



ROLE DESCRIPTION AND PERSON SPECIFICATION

CHAIR OF THE BOARD OF TRUSTEES

Role description and person specification for the Chair of the Board of Trustees within Mowbray Education Trust

Trustee Board

Trustees are both Trustees of the charity and Directors of the Mowbray Education Trust Ltd., a 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. They are known collectively as the Board of Trustees. The Board should appoint a Chair. The focus of the procedure for appointing a Chair and Deputy Chair from among the existing members of the Board, should be on appointing someone with the skills for the role, not just the willingness to serve. It is possible to appoint more than one person to share the role of Chair, or similarly the role of Deputy Chair, if the Board believes this is necessary and in the best interests of the Trust. The Board would need to ensure that any role-sharing arrangement does not lead to a loss of clarity in its leadership.

Succession planning arrangements should be in place so that any change in the Chair does not impede the Board's effectiveness. Although the Governance Handbook (DfE) does not place any restrictions on this, Boards should consider carefully how many times they re-elect their Chair to a new term of office. In some circumstances, a change of Chair may be necessary for the Board to remain invigorated and forward looking.

The law does not prevent a Board from advertising and appointing a highly skilled Chair from outside its Board where current Trustees do not wish to be appointed to the position. The successful candidate would need to be appointed to a vacant position on the Board prior to being elected as Chair, in accordance with the regulations.

Duties of the Chair as a Trustee

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

The Chair of the Board of Trustees is required to fulfil all of the duties required of a Trustee, in addition to performing specific duties relating to their office. The role description and person specification for a Trustee has been outlined in a separate document as have the terms of reference for the MET Board of Trustees.

Prospective candidates for the role of Chair, must read the following role description pertaining to their specific office, in conjunction with the two other documents referenced above, in order to fully understand the context and scope of the Chair's role.

Primary objective of the role of Chair of Trustees

The Chair, with support from the Deputy Chair, is responsible for ensuring the effective functioning of the Board and has a vital role in setting the highest of expectations for professional standards of governance. It is the Chair's role to give the Board clear leadership and direction, keeping it focused on its core functions. The 6 features of effective governance are highlighted in the Governance Handbook (DfE) and these include:

- strategic leadership that sets and champions vision, ethos and strategy
- accountability that drives up educational standards and financial performance
- people with the right skills, experience, qualities and capacity
- structures that reinforce clearly defined roles and responsibilities
- compliance with statutory and contractual requirements
- evaluation of governance to monitor and improve its quality and impact.

A Chair should encourage the Board to work together as an effective team, building their skills, knowledge and experience. They need to ensure that everyone is actively contributing relevant skills and experience, participating constructively in meetings, and actively involved in the work of any committees.

It is their role to ensure everyone understands what is expected of them and receives appropriate induction, training and development. The Chair should have honest conversations, as necessary, if anyone appears not to be committed or is ineffective in their role. The Chair must not exercise, as an individual, any of the functions of the Board except where this has been sanctioned by the Board or is outlined in the Scheme of Delegation.

A Chair is permitted to act in cases of urgency where a delay in exercising the function would be likely to be seriously detrimental to the interests of the Trust, any of its schools and settings, a pupil, parent or member of staff, providing the Board has formally delegated this responsibility to the Chair and continues to review this decision.

Specific expectations of the Chair with regards to the Governance Competency Framework

MET seeks to abide by the 16 competencies of the Governance Competency Framework (DfE). The competencies expand on the Governance Handbook's 6 features of effective governance. The Governance Competency Framework can be viewed in Appendix 1 of this document.

These are the expectations of a Chair in terms of their knowledge and skills, in ensuring the Board delivers on the above.

