

UTC Oxfordshire Trust  
**Governance Arrangements**



## **UTC Oxfordshire Trust**

The UTC provides an exciting new vocational education option for 14 to 19 year olds, specialising in Engineering and Life Science alongside traditional subjects. Activate Learning is the lead sponsor for the UTC, which is run with the support of a number of industry and academic partners. The school's curriculum is rooted in a project-based learning approach, with students taking part in real-world scenarios set by industry partners.

### **Structure and Governance**

#### **Constitution**

The Academy Trust is a company limited by guarantee and an exempt charity. The Charitable Company's memorandum and articles of association are the primary governing documents of the Academy Trust.

The trustees of UTC Oxfordshire Trust are also the directors of the Charitable Company for the purposes of company law.

#### **The Role of the Governing Body**

The Trustees shall exercise their powers and functions with a view to fulfilling a largely strategic role in the running of the Academy and shall consider any advice given by the Principal.

The Principal is responsible for the internal organisation, management and control of the Academy; and for advising on and implementing the Academy Trust's strategic framework. In particular the Principal will formulate aims and objectives, policies and targets for the Board to consider adopting.

The Principal will be responsible for discharging many responsibilities on the Governing Body's behalf, as well as for discharging responsibilities on him or her.

In keeping with the regulations and guidance to maintained schools, the Governing Body of the Academy has three primary roles:

- To set the school's strategic direction: its mission, ethos, core values; overall aims and objectives
- To secure accountability for the school for example by reporting to key stakeholder groups and providing information for those groups; or by hearing appeals against decisions of the school
- To monitor and evaluate the schools performance for example against past performance, against other 'like' schools and against its own improvement plan, budgets and policies

#### **Members**

The Members are members of the Academy Trust for the purposes of the Companies Acts. In simple terms the Members 'own' the Academy Trust. They have a number of statutory rights including the right to remove Directors, the right to amend the Articles and the right to receive the annual accounts. They are also given the right to appoint some of the Directors under the Articles of Association.

The Members do not have any specific duties imposed on them. They are asked to provide a 'guarantee' such that if the Academy Trust were to be wound up and the assets did not meet all of its liabilities, they would be asked to contribute £10.

Typically, the Members will only meet once a year at the AGM or as is required in order to confirm the appointment of some of the Directors.

The Articles at UTC Oxfordshire provide for the Membership to be constituted as follows:

- the Sponsor;
- Up to 2 person(s) who may be appointed by the Sponsor;
- 1 person appointed by the Secretary of State, in the event that the Secretary of State appoints a person for this purpose;
- the chairman of the Governors; and
- any person the Members may agree unanimously in writing to appoint.

### **Directors/Trustees/Governors**

Those individuals who will be Directors of the Academy Trust will be:

- directors of the Academy Trust for the purposes of the Companies Acts; and
- charity trustees for the purposes of the Charities Acts.

In simple terms, the Directors 'manage' the affairs of the Academy Trust and are responsible for its operation. In practice, their powers of management are largely delegated to the Headteacher/Principal of any academy operated by the Academy Trust.

The Secretary of State may also appoint governors as he thinks fit

The Governing Body can set up whatever Committees it wishes to and delegate powers accordingly.

### **The role of the Accounting Officer**

Each Academy Trust (AT) must designate a named individual as its accounting officer. In ATs comprising a single school, this should usually be the principal (who acts as the chief executive). In multi-academy trusts, this should be the chief executive or executive principal of the Academy Trust. The chief executive has responsibility, under the board of the AT's guidance, for the overall organisation, management, and staffing and for its procedures in financial and other matters, including conduct and discipline.

AT accounting officers are personally responsible to Parliament and to the accounting officer of the EFA for the resources under their control. 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; for ensuring value for money; and for the efficient and effective use of all the resources in their charge.

Essentially accounting officers must be able to assure Parliament and the public of high standards of probity in the management of public funds. The accounting officer must advise the board of trustees in writing if, at any time, in his or her opinion, any action or policy under consideration by the governing body is incompatible with the terms of the Academies Financial Handbook or Funding Agreement. Similarly, the accounting officer must advise the board in writing if the board appears to be failing to act where required to do so by the terms and conditions of the Academies Financial Handbook or Funding Agreement. Where the board of trustees is minded to proceed, despite the

advice of the accounting officer, the accounting officer must consider the reasons the board gives for its decision. If, after considering the reasons given by the board, the accounting officer still considers that the action proposed by the board is in breach of the Academies Financial Handbook or Funding Agreement, the accounting officer must advise in writing the EFA's accounting officer of the position.

### The role of the Responsible Officer

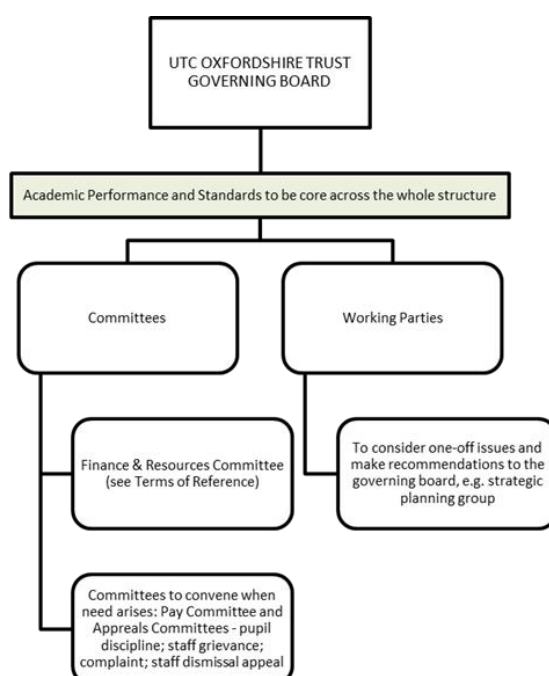
The governors will nominate a responsible officer (RO) to take specific responsibility for auditing the academy's financial arrangements on their behalf. The RO will be an appropriately qualified and experienced individual (but not an academy staff employee) with the necessary financial skills to be able to perform the role competently. The remit of the RO is to provide an independent oversight of the academy's financial affairs, reporting to the finance committee in an advisory capacity.

