



The Diocese of Chelmsford Vine Schools Trust Directors' and Governors' Allowances Policy

This policy applies to each Academy local body of governance in addition to the Vine Trust Board Directors

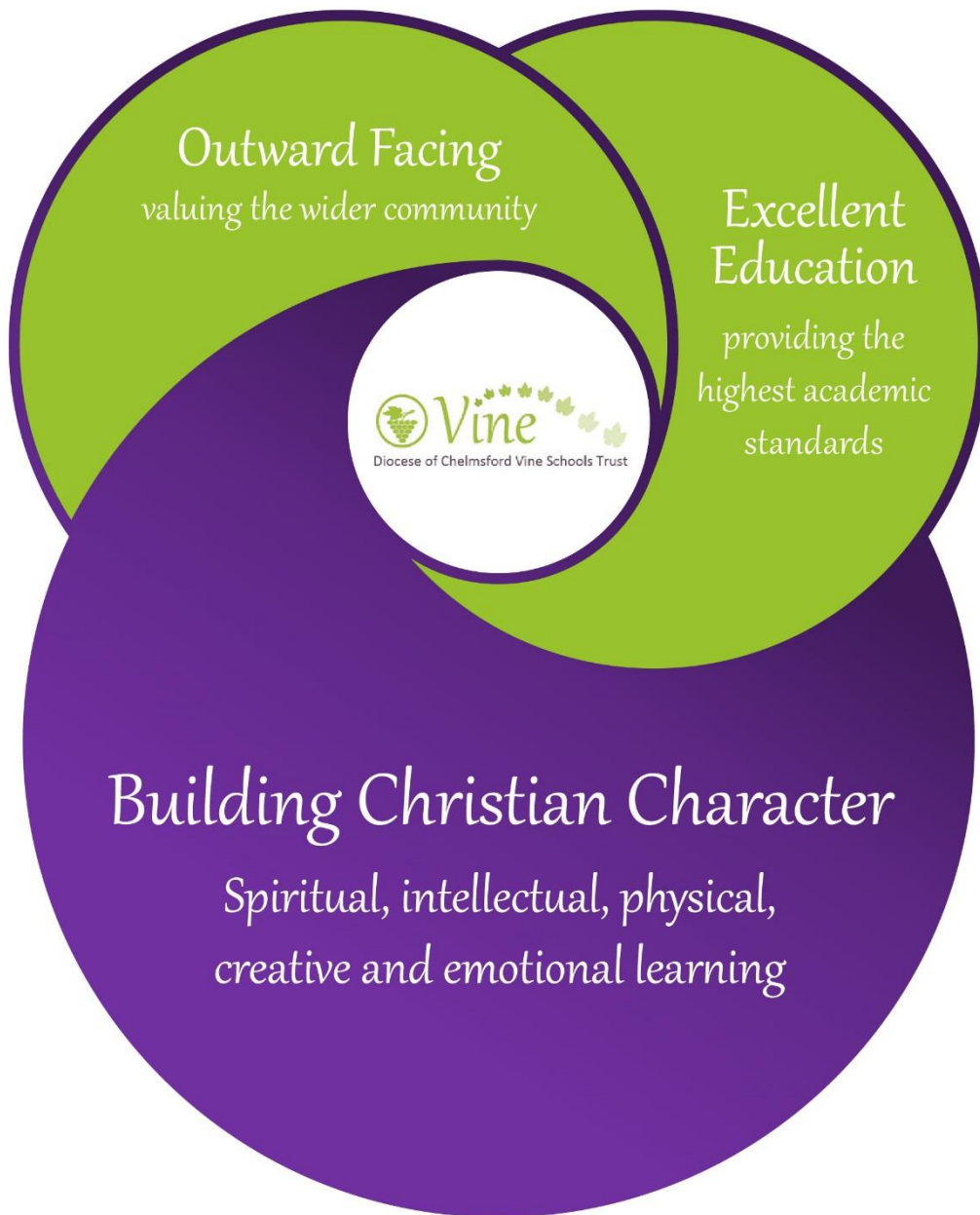
This policy is a mandatory policy for all Vine Academies and must be implemented with no amendments.

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2017 Changes

Minor amendments to make the policy relevant to different local models of governance.

Our Vision and Values



1. Introduction

- 1.1 The terms of this policy apply firstly to the Directors of the Board of the Diocese of Chelmsford Vine Schools Trust (Vine). They also apply to Governors of the local body of governance in each Academy. Unless otherwise specified in this policy, the term 'Director' used throughout also applies to Local Governors.
- 1.2 This policy is subject to any changes in the Academies Financial Handbook published from time to time by the Department for Education ('the Handbook').

