



Fierté Multi Academy Trust

Scheme of Delegation

Document Control

Version Control

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01	July 2019	ELT	
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Section	Amendments	Section	Amendments
Page 15	Changed Board and LGC procedures to Governance		
Page 8	Added names of Academies and the Chair of Governors in line with DfE Handbook		
All sections	Local Governing Board amended to Local Governing Committee		

Rationale

1. The Fierté Multi Academy Trust (FMAT) is an exempt education charity.
2. The aim of the Fierté Trust is to inspire all to excellence.
3. Trustees are accountable to external government agencies including the Charity Commission to ensure that all statutory obligations to our pupils and parents are met.
4. This Scheme of Delegation will enable the Executive Leadership Team, Local Governing Trust Boards, Headteachers to make decisions that will meet the needs of pupils and the wider community.
5. We implement the locally agreed Trust admissions arrangements. We are fully inclusive, non-selective and welcome pupils from all socio-economic backgrounds.
6. We provide on-going and high-quality training for all staff, trustees, and governors.
7. We work collaboratively with our Trust Academies, schools in the local areas and the wider community.
8. All stakeholders are aware of their own accountabilities with a comprehensive understanding of the systems of control.

Mission, Vision and Values

Core Purpose

A vision and ethos deeply rooted at the heart of the Trust fosters in all pupils both a culture and mind-set of belonging, self-worth, higher aspirations, and an intellect of independence; this alongside the self-belief that there are no limits to what each child can accomplish.

Our Mission

“Inspiring all to excellence”

This statement is at the heart of the Fierté narrative. We strive to ensure that our community can realise its true potential through placing our children’s needs and rights at the centre of every decision we make. This is our mission. To that end, we bestow the experiences, resources, structures and systems to enable all to engage, all to progress, all to achieve their full potential.

Our mission is intrinsic and visible within every academy within the Trust and through the extensive opportunities that our Multi-Academy Trust offers.

Vision and Values

As a group of schools, we believe passionately in the power of working as one entity; advancing education for the public benefit with a shared moral and legal purpose. We wholeheartedly commit to supporting our local communities to thrive by maximising every opportunity for learning and care and ultimately to achieve our vision: **“Inspiring all to excellence”**.

To deliver our vision we essentially focus on four key areas:

I.Our people – investment in our people in all areas and across all stages creating strong Trust people proposition for our children, staff and stakeholders.

II.Excellence – we support excellence with a systematic focus on continuous school improvement