The main duties of the RO are to provide the governing body with ongoing independent assurance that:

- the financial responsibilities of the governing body are being properly discharged
- resources are being managed in an efficient, economical and effective manner
- sound systems of internal financial control are being maintained.

A specific programme of checks to be performed will be agreed with the governing body and will include checks on bank reconciliations, orders, payroll documentation, delivery notes, invoices and returns to the EFA to ensure that the information supplied is consistent with the accounting records. After each checking session the RO will provide the governing body with a written report.

### Structure of the Governing Body



## **Draft Finance and Resources Committee Terms of Reference (to be approved)**

### **Purpose of the Committee**

- To assist the decision making of the board of governors ('board'), by enabling more detailed consideration to be given to the best means of fulfilling the board's responsibility to ensure sound management of the UTC's finances.
- To ensure that the UTC undertakes proper financial planning, monitoring and probity.
- To make appropriate comments and recommendations on such matters to the board on a regular basis.
- All decisions taken or recommendation to the full board will be consistent with that outlined in the Scheme of Financial Delegation; reviewed annually.
- The Finance and Resources committee will undertake the Audit Committee role.

### **Membership**

- a) Membership of the committee shall consist of not less than four governors plus the principal (or representative). The Director of Finance of Activate Learning (or representative) shall be an ex-officio member of the committee.
- b) The committee shall have such co-opted, non-voting members as the board shall appoint. The committee may make the recommendations for these appointments.

### **Quorum**

The Quorum shall be three members. The committee shall not meet without the Principal being present or a substitute nominated by him / her.

### **Meetings**

The committee shall meet at least once a term before the main Board of Governors meetings.

### **Terms of Reference – Areas of Responsibility**

Subject to statutory requirements, the committee is authorised:

- In consultation with the Principal and taking into consideration: available resources; sustainability of commitments; the UTC Development Plan; forecast student numbers; anticipated contractual liabilities; and other relevant factors.
- To consider the UTC's indicative funding, notified annually by the EFA, and to assess its implications for the UTC, in consultation with the Principal, in advance of the financial year, drawing any matters of significance or concern to the attention of the board of governors.
- To scrutinise, consider and recommend acceptance/non-acceptance of the UTC's annual and three year budget to the board, at the start of each financial year.

- To contribute to the formulation of the UTC's development plan, through the consideration of financial priorities and proposals, in consultation with the Principal, with the stated and agreed aims and objectives of the UTC.
- To receive and make recommendations on the broad budget headings and areas of expenditure to be adopted each year, including the level and use of any contingency fund or balances, ensuring the compatibility of all such proposals with the development priorities set out in the UTC Development Plan.
- To liaise with and receive reports from the other committees, as appropriate, and to make recommendations to those committees about the financial aspects of matters being considered by them.
- To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the UTC, and with the financial regulations of the EFA, drawing any matters of concern to the attention of the board. As part of this, the committee will:
- Make decisions in relation to service level agreements, in accordance with the scheme of delegation;
- Approve non routine expenditure in accordance with the scheme of delegation;
- Ensure that the principles of best value are followed when making decisions and within the UTC;
- Monitor statistics, performance indicators and key ratios and other non-financial data affecting the budget, directing action as appropriate; and
- Monitor capital expenditure and take appropriate steps in the event of possible under / over spending.
- To monitor and review procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate to make recommendations for improvement.
- Establish and recommend appropriate policies (to include recommended levels of delegated authority) to the governing body.
- Review all policies and levels of charges annually and recommend changes as appropriate.
- To approve the financial statement to form part of the annual report of the board to parents and for filing in accordance with Companies Act and Charity Commission requirements
- To receive auditors' reports and to recommend to the Board action as appropriate in response to audit findings.
- To recommend to the Board the appointment of a Responsible Officer.
- To recommend to the Board the appointment or reappointment of the auditors of the academy.

**Matters of Urgency**

These may be dealt with by the Chair of Governors, Chair of Finance and the Principal and reported to the next meeting of the Committee or of the board.

**Withdrawal**

Any relevant person employed to work at the college other than the Principal, when the subject for consideration is the pay or performance review of any person employed to work at the college.

*Signed by Chair of the Board of Governors:* \_\_\_\_\_ *Date:* \_\_\_\_\_

## **Recruitment and Appointment**

The Members may appoint up to 10 Trustees provided that in making such appointments the Members shall ensure that nominees of the Industry Partners and Academic Partners form a majority of the total number of Trustees.

The Members may appoint Staff Governors through such process as they may determine, provided that the total number of Trustees (including the Principal) who are employees of the Academy Trust does not exceed one third of the total number of Trustees. Staff and parent governors will be recruited from September 2015 upon the opening of the UTC.

