



Rye Academy Trust

1. Role of Trustees

1.1 Trustees' Responsibilities

Trustees are subject to the duties and responsibilities of charitable trustees and company directors as well as any other conditions that the Secretary of State agrees with them. Trustees must advance education, for the public benefit and to take ultimate responsibility for the trust's resources; the employment of staff, land and building matters and academy finances and funds. Trustees are responsible for ensuring that the trust's funds are used only in accordance with the law, its articles of association, its funding agreement and the Academies Financial Handbook.

The board of trustees should have a strong focus on three core strategic functions:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding the executive to account for the educational performance of the academies and outcomes for learners, and the performance management of staff; and
- Overseeing the financial performance of the trust and assuring value for money.

1.2 Trustees' Duties

As trustees of a charity, academy trustees must comply with the following duties:

- Compliance – ensuring that the charity's resources are used for the charitable purpose and that the charity complies with the law and its governing document i.e. the articles of association;
- Care – reasonable care should be taken in their work by ensuring that the academy trust is managed efficiently and effectively. It also means considering the need for professional advice on matters where there may be material risk to the charity;
- Prudence – acting responsibly, making sure that the academy trust's assets are protected and used for the benefit of the charity. Trustees must make sure that the academy trust is solvent and keeps appropriate financial records.

More information on the role of a charity trustee is available on the Charity Commission's website.

Academy trustees also have statutory duties as company directors under the Companies Act, which comprise the duties to:

- Act within their powers;
- Promote the success of the company;
- Exercise independent judgment;
- Exercise reasonable care, skill and diligence;
- Avoid conflicts of interest;
- Not to accept benefits from third parties; and
- Declare any interest in proposed transactions or arrangements.

1.3 Person Specification

Trustees should be able to demonstrate:

- An interest in education and in providing learning and development opportunities.
- Commitment to raising standards and seeking the highest quality provision for learners.
- Commitment to the trust and its Objects.
- A willingness to devote the necessary time and effort to the business of the trust.
- Strategic vision.
- An understanding of the role; the distinction between governance and management.
- The ability and willingness to ask probing questions and to participate in robust debate.
- The ability to communicate effectively, to express ideas clearly and listen to others.
- The ability to work as a member of a team and to stand by the collective decisions of the board of trustees.
- The ability to act as a critical friend to the academies and to challenge and probe.
- A willingness to undertake appropriate training to develop an understanding of the academies, the trust and the role of a trustee.
- Commitment to the principles of equality and diversity.
- An interest in voluntary service to the community. (The role of a trustee is voluntary and unpaid, although external training and related travel will be paid for).
- Adherence to the seven principles of public life laid down by the Nolan Committee. These are Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.

1.4 Eligibility

- Trustees will be asked to confirm their eligibility for appointment as a trustee.
- Appointments will be subject to enhanced Disclosure and Barring Service (DBS) certificates.

1.5 Time Commitment

- To make all endeavours to attend all meetings of the board of trustees (at present, the board is meeting monthly) and any committees of which s/he is a member, and preparation time for such meetings.
- Available to attend appropriate induction and training and development events.
- A trustee's term of office is four years.

1.6 Key Accountabilities

- To learners, parents and the wider trust and local community.
- To the government, funding bodies and public for the use of public funds.
- To the academies within the trust as their legal employer.

1.7 Principal Relationships

- Chair of the board of trustees
- Other trustees and members
- Relevant committees i.e. Local Governing Boards
- Chief Executive
- Chief Finance Officer
- School leaders – i.e. Headteachers
- Staff

2. Chair Role Description

2.1 Chair of the Board of Trustees

The chair provides leadership and direction to the board of trustees and enables the board to fulfil their responsibilities for the overall governance and strategic direction of the trust. The chair ensures that the trust pursues its objects as defined in the articles of association, charity law, company law and other relevant legislation.

2.2 Principal accountabilities

- To provide leadership to the trust board and ensure that trustees fulfil their functions for the proper governance of the trust and to act in line with the requirements of the articles of association.
- To ensure the board sets a clear vision and strategy for the trust which identifies strategic priorities and maintains strategic oversight of these priorities.
- To ensure that the trust board and executive team have a shared sense of purpose.
- To lead the board in monitoring implementation of each academy's strategy for progress and improvement.
- To ensure appropriate trustee involvement in the recruitment of the chief executive and schools' leadership.
- To ensure all trustees concentrate on their strategic role, receive information fit for purpose and hold the key post holders to account.
- Ensure that the board has a clear grasp of the trust's financial position and to ensure financial transparency.
- Ensuring trust accountability to external government agencies such as the Department for Education and ensuring the Education Funding Agency is informed if any irregularity is suspected.
- Promote the best interests and be an advocate for the trust and where required, represent the trust board in its dealings with external partners.
- To ensure that complaints made to the trust board are dealt with in a timely and effective manner.

