

## Thinking Schools Academy Trust (the Trust)

### Overview of the Role of the Board, Chief Executive and Executive team

#### 1. Introduction

1.1. In order to support the effective operation of the Trust and the academies within the Trust (the **Group**) this document summarises the role and responsibilities of the Trust's board, its Chief Executive and Executive team.

1.2. The Board shall review bi-annually this document.

#### 2. The Board

2.1. The Board has overall responsibility for the Trust and delegates a number of responsibilities to its committees, officers and staff. In delegating its responsibilities to its committees, the Board expects members of its committees to possess the relevant skills; and that members appointed to the Board with such specialist skills are expected to sit on the relevant Committee. However, it retains the ultimate responsibility for all actions taken in the Trust's name.

2.2. The role of the Board is to set the overall aims and objectives of the Trust and to ensure that the organisation is meeting these and keeping within its legal and moral obligations. The Board is also responsible for ensuring the financial well-being of the Trust.

2.3. The functions of the Board are as follows:

##### Strategy and Policy

2.3.1. Setting the overall policy objectives of the Trust and agreeing any amendments to these. This is undertaken through the consideration and approval of a Business Plan proposed to the Board by the Chief Executive and the individual academy's strategies.

2.3.2. Approving major strategies.

2.3.3. Annually considering the Trust's responses to its regulators (e.g. DfE, EFA & OFSTED) requirements for regular returns as well as any investigations and reports prepared and published by such regulators.

##### Financial Management and Control

2.3.4. Approving the budget and cash flow forecast.

2.3.5. Approving long term financial forecasts (including the Business Plan).

- 2.3.6. Receiving and considering a regular report on the Trust's performance against key financial indicators and reviewing or agreeing any corrective action necessary.
- 2.3.7. Acting in relation to any serious under-performance or any danger to the Trust's financial security.
- 2.3.8. Entering into any significant risks outside delegated authority.
- 2.3.9. Ensuring the Trust's assets are protected including the maintenance of adequate insurance cover (or similar).
- 2.3.10. Agreeing authorised signatories for returns and submission to regulators.

#### Education

- 2.3.11. Monitoring performance against the Trust's education performance targets.
- 2.3.12. Agreeing policy for new schools and academies to join one of the Trust.

#### Borrowing

- 2.3.13. Agreeing a borrowing strategy and methods for raising funds.
- 2.3.14. Considering and approving specific loans and the terms and conditions attached to those loans.

#### Personnel

- 2.3.15. Setting salaries for the Executive team posts following review by the remuneration committee, and that the setting of salaries for all other posts, is delegated to the remuneration committee.
- 2.3.16. Approving material changes in the Trust's Executive team staffing structure.

#### Data Protection

- 2.3.17. Agreeing the appointment of the Data Protection Officer and reviewing annually the appropriateness of the DPO role and structure
- 2.3.18. Agreeing the Data Protection strategy and ensuring policies and procedures fit within this
- 2.3.19. Monitoring performance against Data Protection compliance, legal obligations and KPI targets

#### General Management

- 2.3.20. Creating or delegating authority to committees or other Board Member bodies.
- 2.3.21. Agreeing amendments to standing orders, delegated authority and authorised signatories for all bank accounts.
- 2.3.22. Appointment of solicitors, bankers and internal and external auditors.
- 2.3.23. Out of court settlement of legal claims by or against the Trust (other than items specifically delegated to staff).
- 2.3.24. Appointing or dismissing the members of the Executive Team.
- 2.3.25. Setting expenses policy for Board Members.