### **Governor Training**

Training for Governor training and induction will commence at the July 2015 meeting where training in Governance will be delivered. For Governors recruited after this meeting, an induction meeting will be set up with the Chair, Principal and Clerk whereby this session will be delivered.

A Welcome Pack has been put together and will be given to the Governors in July 2015. Governors will be asked to submit the relevant documentation and to complete a skills audit, so as individual training requirements can be identified. A suite of Governance and School documents will be made available on a Governance SharePoint site, to be made available on the UTC Oxfordshire website.

Arrangements have been made so that all Governors have access to the NGA training and guidance resources.

Specialist governor training has been identified at Oxfordshire County Council and arrangements will be made upon receipt of the skills audits.



## Role Description

### What does a governor do?

**Role of a school governor:** Within the overall responsibilities of the UTC Board, and as set out in the Instrument and Articles of Government, Governors contribute to the work of the governing body in ensuring high standards of achievement for all children and young people in the school by:

- Setting the school's vision, ethos and strategic direction;
- Holding the principal to account for the educational performance of the school and its pupils; and
- Overseeing the financial performance of the school and making sure its money is well spent.

Activities: As part of the governing body team, a governor is expected to:

1. Contribute to the strategic discussions at governing body meetings which determine:
  - the vision and ethos of the school;
  - clear and ambitious strategic priorities and targets for the school;
  - that all children, including those with special educational needs, have access to a broad and balanced curriculum;
  - the school's budget, including the expenditure of the pupil premium allocation;
  - the school's staffing structure and key staffing policies;
  - the principles to be used by school leaders to set other school policies.
2. Hold the senior leaders to account by monitoring the school's performance; this includes:
  - agreeing the outcomes from the school's self-evaluation and ensuring they are used to inform the priorities in the school development plan;
  - considering all relevant data and feedback provided on request by school leaders and external sources on all aspects of school performance;
  - asking challenging questions of school leaders;
  - ensuring senior leaders have arranged for the required audits to be carried out and receiving the results of those audits;
  - ensuring senior leaders have developed the required policies and procedures and the school is operating effectively according to those policies;
  - acting as a link governor on a specific issue, making relevant enquiries of the relevant staff, and reporting to the governing body on the progress on the relevant school priority; and
  - listening to and reporting to the school's stakeholders : pupils, parents, staff, and the wider community, including local employers.
3. Ensure the school staff have the resources and support they require to do their jobs well, including the necessary expertise on business management, external advice where necessary, effective appraisal and CPD (Continuing Professional Development), and suitable premises, and that the way in which those resources are used has impact.
4. When required, serve on panels of governors to:
  - appoint the principal and other senior leaders;
  - appraise the principal;

- set the principal's pay and agree the pay recommendations for other staff;
- hear the second stage of staff grievances and disciplinary matters;
- hear appeals about pupil exclusions.

The role of governor is largely a thinking and questioning role, not a doing role.

A governor does **NOT**:

- Write school policies;
- Undertake audits of any sort – whether financial or health & safety - even if the governor has the relevant professional experience;
- Spend much time with the pupils of the school – if you want to work directly with children, there are many other voluntary valuable roles within the school;
- Fundraise – this is the role of the PTA – the governing body should consider income streams and the potential for income generation, but not carry out fundraising tasks;
- Undertake classroom observations to make judgements on the quality of teaching – the governing body monitors the quality of teaching in the school by requiring data from the senior staff and from external sources;
- Do the job of the school staff – if there is not enough capacity within the paid staff team to carry out the necessary tasks, the governing body need to consider and rectify this.

As you become more experienced as a governor, there are other roles you could volunteer for which would increase your degree of involvement and level of responsibility (e.g as a chair of a committee).

In order to perform this role well, a governor is expected to:

- get to know the school, including by visiting the school occasionally during school hours, and gain a good understanding of the school's strengths and weaknesses;
- attend induction training and regular relevant training and development events;
- attend meetings (full governing body meetings and committee meetings) and read all the papers before the meeting;
- act in the best interest of all the pupils of the school; and
- behave in a professional manner, as set down in the governing body's code of conduct, including acting in strict confidence.

#### **Time commitment:**

Under usual circumstances, you should expect to:

- attend 4 main UTC Oxfordshire Trust Board meetings
- attendance at Board Committee meetings if required
- to liaise with development plan theme link staff member
- preparation time for each meeting will also be required, plus any additional time the Governor feels able to give. There may be periods when the time commitment may increase

## **Code of Conduct**

This code sets out the expectations on and commitment required from school governors and trustees in order for the governing board to properly carry out its work within the school and the community.

### **The governing board has the following core strategic functions:**

Establishing the strategic direction, by:

- Setting the vision, values, and objectives for the school
- Agreeing the school improvement strategy with priorities and targets
- Meeting statutory duties

Ensuring accountability, by:

- Appointing the principal
- Monitoring progress towards targets
- Performance managing the principal
- Engaging with stakeholders
- Contributing to school self-evaluation

Ensuring financial probity, by:

- Setting the budget
- Monitoring spending against the budget
- Ensuring value for money is obtained
- Ensuring risks to the organisation are managed

### **As individuals on the board we agree to the following:**

#### **Role & Responsibilities**

- We understand the purpose of the board and the role of the principal.
- We accept that we have no legal authority to act individually, except when the board has given us delegated authority to do so, and therefore we will only speak on behalf of the governing board when we have been specifically authorised to do so.
- We accept collective responsibility for all decisions made by the board or its delegated agents. This means that we will not speak against majority decisions outside the governing board meeting.
- We have a duty to act fairly and without prejudice, and in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open government and will act appropriately.
- We will consider carefully how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos and reputation of our school. Our actions within the school and the local community will reflect this.
- In making or responding to criticism or complaints affecting the school we will follow the procedures established by the governing board.
- We will actively support and challenge the principal.

