





# Lumen Learning Trust

Learning together for a brighter future

## Governance Scheme of Delegation

<b>DATE APPROVED BY LUMEN LEARNING TRUST</b>	Autumn 2025		
<b>REVIEW DATE Annual</b>	Autumn 2026		
<b>SIGNED EXECUTIVE PRINCIPAL</b>	Mary Ellen McCarthy 	<b>DATE</b>	08/12/2025
<b>SIGNED CHAIR OF DIRECTORS</b>	Jo Roberts 	<b>DATE</b>	08/12/2025

## Our Vision

Lumen Learning Trust puts the children’s needs at the heart of its provision. Our whole school community is committed to enabling the children to become successful lifelong learners and happy, fulfilled adults who can make positive choices about their future.

## Introduction

In each Multi Academy Trust (MAT) there are three interdependent leadership strands essential for school and trust success:

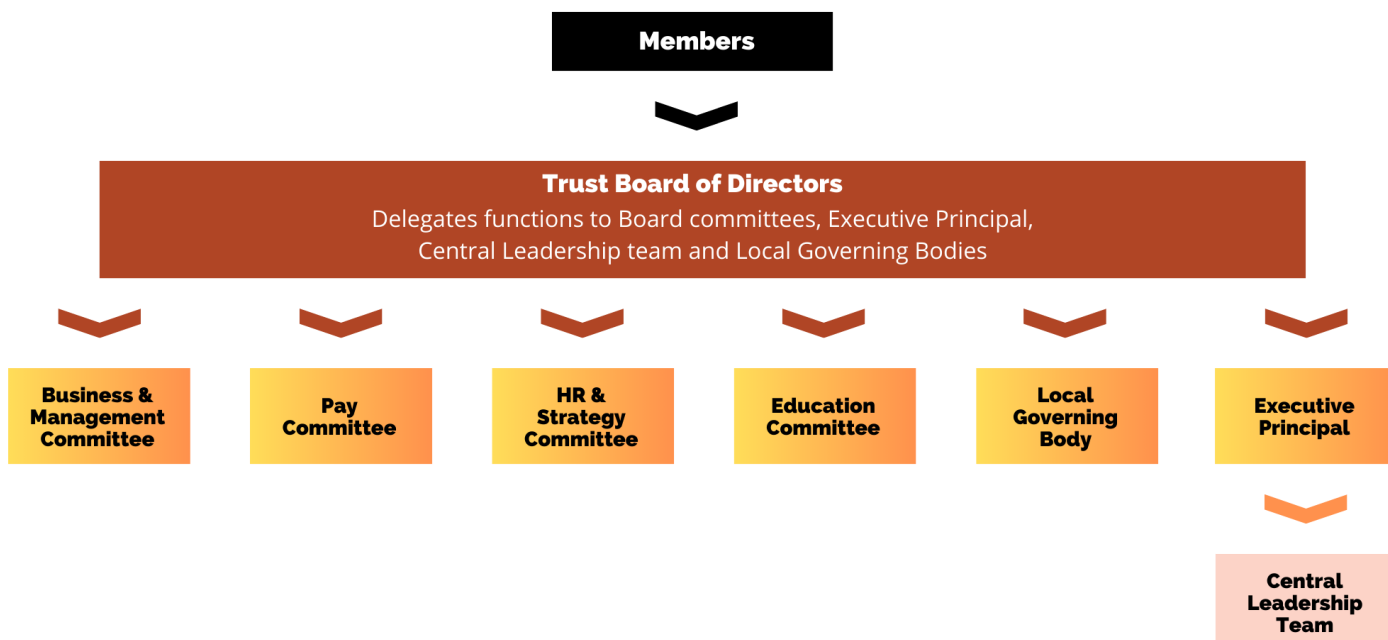
- Governance leadership provides strategic vision, accountability, and external perspective, serving as guardian of organisational purpose beyond immediate pressures.
- Educational leadership translates strategic vision into operational reality, focusing on pedagogy, curriculum, and school improvement while managing daily institutional operations.
- Business leadership ensures operational excellence through finance, HR, estates, IT, procurement, and compliance - increasingly recognised as mission-critical.

