

# *Guide to Recruiting* to Multi-Academy trust Boards

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 Academy  
Ambassadors

Building better trust boards

# Introduction

**Great boards build, grow and sustain great academy trusts. The support they provide and the accountability they demand from trusts are central to enabling strong outcomes and ensuring good governance and public trust.**

This guide is for academy trusts – particularly growing multi academy trusts that want to attract and recruit new independent non-executive directors or trustees to their boards from business and the professions. It has been put together by [Academy Ambassadors](#) – a not-for-profit programme funded by the Department for Education that has helped trusts to fill over 500 board roles. Academy Ambassadors is part of the New Schools Network Charity.

***Recruiting non-executives to the board is just as important as recruiting the right senior staff in the trust and its academies.***

The need or desire to recruit can happen at any time or stage in an academy trust’s development and is likely to have been driven by one or more triggers, such as: significant change is planned or underway and new skills are needed on the board; a skills audit or board review has identified new / additional skills or capacity is required; a review of the governance structure of the trust has led to a restructure of the board; a vacancy arises leaving a gap in skills at board level.

This guide provides practical advice on planning and running an effective recruitment process and is appropriate for use by both established academy trusts recruiting to strengthen and add capacity to their board, and by newly forming trusts looking to create their new trust board as they seek Department for Education approval to set up.

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***“Academy Ambassadors is an invaluable resource for new and growing trusts.”***

**SIR ROGER FRY, CHAIR, KING’S GROUP ACADEMIES**

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# Getting Started

## Agree who is responsible for the process

It should normally be the chair of the board or a lead member<sup>1</sup> – not the executive principal or chief executive (CEO) - who oversees the process, supported by a clerk or company secretary.

When recruiting a new trustee or non-executive director a short-lived informal search committee, often termed a recruitment panel, can be helpful to open up the process. The panel would typically include the chair of your board or the lead member, a 2nd member of your trust, a trustee of your board with HR expertise and sometimes an independent expert with a strong reputation for independence and rigour.

The chief executive or executive principal should have some input to the process – many trusts choose to have them as part of the recruitment panel to have an initial informal conversation with and to show potential new non-executives / trustees around the academies, and some CEOs feed into the shortlisting and/or interview process with feedback, for example on the candidates' skills in handling executive / non-executive relationships.

If you are a newly forming trust you may not yet have a trust board to lead on the recruitment. It is however likely that you would have a steering board or project board that is driving the new trust development and therefore your recruitment panel could be selected from this group. Depending on the skills available within your steering board you may wish to bring in an independent expert to support or lead the process.

## Define your ambitions and challenges

Recruiting to the Board is often an opportunity to take stock – don't assume you just need 'a new non-executive to fill a gap', reflect on your trust's strategy and how the current board supports and enables the development of the trust and its academies. Answer yes to any of the following and you may want to pause and commission an independent review of governance or have a board health-check:

- Is the trust on the cusp of change – growth, ethos, structure or locality?
- Are there problems of trust and credibility with any key partners: the DfE, Regional Schools Commissioners, EFA, parents, local community?
- Has the performance of any academies been unexpectedly low or apparently 'held back' by local circumstances?
- Is the chair likely to move on in the next 1-2 years?

**For existing academy trusts:** The National Governors' Association (NGA) routinely delivers full external reviews of governance and health checks to academies as part of its Training and Consultancy programme. See [www.nga.org.uk/training](http://www.nga.org.uk/training). Alternatively, a number of independent organisations, including legal firms, offer governance reviews. In some cases the [Regional Schools Commissioner](#) or [Academy Ambassadors](#) can provide a light-touch pre-recruitment diagnostic review.

<sup>1</sup> Refer to the trust's articles of association which should set out who appoints the trustees/non-executive directors. In the majority of cases the members are responsible for appointing the majority of trustees/non-executive directors; it is therefore sensible for the recruitment process to be led by a member or the chair who is often also a member.

## Getting started (continued)

**For newly forming multi academy trusts:** it is important to consider carefully the mix of trustees you will bring together to form the new trust board – both for continuity and connection to the academies forming the new trust, but also to ensure fresh challenge and independence is available on the board, always being mindful of the skills needed. A useful document is the [Multi Academy Trusts – Good Practice Guide](#) which helps set out design principles for academy trusts, including those establishing new trusts and existing trusts planning to grow.

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*“I started working with Academy Ambassadors because I am ever more convinced that business education engagement needs to happen right at the top – at board level.”*

SIR DAVID CARTER, NATIONAL SCHOOLS COMMISSIONER

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## Define what is important to drive the trust forward

Boards should carry out regular audits of the skills they possess in the light of the skills and competences they need, taking account of the context for their academy trust and the department’s [A Competency Framework for Governors](#), and they should actively seek to address any gaps they identify – through either recruitment or training.