2.3 Key tasks

- To ensure the board has the required skills to govern well, and that appointments made fill any identified skills gaps.
- To ensure all trustees receive appropriate induction, ongoing training as needed and have a thorough understanding of their role.
- To ensure members of the board act reasonably and in line with the board's agreed code of conduct.
- To develop a good working relationship with the vice-chair, ensuring s/he is kept fully informed in order to deputise as appropriate and delegating tasks as appropriate.
- Consult with the CEO on matters of strategy, governance, finance and HR and oversee the CEO's activities in the context of the implementation of the board's strategy and policies.
- To ensure that there is a plan for succession for the chair, vice-chair and any committee chairs, encourage team working among board members and that equality and diversity are considered in relation to recruitment to the board.
- Act as final stage adjudicator for disciplinary and grievance procedures if required.
- Ensuring adherence and compliance around key policies e.g. equalities, health & safety and in all decisions of the board and its sub-committees.
- Promote critical self-assessment of trust governance performance and processes and continual improvement.
- Assess the performance of the CEO and the clerk to the trust.

2.4 Leading School Improvement

- To ensure the board is involved at a strategic level in the school's self-evaluation process and that this feeds into the key strategic priorities.
- To ensure the board's business is focussed on the key strategic priorities and that performance indicators are established against which performance is measured.

- To take the lead in representing the trust at relevant external meetings with agencies such as Ofsted, the Department for Education and the local authority.
- To ensure the board has mechanisms in place to obtain and listen to the views of parents, learners and staff.

2.5 Trust Board Business

- With the clerk and chief executive, to plan for board meetings, agree agendas ensuring that focus is on the board's key responsibilities and strategic priorities and agree draft minutes of these meetings.
- Liaise with the CEO and clerk to promote and enhance good governance within the trust.
- Chair meetings effectively and promote an open culture on the trust board that allows ideas and discussion to thrive whilst ensuring clear decisions are reached as quickly as possible.
- Create a strong, profitable and fulfilling working relationship with trustees and the chief executive through review and self-reflective evaluation of contributions and effectiveness of the board.
- To ensure that processes for decision making are transparent, rigorous and decisions taken at the meetings of the trust board are implemented.
- To collaborate with the clerk to establish effective working procedures and sound committee structures and ensure that business at committees of the trust is reported appropriately.
- To ensure the trust board appoint a professional and capable clerk and that s/he is appraised and developed.

2.6 Skills and Attributes

- Experience of chairing of meetings.
- Understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship and adhering to Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- Commitment to the charity's objects, aims and values and willingness to devote time to carry out responsibilities.
- Strategic and forward looking vision in relation to the trust's objects and aims.
- Good, independent judgement, political impartiality and the ability to think creatively in the context of the organisation and external environment.
- Leadership skills and experience through periods of change
- Good communication and interpersonal skills and the ability to respect the confidences of colleagues.
- Balancing tact and diplomacy with willingness to challenge and constructively criticise.
- A wider involvement with related sectors within education and business.

2.7 Time Commitment

- Attending all board meetings (currently the board meets monthly) and any committees of which s/he is a member.
- Attending extra ordinary meetings as required and any ad hoc meetings as required by any developments affecting the trust.
- Preparation for meetings and liaison with the clerk re meeting agenda's, approval of minutes and board business as required.
- Attendance at strategic away day sessions, induction training for new trustees and appraisal of the CEO and the clerk.

3. Vice-Chair Role Description

The role of the vice-chair is to support the chair by undertaking specific responsibilities as may be agreed with the chair from time to time and to act in the chair's absence. (Please refer to the chair role description for outline of key tasks and responsibilities).

This is more than stepping in to chair occasional meetings, but to maintain a strategic overview and be prepared to lead with authority on key issues when the chair is not present. It is therefore important that the chair and vice-chair establish and maintain a good working relationship to ensure that sufficient knowledge is maintained.

The vice-chair is to be considered and developed as a possible future chair.