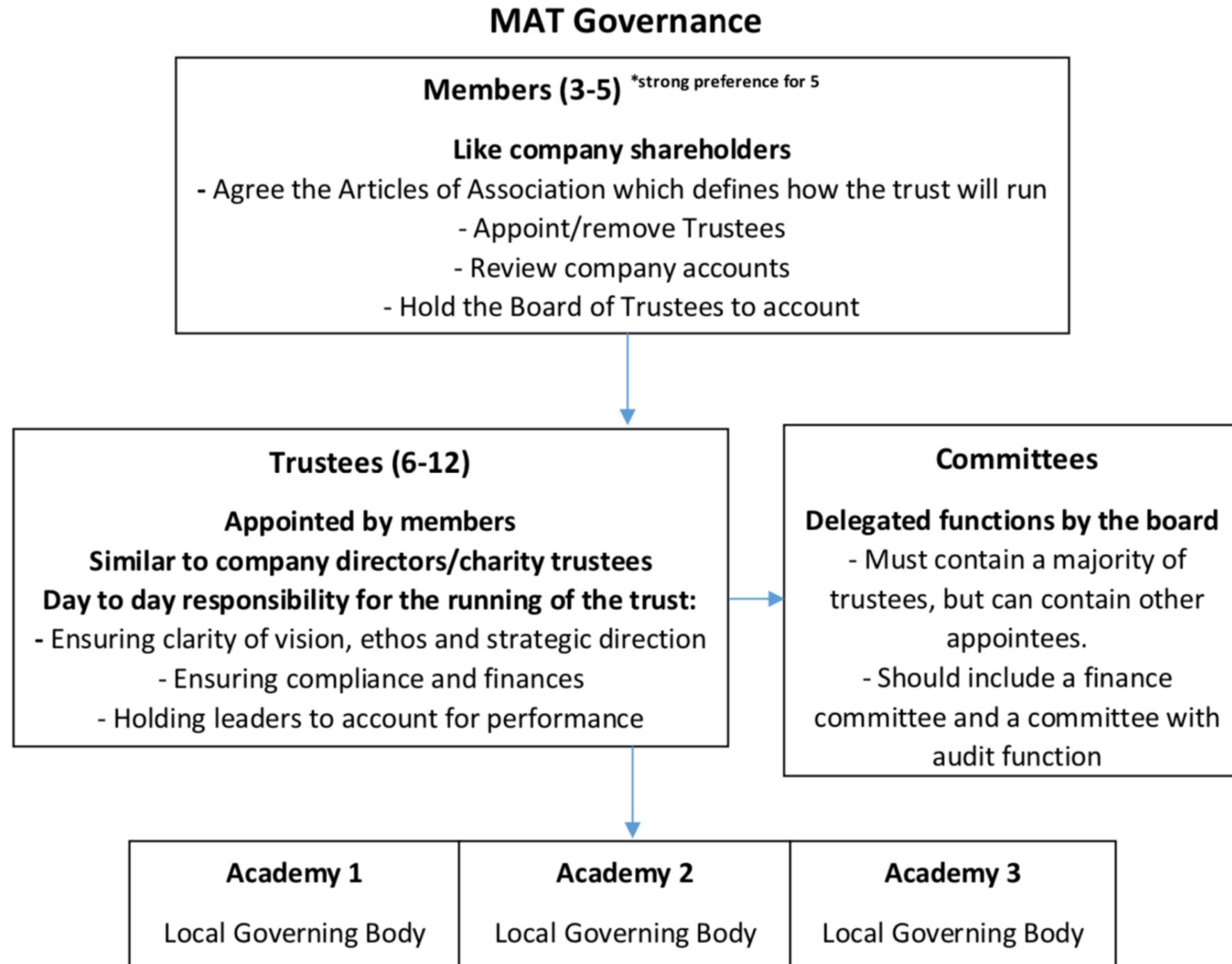
III.Growth and development – sustainable growth of the Trust, ensuring strong governance, financial and operational infrastructure to support Trust growth with clear and effective communication and engagement across all schools.

IV.Wellbeing – we create develop self-belief, mental and physical well-being and aspiration of our children, staff and communities.

Our values are the thread that drive excellence and create the culture in which we can all excel. Our values are: We are brave; we care; we celebrate individuality and we leave no one behind.

The Fierté Trust Structure

This is a general representation of the structure not meant to be reflective of the actual make up of the Trust at this point in time.



The Fierté Trust Members

The Members are the subscribers to the Trust's Memorandum of Association. They have an overview of the governance arrangements of the Trust and the power to appoint and remove Trustees. Their objectives include the advance, for the public benefit, of education in the United Kingdom, by establishing, managing and developing schools offering a broad and balanced curriculum.

Fierté Trust Members are:

- **Mr Mark Howlings**
- **Mr Alistair Campbell**
- **Mr Stuart Prior**
- **Chair of Trust Board** – Mrs Joanne Smith

The Fierté Trust Board (Trustees)

The Trust Board is the legal governing entity of the MAT.

The Trust Board will meet at least termly in line with the requirements set out in the Academy Trust Handbook 2021.

The Trust Board sets out Fierté Multi-Academy group strategy and operational policy in key areas which are then applied within and across all academies through the organisational framework and schemes of delegation to local governance arrangements.

Board members act collectively: with the exception of the CEO, they do not have individual executive authority. Each Academy is ultimately governed by the Trust.