- Be ambitious
- Where do you want to be in 3-5 years’ time? And what skills and expertise do you need on the board to take you there?
- What skills and experience will help overcome likely challenges?
- Be honest about capability: you may have financial skills but are they at the right level? / is your board operating as effectively as it should? This checklist on board capability is a useful quick assessment tool. Alternatively you could use a more in-depth skills audit too such as provided by the [National Governors Association](#) (NGA), or use the all party parliamentary group’s [Twenty-one Questions for Multi Academy Trust Boards](#).
- Look forward - do you need specific business growth, change management or building development experience? And think succession planning for the board - not just the executives - is the chair likely to move on in the next 1-2 years?
- Look back - which area does the CEO get least challenge from the board on?
- Check - do you need to add people or slim and refresh the board? 81% of higher-performing sponsors have 9 or fewer board members - (refer to findings within the [DfE ‘What Does Good Look Like’ report](#))
- Is your board suitably **diverse**, not only in its skills, but also in its spectrum of demographic attributes, characteristics and thinking?

*Getting started (continued)*

## Clarify who makes appointments and how many new non-executives you want

Your articles of association should say how your members and non-executive directors/trustees are to be appointed: - how many non-executives / trustees the members can appoint, how many (if any) are appointed by the trust board or elected, how many must be appointed by a foundation or sponsor body and who makes final decisions on appointments. If your trust is a faith-based organisation it is very likely there will be additional constraints on who you can recruit and how which will have been agreed with your local Diocese or other appropriate body at the outset.

As set out in the [Academies Financial Handbook](#) and the [Governors Handbook](#), the DfE sets very few restrictions relating to the constitution of the board of directors/trustees of trusts into which it is prepared to enter a funding agreement. Each trust has its own rules specified in its articles of association on size and make-up of trust boards, however most trusts are moving towards what's now widely regarded by the DfE and others as best-practice:

**For members:** usually five members, three as the minimum – an odd number is recommended to allow effective decision making, however an even number is often required where a trust includes faith and non-faith academies to ensure the right balance on the board. These members should include people with educational and business/commercial experience, usually one member with a connection to the local community, and have the expertise to effectively hold trustees to account. With that in mind employees must not be members of the trust, this includes the executive principal / headteacher. In addition, only 19.9% of members can be LA associated.

**Non-executives / trustees:** there should be between six and ten-twelve trustees with clear separation between members and trustees to allow for robust challenge and accountability. It is permissible for members to also act as trustees, but the majority should not sit on both groups. LA influenced individuals must make up no more than 19.9% of trustees and the total number of trustees who are employed by the trust cannot exceed 1/3rd with a preference by the DfE that it is only the CEO / Executive Principal (Accounting Officer) that is a trustee on the board.

For members and trustees, it is advised that both groups should include at least one person, preferably two, not involved with the trust's or academies' previous / other activities to provide a measure of external challenge.

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*“We approached Academy Ambassadors to recruit three trustee directors with specific experience in HR, safeguarding, due diligence and strategy. We are now in the position, thanks to their help, of having a board of directors and support that would not be out of place for a listed company.”*

DAVID TAIT, CHAIR, THE BRIDGE TRUST

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*Getting started (continued)*

## Translate the challenge into the person specification

Some of the expertise the board needs can only be gained at sufficient calibre, depth and breadth by going out to businesses, the public sector, charities and the professions. Multi academy trusts are in the business of education, operating as a charity, often with large revenues, multiple site operations and significant numbers of employees; and as such are facing similar challenges to traditional charities and businesses operating at similar and larger scale. Recruiting non-executive directors / trustees with wider and broader business experiences brings benefits for the trust leaders and the academies through the breadth of support, challenge and scrutiny that they are able to impart as individuals and collectively with a board.

Translating your board's needs to the skills and expertise of people from a different sector can be hard: the following table suggests specific experience you may want to stipulate is required when you recruit.

<i>Area of Expertise</i>	<i>Skills and Experience</i>
Business	<p>MD, COO or CEO level in a commercial or charity business with revenues in excess of a value no less than you expect your trust to be in 5-10 years.</p> <p><b>Business growth:</b> managing business growth - commercial, retail or industry experience in growing a business, chain of businesses or franchises operating multiple sites, mergers and acquisitions.</p> <p><b>Head Office and organisational development:</b> creating, growing and managing a head office, including driving up business efficiency in central services; experience overseeing the establishment of a regional or cluster structure.</p> <p><b>Consolidation:</b> planning for consolidation or even downsizing including managing financial, personnel and reputational issues and consequences.</p> <p><b>Turnaround:</b> managing transformation, delivering sustained improvement, managing risk</p>
Governance	<p><b>Previous experience as chair:</b> experience of chairing a board, developing the people, process and committees of a board, holding colleagues to account and engaging fellow senior board members in change.</p> <p><b>Governance:</b> experience in leading rigorous, independent board structures that are both compliant and effective for the scale and complexity of the trust.</p> <p><b>Charity:</b> experience operating within a large charity / not-for-profit organisation.</p>

