finance Committee with relevant explanations and documentation where required.
9. Arranging for the appointment of external auditors (to be ratified by the

Members); and informing the Department for Education (DfE) in the event of the removal or resignation of auditors.

10. All Trustees are given access to the management accounts on a monthly basis (via the 'monthly reports' folder in the Google Drive) with the Chair signing these off monthly.
11. The Board has responsibility to ensure that the overall Trust Performance Management process is fair, equitable and fit-for-purpose.

### *3.2.2 Financial powers and duties delegated to the Audit and Risk Committee and Finance Committee*

The financial powers and duties of the Audit and Risk Committee and Finance Committee shall be:

1. Receiving Trust management and published accounts and obtain comfort that they are produced promptly, and on a consistent basis. [Finance Committee]
2. Considering the nature and scope of external audit; considering external audit reports and management letters. [Audit and Risk Committee]
3. Authorising out-of-budget expenditure with a total in-year value exceeding £50,000 (including academy restructures where the overall cost of the exercise would exceed this level). [Finance Committee]
4. Reviewing a list of out-of-budget expenditures with a total in-year value between £25,000 and £49,999. The Committee may also request to review the associated business cases. [Finance Committee]
5. Approving annual budgets for academies and Head office. [Finance Committee]
6. Considering the adequacy of risk management by receiving and reviewing reports on the effectiveness of controls in each academy from the Director of Estates and Chief Finance and Operations Officer and obtaining appropriate comfort that there is sufficient awareness of risk where appropriate in the academy.

Furthermore, the Audit and Risk Committee will consider the adequacy of risk management by:

7. Receiving and reviewing reports on the effectiveness of controls in each academy.
8. Commenting annually on the effectiveness of risk management activity in the Trust on the basis of audit reports received, responsible officer reports relating to individual schools and any internal audit report;
9. Obtaining appropriate comfort that there is sufficient awareness of risk where appropriate in the Trust.
10. Reviewing cash and working capital projections and requirements.
11. Reviewing and approving treasury and investment policies.

12. Considering and advising the Board on any internal audit requirements and review any internal audit reports.
13. Considering any matters referred by the responsible officer or by any provider of audit services.
14. Receiving reports on the operation of the register of interests.
15. Receiving reports on the implementation and enforcement of policies on fraud and financial irregularity, making appropriate recommendations and taking appropriate action as necessary.
16. Receiving and reviewing due diligence reports regarding new academy projects from the Executive Operational Board with a view to making recommendations to the Trust Board.

### *3.3.1 Insurance*

The Aspirations Academies Trust Board must ensure each Academy has adequate insurance cover to support its activities and to comply with statutory requirements. The Trust Board delegates responsibility for making the necessary insurance arrangements to the Managing Director. Unless otherwise agreed with the DfE this should include cover as follows:

- Buildings and contents of the Academy, in accordance with normal commercial practice or under the terms of any leases held by the Academy, against damage by subsidence, fire, lightning, explosion, storm, flood, riot, malicious damage, terrorism and similar risks, and theft. Suggested levels of excess: subsidence £2,500, storm/flood £500, malicious damage £250, theft £250.
- Business interruption, for example to provide alternative temporary accommodation (suggested minimum cover £1m):
- Employer's and public liability cover against the governors' responsibility for injury or illness of staff of third parties, or damage to third party property (suggested minimum cover £10m each).
- Cover required by statute for vehicles operated by the academy.
- Insurance in excess of this level should be subject to risk assessment to determine whether the policy concerned would represent value for money. Examples might include insurance against long-term staff sickness, and cover for extra costs arising from a major disaster or tragedy over and above normal business interruption provision such as counselling services for pupils.

### *3.3.2 Borrowing*

The Aspirations Academies Trust Board must seek the Secretary of State's approval for both short term borrowing (including overdraft facilities) and medium/longer term loans from the private sector (including finance leases), where such borrowing is to be repaid from DfE grant or secured on

assets funded from DfE grant. However, the Secretary of State's normal policy is that academies should not be granted permission for medium- and long-term borrowing.

