

## **Challenger Multi Academy Trust (CMAT)** **Governance Structure – Scheme of Delegation**

The arrangements for governance within Challenger Multi Academy Trust are set out in this scheme of delegation. The Trust is a company limited by guarantee and an exempt charity. The functions of the Trust are discharged by its various boards, committees and key posts. In summary these are:

### **1. Members**

As charitable companies limited by guarantee every trust has members who have a similar role to the shareholders of a company limited by shares. They:

- are the subscribers to the Trust's memorandum of association (where they are founding members)
- may amend the articles of association (the articles include a definition of the Trust's charitable objects and governance structure) subject to any restrictions in the articles or in the trust's funding agreement or charity law
- have powers to appoint and remove trustees in certain circumstances
- appoint the trust's auditors and receive the trust's audited annual accounts (subject to the Companies Act)

As responsibility to conduct the business of the trust in accordance with company and charity law sits with the Trustees, members are 'eyes on and hands off' and avoid compromising the Board's discretion in exercising its responsibilities. However, if the governance of the Trust by the Board of Trustees becomes dysfunctional the Members will have a strong interest in ensuring the Board has sufficient plans to address the issues.

The current Members are:

- Challenger Trust
- Martin Smout
- Jeremy Parrish
- Katherine Gardiner
- Frank Green, CBE, from 1 June 2018

### **2. Trustees**

The Board of Trustees manages the business of the academy trust and should focus strongly on the three core functions of governance:

- ensuring clarity of vision, ethos and strategic direction
- holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent.

The Trustees must ensure compliance with the Trust's charitable objects and with company and charity law, and adherence to the Trust's funding agreement with the Secretary of State for Education.

The Trustees are also company directors for CMAT.

The Board can delegate tasks to committees and individuals but is always accountable for these tasks.

The Trustees are:

- Frank Green, CBE (Chair elect from 1 June 2018)
- Martin Smout (Chair)
- Peter Knell
- Stephen Chamberlain (Chief Executive Officer)
- Andrew Urbanek
- Sally Dicketts

### **3. The Board of Trustees**

The CMAT Trustees, acting as a board, are permitted to exercise all the powers of the academy trust. The trustees delegate certain governance functions and details of these delegations are set out below.

The Trust must review its delegations at least annually and can have different delegations for each academy within the Trust depending on its circumstances.

The terms of reference for the Board can be accessed here

<http://www.challengermultiacademytrust.org/our-team/>

### **4. CMAT Committees**

The Board has established two committees to support and inform the overall work of the Board. The two committees are:

- Standards
- Finance, Risk and Audit

### **5. Local Governing Bodies(LGB)**

Each academy has an element of local governance and a Local Governing Body.

The LGB members for Kempston Challenger Academy are:

- David Fraser (Chair)
- Kirk Sharp
- Jeremy Chopping
- Ian Evason

The LGB's key responsibilities are:

- The vision for KCA within the overall CMAT aims and vision
- How that vision is put in place
- Monitoring and holding to account of the Executive Headteacher and the SLT for the implementation of the Academy Improvement Plan and the Rapid Improvement Plans
- To offer advice to the Executive Headteacher
- Leadership and management including supporting the SLT as a team and supporting their profile within the school
- Reinforcing a culture of holding to account in a constructive professional way including the use and application of data
- Working with staff on 360° review of appropriate areas, a staff focus group etc, as felt appropriate, to understand the staff stakeholder perspective

- Looking at ways to nurture and support staff
- Looking at the curriculum offer
- Welfare and outcomes for students
- teaching and learning and standards receiving ongoing support from Diana Osagie on this
- Overall support with a view to a potential Ofsted in January 2018
- Holding to account on performance management procedures
- Encouragement of broad and positive stakeholder engagement
- Supporting the Executive Headteacher and SLT in building the profile of KCA within the community

More details are contained in the accountability matrix and the LGB terms of reference.

<http://www.challengermultiacademytrust.org/about-us/governance-compliance/>

### Declaration of Interests

The declared interests of CMAT Members, Trustees and the LGB members and the attendance of Trustees and LGB members are shown in the attached link:

Name	Date of appointment	Interest
Challenger Trust	17 October 2013	
Martin Smout	17 October 2013	
Frank Green	on appointment as Chair	Shoreline Enterprise Leigh Academies Trust - Vice Chair Ashbrook Academies Trust, Trustee Brooke Weston Academies Trust – member of Standards Committee
Jeremy Parrish	28 February 2017	Julius Baer International – Non-Executive Director Crown Agents Bank – Chair Buckhurst Lane Associates – Owner Crown Agents Investment Management Chair
Katherine Gardiner	1 September 2017	Contour Education Services Limited

### CMAT Trustees

Name	Date of appointment	Interest
Martin Smout (Chair)	17 October 2013	Salcombe Yacht Club - Director
Stephen Chamberlain (CEO)	5 November 2015	Employed by CMAT, Astrea Trust Member Myland Primary School - Governor
Frank Green, CBE (Chair elect)	19 April 2018	Shoreline Enterprise Leigh Academies Trust - Vice Chair Ashbrook Academies Trust, Trustee Brooke Weston Academies Trust – member of Standards Committee
Peter Knell	17 April 2015	Wells Cathedral School Bursar Broadmayne School - Governor
Andrew Urbanek	1 November 2017	Justice of the Peace

		Medical Protection Society - Employee
Sally Dicketts	1 September 2017	Activate Learning Group Activate Learning Education Trust St Helens and St Katherines School – Governor Education Training Foundation

### LGB Members

Name	Date of appointment	Interest
David Fraser Chair	1.6.17	Discimus Associates Ltd – Director All Saints Academy – Trustee and Chair Youth Enterprise – Trustee Colin Smith Music Trust - 4Trustee
Kirk Sharp	1.6.17	Chichele Consulting – Director Consultant to Bedford Borough Council
Jeremy Chopping	1.6.17	Daubney Academy - Governor
Ian Evason	1.6.17 (as a LGB Governor)	CMAT - Employee

### 6. Chief Executive Officer (CEO)

The CEO has overall responsibility for all operational matters with CMAT and delivering its strategic objectives as he agreed by the Board. The CEO is directly accountable to the Board and is also the Accounting Officer for the Trust.

Headteachers, as the lead professional in each academy, are responsible for the day to day management of their academy. They report to and are held to account by the LGB for the academy.

## GOVERNANCE STRUCTURE: CHALLENGER MULTI ACADEMY TRUST