## **Commitment**

- We acknowledge that accepting office as a governor involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the governing board, and accept our fair share of responsibilities, including service on committees or working groups.
- We will make full efforts to attend all meetings and where we cannot attend explain in advance why we are unable to.
- We will get to know the school well and respond to opportunities to involve ourselves in school activities.
- We will visit the school, with all visits to school arranged in advance with the staff and undertaken within the framework established by the governing board and agreed with the principal.
- We will consider seriously our individual and collective needs for training and development, and will undertake relevant training

## **Relationships**

- We will strive to work as a team in which constructive working relationships are actively promoted.
- We will express views openly, courteously and respectfully in all our communications with other governors.
- We will support the chair in their role of ensuring appropriate conduct both at meetings and at all times.
- We are prepared to answer queries from other governors in relation to delegated functions and take into account any concerns expressed, and we will acknowledge the time, effort and skills that have been committed to the delegated function by those involved.
  - We will seek to develop effective working relationships with the principal, staff and parents, the local authority and other relevant agencies and the community.

## **Confidentiality**

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils, both inside or outside school
- We will exercise the greatest prudence at all times when discussions regarding school business arise outside a governing board meeting.
- We will not reveal the details of any governing board vote.

## **Conflicts of interest**

- We will record any pecuniary or other business interest (including those related to people we are connected with) that we have in connection with the governing board's business in the Register of Business Interests, and if any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time.
- We will also declare any conflict of loyalty at the start of any meeting should the situation arise.
- We will act in the best interests of the school as a whole and not as a representative of any group, even if elected to the governing body.

### **Breach of this code of conduct**

- If we believe this code has been breached, we will raise this issue with the chair and the chair will investigate; the governing board will only use suspension/removal as a last resort after seeking to resolve any difficulties or disputes in more constructive ways.
- Should it be the chair that we believe has breached this code, another governor, such as the vice chair will investigate.

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

(Originally published by the Nolan Committee: The Committee on Standards in Public Life was established by the then Prime Minister in October 1994, under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations).

**Selflessness** - Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other 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 seek to influence them in the performance of their official duties.

**Objectivity** - In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

**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 interest.

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

**Based on National Governors' Association Model [Code of Conduct](#) (2014)**

## UTC Oxfordshire Trust Board of Directors

Name	Organisation	Position on Governing Body	Nominated By	Expertise
Lee Nicholls	Activate Learning	Chair	Sponsor	Secondary, further and higher education, Science, Leadership & management in Education
Philip Waddup	Activate Learning	Vice Chair	Sponsor	Secondary, further and higher education, Project and Facilities management, Leadership & management
Billy McNeil	RM Education	Director	Industry Partners	ICT in Education, General Management, People development
Professor Paul Hogg	Royal Holloway University of London	Director	Academic Partner	Engineering, Materials, Science Education, University administration
David Martin	UK Atomic Energy Authority	Director	Sponsor, but endorsed by Industry Partners	Engineering, Skills training, Professional Development
Steve Houseman	MINI Plant Oxford	Director	Sponsor, but endorsed by Industry Partners	Technology, Apprenticeships, Engineering
Grace Thompson	Science & Technology Facilities Council	Director	Sponsor, but endorsed by Industry Partners	HR, Strategic approach to skills development
Mark Bodeker	Assistant Curate All Saints', Didcot & Community Minister, GWP	Director	Sponsor, but endorsed by Industry Partners	Finance, Community
Amanda Callaghan	University of Reading	Director	Sponsor, but endorsed by Industry Partners	Biological Sciences, Science Education, University Administration
Owain Johns	UTC Oxfordshire	Principal / Accounting Officer	Ex-Officio	UTC Leadership
Katy White	Activate Learning	Clerk	Sponsor	Clerking

## **Biographies**

### **Lee Nicholls (Chair)**

Lee Nicholls has enjoyed a career in teaching and educational leadership that has spanned secondary, further and higher education. Lee has a keen interest in promoting STEM subjects and in the development of technical education in partnership with employers and industry sectors. During his career, Lee has played a key role in several mergers that have created new and ground-breaking organisations that have sought to blur the boundaries across secondary, further and higher education with a view to increasing progression in learning and improving life chances for young people.

In his current role Lee has taken a specific lead in the development of new 14-19 institutions - founding UTC Reading, which opened in September 2013 (specialising in engineering and computer science); UTC Oxfordshire, which is due to open in September 2015 (specialising in science and engineering); and the Bicester Technology Studio, scheduled to open in September 2016 (specialising in logistics and sustainable construction). Lee is the Chair of the Board of Governors for UTC Reading and UTC Oxfordshire. All of these projects are developed in full partnership with businesses and universities, to give young people a more direct line of sight to a career in STEM subjects. As CEO of the Activate Learning Education Trust, Lee is also working with Bicester Community College that will become part of the Activate Learning family from 1 August 2015.

### **Philip Waddup (Vice Chair)**

Philip Waddup has enjoyed a career developing, delivering, operating and influencing the management of Educational environments, which has spanned primary, secondary, further and higher education. Philip has a keen interest in promoting STEM subjects and in the efficient delivery of; facilities, services and the supporting environment required to ensure successful delivery of technical education in partnership with employers, local community and industry sectors.