Lumen Learning Trust consists of the following academies (known as ‘schools’):

- Darley Dene Primary School
- Ewell Grove Primary & Nursery School
- Riverbridge Primary School
- Saxon Primary School
- Southfield Park Primary School
- The Echelford Primary School
- Walton Oak Primary School

The Scheme of Delegation sets out the delegated powers between the different bodies involved in the governance and operation of Lumen Learning Trust.

## Lumen Learning Trust Governance Structure



## **Roles & Responsibilities**

### **1. The role of the Members**

The Members of the Trust are guardians of the governance of the Trust and as such have a different status to Trustees. Originally, they were the signatories to the Memorandum of Association and agreed the Trust's first Articles of Association (the legal document which outlines the governance structure and how the Trust will operate). The Articles of Association also describe how Members are recruited and replaced, and how many of the Trustees the Members can appoint to the Trust Board. The Members appoint Trustees to ensure that the Trust's charitable objects are carried out and so must be able to remove Trustees if they fail to fulfil this responsibility.

There must be at least three Members, although the DfE prefer at least five, and while Members are permitted to be appointed as Trustees, to retain a degree of separation of powers between the Members and the Trust Board, and in line with DfE expectations, not all Members should be Trustees. Members are not permitted to be employees of the Academy Trust.

The specific responsibilities of the Members are as follows:

- Review, amend and agree the Articles of Association
- Change the name of the Trust
- Appoint/remove Members
- Appoint up to ten Trustees and remove any Trustee
- Receive the Trust's audited annual accounts
- Appoint external auditors for the Trust and schools

### **2. The role of the Directors (referred to as Trustees in the Academy Trust Handbook)**

Lumen Learning Trust as a Multi Academy Trust (MAT) is a charitable company and so Directors are both charity trustees (within the terms of section 177(1) of the Charities Act 2011) and company directors. Because Directors are bound by both charity and company law, the terms 'trustees' and 'directors' are often used interchangeably.

The Directors are responsible for the general control and management of the administration of the Trust and, in accordance with the provisions set out in the Memorandum and Articles of Association and its funding agreement, the Board is legally responsible and accountable for all statutory functions, for the performance of all schools within the Trust, and must approve a written scheme of delegation of financial powers that maintains robust internal control arrangements. In addition, it must carry out the three core governance functions:

- Ensure clarity of vision, ethos and strategic direction
- Hold the executive to account for the educational performance of the Trust's schools and their pupils, and the performance management of staff
- Oversee the financial performance of the Trust and make sure its money is well spent

The Board of Directors has the right to review and adapt its governance structure at any time which includes removing delegation. Directors are not allocated titles relating to a specific specialism, instead the MAT is expected to have in place a Board with the requisite financial and strategic skills as a collective body in order to support its three core functions.

### **3. The role of Trust Board committees**

The Directors may establish committees to carry out some of its governance functions which may include making decisions, although any decisions made will be deemed decisions of the Trust Board. The membership and responsibilities of Board committees are set out in the relevant committee's terms of reference.

The Academy Trust Handbook 2025 makes it clear that the Board of Directors should have a finance committee to which the board delegates financial scrutiny and oversight. In trusts with income above a certain level, there must also be a separate audit committee.

Currently, Lumen Learning Trust has established the following committees:

- Admissions Committee
- Business & Management Committee
- Education Committee
- HR & Strategy Committee

- Local Governance Body committees – one for each school in our MAT.

