

# BOARD OF DIRECTORS/TRUSTEE RECRUITMENT POLICY

**Approved by Trust Executive Board on 11<sup>th</sup> September 2017.**

**Date for review: September 2019**

## **1.0 Introduction**

- 1.1** Exeter Learning Academy Trust recognises that effective Members and an effective board of trustees are essential if the Trust is to be effective in achieving its objects. The Members and Board must seek to be representative of the people with whom the Trust works and must have available to them all of the knowledge and skills required to run the Trust. Individual Members and trustees must have sufficient knowledge, both of their role, of trusteeship in general and of the Trust's activities, to enable them to carry out their role and to represent the Trust at meetings and other events. This policy sets out how Exeter Learning Academy Trust intends to recruit a robust and effective board of trustees.
- 1.2** A prospective trustee should understand the legal responsibilities which they will assume in becoming a trustee. You can find details of the responsibilities of trustees in the guidance [The essential trustee: what you need to know \(CC3\)](#).
- 1.3** The Members are akin to the shareholders of a company. They have ultimate control over the trust, with the ability to appoint some trustees and the right to amend the trust's articles of association. Members can delegate recruitment to Trustees and Trustees can delegate some aspects of recruitment to staff, but they must ensure they retain overall responsibility and control of the recruitment, selection and induction processes. Exeter Learning Academy Trust expects Trustees to carry out the actions required to recruit new Trustees and to provide a formal recommendation to the members for a final decision.
- 1.4** In recruiting new trustees, the existing trustees must act in the best interests of the Trust. In order to ensure this is the case, and that they are in a position to explain to new trustees what is required of them, existing trustees need to be clear in their own minds about the purposes and aims of the Trust, as well as their broader duties and responsibilities as trustees.
- 1.5** The Board of Directors is made up of between 7 and 12 members. The Board upholds diversity in its makeup by recruiting Directors with varied geographical, social, economic, environmental, business and cultural backgrounds and skills and by maintaining an age and gender balance.
- 1.6** The term of office is for four years. Directors may reapply to serve on the Board at the end of their terms but a Director will serve no more than ten consecutive years, effective October 2016. An individual who has served on the Board for ten years consecutively may reapply after a two-year hiatus. The foregoing limitation notwithstanding it is recognized that a strong degree of continuity on the Board of Directors is to be encouraged in the interests of effectiveness and good governance.

- 1.7 The Audit and Finance Committee is responsible for the recruitment and nomination of Directors to the Board. The recruitment of incoming Directors will include a direct communication with community members on Local Governing Bodies to determine expressions of interest to becoming Directors. A public advertisement soliciting candidates for the position of Director from the community at large will be placed in the local newspapers and solicitation of candidates through personal contacts is encouraged.
- 1.8 The Audit and Finance Committee will review, interview and assess all applicants, and will nominate a proposed Director for election or re-election to the Board. The Audit and Finance Committee will recommend recruitment of a Director to the Trust Executive Board and the Chair of the Trust Executive Board will inform applicants of the outcome of their application.
- 1.9 When Directors are proposed for recruitment, they will be provided with observer status and encouraged to attend any and all meetings of the Board and its Committees. They will receive an orientation package prior to attending the Board and Committee Meetings, and will be invited to attend an orientation session to be presented by the Audit and Finance Committee.
- 1.10 The members of the Audit and Finance Committee will serve as mentors to the new Director to facilitate integration into their role of Director

## **2.0 Recruitment Process**

- 2.1 The Trust Board will identify the need to recruit additional trustees through carrying out an annual review of the skills of the Trustees on the Board and associated Committees, and also if a Trustee resigns, their term of office ends and they are not seeking re-election or their request for re-election is not successful.
- 2.2 The trustees agree what skills, experience and knowledge are needed, and develop a job description and person specification. The Trust Board delegates the recruitment of Trustees to the Audit and Finance Committee. The Committee will agree the process for recruitment; taking care to comply with the requirements of the Trust's articles of association and scheme of delegation.
- 2.3 The Trust seeks to ensure diversity in its board of trustees as well as in its staff base and consideration will be given to ways in which groups that are under-represented on the board might be reached and encouraged to apply. However, at the point of selection the board will not discriminate unfairly on any of the grounds listed in the Equal Opportunities Policy.
- 2.4 The Audit and Finance Committee will consider the best methods of attracting a diverse range of candidates with the skills required. This may include advertising in the media, voluntary sector, and direct approaches to professional bodies, over approaches to personal contacts as the intention is to promote diversity and to avoid conflicts of interest. People enquiring to become trustees will be sent appropriate documentation about the Trust, introductory material about trusteeship and will be asked to complete an application form. Arrangements will be made to assist any potential applicant with specific needs in relation to completion of the form or access to the supporting materials. Applicants will also be invited to observe at Board meetings where appropriate. Applicants and existing Trustees will be able to claim expenses where this would aid