### *3.3.3 Matters requiring the Secretary of State's prior approval*

The Secretary of State's prior approval is required for:

- Any guarantees, indemnities and letters of comfort entered into.
- Write off of debts or liabilities owed to the academy over a specified value as set out in the annual funding letter issued by the Secretary of State.
- Any ex-gratia payments.
- Any freehold sales or purchases; and
- The grant or take up of any leasehold or tenancy agreement for more than 3 years.

### *3.4 Financial powers and duties delegated to the Managing Director*

#### *3.4.1 Internal organisation, management and control of the Trust*

The Executive, in the person of the Managing Director, has delegated powers and functions in respect of internal organisation, management and control of the Trust. The Managing Director acts as Accounting Officer.

Relating to this, the powers and duties of the Managing Director shall be:

1. Coordination and evaluation of all strategic decision making for approval by the Board of Trustees.
2. Ensuring that all relevant financial considerations are considered in policy proposals.
3. The propriety and regularity of Trust finances.
4. Prudent and economical administration.
5. Consider external audit reports and management letter points relating to the academy.
6. Authorising expenditure with a total in-year value up to £100,000
7. Approval of any changes in staffing, plus proposal of any salary changes and bonuses. Authority to certify monthly payroll rests with the Managing Director or Chief Finance and Operations Officer. Any alteration to pay must be approved by the Managing Director. For staff reporting directly to the Managing Director approval of any changes are to be agreed with the Chair of the Board of Trustees, or the Chair's delegated representative.
8. Approval of any employment or any other discretionary settlements.
9. Ensuring that funds are properly and well managed.

### 3.4.2 Financial management systems

The Managing Director is also required to ensure that effective financial management systems appropriate for achieving the Trust's objectives, including financial monitoring and control systems have been put in place. In practice, this is largely delegated to the Chief Finance and Operations Officer, who acts as Principal Financial Officer.

The financial duties of the Chief Finance and Operations Officer shall be:

1. Planning and control: overseeing the Trust's resource planning and allocation process, including the corporate and business planning process, cash budgeting and management systems.
2. Regularity and propriety: that expenditure and receipts are dealt with in accordance with the Funding Agreement and any other relevant authorities.
3. Day to day management of financial matters including the establishment and operation of suitable accounting and forecasting systems and an asset register.
4. Maintenance of effective systems of internal control.
5. Value for money: ensuring that budget holders pay proper regard to the need to obtain value for money, and that systematic arrangements exist for the costing and appraisal of all proposals with resource implications.
6. Procurement and contracting out: that procurement strategies, procedures and responsibilities are clearly set out and understood by all staff; that the obligations of European Union Directives for procurement are complied with; and that best possible value for money is obtained from procurement and contracting out activities.
7. Preparation, evaluation and submission of audited accounts for the Trust and its subsidiaries.
8. Preparation of monthly management accounts and financial reports for the Board of Trustees. In addition, to support the Regional Boards (see 3.5), preparation of monthly management accounts and financial reports for each academy for the academy Principal and Regional Board Chair, highlighting actual or potential overspending.
9. Ensuring that all financial and administrative returns are made to the DfE and other funders.
10. Ensuring that the necessary information for other statutory returns is provided promptly.
11. Endorsing business cases in respect of the purchases of goods and services proposed by designated budget holders of a value between £15,000 and £24,999.
12. Banking and cash management.
13. Ensuring that full, accurate and up to date records are maintained at Head Office and in academies in order to provide financial and statistical information.
14. Ensuring that all records and documents are available for audit by the appointed external auditors.