In his current role Philip has taken a significant lead in the physical design and development of new 14-19 institutions, working from inception to support the delivery and ongoing operational management of UTC Reading, which opened in September 2013 (specialising in engineering and computer science); UTC Oxfordshire, which is due to open in September 2015 (specialising in science and engineering); and the Bicester Technology Studio, scheduled to open in September 2016 (specialising in logistics and sustainable construction) and City of Oxford College's STEM Centre scheduled to open in 2016.. Philip has supported all of these projects which have been developed in full partnership with businesses and universities, to give young people a defined approach towards a career which incorporates STEM subjects. Philip is a chartered surveyor, who has worked in both the private and public sector, is also supporting Bicester Community College, which will become part of the Activate Learning family from 1 August 2015, advising on management, health and safety and operational strategy.

### **David Martin**

David is part of UKAEA's senior management team at Culham Science Centre which is one of the UK's most prestigious research centres. David's experience of fusion extends over 33 years and presently he manages >1000 staff within the Operations and Program Delivery Division working on and operating two tokamaks at Culham: JET (on behalf of Eurofusion, via the JET Operation Contract) and, as part of the EURATOM/UKAEA Association programme, MAST. From his various senior engineering roles he has wide ranging experience of design, implementation, operation and maintenance of fusion systems, including tokamaks, diagnostics, heating & current drive systems,

fuelling (including tritium), materials (including beryllium), etc. In addition the Division is well established containing specialist engineering and physics disciplines with a proven track record of executing and delivering major enhancements to both onsite machines.

Earlier in David's career he has been personally responsible for the design of various equipment through the inception, definition, calculation and development of engineering designs through to realisation, and operation.

### **Mark Bodeker**

An Ordained Minister serving All Saint's parish, Didcot, with particular focus on supporting community and growing faith in Great Western Park. With no established church the role is as much about supporting the development of this new communities own sense of identity, working along side local organisations and building trust.

Until April 2014 I worked full time in industry as a senior finance and management executive. Having originally trained and qualified as a chartered accountant I gained significant commercial and hands-on service orientated operations experience, in demanding international business turn-around and growth environments, within Biotechnology, Healthcare and Aerospace sectors.

### **Paul Hogg**

Professor Paul Hogg has a keen interest in promoting STEM subjects to young people and his Science Faculty is actively engaged in outreach activities with local schools and the wider community. He is engaged in promoting opportunities for women in STEM subjects and has backed the Athena Swan programme and recently signed Royal Holloway up to the Government's 'Your Life' campaign, which supports women and girls considering technology and engineering careers. Professor Hogg has a long standing interest in promoting careers development in the Engineering Profession and has been active with the Engineering Council (formerly Chief Examiner for Materials) and with the Engineering Professional Institutions, serving for many years on both the Professional Membership and Accreditation Committees of the Institute for Materials Minerals and Mining.

### **Billy McNeil**

RM Education focuses solely on addressing the ICT needs of Education establishments in the UK. In his time at RM, Billy has covered all things ICT that an education establishment could ever come across. From business systems development to network tools development, big systems integration to internet connectivity, infrastructure implementation to ongoing systems support. Billy has the experience to encourage effective use of ICT capability throughout the UTC to make learning more enjoyable and more effective. As an employer who looks for prospective recruits who are highly inquisitive about science and technology and can apply their problem solving skills to complex issues, Billy is in a position to help the UTC develop these qualities in the students to maximise their future employment prospects.

### **Steve Houseman**

Steve is part of BMW MINI's senior management team at Oxford. The plant is the birthplace and heart of MINI production. Over 900 of the world acclaimed MINIs are produced every day and shipped to over 100 countries throughout the world. Steve's experience of automotive manufacturing extends over 37 years, during which he has witnessed the transition of the plant from UK ownership under BLMC and latterly Rover Group to the ownership by the renowned German car maker BMW. Steve currently is Head of the Lean Manufacturing Programme [known within BMW as



the Value Added Production System – VPS] for the plant in the UK, overseeing the enhancement and development of lean techniques and more importantly the corresponding changes in culture and mindset. During his time at the plant Steve has gained wide ranging experience in both Production and Logistics, working in all of the four main technologies, [pressings, body welding, paint and assembly]and has become a very well respected leader. Besides his current role, Steve supports a number of Projects and Programmes including the development of an exciting new Leadership Development Programme and the enhancement of a Strategic Planning Process to ensure the plant's future direction is fully harmonised with that of the overall BMW Strategic Plan.

### **Amanda Callaghan**

Dr Amanda Callaghan is from the School of Biological Sciences where she has 25 years of experience in developing and mentoring research and teaching among students and staff. She remains active in biological research, with more than 70 publications in peer-reviewed journals and has a background of whole organism research as well as use of molecular and biochemical techniques. She is actively engaged in outreach activities with local schools and the wider community in her role as Curator of the Cole Museum of Zoology. She also has experience in engaging with 16-17 year olds in her previous capacity in degree programme admissions. Dr Callaghan is a former Vice-President of the Royal Entomological Society and has developed material with them for public engagement in entomology. She has more recently been collaborating with students and staff to develop teaching resources in local schools.