*Getting started (continued)*

<i>Area of Expertise</i>	<i>Skills and Experience</i>
HR / Organisation Development	<p><b>Personnel:</b> skills to handle the personnel challenges of a large and growing staff body, including:</p> <ul style="list-style-type: none"> <li>• Reviewing the performance of multiple senior staff</li> <li>• Remuneration decision-making to set leadership salaries</li> <li>• HR expertise in leading / supporting significant strategic change and operational re-organisation</li> <li>• HR and legal expertise to handle grievance cases or where redundancies are planned</li> <li>• Recruitment skills to support growth, particularly in regions where recruitment is difficult</li> <li>• Succession planning where trustees or executive team is likely to retire or move on</li> <li>• Staff engagement and development</li> </ul>
Legal	<p><b>Senior legal practice:</b> larger trusts particularly look for legal skills at partner level and above where they are likely to have legal issues such as sponsorship of new schools, land acquisition, complex personnel cases, regulatory challenges, complex contractual management.</p>
Financial	<p><b>Financial management:</b> all trusts require independent scrutiny of financial planning and budgeting. Some trusts have specifically recruited people who have:</p> <ul style="list-style-type: none"> <li>• Rebuilt a balanced budget from a deficit position</li> <li>• Planned for sustainable growth, developing strategic financial plans</li> <li>• Had experience in overseeing budgets of a particular value – eg; no less than the trust expects in 5-10 years</li> <li>• Audit experience</li> <li>• Procurement expertise and efficiency change programmes and financial restructuring</li> <li>• Experience in bidding and securing grants</li> </ul>
IT / Estates / Asset Management	<p><b>Property and capital:</b> architectural experience, building and capital development, facilities management, managing large scale and/or disburse asset portfolios and/or change programmes.</p> <p><b>IT change programme:</b> transforming and improving IT provision, implementing shared service models, delivering efficiency programmes through procurement and MAT wide systems integration.</p>
Marketing / PR	<p><b>Communications, Marketing and PR:</b> skills to handle the stakeholder engagement challenges around large change, growth, reputational issues and improving parent and community engagement.</p>
Strategic Partnerships	<p><b>Developing Relationships:</b> where trusts are looking to strengthen and/or specifically develop new strategic sector / business relationships.</p>

# Running the Recruitment Process

## Drafting the role descriptions and recruitment adverts

As with any other recruitment high quality materials attract high quality candidates:

- Use and adapt existing templates to avoid spending time re-inventing materials – examples can be found on the [Academy Ambassadors website](#) and [here](#) you can access an on-line template that can be completed (usually by the Company Secretary, Clerk or chair) and approved by the recruiting committee / panel, that will take you through the key questions and help formulate a recruitment specification. Once submitted to Academy Ambassadors they will help you to develop a strong recruitment advert;
- Be very clear about the position: member, chair of board or committee, trustee, and keep adverts short with links to more detailed information as required;
- Be very clear about practical details – where and when will meetings be held, what is the time commitment members / trustees are expected to give beyond attending board meetings, will each member/trustee be expected to serve on a sub-committee, will they be expected to undertake visits to the academies?;
- Sell the role. Identify the opportunities and challenges facing the trust. Be honest and do not hide problems. If a school in your trust is in special measures be open about it, or if your trust is embarking upon key changes be clear about the challenges and rewards of doing something that makes a difference. Most high calibre business leaders thrive on challenge, set out the personal and professional benefits of being a member / trustee as well as outlining what you want from a member / trustee;
- Be clear about your vision and explain the ethos and values of the trust: senior executives making a decision to become a member / trustee need to know their time will be well spent and that they can buy into the ethos;
- Give links to your trust's website to enable interested candidates to find out more information about the trust and access published information.

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*“Having individuals with strong commercial skills at board level is crucial – and the importance grows when chains grow beyond 4-5 schools”*

(DFE REPORT ‘WHAT DOES A HIGH PERFORMING ACADEMY SPONSOR LOOK LIKE’, 2014).