Strategic Leadership: Setting direction

Knowledge:

- national and regional educational priorities and the implications of these for the Board and the organisation
- leadership and management processes and tools that support organisational change

Skills and effective behaviours:

- thinks strategically about the future direction of the organisation and identifies the steps needed to achieve goals.
- leads the Board and executive leaders in ensuring operational decisions contribute to strategic priorities
- adopts and strategically leads a systematic approach to change management, that is clear, manageable and timely
- provides effective leadership of organisational change even when this is difficult

Strategic Leadership: Culture, values and ethos

Skills and effective behaviours:

- is able to recognise when the Board or an individual member is not behaving as expected and take appropriate action to address this
- leads Board meetings in a way which embodies the culture, values and ethos of the organisation

Strategic Leadership: Decision-making

Skills and effective behaviours:

- ensures the Board understands the scope of issues in question and is clear about decisions they need to make
- summarises the position in order to support the Board to reach consensus where there are diverging views
- ensures that different perspectives, viewpoints and dissenting voices are properly taken into account and recorded

- facilitates decision-making even if difficult and manages the expectations of executive leaders when doing so
- recognises the limits of any discretionary Chair's powers and uses them under due guidance and consideration and with a view to limiting such use
- ensures the Board seeks guidance from executive leaders or others in the senior leadership team and from the Company Secretary & Clerk to Board before the Board commits to significant or controversial courses of action

Strategic Leadership: Collaborative working with stakeholders and partners

Knowledge:

- the links that the organisation needs to make with the wider community
- the impact and influence that a leader in the community has particularly on educational issues

Skills and effective behaviours:

- communicates clearly with colleagues, parents and carers, partners and other agencies and checks that their message has been heard and understood
- consider how to tailor their communications style - to build rapport and confidence with stakeholders
- is proactive in seeking and maximising opportunities for partnership working where conducive to achieving the agreed strategic goals
- is proactive in sharing good practice and lessons learned where these can benefit others and the organisation
- demonstrates how stakeholder concerns and questions have shaped Board discussions if not necessarily the final decision
- when appropriate, seeks external professional advice, knowing where this advice is available from and how to go about requesting it

Strategic Leadership: Risk management

Skills and effective behaviours:

- leads the Board and challenges leaders appropriately in setting risk appetite and tolerance
- ensures that the Board has sight of, and understands, organisational risks and undertakes scrutiny of risk management plans
- leads by example to avoid, declare and manage conflicts of interest
- knows when the Board needs external expert advice on risk management

Accountability for educational standards and financial performance: educational improvement

Skills and effective behaviours:

- works with the Clerk, to ensure the right data is provided by executive leaders, which is accessible to board and open to scrutiny
- promotes the importance of data interrogation to hold executive leaders to account

Accountability for educational standards and financial performance: Financial frameworks and accountability

Skills and effective behaviours:

- ensures the Board holds executive leaders to account for financial and business management, as much as educational outcomes
- leads the Board to identify when specialist skills and experience in audit, fraud or human resources is required either to undertake a specific task or more regularly to lead committees of the Board

Accountability for educational standards and financial performance: staffing and performance management

Knowledge

- the process and documentation needed to make decisions related to leadership appraisal

Skills and effective behaviours

- is confident and prepared in undertaking leadership appraisal
- is able to explain to the Board their proposals on leadership pay awards for approval

Accountability for educational standards and financial performance: External accountability

Skills and effective behaviours:

- is confident in providing strategic leadership to the Board during periods of scrutiny
- ensures the Board is aware of, and prepared for, formal external scrutiny

People: Building and effective team

Knowledge:

- the importance of succession planning to the ongoing effectiveness of both the Board and the organisation

Skills and effective behaviours:

- ensure that everyone understands why they have been recruited and what role they play in the governance structure
- ensures new people are helped to understand their non-executive leadership role, the role of the Board and the vision and strategy of the organisation enabling them to make a full contribution
- sets high expectations for conduct and behaviour for all those in governance and is an exemplary role model in demonstrating these
- creates an atmosphere of open, honest discussion where it is safe to constructively challenge conventional wisdom
- creates a sense of inclusiveness where each member understands their individual contribution to the collective work of the Board
- promotes and fosters a supportive working relationship between the: Board, Clerk, executive leaders, staff of the organisation and external stakeholders
- identifies and cultivates leadership within the Board
- recognises individual and group achievements, not just in relation to the Board but in the wider organisation
- takes a strategic view of the skills that the Board needs, identifies gaps and takes action to ensure these are filled
- develop the competence of the Deputy Chair to act as Chair should the need arise.
- builds a close, open and supportive working relationship with the Deputy Chair which respects the differences in their roles
- values the importance of the Clerk and their assistance in the coordination of leadership and governance requirements of the organisation
- listens to the Clerk and takes direction from them on issues of compliance and other matters