The Board of Trustees are:

Mrs Maria Hamblin CEO
Mrs Jo Smith (Chair)
Mr Tony Hand Vice-CEO
Mrs Vicki Blundell (Co-Vice Chair)
Mrs Zoe Insley (Co-Vice Chair)
Mrs Laura Gardner
Mrs Jayne Harris
Mrs Rebecca Mountjoy

The Chief Operating Officer and Company Secretary is Mrs Amanda Prosser Davies

Under the Articles of Association (Article 5 a-s), in furtherance of the Objects but not further or otherwise the Academy Trust may exercise the following powers:

- a. to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the Academy Trust;
- b. to raise funds and to invite and receive contributions provided that in raising funds the Academy Trust shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
- c. to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property;
- d. subject to Article 6 below to employ such staff, as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary provision for the payments of pensions and superannuation to staff and their dependants;
- e. to establish or support, whether financially or otherwise, any charitable companies, trusts, associations or institutions formed for all or any of the Objects;
- f. to co-operate with other charities, other independent and maintained schools, academies and institutions within the further education sector, voluntary bodies and statutory authorities operating in furtherance of the Objects and to exchange information and advice with them;
- g. to pay out of funds of the Academy Trust the costs, charges and expenses of and incidental to the formation and registration of the Academy Trust;
- h. to establish, maintain, carry on, manage and develop the Academies at locations to be determined by the Trustees;
- i. to offer scholarships, exhibitions, prizes and awards to pupils and students, former pupils and former students, and otherwise to encourage and assist the educational attainment of pupils and students and former pupils and former students;
- j. to provide educational facilities and services to students of all ages and the wider community for the public benefit;
- k. to carry out research into the development and application of new techniques in education and to their approach to curriculum development and delivery and to publish the results of such research, and to develop means of benefiting from application of the experience of industry, commerce, other schools, educational institutions and the voluntary sector to the education of pupils and students in academies;
- l. subject to such consents as may be required by law and/or by any contract entered into by or on behalf of the Academy Trust, to borrow and raise money for the furtherance of the Objects in such manner and on such security as the Academy Trust may think fit;
- m. to deposit or invest any funds of the Academy Trust not immediately required for the furtherance of its Objects (but to invest only after obtaining such advice from a financial expert as the Trustees consider necessary and having regard to the suitability of investments and the need for diversification);
- n. to delegate the management of investments to a financial expert, but only on terms that:
 - i. the investment policy is set down in writing for the financial expert by the Trustees;
 - ii. every transaction is reported promptly to the Trustees;
 - iii. the performance of the investments is reviewed regularly with the Trustees;
 - iv. the Trustees are entitled to cancel the delegation arrangement at any time;
 - v. the investment policy and the delegation arrangement are reviewed at least once a year;
 - vi. all payments due to the financial expert are on a scale or at a level which is agreed in advance and are notified promptly to the Trustees on receipt; and
 - vii. the financial expert must not do anything outside the powers of the Trustees;
- o. to arrange for investments or other property of the Academy Trust to be held in the name of a nominee company acting under the control of the Trustees or of a financial expert acting under their instructions, and to pay any reasonable fee required;
- p. to provide indemnity arrangements to Trustees in accordance with, and subject to the conditions of section 232 to 235 of the Companies Act 2006, section 189 of the Charities Act 2011 or any other provision of law applicable to charitable companies and any such indemnity is limited accordingly;
- q. not used;
- r. to establish subsidiary companies to carry on any trade or business for the purpose of raising funds for the Academy Trust; and
- s. to do all such other lawful things as are necessary for or are incidental to or conducive to the achievement of the Objects.

Executive Leadership Team

Chief Executive Officer (CEO)

Mrs Maria Hamblin

Vice- Chief Executive Officer (V-CEO)

Mr Tony Hand

Chief Operating Officer (COO)

Mrs Amanda Prosser-Davies

Committees and Forums of the Trust Board

The Board of Trustees has the following Committees made up of Trustees for scrutiny that meet at least termly and make recommendations to the Trust Board as appropriate.

Finance Committee – Trustees, COO

Risk Audit Committee – Trustees, COO

Standards Committee – Trustees, COO

Remuneration Committee – Trustees, COO

The following Forums also exist:

Safeguarding Forum – CEO, Safeguarding Trustee, Designated Safeguarding Leads, Deputy Safeguarding Leads, Well-Being Lead

Governance Forum – Trust Board Chair, Trust Board Vice-Chairs, Academy Chairs and Vice-Chairs and CEO, V-CEO, COO

Terms of reference for all Committees and Forums are reviewed annually; these can be found in the Governance Handbook.