#### **4. The role of the Executive Principal (EP) (Accounting Officer)**

The EP, sometimes known as CEO in some MATs, has the delegated responsibility for the operation of the Trust including the performance of the Trust's Schools and accountability for the work of the Schools and Headteachers. The EP is appointed by the Directors. The EP is the Accounting Officer and therefore has overall responsibility for the operation of the Academy Trust's financial responsibilities and has a duty to ensure that the organisation is run with financial effectiveness, propriety, prudence and stability, avoiding waste and securing value for money. The EP leads the Central Leadership Team of the Academy Trust. The EP will delegate executive management functions to the Central Leadership Team and is accountable to the Trust Board for their performance. The EP formally reports to the Directors termly. The EP is defined as being a member of the 'Executive Team'.

#### **5. The role of the Deputy Executive Principal (DEP)**

Broadly, the DEP is responsible for the internal organisation, management and control of each of the Schools; advising on and implementing the Academy Trust's strategic framework, each School's Improvement plan and ensuring the implementation of all policies approved by the Directors. The DEP can direct a School's Headteacher in relation to operational and educational standards matters, particularly with regard to improving educational standards and matters which could adversely affect the financial or reputational position of the Trust. The DEP is defined as being a member of the 'Executive Team'.

#### **6. The role of Local Governing Bodies (known as LGBs)**

The Trust believes that LGBs have an important role in overseeing and promoting high standards of performance in schools and representing a wide range of stakeholders. The Directors have established School LGBs to carry out some of its school level governance functions. Each LGB has a Chair of Governors (CoG), appointed by Directors. The CoG becomes a Director of the MAT on appointment. Each LGB will ensure that two parents and two staff members are elected as governors.. As committees of the Board, delegation to individual LGBs can be removed at any time.

#### **7. The role of the Head of Finance**

The Head of Finance acts as the Chief Financial Officer for the purposes of the Academy Trust Handbook. The Head of Finance is responsible for, along with a wider remit, the day to day management of financial issues and the MAT's financial position, the maintenance of effective systems of internal control, ensuring that the annual accounts are properly presented and adequately supported by the underlying books and records of the Academy Trust, guiding the Directors on financial, audit and charity accounting matters, as well as dealing with the day to day management of the financial position of the Schools and the maintenance of effective controls.

#### **8. The role of the Headteacher**

The EP will appoint the Headteacher of each School. The Headteacher is responsible for the day-to-day management of the School and the direction of the teaching and implementation of the curriculum and is line managed by the Executive Principal, via the Deputy Executive Principal. The Directors may delegate such additional powers and functions as they consider are required by each of the Headteachers to enable them to carry out the above responsibilities.

#### **9. The role of the Governance Professional**

The Directors appoint a Trust Governance Professional who works closely both with Board of Directors. They are responsible for ensuring that the Board of Directors meets its legal obligations in relation to the corporate administration of the Charity such as ensuring agendas, minutes and any meeting reports and documents are created for every meeting of the Directors.

#### **Scheme of Delegation (SoD) Framework**

Delegated powers are aligned with the need for the Trust to fulfil its corporate responsibilities and accountabilities to the Department for Education, Charities Commission, HMRC and Companies House. The SoD specifies in detail the responsibilities of the Trust Board, Board Committees, EP, Central Leadership Team, Local Governing Bodies and Headteachers.

The Scheme of Delegation should be read in conjunction with the Terms of Reference for the relevant body.

While the Scheme is designed to be comprehensive it will not cover every task. Local Governing bodies and

headteachers should consult and seek approval for activity not listed but which may conflict with the aims, vision and values of the Trust and/or may give rise to contention and controversy which may bring individual academies and the Trust into disrepute.

### **Variations to the Scheme of Delegation**

To facilitate academy improvement, the central services team will provide varying levels of support against tiers of intervention, support and innovation. A school where there is concern about leadership, governance or other areas, may have fewer delegated functions which will be determined on a case-by-case basis.