### **3. The Executive Team**

- 3.1. The Executive Team has corporate responsibility through the Chief Executive for the overall formulation and implementation of the Trust's policies and procedures.
- 3.2. The purpose of the Executive Team is to:
  - 3.2.1. assist the Chief Executive in the formulation and implementation of strategic policy initiatives which will advance the aims and objectives of the Trust;
  - 3.2.2. ensure that the policies set by the Board are put into practice efficiently and in a co-ordinated way;
  - 3.2.3. advise and report to the Board and committees in an accurate and co-ordinated way;
  - 3.2.4. identify and resolve inter-academy or inter-departmental problems;
  - 3.2.5. communicate effectively with staff, both to keep them informed of decisions and to obtain their contribution to decision making;
  - 3.2.6. ensure that the Trust's performance is monitored and that corrective action is taken (where within delegated authority) or recommended to the Board;
  - 3.2.7. develop annual plans (in accordance with guidelines approved by the Board) and programmes for the Trust's activities and to monitor their effectiveness and efficiency;
  - 3.2.8. provide leadership and support to second tier management;
  - 3.2.9. co-ordinate preparation of the agenda and papers for Board and committee meetings.

- 3.2.10. Maintain and monitor the risk register and work to minimise risks to the organisation.
- 3.3. The Executive Team comprises the following staff:
  - 3.3.1. Chief Executive;
  - 3.3.2. Chief Financial Officer;
  - 3.3.3. Directors of Education;
  - 3.3.4. Director of Service Delivery.
- 3.4. The Chief Executive chairs Executive Team meetings. In the Chief Executive's absence, meetings will be chaired by a member of the team nominated by the Chief Executive. Votes will not be taken at Executive Team meetings unless requested by the Chief Executive.
- 3.5. The Executive Team is a means by which the Chief Executive manages the Trust and seeks to gain agreement and/or commitment to decisions and recommendations. The Executive Team is empowered to determine its own working methods.
- 3.6. The Executive Team meets at least two-weekly and may meet more frequently if required by the Chief Executive. The Chief Executive will prepare the agenda but any Executive Team member has the right to put items on the agenda.
- 3.7. Decisions of the Executive Team within the parameters of existing policy may be implemented forthwith. Matters requiring new policies or major revisions to existing policy will be referred to the Board or relevant committee.
- 3.8. The boundaries of the Executive Team's responsibilities are as set by the Business Plan and other strategies which have been approved by the Board or relevant committee.
- 3.9. The Chief Executive will ensure that minutes are kept of all Executive Team meetings and that these are circulated to all Executive Team members, within one week of the relevant meeting.
- 3.10. For the efficient and effective management of the Trust, the Board has delegated certain powers to senior staff to make decisions (including financial commitments) within policies agreed by the Board or committees.
- 3.11. Authority to commit expenditure is defined in the Trust's Financial Regulations.

3.12. The Chief Executive or Executive Team is permitted to:

- 3.12.1. enter into contracts for:
  - revenue expenditure or the forgoing of income within budget or other limits set by the Board;
  - employment of staff within the agreed establishment and terms and conditions of employment;
- 3.12.2. sign all certifications required by the Trust's regulators (except for those which expressly require another signatory e.g. a Board Member);
- 3.12.3. take disciplinary action against staff in accordance with the Trust's procedures;
- 3.12.4. sign employment contracts within the agreed terms and conditions of employment;
- 3.12.5. agree for new schools and academies to join the Group within the policy approved by the Board and the objectives of the Business Plan.
- 3.12.6. within the objectives of the Business Plan agreed by the Board and the policies and procedures of the Trust, enter into non-contractually binding negotiations with any organisation or individual to undertake activities pursuant to those objectives;
- 3.12.7. enter into service level agreements with other bodies;
- 3.12.8. make formal representations to the auditors on behalf of the Trust;
- 3.12.9. sign collateral warranties;
- 3.12.10. sign building contracts of a contract sum of less than £200,000 on schemes approved by the Board (other building contracts also requiring the signature of a Board Member);
- 3.12.11. enter into leases and agreements to lease pursuant to the decisions of the Board (if not required to be executed as a Deed);
- 3.12.12. exercise the delegated authorities of the members of Executive Team in the absence of the post holder;
- 3.12.13. appoint consultants within the terms and procedures agreed by the Board.
- 3.12.14. Agree new data processors, data sharers in line with Data Protection legislation and agree additional risks as reviewed

in a Data Protection Risk Assessment