15. Reviewing income and expenditure reports for Head Office and academies and highlighting actual or potential overspending to the Board of Trustees.
16. Ensuring the arrangements for receipt of income, ordering of goods and services, payments and security of assets are in accordance with the Financial Regulations.
17. Ensuring that expense reimbursement is in line with Trust policies.
18. Maintenance of a Register of Business Interests for all Regional Board members. In addition, to support the Regional Boards (see 3.5), maintenance of a Register of Business Interests for those school staff involved in the short listing or awarding of contracts.
19. Authorisation of the advertising of tenders above the Procurement Act 2023 limit and authorising the awarding of such tenders in accordance with the Trust's Scheme of Financial Delegation.
20. Authorisation of the write-off of debts not collectable (the Secretary of State's prior approval is also required if debts to be written off are above the value set out in the annual funding letters).
21. Authorisation of the disposal of individual items of equipment and materials that have become surplus to requirements, unusable or obsolete.

### *3.5 Financial responsibilities and duties delegated to the Regional Boards*

The Regional Board does not hold any financial responsibilities.

### *3.6 Financial powers and duties delegated to the Principal*

1. The Principal has delegated powers and functions in respect of internal organisation, management and control of their academy.
2. The financial powers and duties of the Principal shall be:
  - a. Coordination and evaluation of all strategic decision-making subject to oversight of the Executive Operational Board.
  - b. Taking responsibility for the monthly financial budget check for their academy and signing off this report for submission to the Chief Finance and Operations Officer and presentation to the EOB.
  - c. Ensuring that all relevant financial considerations are considered in any proposals.
  - d. The propriety and regularity of the academy finances.
  - e. Prudent and economical administration.
  - f. Approval of all projects and signing off all budgeted expenditure with a value of up to £14,999. Approval of all projects and signing off all budgeted expenditure with a value between £15,000 and £24,999, subject to the

endorsement of a business case by the Chief Finance and Operations Officer.

- g. Approval of any changes in staffing, plus proposal of any salary changes and bonuses, in line with Trust policy and within budget. Authority to certify monthly payroll rests with the Principal. Any alteration to pay must be approved by the Principal, provided any increased expenditure is within the approved academy budget. For staff reporting directly to the Principal then approval of any changes should be agreed with the Chief Finance and Operations Officer.
- h. Ensuring that funds are properly and well managed.

### 3.7 Financial authorisation levels

Delegated duty	Value	Delegated authority
A) Requisitions for orders / invoice approval / contract signing / employee expenses	Up to £9,999 ( <i>for primary academies</i> ) Up to £19,999 ( <i>for secondary academies</i> )	Principal (or budget holder, so long as the expenditure is within budget, in line with the budget held, and the decision to spend has been delegated to the budget holder by the Principal)
	Between £10,000 ( <i>for primary academies</i> ) or £20,000 ( <i>for secondary academies</i> ) and £39,999	As above but subject to additional endorsement of a business case by the Chief Finance and Operations Officer
	Between £39,999 and £100,000	Managing Director (MD)  Finance Committee will review a list of this expenditure and may request to see the associated business cases.
	Above £100,000	Reserved for approval by the Trust Board following recommendation from the Finance Committee.  Furthermore, costs of over a total of £100,000 per item which appear in the annual budget should have individual business plans approved by the Trust Board following recommendation by the Finance Committee as part of the budgeting process.

Delegated duty	Value	Delegated authority
B) Bank account cheque / BACS payment authorisation	All	Two bank signatories managed by Central Finance

Delegated duty	Value	Delegated authority
C) Appointing staff	(i) Where staff were in the agreed budget	Principal (see note below)
	(ii) Where staff were not in the agreed budget, or to appoint at a higher level than budgeted, subject to the salary being no higher than £100,000	Principal plus MD (see note below)
	(iii) As (ii) but where the salary is higher than £100,000	Prior approval must be obtained from the Finance Committee (see note below)
	<p><i>Note: A contract of employment or variation to contract of employment issued in relation to an appointment authorised as above may be signed on behalf of the Trust by the Director of HR/Deputy Director of HR or for appointments within an Academy, a business manager/administrator authorised to do so by the Principal. This is subject to the signatory having written confirmation from the person with relevant authority to proceed with the issuing of the contract/variation letter.</i></p>	