The **Finance Committee** is responsible for all finance and personnel related matters. The Finance and Audit Committee is a Committee of the Trust Board that meets at least once a term but more frequent meetings are arranged as required.

Risk Audit Committee is responsible for Risk Assurance, Auditing the management of risk and appointing the Internal Auditors. The Audit Committee is a Committee of the Trust Board that meets at least once a term but more frequent meetings are arranged as required.

The **Standards Committee** is responsible for the quality of education, including outcomes. The Committee meets at least once a term, more frequently if required.

The **Safeguarding Forum** is the foundation to foster a rich culture of safeguarding, where effective leadership teams make safeguarding a shared responsibility: everyone across the organisation understands how their role in safeguarding contributes to supporting and protecting our children and staff.

The **Governance Forum** is instrumental in the development of the Governance of our academies by supporting self-review, skills audits and improving practice. It is also important for the training and recruitment of Governors. The Governance Forum will report to the Trust Board termly.

Local Governing Committees (including Local Advisory Board and Interim Advisory Board)

Academy	Chair of Governors
Ankermoor Primary Academy	Julie Kirkham
Anker Valley Primary Academy	Julia Jones
Dosthill Primary Academy	Jo Smith - Interim Advisory Board
Edge Hill Junior Academy	Peter Collinson – Joint LGC with Violet Way Infant Academy
Glascote Primary Academy	Vanessa Buchanan
Heathfields Infant Academy	Adam Winstanley - Joint LGC with Wilnecote Junior Academy
Violet Way Infant Academy	Peter Collinson - Joint LGC with Violet Way Infant Academy
Wilnecote Junior Academy	Adam Winstanley - Joint LGC with Wilnecote Junior Academy
Manor Primary Academy	Mandy Frith

Each Academy within the Trust either has a Local Governing Committee or a Local Advisory Board (where there is concern over governance) or an Interim Advisory Board (where there is concern over Leadership and Management); these are committees of the Trust Board. Local Governing Committees meet twice termly and follow Trust Agenda Planners. Governing Boards work without sub-committees. Local Governing Committees may also have Task and Finish Groups with a limited remit that report back to the full Local Governing Committee meeting.

The Local Governing Committee has delegated power to monitor the role of the academy at an operational day to day level and to review:

- the management and organisation of the Academy in line with the Fierté Multi-Academy Trust and individual Academy development plans;
- The strategic direction, vision and ethos of the Academy;
- the management and organisation of the academy including;
 - monitoring teaching and learning;
 - staff performance and employment;
 - staffing structure;
 - premises and site issues;
- the implementation of the decisions of the Board;
- the implementation of policies approved by the Board including;
 - policies monitoring pupil welfare, behaviour and safety;
- the implementation of all extended academy activities.

The Local Governing Committee will report to the Trust Board on decisions and will also provide advice or make recommendations to the Board on issues.

The Local Governing Committee plays an important role in the life of each Academy and scrutinises the work of the Senior Leadership Team, monitoring the management and organisation of the Academy and implementing the decisions of the Trust Board. The membership of the Local Governing Committee is dependent on the skill set necessary for effective governance. The following points must be applied:

- The members of the Local Governing Committee will be called governors;
- There will be between 5 and 9 governors;
- The Academy Headteacher/Executive Headteacher are members of the Local Governing Committee;

- Academies can choose to have staff members but the total number of staff members cannot exceed one third of the total membership.

Executive Leadership Team members and Trustees attend Local Governing Committee meetings as observers, to respond to questions and to impart information.

Local Advisory Boards

In the case of a Local Advisory Board put in place, the following applies:

- The governors are appointed by the Trust Board in line with the skills required;
- The Academy Headteacher/Executive Headteacher where applicable will be a member of the Local Advisory Board;
- The Local Advisory Board will consider student welfare, site issues and extended school issues as standing agenda items;
- Local Advisory Boards will gain earned autonomy with responsibilities being restored after training, consideration, and reports to the Trust Board.

Interim Advisory Board

An Interim Advisory Board will be appointed by the Trust Board when:

- A school is put into a category 3 or 4 after an Ofsted Inspection that highlights leadership and management as a significant issue;
- A governance review highlights significant concerns about the efficiency and effectiveness of the Local Governing Committee.