2. Principles

- 2.1 Directors appointed to the Vine accept that they are acting as volunteers, offering their time for free for the benefit of the Academies and children within the Vine.
- 2.2 No person will enter into a Directorship or Local Governor role with the intention of making any financial gain for themselves or for any person or business connected to them.
- 2.3 All Directors will be aware of the rules surrounding 'Connected Party' transactions as set out in Part 3.1 of the Handbook and are committed not only to complying with these provisions but also to avoiding any perception of financial impropriety.
- 2.4 The Vine will publish annually a register of Directors' interests on the Vine website and will require Local Governors to do the same at each Academy.
- 2.5 No Director or Connected Person will receive any benefit from The Vine (other than as a beneficiary of the Vine, for example as the parent or carer of a pupil at an academy, or a community user of facilities) save as set out in this Policy.

3. Payments for Goods or Services

- 3.1 The Articles of Association of the Vine set out the circumstances in which Directors may be remunerated and these circumstances are further restricted by the Handbook.
- 3.2 No Director may be paid by the Vine for his or her services as a director of the Vine save:
 - 3.2.1 Where his or her employment with the Vine requires him or her to act as a Director;
 - 3.2.2 For out of pocket expenses in accordance with paragraphs 4-6 below.
- 3.3 No Director or other Connected Party (as defined in Part 3.2 of the Handbook as may be amended from time to time) may be paid by the Vine for the provision of any other goods or services except in accordance with the Articles and the Handbook. In order to receive payment from the Vine a Director must first:
 - 3.3.1 Declare his or her intention to provide such goods or services and remove himself or herself from any decision relating to the awarding of any contract for those goods or services; and
 - 3.3.2 Ensure that any price tendered for the provision of such goods or services is no more than their 'cost' in accordance with the Handbook (Part 3.1) (provided that an LGB Governor may tender services other than at cost provided that tender is approved by the Vine Board of Directors); and
 - 3.3.3 Enter into a contract with the Vine in accordance with the Vine's financial procedures; and
 - 3.3.4 Declare his or her interest in the contract.
- 3.4 The Vine will not enter into a contract with a Director unless:
 - 3.4.1 Entering into the contract will not result in a majority of Directors (or a majority of Local Governors for any one academy) having received payment or benefit from the Vine; and
 - 3.4.2 The Vine Board (excluding the Director concerned) is satisfied that the Director concerned has complied with the provisions set out in paragraph 2 above; and
 - 3.4.3 The Vine Board is satisfied that it is in the interests of the Company to employ or to

contract with that Director rather than with someone who is not a Director. In reaching that decision the Vine Board must balance the advantage of employing a Director against the disadvantages of doing so (especially the loss of the Director's services as a result of dealing with the Director's conflict of interest); and

- 3.4.4 The scope of goods or services to be provided is clear and the terms of the contract are no less advantageous than those of other providers; and
- 3.4.5 An entry is prepared for the Register of Directors' Interests or the register of Local Governors' Interests as appropriate.

4. Out of Pocket Expenses

- 4.1 A Director may, at the discretion of the Vine Board, be reimbursed from the property of the Company for reasonable expenses properly incurred by him or her when acting on behalf of the Company but excluding expenses in connection with foreign travel. Any agreement to pay for travel or subsistence must be brought to the attention of the Vine Board.
- 4.2 Mileage expenses are paid at the current HMRC rate, and rail travel will be for standard class travel only.
- 4.3 Subsistence costs will only be paid where the duties of the Director necessitate being absent from home before 7am or returning home after 7pm.

5. Serving Headteacher Directors

- 5.1 Where a school outside of the Vine provides their Headteacher to act as a Director on the Vine Board, that school will be entitled to reclaim the costs associated with any cover required in the absence of the Director to allow the school to continue to operate its normal business. Any such claims must not exceed the costs incurred by the school.

6. Employed and Seconded Directors

- 6.1 Neither the Vine Board nor any Local Governance shall include more than one third Directors who are employed by the Vine or who are employed by a third party but seconded to the Vine for any part of their employment.
- 6.2 The Remuneration of Directors employed by the Vine shall be in accordance with Value for Money principles applicable to Public Funds and in accordance with the Handbook.
- 6.3 The remuneration to the employer of a Director seconded to carry out work for the Vine shall be in accordance with Value for Money principals applicable to Public Funds and in accordance with the Handbook.

7. Appointment of Connected Persons

- 7.1 A person who is a Connected Party to a Director may apply for any position, paid or unpaid, within the Vine. If a Director is aware of such an application from a Connected Person then he or she shall declare an interest in the appointment and remove him or herself from any decision making process in respect of that appointment.

8. Review

- 8.1 This policy will be reviewed by the Trust Board every year or if there are changes to the relevant legislation.
- 8.2 The next review will be Summer 2020