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## *Running the Recruitment Process (continued)*

If required (although a strong and compliant trust website is often sufficient) a more comprehensive recruitment pack could be sent to interested candidates which could include:

- An overview of the trust – basic information on size, location, phase, type of schools;
- Core information and data on the individual academies – Ofsted summaries or an extract from the data dashboard and a prospectus or publicity materials/newsletters from your academies to give a sense of what life is like as a pupil and parent;
- A summary of the trust's governance structure, how it works, who are the current members / trustees, what new members / trustees can expect by way of commitment, induction and training and links to the trust's key governance documents (articles of association, funding agreements etc.) and to the published key documents such as the [Academies Financial Handbook](#), the [Governors Handbook](#) and [The 7 Principles of Public Life](#);
- A more in depth role and person specification; and
- An overview of the appointment process and time-line including clear instructions on how to apply/express an interest and date for interviews.

Widening the field of potential applicants is essential if you want to recruit the highest calibre people to your board. Consider where to advertise – locally, nationally, sector networks etc. [Academy Ambassadors](#) offers a free service to multi academy trusts and uses a network of business leaders, major employers and partners as well as social media and executive search agencies to attract senior level professionals to academy trust boards. Academy Ambassadors only provides a service to multi-academy trusts, other partners such as [Inspiring Governance](#) offer a service for single academy trusts and local governing bodies, or specialist commercial recruitment agencies will help you find talent and advise on the process – but it is your process. To get the best from an external organisation be clear about what you want from them.

To recruit educational expertise to the board many trusts talk to [National or Local Leaders of Education](#), [National Leaders of Governance](#) and their local [Regional Schools Commissioners office](#).

## Stage 1: Be clear about the timing of the advertisements, shortling, interviews and school visits

When recruiting business professionals, it is helpful to set out a clear timeline and process for potential candidates. The calibre of individuals you are looking to attract will very likely be employed and will have a well-structured schedule; they will be keen to have an initial discussion or meeting to understand more about the requirements and meet with key individuals from your trust to ensure that they can contribute their time in a worthwhile way. Therefore, being clear on the stages of the process, key dates and start date for the role will be important.

## *Running the Recruitment Process (continued)*

### Stage 2: Expression of interest and sifting

As a first stage, asking for a CV and one-page expression of interest should be sufficient: don't force potential recruits to go through the extra bureaucracy of additional forms.

Using your recruitment specification, the recruitment panel should agree the key criteria that you will evaluate candidates on. This will be especially useful if there is high interest in your trust or if you are looking to appoint a number of new non-executives / trustees at the same time and hence need to create new strength from across a group of people.

When sifting candidates never include someone on the shortlist to fill space: they are volunteers and it is unfair to waste their time.

Similarly, ensure that those you do include, meet the required eligibility criteria within your articles of association.

### Stage 3: Informal meeting

A first, informal discussion is usually best to allow them to ask you questions and for you to gauge their interest and fit.

#### Some questions and issue to think about:

1

Who is best placed to have the first conversation? This would usually be the chair or a senior trustee/non-executive director, but you could also involve the CEO or Executive Principal who can show candidates around the academies. Meeting face-to-face is always preferable to a telephone conversation. Holding it at an academy, allows candidates to meet pupils and staff and can help to bring the role to life - showing what you do and why it matters.

2

Set a clear timetable and stick to it: you should commit to sending holding responses to potential trustees within 24 hours, shortlist/meet potentials within 2 weeks of closing date.

3

Be clear about expectations now. Don't downplay the commitment just to attract a candidate: you are looking for someone to commit to the organisation over the long term.

4

Brief candidates on the basics about structure, issues, **personal liability**.

5

Be clear about your ethos and values – candidates with a good understanding of these and who are in sympathy with them will be better placed to support you when facing the difficult decisions.

6

If they are unsure about the role or expectations, consider inviting them to a board meeting, if one is within the timeline, as an observer. They should sign a non-disclosure agreement.

## Running the Recruitment Process (continued)

7

Have a clear process for how information learnt during this stage is fed into a final shortlist / interview stage for evaluation of candidates.

8

This is a useful stage to discuss and explore any potential conflicts of interest that the candidate would need to disclose if appointed, to ensure the candidates are aware of the public duty and that of the trust's.

## Stage 4: Interview and appointment decision

A formal interview involving three or four people from the recruitment panel (usually at least one member, the chair (who will also often be a member), possibly another non-executive or external person) is essential to check that they share your values and that you are both clear what they would bring to the trust. A fair interview process also helps ensure that the decision holds up, should it ever come under scrutiny, and is important to public trust.

A non-executive / trustee interview is not a technical examination of their knowledge. It is an opportunity for you to test their commitment to the trust and that the skills they have will be complementary to those of your existing trustees. Your questions should be designed to draw this information out. [See an example from another trust here.](#)

You should also seek and take up references as part of the selection process. This can be pre-interview or post appointment decision.