attendance at meetings. Where this is required, the Trustee should contact the Trust Business Manager to arrange payment.

- 2.5** Shortlisting and interviews will take place against agreed criteria, carried out by at least two trustees, and each candidate is asked similar questions to ensure a fair and objective approach. Panels will include the Vice-Chair and at least one other trustee together with any other people deemed appropriate by the trustees. Responsibility for recruiting trustees will not be delegated to employees although employees may be given specific administrative tasks by the Committee. Notes are kept of each interview. Preferred candidates are identified and invited to join the trustees, subject to references, formal vetting and approval by the Trust Executive Board. Unsuccessful candidates are notified and thanked for their interest.
- 2.6** The trustees check that the candidates have not been disqualified from acting as trustees, and candidates are asked to confirm in writing that this is the case and are asked to consider and declare any existing or potential conflicts of interest. The trustees will then seek any appropriate checks from the Disclosure and Barring Service. The Audit and Finance Committee will recommend the appointment to the Trust Board if checks and declarations are carried out successfully and the Board will vote on the matter.
- 2.7** The Chair of Trustees will then write to the prospective trustee, setting out their duties and the expectations of them, and they are asked to sign and return a copy of the letter. An information pack about the Trust is sent to new trustees, and a full induction process is arranged. New trustees meet existing trustees and others involved with the Trust, such as members of local governing bodies and school staff. The new trustees attend their first board meeting and are duly welcomed. All relevant parties, such as Companies House, the Trust's solicitors and auditors, are notified of the new appointments.

### **3.0 Induction and Performance Management**

- 3.1** A proper induction is vital as part of the process of ensuring that trustees can become valuable and effective members of the board as quickly as possible. Exeter Learning Academy Trust will ensure that all new trustees are provided with an approved induction programme that is suitable for the new trustee and their role, and will equip them with the information they need.
- 3.2** New Trustees will be offered meetings with relevant Trust staff in order to gain a clear understanding of how the Trust operates. Induction might include:
- introductions to Trustees and senior management
  - visits to the Trust Schools and Headteachers
  - completing a skills matrix
  - an assessment of any training required and details of how to access training
- 3.3** The performance of individuals on the Board will be monitored through an annual appraisal system.



## **Information Pack for Applicants for Position of Trustee**

**Closing Date:** TBC

**Introduction Letter:** TBC

### **Profile of the Trust**

**Our vision:** Creating our Future Together

**Our Values:** Loyalty Equality Aspiration Resilience Nurture

**Our Rationale:** To build on and strengthen existing relationships between schools by making a commitment to school to school support and ensuring a more effective self-improvement structure in order to meet our aims.

**Our Aims:** Working together to ensure aspirational outcomes for all learners in the trust by:

- Maximising achievement
- Collaborating to share best practice
- Challenging and supporting each other
- Being forward thinking and outward looking
- Creating opportunities to improve the quality of provision
- Equipping learners to reason and think creatively

We are ambitious to grow our Trust for children aged 0-18 across the region. We will promote our school ethos and support mechanisms to schools whilst the founding schools become embedded within the Trust and plan to expand to include other schools from the 2017/18 academic year.

We have established our Members and Trust Executive Boards and have appointed a Chief Executive Officer who is also the Accountable Officer for the Trust and a School Improvement Officer who is a registered local leader. We have also appointed a Trust Business Manager.