### **Grace Thompson**

Grace's interest in the UTC is both professional and personal. Professionally STFC is a strategic partner of the UTC and the students will work in partnership with scientists and engineers on real projects that will make a difference. She has responsibility for early career recruitment at STFC so will actively encourage UTC students to apply for jobs and training schemes straight from school and after college or university. She will encourage as much interaction and dialogue between STFC and the students as possible to give them real experience of working at STFC.

Personally Grace has been a school governor in Oxfordshire for 16 years, holding the vice-chair role at both primary and secondary schools. She has chaired curriculum, staffing and Governor disciplinary committees and been involved in the appointment of two Head Teachers and the early retirement of one. She is passionate about working with the senior leadership team to provide a balanced curriculum that enables all students to be successful. Grace has designed and led leadership courses for 6th formers, hosted by Didcot Girls' School. These have become so popular that students travel from as far afield as Leicestershire and Worcestershire, annually over 100 students take part.

Grace has a very clear understanding of the role of a governor as a strategic partner; challenging and supporting, asking insightful questions, with the clear vision of raising the quality of the educational provision and giving students the very best opportunity to develop the skills, knowledge and behaviours to transition into adulthood and the world of work or further education.

Grace has 2 daughters, one currently at Cardiff University studying Earth Sciences and the other a Natural Sciences graduate from the University of Bath, now working in the pharmaceutical industry. Both had an excellent education at Didcot Girls School and Didcot 6th Form College. She lives in Didcot and is keen to ensure that the UTC builds strong links with local schools and the community.

## Appendix 1

### Draft Scheme of Financial Delegation (to be approved)

The Board of Governors is responsible for the financial management of UTC Oxfordshire (UTC) to ensure the best education for the students. This policy statement specifies the decisions of the Board of Governors with regard to which financial responsibilities it chooses to delegate. The Board of Governors is accountable for all actions taken in its name by individuals or committees to which it has delegated responsibility. Where responsibility has been delegated, all actions and decisions taken will be recorded.

#### Schedule of delegated responsibilities

1. Powers and duties reserved for the Board of Governors
2. Powers and duties delegated to the Finance and Resources Committee
3. Financial powers and duties delegated to the Principal
4. Financial responsibilities and duties delegated to the Finance Officer.
5. Financial powers and duties delegated to other employees
6. Authorisation Levels

#### 1. Powers and duties reserved for the Board of Governors

The responsibility of the Board of Governors is to:

#### Scheme of Delegation

- Approve of a written scheme of delegation of its financial powers and duties to the Finance and Resources Committee, Principal and the Finance Officer.
- Ensure that there are adequate operational controls in place for all the financial processes within UTC Oxfordshire (the UTC).
- The Scheme of Delegation will operate in conjunction with the Financial Regulations of the UTC.

#### Annual Accounts

- Approve the statutory accounts prior to filing with Companies House and the Charities commission.
- Approve the annual GAG reports for submission to the Department for Education (DFE)

#### Audit

- Arrange for the appointment of external auditors; and inform the Department for Education (DFE) in the event of the removal or resignation of auditors.
- Receive the reports of the external auditor and of the audit committee.
- Inform the DFE if it suspects any irregularity affecting resources.
- Complete the Financial Management and Governance Self-assessment (FMGS).
- To ensure an appropriate framework for governance and risk management

## **Budgets/Budgetary Control**

- Review the draft financial statements prior to audit and approving the audited financial statements prior to submission to the Secretary of State by 31 December each year.
- Formally approve the annual UTC budget, including staffing, prior to the start of each financial year.
- Review management accounts at each Board of Governors meeting.
- Authorise all budget virements in excess of £30,000 between or within budget headings.

## **Contracts**

- Tenders, other than the most financially favourable, or late tenders, can only be accepted by the Board of Governors who shall minute the reasons for their decision.
- Maintain of a Register of Business Interests for all governors and those UTC employees involved in the short-listing or awarding of contracts.
- Authorise the advertisement of tenders above the OJEU limit, and authorise the award of such tenders.

## **Income**

- Authorise the write off of all non- collectable debts. Ensuring that the Secretary of State's prior approval is obtained where debts to be written off are above the value set out in the annual funding letter.

## **Security of Assets**

- Authorise the disposal of individual items of equipment and materials that have become surplus to requirements, unusable or obsolete with an original purchase value in excess of £5000. Notify the DFE of any disposal or loss of assets above the limit set by the DFE.

## **Personnel**

- Approve any appointments to the Core Leadership Team.
- Approve the pay award for UTC employees in accordance with the UTC Pay Policy.

## **Security of Assets**

- Ensure that arrangements for insurance cover are in place and adequate.

## **2. Powers and duties delegated to the Finance and Resources Committee of the Board of Governors**

**The responsibility of the Finance and Resources Committee is to:**

### **General**

Exercise the powers and duties of the Board of Governors in respect of the financial administration of the UTC, except for those items specifically reserved for the Board of Governors and those delegated to the Principal, or those delegated to other UTC employees by the Principal.

Approve and authorise the mandate for operation of the UTC bank accounts and any UTC credit cards.

Determine the UTC's finance related policies and procedures and recommend for approval by the Board of Governors.

### **Audit**

- Review the reports of the Responsible Officer on the use of resources, effectiveness of the financial procedures and controls and ensure that recommendations are acted upon.

### **Budgets/Budgetary Control**

- Review the management accounts at every meeting. Take appropriate action to contain expenditure within the budget and report to the Board of Governors.
- Review the virement of sums between and within budget heads, subject to a limit of £30,000. Details of all virements approved and authorised by the Principal / Finance Officer will be formally notified to the Finance & Resources Committee who shall minute the notification.
- Report to the Board of Governors all significant financial matters and any actual or potential overspending.