Central Functions

As part of a family of academies, we aim to have the greatest amount of impact with efficacy. Each Academy contributes a set percentage of grant income towards the provision of a range of support functions and services which are available to all academies. The percentage charge and the level and scope of services provided are determined by the Trust Board subject to periodic review. In addition, based on risk and or need, specific charges may be made for additional intervention when curriculum and performance require e.g. long-term or significant deployment of Vice-CEO, leadership support or teachers. The ultimate responsibility for the deployment of support resides with the CEO/Vice CEO. This will be based on identified need. Academy Headteachers/Executive Headteachers should discuss their requirements with the CEO, Vice-CEO or COO who will then broker that support on their behalf.

Budget Setting

All final Academy budgets must be submitted to the Trust Board for ratification by 30 June each year. Projected outturns are in place by May each year. Budgets are set by the Academy Headteachers and COO with support from the Central Finance Team and Trust Accountants in consultation with the Local Governing Committee Chair. These are then submitted to the CEO (Accounting Officer) for approval before presentation to the Finance and Audit Committee and Trust Board for ratification.

All Academy Headteachers, in conjunction with the Leadership Forum, will submit their Academy Improvement Plan (AIP) and Academy Insight for Development (AID) to the CEO and Vice-CEO by the second week in September each year. The monitoring of implementation will be monitored by the Local Governing Committee and reported to the Vice-CEO.

A	Accountable	Makes the final decision	C	Consulted	Consulted before a decision or action is taken
R	Responsible		I	Informed	

		Carries out the process or task/or makes a recommendation			Informed that a decision or action has been taken
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			Members	Trustees	Finance Committee	Risk & Audit Committee	Standards Committee	Safeguarding Forum	Governance Forum	CEO/VICE-CEO	COO	Autonomous Academy Decision Level			Academy Requiring Support Decision Level			
												Trust	LGC	H/T	Trust	LGC/IAB	H/T	
Central Services	1.	Establish a central budget for corporate services		A	I					I	R							
	2.	To determine the scope of mandatory core services to be delivered by the Company on behalf of its Academies,			A					I	R							
	3.	To identify those additional services to be procured on behalf of individual academies			A					I	R				C			C
	4.	To ensure centrally procured services provide value for money		A	I							R						
Budgets	5.	Approve the consolidated Trust budget plan for the financial year		A	R					I	C							
	6.	To determine the proportion of the overall Academy budget to be delegated to individual academies		A	I					R					C			C
	7.	To approve the first formal budget plan each year (Academy)		A	R							C		I			I	
	8.	Monitor Trust expenditure		A	R							I						
	9.	Monitor Academy expenditure				I						A		R	C	R		C
	10.	Approve the Financial Policies and Procedures		A	R							C	C					
	11.	Carry out financial processes in line with the Finance Policies		I	A							R				R		R
	12.	To establish financial decision levels and limits		I	A					I	C							
	13.	To appoint the Responsible Officer/Internal Scrutiny		A	R							C	C					

	14.	Appoint the Finance and Risk Audit Committees		A	R	I	I					C					
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													Trust	LG C	H/T	Trust	LGC/IAB	H/T
Staffing	15.	Appointment of CEO, COO and V-CEO (and any other appointment to the ELT of the Trust)		A	R													
	16.	Appointment of Trustees	R	A														
	17.	Appointment of Headteachers (Selection Panel)		A							R		C			C		
	18.	Appointment of Senior Leader (Academy)		A							C		I	R	C	I	R	
	19.	Appointment of Teachers (Academy)		A							C		I	R		C	R	
	20.	Appointment of educational support staff (Academy)		A								I		R				R
	21.	Appointment of finance and admin staff (Central Team)		A							C	R						
	22.	Appointment of finance and admin staff (Academy)		A								C	I	R		I	R	
	23.	Agree HR Policies including pay policy		A	R						C		I	I		I	I	
	24.	Establish disciplinary/capability procedures		A	R						C		I	I		I	I	
	25.	Dismissal of the CEO/COO/V-CEO		A	R													
	26.	Dismissal of Headteachers		A	I						R		I			C		
	27.	Dismissal of Academy Staff		A							C		C	R	I	C	R	
	28.	Dismissal of Central Team Staff (not ELT)		A	I						C	R						
	29.	Suspension of CEO/COO/V-CEO		A	R													
	30.	Suspension of Central Team		I							A	R						
	31.	Suspension of Headteachers		I							A		R	R	C	R		
	32.	Suspension of Academy staff		I							C		A	R	A	R		
	33.	Ending suspension of CEO/COO/V-CEO		A	R													