## Stage 5: Appointing to the board

Once you have decided who you want to be your new board member(s) you need to appoint them in line with your articles of association. You will have established this at the outset but a proper record needs to be made of the appointment. A formal letter should be sent to your new board member(s) confirming their appointment, who they have been appointed by and their term of office.

Those not appointed will expect to be informed and to receive honest, constructive, timely, feedback before the outcome is made public.

New board members should complete relevant paperwork for Companies House and undertake a Disclosure & Barring Service (DBS) check. It is usually the Company Secretary or Clerk that would arrange this, along with ensuring that appropriate updates are recorded with the Education and Skills Funding Agency and that the statutory information is gathered (such as register of interests) and published on the trust's website.

Finally, the new board appointment(s) can be an opportunity to tell others about how the trust is improving – most trusts will announce the appointment to heads and principals, in school newsletters and inform their Regional Schools Commissioner or other local partners.

After appointment, all new members / trustees need a thorough introduction to key personnel, a full induction to the trust and its academies and – particularly chairs, access to a network of outstanding people in other trusts to encourage best-practice sharing and collaboration. Where members/trustees are new to academy governance it is advisable to identify appropriate training for them. More about the induction process can be found on the [Academy Ambassadors](#) website.

*Running the Recruitment Process (continued)*

## When you need to recruit a chair for the board

In many academy trusts, when a chair steps down from the role the appointment of a new chair for the board will have been planned in advance through trustee development and succession planning.

Where succession planning has not been possible, or often for a new academy trust in its formation stage, an academy trust may need to look to a formal recruitment approach to attract and identify a new chair for the board.

Recruiting for a chair for the trust board can be handled in much the same way as recruiting for a trustee. However, you should be mindful of how your articles of association set out the appointment of the chair as this is typically worded 'The Trustees shall elect a chairman from among their number', and as such means that you would need to recruit and appoint a non-executive / trustee through the trustee recruitment and appointment process for your trust and then for that new trustee / non-executive to stand for election as chair by the board of trustees.

The key differences you might adopt when the trustee recruitment process needs to attract candidates willing to stand for the role of chair either immediately upon taking up a trustee / non-executive role or with a view to taking on the role through succession planning in say 6-18 months, would be:

- To allow more time for the recruitment process in order to reach wider networks of potential candidates and potentially engage specific headhunting or high calibre trustee / non-executive recruitment services;
- Depending on the situation with the incumbent chair for your trust, it may not be appropriate for them to be involved in the recruitment panel. If this is the case it is often valuable to bring in an experienced multi academy trust chair to support your selection approach;
- Candidates open to being considered for future chair roles, especially where they have not been a chair or taken a key role in a multi academy trust board before, will very likely be looking for a higher degree of pre-recruitment engagement with the trust, such as more face to face time with representatives of the trust, to sit in an observe a board meeting, to meet other multi academy trust chairs to understand more about the role, or to meet with key stakeholders such as the Regional Schools Commissioner. This level of due diligence on their part should be welcomed and time allowed.
- Consider engaging with external recruitment support for the trust to guide and support you through the process, help you to reach out to wider networks and candidates, and provide your recruitment panel with an external perspective to the recruitment. Many multi academy trusts have accessed the specific tailored chair recruitment services offered by [Academy Ambassadors](#).

*In a survey of 101 trusts<sup>1</sup>, 97% of those that had used Academy Ambassadors said that they would use the service again. Most trusts return to Academy Ambassadors because of the quality and the differentiated skillset of the candidates.*

(DFE REPORT 'WHAT DOES A HIGH PERFORMING ACADEMY SPONSOR LOOK LIKE', 2014).

1 Parthenon-EY survey of academy trusts, Jan 2017.

# Academy Ambassadors

Building better trust boards

*Find out more:*

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# *Appendices*

**Appendix 1:** Example role description - non-executive / trustee / chair

**Appendix 2:** Recruiting to the board typical timeline

**Appendix 3:** Potential member / trustee candidate interview

## Appendix 1

# Example Role Descriptions

Below are a couple of examples, set out in a fairly simple style, of role descriptions for a non-executive / trustee and the chair of a multi academy trust, which you can use to tailor to your trust's own needs.

## Non-executive / Trustee

Trustees of an academy trust are both trustees of the trust as a charity and directors of the trust as 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, regardless of what they are called. They are known collectively as the trustee board.

