

## **Terms of Reference for the Trust Board**

### **Membership**

The committee shall be appointed by Members or co-opted on to the board of trustees by trustees. There is no maximum number of trustees, but it should be no less than 3, the trust board is quorum with minimum of three (3) trustees.

The Board must appoint annually individuals from among their number to act as Chair and Vice Chair. The Chair and Vice Chair provide leadership to the Trust Board, The Chair and Vice-Chair of the Trust Board are important roles for the Trust. The process for the election of these posts, and the Chairs of the committees, is found in the Respect Collaboration Trust Governance Handbook.

The Chair and Vice Chair should have the necessary background and/ or qualifications to undertake the role effectively.

Trustees normally serve up to two (2) terms of office, each of four (4) years. No member of Trust staff is permitted to serve as a Trustee. In exceptional circumstances, such as the ongoing need for specialist expertise or to ensure continuity in a period of substantial change in Trustees, a Trustee might be reappointed for a third term subject to the agreement of a majority of members of the appointing body.

### **Attendance at meetings**

The CEO, of Respect Collaboration Trust shall normally attend meetings, other Executive Leaders and Headteachers may be invited at the request of the Trust Board. The Chair of the Trust and the committee has the right to exclude any executive leaders and any other attendees during any part of boards business.

### **Frequency of meetings**

The Trust Board meets at least three (3) times a year. Trust Board meetings are quorate if three (3) Trustees are present.

### **Role of the Trust Board**

Trustees have ultimate accountability and decision-making authority for the work of the Trust and its academies.

Trustees are accountable to:

- Pupils, parents and communities' they serve.
- People employed by or working in a voluntary capacity as part of the Trust .
- Members of the Trust.
- Secretary of State for Education and related bodies as detailed in Funding Agreement.
- Statutory and regulatory bodies.



## **Remit of the Trust board is to:**

- Establish the vision mission and values of the Trust.
- Ensure Trust business is conducted solely in pursuit of the Trust objects and Articles of Association.
- Safeguard the Trust assets.
- Ensure financial controls and appropriate financial management is in place according to Academy Trust Handbook.
- Set and monitor KPIs for the Trust including outcomes and business operations.
- Establish and monitor Risk registers with details of mitigation plans.
- Ensure the Trust and Executive have capacity and skills to lead, support, manage and challenge.
- Delegate day to day operations of the Trust to the CEO.
- Ensure all legal requirements are met.

## **Trustees must:**

- Act together and in person, not delegating Trust responsibility to others.
- Act strictly in accordance with Articles of Association.
- Act only in the Trust's interest without regard to personal interests
- Manage Trust affairs prudently.
- Take no personal benefit unless expressly authorised.
- Take proper professional advice on matters which they are not themselves competent.

## **Power and Responsibility of the Trust Board**

- Determining any matter for which it has delegated or statutory authority it wishes in full session in accordance with statutory powers, charitable objects and Articles and association.
- Approve the Policy framework, Financial Regulations and suspension of or amendment to them including approval of the schemes of delegation to committees and officers.
- Establish committees with Term of Reference for (Finance, Audit and Risk, Outcomes, People and their Working Environment) and election of membership.
- Establish local governance arrangements and approve Terms of reference and annual review.
- Ratification of urgent decision taken by the COT and or CEO.
- Ratification or otherwise of recommendations by committees that do not have executive powers.
- Appoint, appraise pay review, discipline and dismissal of the CEO.
- Review and acceptance of medium-term financial plans.
- Annual approval of the Trust's business strategy.
- Approve the annual budget and review material changes as proposed by the CFO through the year including future spending priorities.
- Approval of new School projects and associated budgets.



- Recommendation to members the appointment and re appointment of the Trust's external auditors.
- Approval of the Trust annual report and statutory accounts.
- Receive the annual management letter(s) and governance reports of the external auditors and agreement t of proposed actions.
- Approval of the internal audit arrangements for the trust.
- Approve the Trust Risk management policy, strategy, annual risk management plans, processes and procedures including risk appetite and tolerance.
- Continuous appraisal of affairs of the Trust, its Schools by means of the provision of reports to the Trust Board as may be required from Executive directors, committees, Trust officers' and external parties.
- Requiring and receiving the declaration of Trust Board members' interest that may conflict with those of the Trust and determining the extent to which that member may remain involved with the matter under consideration.
- Ensuring funds from sponsors are received in accordance with any associated Trust deeds and are used for intended purposes.
- Ratification of proposals for the acquisition disposal or otherwise legal changes of use of land or building.

### **Delegation.**

Trustees delegate responsibility in several ways

1. To Trust Board Committees with delegated responsibilities for aspects of decision making, monitoring and scrutiny.
2. To the Chief Executive Officer CEO, appointed by the board and who has delegated responsibility for the day to day strategic and operational leadership and management of all aspects of the Trust. The CEO in turn delegates responsibility for specific aspects of the Trust's operation to members of the Executive Leadership Team and Headteachers.

### **Committees**

The Trust Board has established four committees, membership confirmed annually

- Finance
- Audit and Risk
- Outcomes
- People and their Working Environment.

Trustees determine to establish **Local Governing Committees (LGCs)** to secure stakeholder views and provide feedback on board effectiveness.

Trustees may convene an ad hoc committee to serve a specific purpose at a given time.



### **Reporting**

All meetings will be minuted.

Minutes checked, approved and signed.

All documentation related to Trustee and LGC will be stored on TTG.

### **Reviewing the work of the board**

The COT will carry out an individual meeting with each trustee to review board effectiveness and trustee contribution.

Every two years trustees will complete a questionnaire on the same periodic self-evaluation and where/ when it is felt to be useful an external review of the work of the board.

Periodic 360-degree evolution on the effectiveness of the work of the CEO and COT. (Length of term of office to be considered).

### **Reporting procedures**

All meeting will be minuted, these must be check and signed for accuracy.

Board minutes and any supplementary notes from the chair are provided to the Trust Board in advance of the meeting (subject to the need to protect matters of individuals' confidentiality) to allow trustees time to read and formulate questions of the Chair at the Trust Board meeting.

All documentation related to Trust Board will be saved in TTG.