### **Chair's Action Between Meetings of the Trust Board**

No individual Director is empowered to make decisions on behalf of the Trust outside any specific authority set out in this Scheme of Delegation. However, as an exception, the Chair of Directors can make a decision as a single Director when a delay in doing so would be:

- seriously detrimental to the interests of the Trust or one of its schools, and
- it would not be possible to postpone the decision to a meeting of directors (which the Chair can convene with less than seven days' notice if necessary, provided directors will have sufficient time to receive and give due considerations to relevant documents relating to the decision).

In consultation with the EP the Chair may exercise any function of the Trust which can be delegated to an individual under the Articles, the Trust's funding agreements with the Secretary of State for Education, or any function relating to the exclusion of pupils.

The Vice-Chair of Directors may exercise this authority where the Chair of Directors is unable by virtue of vacancy of office, incapacity or otherwise.

Any action under Chair's Action will be reported in writing as soon as possible to the Directors (together with a copy of any written report from the EP). A record of the decisions taken shall also be included with the Board's minutes.

### **Trust & Academy policies**

Separate to this Scheme of Delegation is a policy summary which identifies the range of statutory, regulatory and necessary policies and states whether they are Trust or School policies. The summary sets out the responsibility for approval and monitoring of these policies.

## Scheme of Delegation

### Committee abbreviations used

BM = Business and Management

HRS = HR and Strategy

ED = Education

AD = Admissions

P = Pay

### Responsibilities key

R = Recommend

A = Advise

F = Provide feedback

I = Informed

✓ = Responsible for action

Area	Function	Responsibility							Comments
		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
People	Appointment and removal of Members	✓							
	Role of Members	✓	A	A: HRS					As detailed in Articles of Association, approved by Members.
	Appointment and removal of Directors	✓	A						Directors can co-opt additional Directors. Co-opted Directors cannot be involved in the appointment of additional Directors.
	Role of Specific Committees, including Local Governance Boards		✓		A	A			Annually, review of Terms of Reference.
	Appointment and removal of Trust Committee Chairs and members (Excluding LGBs)		✓		A				Annually
	Appointment of Business & Management LGB representative						✓		LGB Chair of Governors to select representative.
	Appointment of the Executive Principal		✓						
	Appointment and removal of LGB Chairs and Vice Chairs		✓				A		Biennial Vice Chair selected by LGB
	Appointment and removal of Local Governors		✓			✓	A	A	Any governor, regardless of the method of their appointment, can be removed by the Board of Directors and EP (issued with delegated responsibility) on specific grounds as detailed in the LGB Terms of Reference. Recruitment processes to be carried

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
									out by Governance Professional and local LGB Clerk.
	Nomination of LGB Parent Governors		✓		A		A	A	EP to advise on prospective candidates prior to election/appointment. Governance Professional to manage recruitment procedures.
	Appointment and removal of Trust Governance Professional		✓		A				
	Appointment of IABs and Working Groups		✓		A				
	Appointment/Reappointment of Auditors	✓	A	A: BM	A	R			Auditors not to be removed without Members' majority vote. Head of Finance recommends on suitable auditors.
	Annual Skills Audit for Trustees, complete and review to fill gaps		✓	A: HRS					Annually, or more frequently, as required.
	Trust's staffing structure: agree		✓		A				EP has advisory role in appointment of Head of Finance, Head of Operations and Deputy Executive Principal.
	School staffing structure: agree				A			✓	Each School Senior Leadership Team appointed by Headteacher after consultation with the EP and DEP. School Teaching staff appointed by Headteacher. School Support staff appointed by Headteacher after consultation with EP and DEP.
Systems and Structures	Approval of changes to Articles of Association	✓	R		R				Recommendation by Trust Board as appropriate
	Annual review of governance modus operandi, including: Scheme of Delegation Terms of Reference for Committees		✓		A	✓			Governance Professional to update and maintain all documents to present to Board of Directors
	Annual review of effectiveness of Tiers of Governance		✓		A				Informed by processes of review/evaluation and feedback for each constituent part of the Trust.