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

Non-executive directors work in partnership with the chair of directors, other directors and the trust's leadership team to provide clarity clear vision, mission and strategic direction for the trust to:

- contribute to the development of the trust's future strategic goals, ensuring that the best interests of pupils and local communities are always top of the agenda and that they are fully engaged throughout this period of change for the trust;
- ensure the highest standards of educational provision across all academies within the trust, and that the leaders of the trust and all academies are held to account to deliver outstanding outcomes for pupils;
- ensure the highest levels of transparency, audit, governance and accountability in the education, corporate and financial affairs of the trust;
- provide strategic leadership and direction to the trust through oversight of and contribution to key strategy documents as well as by setting the strategic priorities;
- have an awareness and understanding of the national policy context and of local needs for education;
- develop and review the trust's internal controls and an audit regime to ensure that these identify the risks and opportunities to enable the trust to be sustainable and relevant for all of the stakeholders;
- work with other directors in a supportive, helpful and constructive way to ensure the board is effective when it meets;
- ensure that effective arrangements are in place to provide assurance on risk management, governance and internal control whilst ensuring openness and transparency in decision making;
- ensure the trust establishes key objectives and control and management frameworks to deliver the agreed plans, identifies and assesses the risk of achieving them and regularly monitors performance to ensure appropriate corrective action can be taken;
- ensure consistent focus upon what is best for the trust's schools and their students by providing challenge and advice to the trust's executive leadership team;
- be familiar with the articles of association of the trust and awareness of its powers, duties and objectives;
- be familiar with and ensure compliance with the trust's funding agreements and the Academies Financial Handbook published from time to time by the Education and Skills Funding Agency or its successor organisation;

## Appendix 1: Example role descriptions (continued)

- be familiar with the directors' code of conduct and any standing orders of the trust;
- represent the trust in a positive manner with national, regional or local bodies or individuals in order to enhance the position of the trust;
- lead or participate in relevant board committees or task groups of the trust;
- contribute to the appointment and, if necessary, removal of the chair as well as participation in the recruitment and selection of future non-executive directors;
- work as part of a team, and to accept shared responsibility and accountability, as well as to commit to undergoing a personal annual appraisal, reviewing own performance and that of board members, then to abide by its outcome in terms of personal development.

### **Non-executive directors are subject to company legislation and are obliged to:**

- Act within your powers (for example in accordance with the constitution and any agreements with the DfE);
- Promote the success of the trust;
- Exercise independent judgment;
- Exercise reasonable skill, care and diligence;
- Avoid conflicts of interest;
- Not to accept benefits from third parties; and
- Declare any interest in transactions.

Further information relating to the personal liabilities of non-executives / trustees can be found [here](#).

## Chair of the board

The chair of the board gives direction to the board of directors / trustees and enables the board to fulfil its responsibilities for the overall governance and strategic direction of the trust.

The chair of the board plays a vital leading role in setting the direction and structures for the trust. He/she supports the development of positive working relationships between the board, the executive leaders and the trust staff.

The role holder will be:

- An effective chair with the ability to fulfil strategic non-executive leadership roles
- Mindful of their responsibilities under equality legislation and to the role of governing boards in contributing to the wider education system in an increasingly diverse society

The role of chair of the trustees is typically an ex-officio member of the trust and also acts as chair of the members (this will depend on your articles of association).

## *Appendix 1: Example role descriptions (continued)*

### **Role Summary**

- Provides leadership and direction to the board of trustees and enables the board to fulfil their responsibilities for the overall governance and strategic direction of the trust;
- Ensures that the trust pursues its Objects as defined in its articles of association, charity law, company law, public law and other relevant legislation/regulations determined by the Education and Skills Funding Agency;
- Works in partnership with the CEO / Executive Principal to support the employees, helping them achieve the aims of the trust; and to optimise the relationship between the board of trustees and the staff;
- Facilitates the board of trustees in stimulating excellent, well-rounded and carefully considered strategic decision making.

### **Main Responsibilities of the Chair**

#### ***In relation to the board, the Chair will:***

- Lead board meetings in a way which embodies the culture, values and ethos of the trust.
- Facilitate the formulation of strategic plans and regular reviews of long-term strategic aims of the trust;
- Ensure the development of trust's policies, defining of goals and targets and the evaluation of performance against agreed targets;
- Leads the board and challenges leaders appropriately in setting risk appetite and tolerance, and ensures that the board has sight of, and understands, the trust's risks and undertakes scrutiny of risk management plans;
- Approve the annual cycle of the board meetings, meeting agendas, chair and facilitate meetings, monitor decisions taken at meetings and ensure they are implemented;
- Assume guardianship of the legal and financial integrity of the trust;
- Maintain careful oversight of any risk to reputation and/or financial standing of the trust;
- Liaise regularly with the CEO / Executive Principal to maintain a clear grasp of the trust's financial position and to ensure full and timely financial transparency and information disclosure to the board;
- Lead and mentor other board members to fulfil their responsibilities and enable access to training/coaching/information to enhance the overall contribution of the board, meeting annually with each trustee to discuss the role and assess any training needs and develop succession planning;
- Annually lead the review of the board structure, role, staff relationships and ensure implementation of agreed changes/developments are carried out;
- Create a strong, profitable and fulfilling working relationship with trustees and the CEO / Executive Principal through review and self-reflective evaluation of contributions and effectiveness of the board;
- Encourage team working among board members and encourage them to identify and support the recruitment of new trustees as required.

