

## Terms of Reference

### **Somerset Road Education Trust (SRET) – Board of Trustees**

*Approved at 2018/19 SRET#2, 28 November 2018 and to be reviewed annually.*

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#### **Overall Objective**

- Ensure SRET’s compliance with charity and company law, its Memorandum and Articles of Association, all other applicable legislation, and DfE and EFA requirements relating to the trust and its academies.
- Ensure proper and regular use of public funds and compliance with the Funding Agreement.
- Ensure that SRET is solvent, well run, and meets the needs of pupils and staff in its academies.
- Ensure that SRET acts in accordance with its constitution and powers, promote the success of the trust, and exercise sound judgement and diligence in all its affairs.
- Ensure that all Trustees are skilled in understanding, interpreting, and comparing school/ academy performance data and are kept fully apprised of the performance of each academy at all times. Ensure that all Trustees have the skills, knowledge, and information to assess the trust’s financial performance.
- Ensure the EP\CEO and all senior staff have the skills, knowledge, and experience to run the trust and its individual academies and to effectively manage its financial, human, and physical resources and assets.

#### **Governance**

Determine, following consultation with LGCs, and approve SRET’s mission, vision, strategy and long term business plan for *“advancing for the public benefit education in the United Kingdom by establishing, maintaining, carrying on, managing and developing mainstream academies offering a broad and balanced curriculum, alternative provision, 16-19 academies, or special educational provision”* .(CMAT Articles)

Determine, following consultation with LGCs, key performance indicators and targets for the trust and its academies: monitor SRET's performance against approved plans and key performance indicators and targets.

Determine SRET's approach to and approve, SRET wide policies and procedures for the operation and performance of all academies within the trust.

Determine constitutional matters, including procedures where the SRET Board has discretion.

Determine and establish arrangements and procedures for:

- Holding at least three Board meetings a year.
- Appointing and removing the Chair and Vice Chair of the SRET Board.
- Appointing Trustees to SRET Committees and ad-hoc committees.
- Appointing and removing the Company secretary and SRET Executive Clerk to the Board.
- Maintaining and publishing a Register of Members, Trustees, Local Governors, and senior members of staff and their business interests and putting in place measures for avoiding conflicts of interest.

Determine, following consultation with LGCs, and establish arrangements and procedures for:

- Appointing annually the Chair of any SRET Board Committee. Appointing annually, following a recommendation from each LGC, the chair of each LGC .
- Appointing Trust Governors to LGCs and for suspending and removing any governor.
- Appointing/electing Parent and Staff Governors.

Determine and establish the SRET Board Committees, including LGCs and their sub-committees, and determine their Terms of Reference.

Determine which functions of the SRET Board will be delegated to committees, including LGCs, the Chief Executive Officer, Principals, groups and other individuals

Review the constitution, membership, Terms of Reference, and Scheme of Delegation of the SRET Board and its Committees, including LGCs, annually.

Determine and establish arrangements for making available agendas, papers, and minutes of meetings of the SRET Board and its committees, including LGCs. [*statutory requirement*]

Receive reports from any SRET Committee, including LGCs, or individual, or group to whom a decision has been delegated and to consider whether any further action by the SRET Board is necessary.

## **Education and Achievement**

Determine and establish, following consultation with LGCs, SRET's overall approach to and arrangements and policies and procedures for:

- Monitoring and evaluating academy performance and improvement.

- Providing support and challenge and holding the EP\CEO and Academy Headteachers to account.
- Taking action to secure improvement/ pace of improvement in academies.
- Approving, monitoring and evaluating the impact of education related policies and procedures and plans to include:
  - Data requirements to inform LGCs and Standards Committee and attainment in consultation with LGCs
  - Setting KPIs and challenging targets for each academy in the trust in consultation with LGCs; and
  - Trust-wide leadership and management arrangements.

Determine and establish, following consultation with LGCs, the trust's overall approach to, and policies and procedures for:

### **Marketing and Communications**

- Publication of information about the trust and its academies on the trust's and individual academies websites. [*statutory policy*]
- Complaints. [*statutory policy*]
- Determine, and establish, following consultation with LGCs, the trust's admissions policy and oversubscription criteria. [*statutory policy*]
- Make arrangements for securing independent admission appeals and independent review panels for exclusion following consultation with LGCs. [*statutory policy*]

### **Financial Planning, Controls, Monitoring and Management**

- Ensure the trust complies with all matters of regularity, propriety, and value for money in its use of public funds and develops and implements effective financial policies and procedures.
- Ensure the trust develops effective and efficient systems and procedures for financial planning, internal controls, monitoring and management, propriety, audit, and for observance and compliance with all financial regulations, EFA guidance, and the Academies Financial Handbook.
- Appoint external auditors: determine internal audit arrangements: determine action to be taken arising from audit reports.
- Determine and establish, following consultation with LGCs, the financial scheme of delegation and financial authorities to the Chief Executive Officer and trust Chief Financial Officer and individual academies.
- Determine and establish, following consultation with LGCs, the trust's policies and procedures for:
  - Accounting practices
  - Asset management
  - Audit
  - Income
  - Ordering goods, works and services
  - Authorising payroll and pension decisions
  - Managing conflicts of interest

