

# Further resources

# 10

## 10.1 Role description – Trustee in an academy trust

### Trustee board

Trustees of an academy trust are both trustees of the [ ] charity and directors of the [ ] Company limited by guarantee. The Charities Act 2011 defines charity trustees as the people responsible under the charity's governing document for controlling the administration and management of the charity, regardless of what they are called. They are known collectively as the trustee board.

### Legal duties of a trustee

Under charity law [ ] trustees have the ultimate responsibility for directing the affairs of [ ], and ensuring that it is solvent, well run and delivering the charitable outcomes for which it has been set up. In law trustees of [ ] have several legal duties, which are often described as those of compliance, care and prudence.

#### Duty of compliance – trustees must:

- ensure that [ ] complies with charity law, and with the requirements of the Education Funding Agency as regulator; in particular ensure that the charity prepares reports on what it has achieved and annual returns and accounts as required by law
- ensure that [ ] does not breach any of the requirements or rules set out in its governing document, funding agreement or the Academies Financial Handbook and that it remains true to the charitable purpose and objects set out there
- comply with the requirements of other legislation and other regulators which govern the activities of [ ]
- act with integrity, and avoid putting yourself in a position where your duty to the charity conflicts with your personal interests or loyalty to any other person or body

#### Duty of care – trustees must:

- use reasonable care and skill in their work as trustees, using their personal skills, knowledge and experience as needed to ensure that [ ] is well run and efficient
- consider getting external professional advice on all matters where there may be material risk to [ ], or where the trustees may be in breach of their duties

#### Duty of prudence – trustees must:

- ensure that [ ] is, and will remain, solvent
- use [ ]'s funds and assets reasonably and responsibly and only in furtherance of [ ]'s charitable objects
- avoid undertaking activities that might place [ ]'s endowment, funds, assets or reputation at undue risk
- take special care when investing [ ]'s funds, or borrowing funds for [ ] to use

### Specific duties of trustees of [ ] Academy Trust

To contribute to the work of the trustee board in ensuring high standards of achievement for all children and young people across the trust.

#### Strategic direction

Trustees must ensure that [ ] has a clear vision, mission and strategic direction that will enable [ ] to fulfil its charitable objects and is focused on achieving these. Trustees must work in partnership with the [senior executive lead] and other senior staff to ensure that:

- [ ] has a clear vision, set of values and strategy, and that there is a common understanding of these by trustees, members, staff and those sitting on academy committees
- operational plans and budgets support the vision and strategy

- the views of stakeholders (parents, pupils, local communities and staff) are regularly sought and considered
- there is regular review of the external environment for changes that might affect [ ] (political, financial, demographic, competitive, partnerships, alliances)
- there is regular review of the need for [ ] and for the services it provides or could provide, and regular review of strategic plans and priorities.

### Performance of the trust

Trustees are responsible for the performance of [ ], for its impact upon stakeholders and for its corporate behaviour:

- to ensure that [ ] measures its impact and progress towards its strategic objectives and to regularly consider reports on [ ]'s performance
- to ensure that there are policies including effective employment policies to direct key areas of the charity's business
- to ensure that [ ]'s values are understood and put into practice, by trustees and staff
- to ensure that there are complaints systems in place for stakeholders
- to ensure that there are processes for members, trustees, staff and other stakeholders to report activity which might compromise the effectiveness of [ ]
- to recruit the chief executive and to hold her or him to account for the management and administration of the charity
- to ensure that the chief executive receives regular, constructive feedback on her/his performance in managing the charity and in meeting her/his annual and longer term objectives

### Compliance

Trustees must ensure that [ ] complies with all legal and regulatory requirements:

- to ensure, with professional advice as appropriate, that [ ] complies with all constitutional, legal, regulatory and statutory requirements
- to understand and comply with the constitution and rules that govern [ ], and to review the constitution regularly (at least every three years) to ensure it is fit for purpose

### Prudent management of resources

Trustees must be stewards of [ ]'s assets, both tangible and intangible, taking care over their security, and how they are used:

- to ensure that [ ]'s financial obligations are met and that there are adequate financial controls in place to ensure all money due is received and properly applied, and that all assets and liabilities are recorded
- to act reasonably and prudently in all matters relating to [ ] and always in the interests of [ ]
- to ensure that trustees take professional advice when needed, and record the advice received
- to be accountable for the solvency of [ ]
- to ensure that [ ] acts in accordance with employment law and that [ ] exercises a duty of care to its employees
- to ensure that intangible assets such as organisational knowledge and expertise, intellectual property, [ ]'s good name and reputation are recognised, used and safeguarded
- to review the condition and use of the assets owned by the [ ]
- To ensure that the major risks to [ ] are regularly identified and reviewed and that systems are in place to mitigate or minimise these risks

### Good governance

Trustees must ensure that [ ]'s governance is of the highest possible standard:

- to ensure that [ ] has a governance structure that is appropriate to a charity of its size/complexity, stage of development, and its charitable objects, and reflects the diversity of its stakeholders
- in a multi academy trust, to ensure that there are effective mechanisms for individual academies within the trust to be both supported and held to account by the governance structure
- to ensure that decisions are made with a view to promoting the education and wellbeing of children and young people
- to ensure that board decisions are recorded in writing by means of minutes
- to ensure that the board's delegated authority is recorded in a scheme of delegation for board committees, job descriptions for honorary officers, trustees and key staff, and that reporting procedures back to the board are recorded in writing and complied with

## 10 Further resources

- to ensure that the responsibilities delegated to the chief executive are clearly expressed in the scheme of delegation and understood, and directions given to her/him come from the board as a whole or other properly authorised route
- to ensure the board regularly reviews [ ]'s governance structure and its own performance, to an agreed programme
- to ensure that major decisions and policies are made by the trustees acting collectively
- to ensure that the board has within its membership the skills it requires to govern [ ] well
- to ensure that the board has access to, and considers, relevant external professional advice and expertise
- to ensure that there is a systematic, open and fair procedure for recruitment of trustees and of the chief executive
- to ensure that all members of the board receive appropriate induction on their appointment and that they continue to receive appropriate advice, information and training (both individual and collectively)
- to ensure that trustees have a code of conduct and comply with it, and that there are mechanisms for the removal of trustees who do not abide by the trustee code of conduct

## 10.2

# Person specification for the role of trustee of a MAT

The board of trustees considers the following as essential skills and attributes for membership of the board:

### Personal qualities

- commitment to the ethos and values of the [ ] Academy Trust
- commitment to the education and welfare of children and young people
- commitment to equal opportunities and the promotion of diversity
- independence of thought and sound judgment
- ability to work as part of a team
- commitment to seeking and taking account of the views of stakeholders (eg parents and pupils)
- respect for the work and views of other trustees and staff
- willingness to devote time, enthusiasm and effort to the duties and responsibilities of a trustee
- willingness to make and stand by collective decisions, even if s/he offered an alternative view during discussions

### Aptitude and skills

- understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship
- ability to challenge current thinking, the method of governance and management of the [ ] in a constructive manner and in the best interests of the [ ]
- ability to evaluate and interpret management information and other data/evidence
- ability to play a strategic role to successfully effect change and meet the objectives of the [ ] trust
- eagerness to reflect and learn, even in the role of trustee

### Knowledge/experience

Specific professional knowledge and experience in **at least one** of the following:

- charity law and governance
- trusteeship or management of a complex organisation with multiple sites/subsidiaries
- financial expertise
- extensive expertise of school education in England
- data analysis and/or research expertise
- the management of change
- monitoring and evaluating performance in the commercial and/or not for profit sectors
- recruitment and human resources expertise, including employment legislation
- business development experience/expertise
- risk management experience/expertise
- property and estate management
- marketing, media and PR

### Other requirements

- willingness to attend meetings of the board and other meetings as required – there will usually be [ ] meetings of the full trustee board per year and also committee meetings. These will be usually held in [ ]
- willingness to undertake training and participate in evaluation of the board's work

The MAT trustee board has a code of conduct underpinned by the seven principles of public life as identified by the Nolan Committee: selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

NGA members can download an interactive audit from the guidance centre.