Delegated duty	Value	Delegated authority
D) Authorisation of pay progression decisions (not 'cost of living' awards and not appointments to a different post)	Pay progression of MD and Deputy MD and any single pay progression that is £5,000 or more in value	Finance Committee
	All other pay progression decisions	MD for central team posts on spot salaries Line manager in conjunction with Chief Finance and Operations
		Officer for central team posts subject to specified pay scales Principal for posts that are part of their academy's staffing establishment

Delegated duty	Value	Delegated authority
E) Quotations and tendering	Up to £7,000	No formal requirements other than adhering to best value principles
	£7,000 to £30,000	Best value principles to be evidenced Minimum of three quotes to be obtained
	From £30,000 to relevant Official Journal of the European Union (Procurement Act 2023 and its regulations) limit*	Formal tendering process
	Over Procurement Act 2023 and its regulations limit	Procurement Act 2023 and its regulations advertising required in addition to formal tendering

Delegated duty	Value	Delegated authority
F) Authority to accept other than lowest quotation	Any	MD, Chief Finance and Operations Officer

Delegated duty	Value	Delegated authority
G) Disposal of assets	Up to £20,000	MD or Chief Finance and Operations Officer
	Over £20,000	Finance Committee (plus DfE)

Delegated duty	Value	Delegated authority
H) Write-off of bad debts	Up to £2,500	MD or Chief Finance and Operations Officer
	Over £2,500	Finance Committee (plus DfE if above thresholds - 1% of income or £45,000 individually, or 2.5% of income)

		cumulatively). The Board will be advised where the DfE is required to be notified.
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Delegated duty	Value	Delegated authority
I) Novel, contentious and repercussive transactions and ex-gratia payments	All	MD, Chief Finance and Operations Officer, subject to Board and DfE approval.

Delegated duty	Value	Delegated authority
J) Taking up a lease	All (except below)	Chief Finance and Operations Officer
	Finance lease	Not allowed
	Lease on property for longer than 7 years	MD, Chief Finance and Operations Officer, subject to Board and DfE approval.

Delegated duty	Value	Delegated authority
K) Staff severance/ compensation payments	Up to £49,999	The Aspirations HR Director will prepare a business case for settlements of up to £49,999 for approval by the MD and Chief Finance and Operations Officer.
	£50,000 and above	The Aspirations HR Director will prepare a business case which, subject to agreement of the MD and Chief Finance and Operations Officer will be forwarded to the

		DfE for approval, as required. The Board will be notified of any such settlement.
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Delegated duty	Value	Delegated authority
L)Acquisition/disposal of freehold land and buildings	All	MD, Chief Finance and Operations Officer, subject to Board and DfE approval.

## 4.0 Appendix 1:

### 4.1 Accountability Framework

#### **Key:**

Named roles designate a specific approver or process lead.

	Leadership or approval role
	Consultative role
	Implementation role
	Assurance role

Area of Responsibility	Members	Board of Trustees	Audit and Risk Committee or Finance Committee	Executive Operational Board	Regional Board
<b>Strategic Leadership</b>					
Trust five-year strategic plan	///	Approve	///	Advise	Implement
Trust development plan	///	Approve	///	Advise	Implement
Research and development strategy	///	Approve	///	Advise	Implement
Risk management approach	///	Approve	Advise	Advise	Implement
Aspirations curriculum vision	///	Approve	///	Advise	Implement

New academy projects	///	Approve	Advise	Implement	///
Academy improvement plans	///	Oversee	///	Review	Approve

Area of Responsibility	Members	Board of Trustees	Audit and Risk Committee or Finance Committee	Executive Operational Board	Regional Board
<b>Accountability</b>					
<b>Financial</b>					
Annual Trust and academy budgets	///	Approve	Recommend	Recommend	
Staff annual uplift percentages	///	Approve	Recommend	Recommend	///
Bonuses for eligible staff	///	Approve	Recommend	///	///
School capital funding allocation	///	Approve	///	Recommend	
Financial monitoring activities	///	Oversee	///	Validate	///
Financial performance data	///	Review	Review	Review	
<b>Educational</b>					
Academy progress and attainment targets	///	Review	///	Review	Approve
Educational monitoring activities	///	Oversee	///	Validate	///
Educational performance data	///	Review	///	Review	Validate
Behaviour and attendance data	///	Review	///	Review	Validate
<b>Operational</b>					
Premises monitoring activities	///	Oversee	///	Validate	Validate
Marketing and recruitment strategy	///	Oversee	///	Oversee	Approve
Business and community involvement	///	Oversee	///	Oversee	Advise
Safeguarding and pupil welfare	///	Oversee	///	Oversee	Oversee