#### ***In relation to the CEO / Executive Principal, the Chair will:***

- In participation with the Board, lead the appointment of the CEO / Executive Principal, oversee their activities in the context of the implementation of the board's strategy and policies and lead the process of appraising and constructively guiding the performance of the CEO / Executive Principal;
- Consult with the CEO / Executive Principal on matters of strategy, governance, finance and HR;
- Receive regular informal progress reports of the trust's work and financial performance through the CEO / Executive Principal.

## *Appendix 1: Example role descriptions (continued)*

### ***In relation to the community and code of conduct, the Chair will:***

- Represent the trust as a spokesperson at appropriate events, meetings or functions;
- Facilitates and in partnership with the CEO / Executive Principal and trust board, pro-actively seeks opportunities for partnership working that support the agreed strategic goals;
- Ensure the protection and management of the assets of the trust;
- Lead the board and work alongside the CEO / Executive Principal in fostering relations with the sector's regulators and key strategic stakeholders;
- Act as final stage adjudicator for disciplinary and grievance procedures, if required;
- Facilitate change and address conflict within the board of trustees and within the trust, and liaise with the CEO / Executive Principal to achieve this;
- Undertake review of external complaints as defined by the trust's complaints procedure;
- Ensuring adherence and compliance with the trust's articles and policies, and in all decisions and discussions of the board and its sub-committees;
- Attend and be a member of other committees or working groups when appropriate in their role as chair.

### **Essential Qualities of a Chair**

- Understanding and acceptance of the legal duties, responsibilities and liabilities of trusteeship and adhering to Nolan's seven principles of public life: selflessness, integrity, objectivity, accountability, openness, honesty and leadership;
- Commitment to the trust's objects, aims and values and willingness to devote time to carry out responsibilities;
- Strategic and forward looking vision in relation to the trust's objects and aims;
- Good, independent judgement, political impartiality and the ability to think creatively in the context of the trust's and external environment;
- Good communication and interpersonal skills and the ability to respect the confidences of colleagues;
- Balancing tact and diplomacy with willingness to challenge and constructively criticise.

Further information relating to the competencies required for both non-executives / trustees and the chair of the board can be found [here](#).

## Appendix 2

# Recruiting to the board - Typical Timeline

<i>When</i>	<i>What activity needed?</i>	<i>Who should be involved in this step of the process?</i>
Weeks 1 & 2	Assess skills gaps on current board  Agree aims of recruitment – strategic challenges the board will face  Agree process – who is on the panel and check articles / key dates for shortlisting, interviews, school visits	Company Secretary (or Clerk) / Chair (you may also include the CEO but they would not normally lead the process)  Members / Trustees / Chair  Company Secretary (or Clerk) / Chair
Weeks 3 & 4	Draft a clear role and person specification	Company Secretary (or Clerk) / Chair
Weeks 3 & 4	Check and amend role specification ready for publication of advertisement – decide where to advertise / have recruitment pack ready	Company Secretary (or Clerk) / Chair or Academy Ambassadors team - if recruiting through AA
Week 5	Role goes live to recruit	Company Secretary (or Clerk) / Chair via agreed routes or Academy Ambassadors team if recruiting through AA
Week 6 to  Week 11	You may opt to receive CVs as they arrive to enable informal conversations to run in parallel  Recruitment closes – CVs sent to trust / shortlisting panel	Academy Ambassadors team (if recruiting through AA) / trust recruitment panel or the Company Secretary / Clerk
Week 6 to Week 13	Informal conversations / school visits / check references (may require a little longer depending on timing of CVs / visits)	Chair / CEO / Company Secretary (or Clerk)
Week 13 or 14	Formal interviews / feedback to selected candidate(s) – check references if not done earlier	Trust recruitment panel
Week 14/15 or next Board meeting	Formal appointment	Members and / or Chair and trust board depending on appointment process within articles
Week 14 or 15	Feedback to unsuccessful candidates / and Academy Ambassadors (if used AA for recruitment)	Member from recruitment panel – usually the Chair
Week 15 onwards	Induction starts	Company Secretary (or Clerk) / Chair and agreed trust representatives based on trust's induction process

## Appendix 3

# Potential Member/Trustee Candidate Interviews

This is an example used by a newly forming trust

### Interviewers:

- Board member
- Board member
- Chair of the Board
- Academy Partnership and Governance Adviser