	34.	Ending suspension of Central Team		I							A	R					
	35.	Ending suspension of Headteachers		I							A	R		I			I

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												Trust	LG C	H/T	Trust	LGC/IAB	H/T
	36.	Ending suspension of Academy staff		I						C			A	R		A	R
	37.	Determine staff complement		A	I					C			I	R		C	I R
	38.	Determine severance/compensation payments/early retirement (excluding CEO) below £50, 000.		A	I					C	R						
Curriculum & Standards	39.	Establish and monitor the Curriculum Policy					A			C			I	R			I R
	40.	Accountability for standards of teaching across the MAT		I			A			C			I	R			I R
	41.	Responsibility for standards of education at Academy level		I			I			C		I	R	R		I	R R
	42.	Accountability for individual child's education (SEND/EHCP)								C			A	R		A	R R
	43.	Responsibility for individual child's education (SEND/EHCP)											I	R		I	I R
	44.	Provision of sex education – to establish and monitor a written policy		A						C			I	R			I R
	45.	Prohibit political indoctrination and ensuring the balanced treatment of political issues including support for British values		A						C			I	R			I R
	46.	To adapt the model charging and remissions policy for local application			A						R		C	I			C I
	47.	Agree targets for pupil achievement					A			C			I	R			I R
	48.	Approve and publish targets for pupil achievement					I			C			A	R			A R

Appraisal & Performance Management	49.	To establish and annually review the Performance Management Policy for the Trust		A											R				I	I			I	I
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			Members	Trustees	Finance Committee	Risk & Committee	Standards Committee	Safeguarding Forum	Governance Forum	CEO/VICE-CEO	COO	Autonomous Academy Decision Level			Academy Requiring Support Decision Level										
												Trust	LG C	H/T	Trust	LGC/IAB	H/T								
	50.	To ensure the effective implementation of the Performance Management Policy		A																					
	51 a	Performance Management of CEO		A R																					
	51 b	Performance Management of Vice-CEO		A R																					
	52.	Performance Management of Chair of Trust Board		A R																					
	53.	Performance Management of Headteachers		A						R					C									C	
	54.	Performance Management of COO		A						R															
Pay Review	55.	Establish and Review Trust Pay Policy		A	R							C			I	I							I	I	
	56.	Establish Pay Review Panel for ELT		A	R							C													
	57.	Establish Pay Review Panel for Staff		A	I																				
Compliments, Complaints & Comments	58.	Establish a Compliments, Complaints and Comments Policy		A																					
	59.	To implement the Compliments, Complaints and Comments Policy		A																					
Discipline/ Exclusions	60.	Establish a Discipline/Behaviour Policy		A																					

			Members	Trustees	Finance Committee	Risk & Audit Committee	Standards Committee	Safeguarding Forum	Governance Forum	CEO/VICE-CEO	COO	Autonomous Academy Decision Level			Academy Requiring Support Decision Level		
												Trust	LG C	H/T	Trust	LGC/IAB	H/T
	61.	Review the use of exclusion and to decide whether or not to confirm all permanent exclusions and fixed term exclusions. Can be delegated to Chair/Vice-Chair of the LGC in case of urgency		A						C			R			R	
	62.	Appointment of an Independent Review Panel to hear appeals against a permanent exclusion		A						C			R	I		R	I
Admissions	63.	To consult, establish and review the Trust's model admissions policy		A						R			C			C	
	64.	Admissions: to adapt the model policy to reflect local need		A						C			I	R		I	R
	65.	Admissions: decisions-application of criteria											A	R		A	R
Religious Education	66.	Responsibility for ensuring provision for RE		A			I			C			I	R		I	R
Collective Worship	67.	To ensure that all pupils take part in a daily act of worship		A										R			R
Premises and Insurance	68.	Ensure buildings and liability insurances are in place		I	A						R						
	69.	Develop a buildings strategy		A	I						R				C		C
	70.	Refurbish and maintain buildings, including developing a properly funded maintenance plan		I	A						R				C		C
Health, Safety and Welfare	71.	Institute a Health and Safety Policy		A				C			R		I	C		I	C