Area	Function	Responsibility							Comments
		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	Succession planning within Trust, Schools and LGBs	I	✓		A	R	R	R	
	Annual Schedule of business for Trust Board, Committees, including LGBs		✓	A: BM, HRS, ED	A				
	Conduct Hearings: Staff Disciplinary		✓						With reference to appropriate levels of delegation according to circumstances as specified in relevant policies and procedures on a case-by-case decision, depending on level and type of hearing.
	Complaints regarding the Trust		✓						
	Complaints regarding Trust employees or volunteers			I: HRS	✓				
	Pupil Exclusion Panel		✓				✓		
	School Complaints								The Board of Directors delegates responsibility to review permanent exclusion decisions and convene permanent exclusion review panels to a panel drawn from Trust members, comprising either directors, Local Governing Body members ('LGB governors'), or a combination of both. Any panel must consist of at least three members. No panel member is required to be a LGB governor from the Local Governing Body of the pupil's school. Full procedural requirements, including notice and parental representation rights, are set out in the Trust's Behaviour Management Policy.
	Approve formal staff restructure plans which could involve potential redundancies		✓	A: HRS	A	A			
Reporting and Compliance	Annual Report and Accounts including presentation of audited accounts and report on performance of the Trust, accounting policies, signed statement on regularity, propriety and compliance, incorporating governance statement	I	✓	A: BM	A	A			Head of Finance to receive and present audited accounts to Board. The Financial Procedures Manual shall include: <ul style="list-style-type: none"> <li>'Finance Authorisation Levels' which shall confirm the delegation of authority to key individuals up to a</li> </ul>

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	demonstrating value for money								<p>specified value;</p> <ul style="list-style-type: none"> <li>• appropriate procedures to monitor cash requirements to ensure that the Academy Trust will not become overdrawn;</li> <li>• a competitive tendering policy for larger purchases; and</li> <li>• a capitalisation limit for assets.</li> </ul>
	Trust and LGB Governance details, including registers of all interests for Members/Trustees/Local Governors and key leadership personnel, to be published on Trust and School websites		I		A	✓			<p>Governance Professional to maintain all relevant registers.</p> <p>Governance Professional to review website information at least annually to ensure statutory published information up to date.</p>
	Publication of Gender Pay Gap		I			✓			Head of Finance
	Review of termly School Census submissions			I: BM		✓			Head of Finance
Setting Strategy	Determination of Trust vision and values, strategy and principles, agreeing key priorities and key performance indicators (KPIs) where relevant, against which progress towards achieving the vision can be measured.		✓	A: HRS	A				This also includes the Trust's logo and branding.
	Determination of Schools' vision and values, strategy and principles, agreeing key priorities and key performance indicators (KPIs) where relevant, against which progress towards achieving the vision can be measured.		I		✓		A	✓	<p>EP and DEP supports school leadership team in identifying impact of action taken against priorities, and consequent next steps in development.</p> <p>This also includes a school's logo and branding.</p>
	Determination of Trust policies which reflect the Trust's values, vision and ethos including Admissions, Charging and Remissions, Complaints, Expenses, Health & Safety, Data Protection		✓	A: BM, HR, P	✓	A			A

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	and FOI, staffing policies including NQTs, Capability, Discipline, Conduct and Grievance and Whistleblowing.								school stakeholders. Following changes to the Academy Trust Handbook 2025 Whistleblowing is now the remit of the Board, not committee. Where relevant, policies are delegated for ratification to Trust Board Committees according to the LLT Directors Committee ToR. Where relevant, protocols to reflect school context are delegated to the Deputy Executive Principal to formulate the aims, policies and targets and guiding Headteachers. This includes policies related to SEND, Admissions, Accessibility, Behaviour Management, Safeguarding, Curriculum.
	Review and approval of the LLT 3-year development plan		✓	A:HRS, BM					Updated annually.
	Approval of addition/removal of academies within the Trust	I	✓	A: HRS, BM	A	A			
	Change delegated power or membership of an LGB (where there are concerns about the school or its governance)		✓		A				
	Oversight, review and monitor of the management of the risk profile of the Trust including termly review of Trust Risk Register		✓	✓ HRS, BM	A	A			Compilation of specific Risk Registers for each Committee for recommendation to the Board by Head of Finance and Head of Operations Directors are responsible for identifying the major risks that apply to the Academy Trust, including: <ul style="list-style-type: none"> <li>operational risks (employment issues, health &amp; safety, fraud, service quality and development etc.);</li> </ul>