### Candidates:

- 1pm – candidate 1
- 2.30pm - candidate

Timings	Agenda Item	Who?
12:45/50 - 1.00pm	MAT team arrive and set up	Names
1.00pm - 2.15pm	Candidate 1 interview	
2.15pm - 2.30pm	Recruitment team review candidate.	
2.30pm - 3.35pm	Candidate 2 interview	
3.34pm - 4pm	Recruitment team review candidate.	
4.00pm - 4.30pm	MAT team agree selection of candidates and forward plan - Feedback to candidates - Vetting (DBS / Disqualification) - Feedback to MAT board and implications on other trustees - Finalising the structure / informing DfE	
4.30pm	Close	

## Interview agenda and questions plan

Purpose - This is an opportunity for you to test the candidate's commitment to the trust and that the skills they have will be complementary to those of your existing trustees. You should be testing out whether the candidates share the MAT's values and understand the vision; what they see as their contribution to the trust; and ensuring that the skills and experiences they have are relevant to the role of a MAT trustee – do they understand accountability systems and how to hold senior leaders to account for instance?

This is not a technical examination of their knowledge of being a trustee.

### Appendix 3: *Potential Member/Trustee candidate interviews (continued)*

No.	Question	Lead Interviewer	Feedback points during interview
	Welcome and introductions Offer candidate a drink	Interviewer Name:	Candidate Name:
1	<p>Thank them for their interest, hope they received the papers ok</p> <p>Summarise the stage the trust is at – awaiting academy orders / forming the new board / designing the structure / looking for new trustees / non-executives and members to enhance skills on the board and support growth and change / hoping they can engage at this early stage to be part of the shaping and designing stage.</p> <p><b>Q</b> - Could you start by outlining - Why are you looking for a Chair / trustee role at this time? / What attracted you to this role? / And what particular qualities will you bring the trust and what are you looking to get from being part of the trust?</p>		
2	<b>Q</b> - What are your impressions of the schools and trust's plans?		
3	<p>Given the key issues the trust needs to address over the next 5 years – forming a new leadership model / rapid school improvement / managing student growth / estates projects / reducing budgets / profile and stakeholder engagement etc.....</p> <p><b>Q</b> - What experience would you bring to the role within the trust board? And where do you think you could make the best contribution?</p>		
4	<p><b>Q</b> - Can you share an example of your experience of developing, building, influencing and growing an organisation? ie, - the challenges you faced, your criteria for success, and what did you learn from the experience and how this could help our trust?</p> <p>And what do you think are the hidden risks / challenges / issues this trust is likely to face?</p>		

### Appendix 3: *Potential Member/Trustee candidate interviews (continued)*

No.	Question	Lead Interviewer	Feedback points during interview
5	<p><b>Q</b> - Can you tell us a little about your personal style of working and engagement in a corporate board / charitable trustee environment?</p> <p>ie, - How would colleagues or peers describe you – what adjectives would they use? / What have been your successes? And how did you evaluate the contribution that you made? / Where were the tensions? And what would you have done differently?</p>		
6	<p><b>Q</b> - Can you expand a little on your previous trustee / non-executive and education governance roles; and where are the gaps where you think you would have most to learn as an academy trustee?</p>		
7	<p><b>Q</b> - Could you outline the capacity / time that you would be able to commit to the trust and/or any restrictions you may have?</p> <p>Would you be interested in taking on the Chair role if well supported by XX (as Member) and YY (as a proposed Vice-Chair)?</p>		
8	<p>The new MAT must work within both corporate and charitable law, and is subject to DfE legislation such as the Academies Financial Handbook. The board will need to run DBS checks on all confirmed trustees, and trustees are required to sign a declaration that they are not 'disqualified from acting'.</p> <p>A key area of this is the 'connected parties' regulations and expectations</p> <p><b>Q</b> - can you outline any areas you feel that there may be a conflict of interest with your personal or work life and the work of the trust?</p> <p>And are you happy with DfE background checks?</p>		
9	Do you have any questions for us?		

*Appendix 3: Potential Member/Trustee candidate interviews (continued)*

<i>No.</i>	<i>Question</i>	<i>Lead Interviewer</i>	<i>Feedback points during interview</i>
10	<p>Is there anything else anyone would like to cover?</p> <p>(use opportunity to explore any very specific points for the relevant candidate)</p>		
11	<p>Thank them for attending.</p> <p>Knowing what you know now, are you still interested in the role?</p> <p>And also, would you be able to engage from as early as mid-late month?</p> <p>Outline the timeline for decisions and feeding back – interviewing today / feedback by date / formal notification date</p>		

**NOTE:** anyone can ask for more detail or a supporting/supplementary question off the back of one of the above.  
Aim is for about 5 mins per question