Area of Responsibility	Members	Board of Trustees	Audit and Risk Committee or Finance Committee	Executive Operational Board	Regional Board
<b>People</b>					
<b>Recruitment Decisions</b>					
Members	Appoint	Recommend	///	///	///
Trustees (Up to 11 appointed by ordinary resolution)	Appoint	Recommend	///	///	///
Co-opted Trustees (Further Trustees may be appointed by the Trust Board in accordance with Article 58)	///	Appoint	///	///	///
Parent Trustees (normally to be elected by the parent body)	///	Oversee	///	///	///
Managing Director	///	Appoint	///	///	///
Principals and Vice-Principals	///	///	///	MD/DMD	///
Executive Operational Board Members	///	///	///	MD/DMD (on behalf of Trustees)	///
Regional Board Chair	///	///	///	MD/DMD (on behalf of Trustees)	///
Regional Board Members	///	///	///	MD/DMD (on behalf of Trustees)	///
<b>Appraisals and Pay Reviews</b>					
Managing Director/Deputy Managing Director	///	Oversee	Chair	///	///
Chief Finance and Operations Officer	///	Oversee	///	MD/DMD	///
Directors of Educations	///	Oversee	///	MD/DMD	///
Principals	///	Oversee	///	MD/DMD	///
<b>Area of Responsibility</b>	<b>Members</b>	<b>Board of Trustees</b>	<b>Audit and Risk Committee or</b>	<b>Executive Operational Board</b>	<b>Regional Board</b>

			<b>Finance Committee</b>		
<b>Structures</b>					
Amendment of Articles of Association	Amend	Recommend	//	//	//
Appointment of external auditors	Appoint	Recommend	Recommend	//	//
<b>Compliance</b>					
<b>Policies</b>					
Trust wide policies and model policies for academies	//	Approve	//	Advise	Implement
<b>Panel Hearings – Academies</b>					
Pupil exclusions	//	Oversee	//	//	Monitor
Staff discipline, grievance and capability	//	Oversee	//	//	Monitor
Complaints	//	Oversee	//	//	Monitor

## *4.2 Actions to ensure robust governance and effective financial management*

Aspirations is conscious of the need for the Trust Board to oversee the operation of the Trust in order to discharge its responsibilities and ensure robust governance and effective financial management arrangements.

The structures and systems set up to monitor attainment, progress, attendance, exclusions and finance are electronic and accessible to all Board members at all times.

The Aspirations education model is designed to not only rapidly improve schools through efficient and effective systems and structures in our academies, allowing Principals to focus on teaching and learning, it is also driven to produce an effective and efficient model of governance using systems in which every action is accountable and transparent in order to reduce bureaucracy and to operate within the norms of the 21<sup>st</sup> century.

The Trust has several business leaders on the Board and some of the systems and structures in place apply their business approaches. As a result, our approach to governance is extremely robust.

Key features of scrutiny are:

- The Audit and Risk Committee and the Finance Committee both meet four times a year.
- Each month the Trust's management accounts are scrutinised by the Chair of the Trust Board and Chair of Finance Committee
- On a monthly basis every Trustee has access to the Trust's management accounts for their scrutiny and comments
- At least termly, all Board members receive a report from the Managing Director outlining student data issues and the general developments of the Trust

There are further levels of scrutiny below the Board level, these are:

- The Audit and Risk Committee, Finance Committee, Remuneration Committee and Aspirations Learning Institute Committee
- The Regional Boards
- The Executive Operational Board