- Gifts and hospitality
  - Lettings and fees
  - Staff severance and compensation payments
  - Charging and remissions [*statutory policy*]
- Determine and establish banking arrangements.
  - Determine, establish, and maintain in consultation with LGCs, a 3 year financial plan and an investment policy and strategy
  - Approve all annual returns to the EFA, Companies House, and for publication on CMAT's website
  - Determine and establish, in consultation with LGCs, arrangements for, and approve, a consolidated budget and budgets for each academy and trust-wide services and support for each financial year and end of year financial statements. Receive and consider information about the financial performance of the trust at least 3 times a year. Monitor budgets and significant virements at least termly. Establish an appeals mechanism for individual academies if GAG is pooled.
  - Monitor pupil/students admission numbers overall and in each academy. Determine and establish, following consultation with LGCs, arrangements for organisational change (i.e. changes in the number, age range, size and location of academies).
  - Determine and establish, in consultation with LGCs, arrangements for bidding for and allocating capital funding and for allocating funding for the maintenance, improvement, and expansion of the trust's buildings and estate

## Human Resources

- Ensure the trust complies with all legislation and develops and implements sound policies and procedures relating to the recruitment and employment of staff.
- Determine and establish, in consultation with LGCs, arrangements, and a scheme of delegation, for all matters relating to the recruitment and employment of staff to include the development of policies, procedures, and plans:
  - To recruit (in compliance with safeguarding requirements), remunerate, retain, performance manage, and develop all staff.
  - To establish a central record of recruitment and vetting checks
  - To establish trust wide salary, pensions, severance, records, and terms and conditions policies and procedures.
- For conduct, discipline, capability, grievance procedures. [*statutory policy*]
- For allegations of abuse against staff procedures. [*statutory policy*]
- For equalities information and objectives for publication. [*statutory policy*]
- For accessibility. [*statutory policy*]
- For industrial relations.
- For workforce planning and succession planning.
- Establish, following consultation with LGCs, a staffing structure for central/ trust wide staff.
- Establish arrangements for the recruitment, appointment, and remuneration, and performance management of the Chief Executive Officer and a Chief Financial Officer.
- Establish in partnership with Chairs of LGCs arrangements for the recruitment, appointment, and remuneration, and performance management of academy principals

## **Buildings and Sites, Health and Safety and ICT**

Establish arrangements, following consultation with LGCs, for developing, approving, implementing and reviewing:

- Improvement and maintenance plans for the trust's buildings and sites and ICT
- Premises management policy and plans. [*statutory policy*]
- Plans for the purchase or disposal of any freehold property, and for granting or taking up of leasehold or tenancy of land or buildings.

Establish arrangements for ensuring, following consultation with LGCs, full compliance with all health and safety legislation and for developing, approving, implementing and reviewing policies and procedures for:

- Health, safety and security. [*statutory policy*]
- Data protection. [*statutory policy*]
- Freedom of information. [*statutory policy*]

Establish arrangements, following consultation with LGCs, for ensuring that health and safety issues are appropriately prioritised for action and staff are appropriately trained.

## **Procurement**

Establish, following consultation with LGCs, the trust's overall approach to, and policies and procedures and arrangements for, the procurement of goods, works, and services for the trust as a whole and for individual academies within the trust.

Determine, following consultation with LGCs, which goods, works, and services will be procured centrally on behalf of all academies in the trust and determine which goods, works, and services may be procured, in line with the trust's procurement and competitive tendering policy and list of approved suppliers, by individual Local Governing Committees.

Ensure a competitive tendering policy is in place and is applied for all relevant procurement. Ensure compliance with best practice in procurement, the European Procurement Directive, and the requirements and guidance in the academies financial handbook for regularity, propriety, and value for money in procurement.

Approve, following consultation with LGCs, a scheme of delegation for all procurement activity and a manual of guidance and ensure all staff engaged in procurement have the appropriate skills and training to effectively procure and manage contracts for goods, works, and services. Ensure that any contracts for services provided by a director, or persons/bodies related to the director, are properly procured and represent value for money. Ensure that any fees and consultancy rates included within any such contracts are provided with no element of profit, are reasonable, represent value for money and are good use of public funds.

Seek prior, written permission from the EFA, and if required approval from HM Treasury, for any situations where a transaction is irregular, improper or does not provide value for money.

Term of Office – Trustees – 4 years. The Chief Executive Officer holds office ex-officio as long as he/she is in post. Any Trustee can be re-elected or re-appointed.

**Organisation** - Chair and Vice-Chair appointed annually. Quorum: 3 or one third of the total number of Trustees if greater. Two thirds of Trustees required to appoint or remove Trustees, remove the Chair, or appoint Parent Trustees. To meet at least 3 times a year and additionally as and when required as determined by SRET Board. Three Trustees may requisition a meeting. One vote per Trustee, with the Chair having a casting vote.

**Disqualification** - a Trustee who is employed by SRET may not be the Chair or Vice chair.

**Professional Advisers to the Board of Trustees** - the Chief Executive Officer of SRET, the Chief Financial Officer and any other member of staff with SRET wide responsibilities, as appropriate - and any additional advisers as appropriate.

### **Responsibilities Delegated to the Chief Executive Officer**

The Chief Executive Officer has delegated powers and duties in respect of the overall leadership, management, and achievement of SRET.