Structures: Roles and responsibilities

Knowledge:

- the importance of their non-executive leadership role, not just in their current position but in terms of their contribution to local and, where appropriate, national educational improvement priorities

Skills and effective behaviours

- lead discussions and decisions about what functions to delegate

Compliance: Statutory and contractual requirements

Skills and effective behaviours:

- sets sufficiently high expectations of the Clerk, as applicable, ensuring the Board is compliant with the regulatory framework for governance and, where appropriate, Charity and Company Law
- ensures the Board receives appropriate training or development where required on issues of compliance

Evaluation: Managing self-review and development

Skills and effective behaviours:

- actively invites feedback on their own performance as Chair
- puts the needs of the Board and organisation ahead of their own personal ambition and is willing to step down or move on at the appropriate time

Evaluation: Managing and developing the Board's effectiveness

Knowledge:

- different leadership styles and applies these appropriately to enhance their personal effectiveness

Skills and effective behaviours:

- sets challenging development goals and works effectively with the Board to meet them
- leads performance review of the Board and its committees and other constituted governance structures
- undertakes open and honest conversations with Trustees about their performance and development needs, and if appropriate, commitment or tenure
- recognises and develops talent in Trustees and ensures they are provided with opportunities to realise their potential
- creates a culture in which Trustees are encouraged to take ownership of their own development
- promotes and facilitates coaching, development, mentoring and support for all Trustees
- is open to providing peer support to other Chairs and takes opportunities to share good practice and learning

Practical matters and responsibilities

The Chair must attend all meetings of the Board, or on occasions when this is not feasible, they must delegate the responsibility to the Deputy Chair and brief them beforehand, where appropriate.

The Chair jointly line manages the Company Secretary & Clerk to Board with the CEO. This is a responsibility which is delegated by the Board and should be reviewed annually. Meetings are virtual, face to face or conducted by phone, as the Clerk is home-based in the main.

The Chair meets with the CEO once a fortnight to discuss matters arising. This is a supportive meeting, but also provides challenge to the CEO.

The Chair meets the Chief Financial Officer in person, or virtually, on a monthly basis to discuss the Trust's finances.

The Chair, CEO and Company Secretary & Clerk to Board meet as required, face to face or virtually, to discuss and action plan on governance-related matters.

Constituted meeting commitments

The Chair is required to attend meetings of the Board of Trustees. These take place 4 times during an academic year, with an additional strategic planning meeting calendared.

This is not representative of the full commitment to chairing, which has been outlined above. The Board also reserves the right to convene additional or extraordinary Board meetings, should urgent opportunities or critical matters arise.

Commitment to the role

Prospective Chairs are encouraged to speak to the existing/outgoing Chair, Deputy Chair and the CEO before submitting a statement of interest, to establish whether they have time at their disposal to fulfil this important role for MET.

Candidates are also encouraged to read the findings of the National Governance Association's research exercise called *Time to Chair? Exploring the time commitments of multi-academy trusts* (Jan 2020).

Tenure

The Chair is appointed on an annual basis. It is common practice across the sector for Chairs to remain in post for 3-4 consecutive years, where the Board has formally mandated that their tenure be extended for a further year.

Source: This document has been mapped to the Governance Handbook and the Governance Competency Framework, as well as the Academies Financial handbook and the National Governance Association's document *The Chair's Handbook*. Prior to writing, extensive research was conducted into Chair of the Board of Trustee role descriptions from across the education governance sector.

Document author: Company Secretary & Clerk to Board

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