The Trust Executive Board is accountable for the capacity, standards, outcomes (especially vulnerable children) and safeguarding in each member school. Exeter Learning Academy Trust firmly believes a model for school effectiveness is one that builds capacity and creates self-improving schools. The trust also recognises that each school goes through 'seasons' with many factors that can impact on school effectiveness. Our Trust strategy aims to promote these features to minimise the impact of a dip in school effectiveness by:

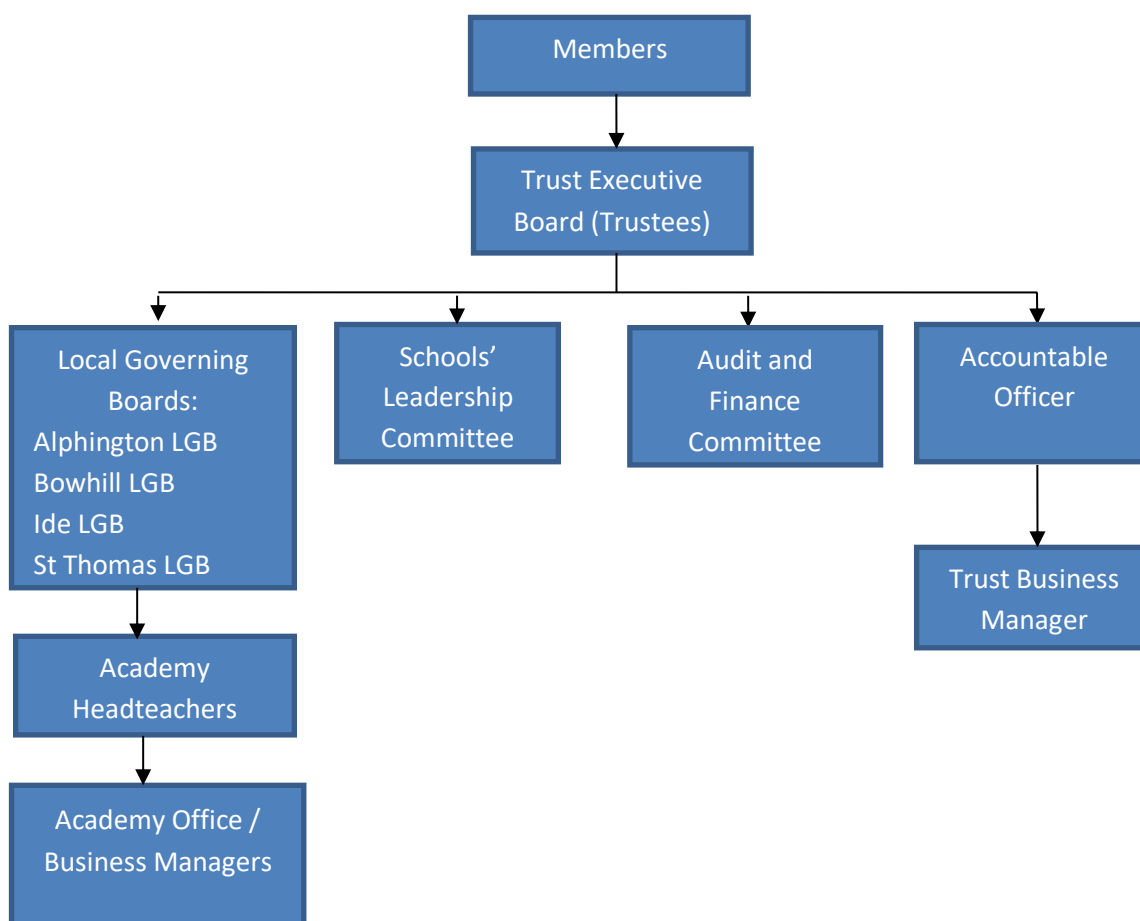
- Good and outstanding schools support others and grow capacity for school improvement.
- Schools support each other in collaborative partnerships, using strengths across schools.
- Building internal school improvement capacity and resilience.

- High standards of teaching ensure all pupils make good progress and pupils from disadvantaged backgrounds achieve age related expectations.
- Swift, timely, decisive action where school performance and provision needs to be improved.

### **The Governance Structure**

As a Charitable Trust our Trust Executive Board ensures that they comply with charity and company law requirements. The Board sets the strategic direction of the organisation and ensures the financial probity of the Trust. The Board is responsible for all of the academies in the Trust. We do this by delegating functions to the Local Governing Body of each academy through a Scheme of Delegation.