### **Contracts and purchasing**

- Authorise the award of contracts or purchases above £25,000 but below the OJEU limit.

### **Hiring of Premises**

- Agree the rates for external hire of UTC facilities. Review the policy for external hire and recommend to Board of Governors for approval.

### **Insurances**

- Ensure that arrangements for insurance cover are in place and adequate.

### **Security of Assets**

- Ensure that there are annual independent checks of a sample of assets and the asset register.
- Authorise the disposal of individual items of equipment and materials that have become surplus to requirements, unusable or obsolete with an original purchase value of up to £5,000 and report such authorisations to the Board of Governors.

### **Expenses**

- Establish procedures for the authorisation of Governors expense claims.

### **3. Financial responsibilities and duties delegated to the Principal**

#### **Delegation of Principal's Responsibilities**

The Principal has delegated powers and functions in respect of internal organisation, management and control of the UTC, the implementation of all policies approved by the Board of Governors and for the direction of teaching and the curriculum. The Principal holds the position of Accounting Officer for the UTC.

The responsibility of the Principal is to:

#### **General**

- Ensure that the UTC operates in accordance with the Scheme of Delegation and Financial Regulations approved by the Board of Governors. .
- Ensure that financial and statistical information meets both legal requirements and the requirements of the DFE.

#### **Audit**

- Review and act upon reports produced by external auditors and the Responsible Officer, following their audit visits.

#### **Budgetary control**

- Review income and expenditure reports and highlight actual or potential overspending to the Board of Governors and produce action plans to remedy any actual or potential overspending.
- Approve the variance between and within budget headings up to £30,000 and report such approval to the Board of Governors.

#### **Contracts**

Exercise the following powers and duties of the Board of Governors in respect of the financial regulations relating to contracts:

- a) Ensuring that all contracts and agreements conform with the financial regulations
- b) Acceptance of quotations up to £25,000 in value.
- c) Ensure appropriate procedures are in place for receipt, custody and authorisation of senior members of staff to open tenders.) Sign contracts on behalf of the Board of Governors up to a value of £25,000 per annum.

#### **Financial Management**

- Ensure that the collection of income, ordering of goods and services, payments and security of assets are in accordance with the Financial Regulations.

#### **Security of Assets**

- Ensure that proper security is maintained at all times for all buildings, furniture, equipment, vehicles, stocks, stores, cash, information and records etc. under his/her control.

## **Personnel**

- Authorise permanent changes to the UTC's agreed staffing structure within the budget agreed by the Board of Governors.
- Approve new employee appointments within the agreed staffing structure. (Appointment of members of the UTC core leadership team to be approved by Governors)
- Review and approve monthly payroll reports.

## **Expenses**

- Authorise staff expense claims and review credit card payments.

## **Orders for goods, works and services**

- Authorise UTC employees to order or receive goods and certify invoices for payment, ensuring the appropriate division of these duties between the employees.

## **4. Financial responsibilities and duties delegated to the Finance Officer**

The Finance Officer will be the Group Director of Finance for Activate Learning.

The responsibility of the Finance Officer is to:

### **Accounts**

- Ensure that adequate operational controls are in place within the financial processes and that the principles of internal control are maintained.
- Ensure that full, accurate and up to date records are maintained in order to provide financial and statistical information.
- Prepare, with the assistance of the external auditors the annual statutory accounts for filing with Companies House and the Charities Commission.
- Complete and return the Annual Return to Companies House.
- Prepare all GAG returns for submission to DFE.
- Ensure the UTC complies with all relevant tax legislation.

### **Audit**

- Ensure that all records and documents are available for audit by the appointed external auditors and by the Responsible Officer.

### **Banking Arrangements**

- Maintain proper records of account and review monthly bank reconciliations. Ensure that the bank account is operated in accordance with the mandate approved by the Board of Governors.

### **Budgets/Budgetary Control**

- Regularly monitor expenditure and income against the approved budget and submit reports, via the Principal, on the UTC's financial position to every meeting of the Board of Governors. Any actual or potential overspending will be reported.
- Prepare and submit an annual draft budget plan, via the Principal, for approval by the Board of Governors prior to the start of the relevant financial year.

### **Contracts**

- Maintain a register of formal contracts, amounts paid and certificates of completion.
- Maintain records of quotes obtained for goods, works and services.

### **Income**

- Ensure that all income is accurately accounted for and is promptly collected and banked intact.

### **Insurances**

- Notify the Board of Governors, via the Principal, of any eventuality that could affect the UTC's insurance arrangements.

### **Payments**

- Ensure that all invoices are checked and duly certified by authorised UTC employees before payments are made and that invoices, vouchers and other records are retained and stored in a secure way and are readily available for inspection by authorised persons.

### **Salaries, Wages and Pensions**

- Operate either within the UTC or via an external provider a payroll system to accurately calculate and record all payments to employees. Establish adequate controls over the authorisation of payments to employees paying particular regard to ensuring that adequate separation of duties exists. Ensure that accurate returns are provided to relevant statutory bodies within required timescales.

### **Security of Assets**

- Maintain a permanent and continuous register of all items of furniture, equipment, vehicles and plant. Establish a system of regular physical checks of assets against the register. Provide an annual report to the Board of Governors of checks undertaken and subsequent findings.

### **Expenses**

- Establish procedures for the processing of employee and Governor Expense claims.