Area	Function	Responsibility							Comments
		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
									<ul style="list-style-type: none"> <li>financial risks (accuracy of financial information, cash flow, reserves, over-reliance on funding sources etc.);</li> <li>external risks (changes in government policy, economic factors, demographic changes, adverse publicity etc.); and</li> <li>regulatory risks (compliance with legislation, changes in policies of the regulators etc.);</li> </ul>
	Approval of Trust resources and budget planning, including oversight of metrics on staffing structures for schools and Partnership Services		✓	R: BM	A	A		A	Setting of the Annual Budget and regular financial monitoring via Committee, following advice by Head of Finance, Head of Operations, Executive Principal, Senior Trust Leaders and Headteachers. Monthly management accounts received by Directors and Committees.
	Review of ongoing and proposed projects for each academic year		✓	R: BM		A			Head of Finance and Head of Operations to advise Committee.
	Extended services on-site e.g. breakfast club, after-school clubs		✓	R: HRS	A	A	A	A	
	Appointment/removal of key leadership personnel		✓		✓				Executive Principal by Board of Directors School Headteacher by Executive Principal
	Approval of Admissions Arrangements for all schools		✓	R: ED	R			A	This includes changing an Academy school's age range, expansion/reduction of PAN, oversubscription criterion, admission appeals.
	Direct a pupil to alternative provision or arrange a managed move				I	A	I	✓	DEP to support Headteacher
	Educational performance of SEND pupils		I	I: ED	I		I	✓	Key stakeholders are kept informed of and monitor effectiveness of school's SEND provision.

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	Ensure the Single Central Record (SCR) for schools is complete and regularly updated		✓			A			Head of Operations to monitor and advise termly to Board.
	Ensure the school has an appropriate number of trained DSLs and that their details are published on the school website							✓	
	Ensure school staff, Trust central team and governance community receive regular and appropriate safeguarding training		I		✓	✓		✓	For school staff: Headteacher. For Central Team staff: Head of Operations. For governance teams: Executive Principal.
	Ensure appropriate members of staff are trained in safer recruitment					✓			Head of Operations
	Engagement with stakeholders (all aspects)		I		✓		I	✓	Regular engagement with stakeholders at school and Trust level reported to Board. Headteachers produce weekly newsletters to engage local stakeholders, shared with Directors and LGB.
	Central Services charge: agree		✓	A: BM	✓				
Holding to account	Holding the Trust Board to account on the delivery of the objects, and performance of The Trust	✓			A	A			At annual AGM, or more frequently, if required.
	Ultimate accountability for the operations of The Trust under the terms of the Funding Agreements including: Compliance through auditing and reporting arrangements and the Self Evaluation Form (SEF).		✓	A/R: HRS, BM	A/R	A/R	A		To ensure the viability of the MAT as a going concern. Guided by Committees with input from external professionals as appropriate.
	Performance management of Executive Principal and other key leadership personnel		✓	R: P	✓		A		EP Performance Management delegated to Chair of Directors who seek support from external advisor. Performance Management of Head of Finance, Head of Operations, DEP and Headteachers delegated to EP.