The Trust has defined the responsibilities of persons involved in the governance of the MAT to avoid the duplication or omission of functions and to provide a framework of accountability for members, trustees/directors, governors and staff. The Governance structure is illustrated below:



### **Trustee - Role and Responsibilities**

As a Trustee your role will be to use your skills and your personal experience to contribute to the work of the Board. Trustee responsibilities will include the following:

#### **Leadership**

- Promote the vision, values and objectives of Exeter Learning Academy Trust and take an active role in supporting the Trust's strategy.

- Assist fellow Trustees in agreeing strategic aims, ensuring that the necessary financial and human resources are in place to meet its objectives, and that performance is effectively monitored and reviewed.
- Engage positively and collaboratively in Board discussion of agenda items.

### **Management**

- In accordance with agreed Board procedures, monitor the performance and conduct of management in meeting agreed goals and objectives and statutory responsibilities, including the preparation of annual reports and annual accounts and other statutory duties.
- Participate in committees as determined and delegated by the Board of Trustees.

### **Governance**

- Commit to working to, and encouraging within Exeter Learning Academy Trust, the highest standards of probity, integrity and governance and contribute to ensuring that the internal governance arrangements conform with best practice and statutory requirements.
- Provide independent judgement and advice on issues of strategy, vision, performance, resources and standards of conduct and constructively challenge, influence and help the Executive Board develop proposals on such strategies.
- Obtain assurance that financial information is accurate and that financial controls and risk management systems are robust and defensible.
- Bring independent judgement and experience based on commercial, financial, legal or governance expertise and apply this to the benefit of the organisation, its stakeholders and its wider community.

### **Who we are looking for:**

We are looking for strategic thinkers with proven experience of helping move organisations forward. We are especially interested in individuals who bring experience gained at a senior level with a background in finance, law, education or asset utilisation, income generation within a commercial or entrepreneurial environment; organisational design and cultural change, transformational change and external relations.

### **Requirements for new Trustees**

- Sound governance experience
- An interest in Primary School education
- Able to attend 4-6 meetings a year
- Academia; ideally with teaching or education services experience and an interest in improving the student experience of education.

### **Desirable**

- Finance expertise; ideally with a knowledge of auditing small businesses and charities.
- Human Resource Management expertise; ideally in managing small charities.
- Legal expertise; ideally in contract law.
- Strategic Change Management
- Corporate Governance
- Chairing
- Non-executive director
- Flexibility and willingness to travel to the Trust schools, and attend meetings as required.

Trustees/Board members are not paid though reasonable expenses are met.

To apply for the post, please send your CV and a short expression of interest to Allison Grant, Trust Business Manager, by email at: [agrants@alphington.devon.sch.uk](mailto:agrants@alphington.devon.sch.uk) or call 075844 36093 for more details.

### **Time Commitment**

The successful candidate will need to devote sufficient time to ensure satisfactory discharge of their duties but the expectation is that this is not an onerous responsibility.

There will be at least three Board meetings a year and at least three meetings of the Audit and Finance Committee. There may be some additional support required depending on the outcome of agenda items and related sub-committee work. Documents may be sent to the Trustee to review by email.

### **Term of Office**

The appointment will be for a period of four years which can be renewed for a further four years. If a Trustee is subsequently appointed as Chair of the Trustees s/he may serve a maximum of eight years as a trustee with a maximum of four years of that as Chair.

### **Induction and Training**

The Trust will organise appropriate induction and training for the successful candidate.

### **Application Process**

- The Academy will acknowledge receipt of your application form by email.
- Your application will first be checked for completeness and eligibility.
- The Academy will then assess your completed form to see the extent to which you have the qualities and expertise specified for the posts before it is passed to the selection panel for consideration.
- Shortlisted candidates will be informed by the Trust as soon as possible if they have been selected for interview. Candidates shortlisted for interview will be informed as soon as possible and interview times will be arranged at that point.
- At the time of the formal interviews, as a source of external validation as part of their due diligence checks on candidates, references will be sought.
- The Trust Board will make the final appointment. If you are successful, you will be notified by telephone as soon as possible and a letter of confirmation will follow. All unsuccessful interview candidates will also be advised of the outcome of the selection process.

### **Complaints**

The appointments process is the responsibility of the Chair of Trustees. In the event of any complaint, this should be directed to the Clerk to Trustees where it will be handled under the Trust complaints procedure.