

Terms of Reference for the Executive Team

Hamwic Education Trust (the "Trust")

Statement of Intent

The Executive Team recognise the Trust ethos is built upon the creation of local communities of schools working together through the establishment of partnerships.

The Executive Team undertake to work with the Board of Directors, partnerships and Local Governing Bodies to protect, as far they are able and is within their control, this aspect of the Trust's ethos.

1 Introduction

The purpose of these terms of reference is to provide for the delegation of powers to the Chief Executive Officer and to provide narrative around the relationship between the Trust Board and the Executive Team with a view to ensuring effective leadership and governance.

The Board shall review this document annually.

The Scheme of Delegation and Terms of Reference provide clarity as to who are the decision makers for different levels of decisions.

The Trust's Executive Team is the executive management arm of the Trust, focusing on operations and the educational performance of the schools. They operate under the leadership and direction of the Chief Executive Officer. The Executive Team works directly with the staff in each school, the partnerships and the Local Governing Bodies to ensure that the required outcomes are achieved in accordance with the direction and vision of the Trust.

The Executive Team comprises of the CEO, the DCEO Business and the DCEO Education.

2 The Chief Executive Officer ("the CEO")

The Trust Board has appointed a CEO whose role is to provide professional leadership, strategic management and direction for the Trust and its schools.

The CEO reports to the Trust Board and shall comply with any reasonable direction by the Trust Board when acting on the Trust's behalf.

Broadly, the CEO is responsible for:

- the internal organisation, management and control of the Trust
- advising on and implementing the Trust's strategic framework
- the implementation of all policies approved by the Trust Board and
- any further item identified for the Executive Team under the Scheme of Delegation subject to any restrictions made by the Trust Board.

The CEO will formulate aims, objectives, policies and targets for the Trust Board to consider, and will report to the Trust Board on progress at each meeting.

The CEO is permitted to:

- enter into contracts for:
 - revenue or capital expenditure or the forgoing of income within budget or other limits set by the Board and as detailed in the Trust's Financial Handbook
 - employment of staff within the agreed establishment and terms and conditions of employment
- sign all certifications required by the Trust's regulators (except for those which expressly require another signatory e.g. a Board Member)
- take disciplinary action against staff in accordance with the Trust's procedures
- sign employment contracts within the agreed terms and conditions of employment
- agree for new schools and schools to join the Trust within the policy approved by the Board and the objectives of the Business Plan
- 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
- enter into service level agreements with other bodies
- make formal representations to the auditors on behalf of the Trust
- sign collateral warranties
- enter into leases and agreements to lease pursuant to the decisions of the Board (if not required to be executed as a Deed);
- exercise the delegated authorities of the members of Executive Team in the absence of the post holder;
- appoint consultants within the terms and procedures agreed by the Board.

3 The Executive Team

The Executive Team has corporate responsibility through the CEO for the overall formulation and implementation of the Trust's policies and procedures.

The purpose of the Executive Team is to:

- assist the CEO in the formulation and implementation of strategic policy initiatives which will advance the aims and objectives of the Trust

- ensure that the policies set by the Board are put into practice efficiently and in a co-ordinated way
- advise and report to the Board and committees in an accurate and co-ordinated way
- identify and resolve inter-school or inter-departmental problems
- communicate effectively with staff, both to keep them informed of decisions and to obtain their contribution to decision making
- ensure that the Trust's performance is monitored and that corrective action is taken (where within delegated authority) or recommended to the Board
- 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
- provide leadership and support to second tier management
- co-ordinate preparation of the agenda and papers for Board and committee meetings
- Identify risk associated with the strategic and operational activities of the Trust and inform and advise the directors accordingly

The CEO chairs Executive Team meetings. In the CEO's absence, meetings will be chaired by a member of the Team nominated by the CEO. Votes will not be taken at Executive Team meetings unless requested by the CEO.

The Executive Team is a means by which the CEO 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.

The Executive Team meets at least two-weekly and may meet more frequently if required by the CEO. The CEO will prepare the agenda but any Executive Team member has the right to put items on the agenda.

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.

The CEO 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.

The CEO may delegate such functions across the Executive Team as he or she may reasonably consider appropriate.

4 **The Accounting Officer**

The CEO shall have the role of Accounting Officer as set out in the academies financial handbook (**the Handbook**).