## **5. Financial responsibilities and duties delegated to other employees**

UTC employees with delegated responsibilities should be aware that these must be exercised in accordance with financial regulations.

The following responsibilities are delegated to the Vice Principal and other employees as stated:

### Contracts

The following members of staff, in addition to the Principal are authorised to open tenders in the presence of another authorised person:-

- Vice Principal
- Finance Officer

### Orders for goods, works and services

The following members of staff, in addition to the Principal are able to authorise orders for goods, works and services as specified:-

Employees	Types of Order
Vice Principal	Up to £5,000 (within budget limits and good sense as to the need to obtain competitive quotes from suppliers))
Departmental Budget Holder	Up to £1000 (within budget limit and good sense as to the need to obtain competitive quotes from suppliers)

### Receipt of goods

The following members of staff are authorised to receive goods:-

- Relevant Departmental Budget Holder
- Sites Standards and Maintenance Officer
- Authorised Administration employees

### Payments

The following UTC employees addition to the Principal are authorised to certify invoices for payment subject to the invoice being against an approved purchase order :-

- Vice Principal
- Relevant Departmental budget holder ( up to £1000 limit)



## 6. Authorisation Levels

Delegated duty	Value	Delegated authority
Virements between and within budget cost centres (all reported to the Board of Governors)	Up to £30,000	Principal
	Over £30,000	Board of Governors
Bank account transfers and cheque / BACS payment authorisation		To operate in accordance with Bank Mandate approved by the Board of Governors
Requisitions for orders / Invoice approval	Up to £1,000	Relevant Departmental Budget Holder
	Up to £5,000	As above plus Vice Principal
	Up to £25,000	As above plus Principal
	Over £25,000	As above plus the Chair or Vice Chair of the Board of Governors or (in their absence) two non-staff members of the Board of Governors
Quotations and tendering (all subject to OEJEU requirements)	Up to £10,000	Budget holder shall use good sense as to the need to obtain competitive quotes from suppliers
	£10,000 to £75,000	Minimum of three quotes to be obtained and retained.
	£75,000 to relevant OJEU limit	Formal tendering process requiring Board of Governors approval unless the Board of Governors approves that the invitation of tenders is to be waived.
	Over OJEU limit	OJEU advertising required, Board of Governors approval
Authority to accept other than lowest quotation	up to £75,000	Chair or Vice Chair of the Board of Governors or (in their absence) two non-staff members of the Board of Governors
	Over £75,000	Board of Governors
Disposal of assets	Up to £5,000	Principal
	Over £5,000	Board of Governors
Write-off of bad debts	up to £1,000	Principal
	Over £1,000 up to £45,000 (or 1% of income whichever is	Board of Governors


	smaller)	
	Over £45,000 (or 1% of income whichever is smaller)	Secretary of State
Signatories for grant claims / DFE returns	Any	Any two (or as required) of Principal and other non-staff member of Board of Governors.
Invoice approval for payment	Up to £1,000	Relevant Departmental Budget Holder
	£1,001 to £5,000	Budget Holder plus Vice Principal
	£5,001 to £25,000	Budget Holder plus Principal
	Over £25,000	Principal plus Chair or Vice Chair of the Board of Governors or (in their absence) two non-staff members of the Board of Governors

### Monitoring and Evaluation

The Board of Governors will review the Scheme of Financial Delegation annually, at the start of each academic year.

# Appendix 2

## Termly Business Cycle

 <b>UTC Oxfordshire Trust</b> <b>Termly Business Cycle for Governing Board – 2015/2016</b>						
Term	Date	PSG	Committee (4pm-5pm)	Governing Body (5pm-7pm)	Training Key Dates	Submissions and Key Dates
Planning	Jun-15	PSG 3rd June 2015				
	Jul-15	PSG 1st July 2015		Governing Body - 1st July	Governance Training with full Board; Hand out induction pack; request for all Governors to complete skills matrix so as to identify individual training requirements	Submit 2015-16 Budget forecast return by 31 July Submit school capacity survey data
	Aug-15	PSG 5th August 2015				
	Sep-15			Governing Body - 2nd September 2015		
Term 1	Oct-15			Governing Body - 7th October 2015		
	Nov-15			Governing Body - 4th November 2015	Training session - all Governors	
	Dec-15		Finance and Resources Committee - 2nd December 2015	Governing Body - 2nd December 2015		Companies House submission- Annual Return due 14 December 2015 Submit audited financial statements, auditor's management letter and value for money statement for 2014-15 by 31 December
	Jan-16					Complete spring school census Submit accounts return by 31 January - for trusts that prepared 2014-15 financial statements and had at least one academy as at 31 August Publish 2015-15 financial statements and value for money statements on website by 31 January
Term 2	Feb-16					Submit school census Publish admissions appeals timetable for 2016
	Mar-16		Finance and Resources Committee - 2nd March 2016	Governing Body - 2nd March 2016	Training - briefing - topic to be identified	
	Apr-16					Publish and submit to their local authority their determined admissions arrangements for entry in September 2017 (bbc)
	May-16					Submit academy trust's financial statements for academic year 2014-15 to Companies House Submit March accounts return
Term 3	Jun-16					Companies House submission - accounts made up to 31 August 2015 due by 31 May 2015 Submit summer school census
	Jul-16		Finance and Resources Committee - 6th July 2016	Governing Body - 6th July 2016		Submit 2016-2017 budget forecast return by 31 July Submit school capacity survey data