			Members	Trustees	Finance Committee	Risk & Audit Committee	Standards Committee	Safeguarding Forum	Governance Forum	CEO/VICE-CEO	COO	Autonomous Academy Decision Level			Academy Requiring Support Decision Level		
												Trust	LG C	H/T	Trust	LGC/IAB	H/T
	72.	Ensure that health and safety regulations are followed		A							C		I	R		I	R
	73.	Ensure provision of free school meals to those pupils meeting the criteria		A							R			R			R
Academy Organisation	74.	Set the times of Academy sessions and the dates of school terms, inset days and holidays		A						C			R	R		R	R
	75.	Establish~ and monitor* the Attendance Policy		I			A			C			R	R		R	R
Safeguarding	76.	Institute a Safeguarding Policy		A				R		C			I	R		I	R
	77.	Monitor and ensure the application of the Safeguarding Policy		A				R		C			R	R		R	R
Information for Parents	78.	Prepare and publish information for parents including academy prospectus if applicable. Compliant website provision.		I						C			A	R		A	R
Governance	79.	Appoint (and remove) the Clerk to the LGCs		A						C	R		I			I	
	80.	Establish LGC meeting format and procedures		A					C	R			C			C	
	81.	Ensure LGCs meet and complies with guidance prepared by the Trust		A					R		I		C			C	
	82.	Ensure a Register of Trustees' Business and Pecuniary Interests is maintained		A			R				R						
	83.	Establish a Trustee and Governors' Expenses Policy		A	I				C		R		I			I	

	84.	Discharge duties in respect of pupils with special needs by appointing a SEND lead		A										C				I	R			I	R
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			Members	Trustees	Finance Committee	Audit & Risk Committee	Standards Committee	Safeguarding Forum	Governance Forum	CEO/VICE-CEO	CFO/CFO	Autonomous Academy Decision Level			Academy Requiring Support Decision Level											
												Trust	LG C	H/T	Trust	LGC/IAB	H/T									
	85.	To ensure that all statutory policies and procedures required by academies within the Trust are in place		A																						
	86.	To determine the LGC Procedures		A					R		C															
	87.	Consider an application for a school or academy to join the Trust		A																						
	88.	Require any school joining the Trust to be a subscriber to the vision, core values and mission of the Trust		A																						
	89.	Review the Trust's key performance indicators/Strategic plan		A	C	C	C	C	C																	
	90	Review and monitor the Trust's Risk Register		A			R																			
	91	Recruitment of Trustees		VB A																						
	92	Circulate application forms for prospective Trustees		VB																						
	93	Appointment of Trustees	R	A	I																					
	94	Collation of DBS, Identification and EOI documents for Trustees		I																						
	95	Trustee Induction		A																						
	95	Recruitment of Governors		VB A																						
	96	Distribution of statutory and trust documents to new Governors and Trustees		VB																						

	97	Collation of DBS, Identification and EOI documents for Governors		I									Admin A			Admin A
	98	Governor Induction		I								A			A	

Disciplinary Cases, Dismissal and Grievance		
<i>For all high and low level disciplinary cases, dismissals and grievances the following delegation model shall apply. Advice and support will be sought from the professionally recognised external HR body. For informal cases see relevant Trust HR Policies.</i>		
Posts	Delegated Authority	Appeal
CEO	Board Member	2 Board Members including one of Chair or Vice-Chair
V-CEO	CEO	2 Board Members
COO	CEO	2 Board Members
Headteacher	V-CEO	CEO and 2 Board Members including one of Chair or Vice-Chair
Deputy Headteacher and SLT members	V-CEO	CEO and 2 Board Members including one of Chair or Vice-Chair
All Finance posts	COO	CEO, V-CEO
All Trust Administration posts	COO	CEO, V-CEO
All other Academy posts	CEO	V-CEO, 2 Board Members including one of Chair or Vice-Chair