The role includes ensuring high standards of probity in the managements of public funds and in particular:

- **value for money** – this is about achieving the best possible educational outcomes through the economic, efficient and effective use of resources
- **regularity** – dealing with all items of income and expenditure in accordance with legislation, the terms of funding agreement and the Handbook, and compliance with the trust's internal procedures
- **propriety** – the requirement that expenditure and receipts should be dealt with in accordance with Parliament's intentions and the principles of parliamentary control – this covers standards of conduct, behaviour and corporate governance

Included in the responsibilities of the Accounting Officer is a duty to take appropriate action if the Trust Board (or a Local Governing Body) or the Chairman of the Trust Board is contemplating a course of action that the Accounting Officer considers would infringe the requirements of propriety or regularity (including the provisions of the Funding Agreement or other documents setting out the financial duties of the Trust Board or of any other rules governing the conduct of the Trust Board), or would not represent prudent or economic administration, or the efficient or effective discharge of the Trust Board's functions.

The Accounting Officer may delegate or appoint others, to assist in carrying out these functions.

5 **Matters reserved to the Trust Board**

Matters which are expressly reserved to the Trust Board are set out in Annex 1 of the 'Terms of Reference for the Academy Trust Board of Directors' or as otherwise specified in the Scheme of Delegation or as otherwise specified by the Trust Board.

In determining the division of roles between the Trust Board and the CEO (and the wider Executive Team), the Trust Board will have regard to the following principles:

- non-executive powers must be exercised by the Directors personally and may not be delegated
- except when it is impracticable to do so, executive powers should be delegated to the CEO, who may authorise further delegation and
- every act of delegation is only a delegation of powers and does not relieve the Directors of responsibility.

6 Reporting to the Trust Board

The CEO is responsible for the matters delegated to him or her by the Trust Board but the Trust Board retains responsibility for all strategic decisions in relation to the Trust, which the CEO will ensure are considered by the Trust Board.

In order to assist the Trust Board to safeguard and apply the Trust's assets in the most effective manner, the CEO will ensure that any significant or material matter that arises in the course of the Trust's operations is reported to the Trust Board, including in particular:

- special risk management issues, including insurance limits
- the avoidance of wrongful or fraudulent trading
- any correspondence from a regulator of a negative nature
- matters which are fall within the Charity Commission's definition of 'serious incidents' which require a report to the ESFA
- any matters which require referral to the Trust Board under the scheme of delegation of financial powers
- the acquisition and disposal of assets or liabilities with a value in excess of 5% of the Trust's net assets or income
- investments and capital projects which are material in the context of the Trust's net assets or income and
- contracts which are not in the ordinary course of the Trust's operations.

The CEO (or a member of the Executive Team in his or her absence) shall:

- provide a report to the Trust Board in writing and
- attend the Trust Board meeting to discuss the report, other relevant issues and answer questions.

The CEO shall maintain regular contact with the Chairman of the Trust Board between Trust Board meetings and share all relevant information with them concerning the welfare and good reputation of the Trust, the schools and their communities.

7 The relationship between the Trust Board and the CEO

It is the role of the Trust Board to act as a critical friend to the CEO. The relationship between the Trust Board and the CEO should be one of mutual trust, confidence and candour if the Trust is to succeed.

The Trust Board will support and oversee the work of the CEO and hold them accountable for the authority that is delegated to them and how they exercise it. The Trust Board will not without good cause and consultation (where practicable) interfere in the exercise of the CEO's executive powers and in particular, the role of the CEO in overseeing its work.

The Trust Board must ask the CEO questions that ought to be asked and to satisfy themselves that the Trust is being properly conducted. The CEO must give the Trust Board enough information to ensure they are fulfilling their duties properly and expeditiously.

The Trust Board must fully consider any views and proposals relating to any matter within the non-executive powers of the Trust Board which may be submitted to them by the CEO or another member of the Executive Team.

When exercising his professional judgement, the CEO acts not only as the chief executive officer of the Trust but as an advisor to the Trust Board. Accordingly, the Trust Board should follow the CEO's advice unless they have good reason not to do so.

The Directors are entitled to trust the CEO and the wider Executive Team until there is reason to distrust them. However, the Trust Board should exercise reasonable supervision and ask questions that ought to be asked.

Any issues surrounding the performance of the CEO should be raised directly with the Chairman of the Trust Board, and likewise, any concerns the CEO has over the Trust Board or one of its members should be raised with the Chairman (or the Vice-Chairman in the case of the Chairman).

8 Appraisal

The CEO's performance is appraised annually by the Human Resources Committee under its terms of reference.

The Human Resources Committee shall ordinarily consult with the Executive Team in relation to the performance of the CEO before the appraisal takes place.