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
									LGB Chair has advisory role for Headteacher performance.
	Performance management of all other employees				A			✓	Carried out by the relevant School Headteacher with moderation provided by the EP and DEP.
	Holding each school's Headteacher to account by scrutiny and challenge of standards achieved in Trust schools		✓	✓ ED					Trust Leaders report to Committee termly using triangulation of all evidence presented. Committee hold professionals to account for progress of schools. Reported through progress updates
	Reporting arrangements for progress on key priorities agreed		✓	I: BM, HRS, ED	A			A	Reported through progress updates
	Auditing, reporting and assurance of arrangements for matters of compliance		✓	I: BM		A			Areas of compliance: Safeguarding, Health & Safety, Food Standards, employment, Sustainability and Climate Action Plan.  Head of Operations reports termly at each BM Committee.
Ensuring financial probity	Compliance and regularity for delivery of The Trust's internal financial controls, and compliance with accounting regulation.		✓	R: BM	A/R	A/R			Includes: <ul style="list-style-type: none"> <li>• Receive and respond to the external audit report and annual statutory report and accounts</li> <li>• Receiving regular reports from the appointed Internal Auditor</li> <li>• Financial Manual Compliance Recommended through due process by Head of Finance to Committees in accordance with statutory and regulatory requirements. Input from Head of Operations and Governance Professional.</li> </ul>
	Benchmarking to evidence Trust wide value for money and ensuring robustness		✓		A	A			Includes: Annual review of committed funds at year end. Head of Finance and Head of Operations advisory role.
	Benchmarking to evidence School-wide value for money and ensuring			✓ BM A HRS, ED	A	A			Head of Finance and Head of Operations advisory role.

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	robustness								
	Development and ongoing review of trust-wide procurement policies for suppliers including auditors, HR and payroll providers and solicitors in accordance with the funding agreement and <i>Academy Trust Handbook</i> .		✓	A: BM	A	A			Head of Finance and Head of Operations advisory role.
	Review of approval of Trust Asset Register			✓ BM		A			Head of Finance advises Committee with input from the Head of Operations.
	Review of Trust insurance arrangements			✓ BM		A			Annually. Head of Finance to recommend to Committee. Head of Operations to advise.
	Appoint Head of Finance (Chief Financial Officer) for delivery of Trust's detailed accounting processes		✓		A				
	Budget plan to support delivery of Trust key priorities: Agree		✓	A: BM	A	A			Head of Finance advisory roles
	Budget plan to support delivery of Schools key priorities: Agree				✓	A		A	Head of Finance and Head of Operations advisory roles
	Executive Pay Award		✓			A			Executive Pay encompasses the roles of EP and DEP. Must be reviewed and approved only by the full Board, cannot be delegated to a committee.
	Senior Leadership Pay scale awards			✓ P	A			A	Includes review of staff moving on to the Leadership Pay scale as well as those individuals moving up within the scale.
	Staff Pay and Appraisal procedures		✓		A	A			Following changes to the Academy Trust Handbook 2025 staff pay and appraisal processes and policies must be considered and approved by the full Board, cannot be delegated to a committee.

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		Members	Trust Director Board	Director Committee	Executive Principal	Central Leadership Team	LGB	Head-teacher	
	Monitor the impact of Pupil Premium, Sports Premium (primary) and other additional funding across the Trust		✓	✓ BM	A	A			Head of Finance to assist in compilation of reports. From summer 2026 the Chair of Directors must sign off the Sports Premium report for every school.
	Changes to Employee Terms & Conditions		✓	A: HRS	R	A			
	Handling of all pension matters (teachers and support staff)		✓	I: HRS		A			
	Approval of use of pension discretions (decisions that can be made at the employer's discretion)		✓		A	A			
	Approval of redundancy agreements		✓	R:HRS	A	A			
	Approve submission of Academies budget forecast return (related to budget process below)		✓	R: BM		A			
	Authorised to complete and submit other accounting returns including those related to PAYE, VAT, pensions and Gift Aid					✓			Head of Finance
	Ex gratia payments		✓	✓	R				Trust Board to approve EP payments Pay Committee for all other staff