

Endeavour Trustee Board Terms of Reference

The Endeavour Trustee Board is strategic in its role, acting as a critical friend and is accountable for its decisions. The Board supports the organisation through protecting the values and vision of the Trust, articulating them as strategic aims and ambition and working with the Executive Board to create a credible strategic plan that contains the strategic aims to be achieved over a 3-year time scale. The strategic plan informs and is supported by annual operational (or 'business') plans, improvement plans and the agreed budget.

These plans, proposed by the Executive Board and approved by Trustees, are a central focus of the Trust's business. Plans are agreed, re-visited on a regular basis and given appropriate time in meetings. A principle aim of Endeavour is to ensure improvement plans are realistic, focused, monitored and well resourced.

As well as Trustees setting aims and objectives they also agree, monitor and review policies, targets, risks and priorities for improvements. The aims and objectives inform the development needs of both the Trust and member schools within it.

Membership and Attendance

The membership of the Trustee Board shall be as set out in the Articles of Association of Endeavour Academy (10713045) (Articles 45-80).

Quorum

Three trustees, or where greater, one third of the total number of trustees holding office at the date of the meeting. (Full detail is set out in Articles 117 – 119).

Frequency of meetings

Trustees shall hold at least three Trustee Board meetings in each academic year. Meetings of the trustees shall be convened by the Clerk as set out in the Articles of Association. (Article 109).

Remit

The powers of the Academy Trust are set out in Article 5 and the powers of trustees, who may exercise all the powers of the Academy Trust, are set out in Articles 93-96. The Full Trustee Board will agree constitutional matters and its own procedures for management of its business. This includes:

- Appointing new trustees and making arrangements for election of trustees as appropriate and as provided for in the Articles of Association (Articles 50-58).
- Appointing or removing the Chair and Vice Chair in accordance with the Articles of Association, which provide for the elections of the Chair and Vice-Chair at the first meeting of the trustees in the academic year (Articles 82-92).
- Appointing a Governance Professional (known as a clerk within Endeavour MAT) to the trustees as provided for in the Articles of Association (Article 81).

- Establishing such committees as it shall deem necessary under the provisions of the Articles of Association, determining, and reviewing annually terms of reference, constitution and membership (Articles 100-104).
- Appointing the Chairs of committees.
- Deciding which functions of the Trustee Board will be delegated to committees, groups and individuals and reviewing the scheme of delegation annually (Articles 105-106).
- Receiving minutes of committee meetings and oral reports from committees at each meeting of the full Trustee Board.
- Approving the annual budget as required by the funding and regulatory agency, the ESFA.
- Receiving an annual report on the performance of the CEO.
- Monitoring the performance and the achievement of objectives and ensuring that plans for improvement are acted upon.
- Receiving reports from the Responsible Officer on the effectiveness of the financial procedures and controls.

The trustees shall monitor and evaluate the business of the company and the member schools, exercising all the powers of the Academy Trust as provided for by the Articles of Association in pursuance of the object of the Endeavour Multi Academy Trust. (Article 4).

Responsibility

The Endeavour Trustee Board is responsible for ensuring that high standards of corporate governance are maintained. It exercises its powers and functions with a view to fulfilling a strategic leadership role in the running of the Trust.

The Trustee Board's responsibilities fall into three main groups:

1. Vision, Ethos and Strategic direction
2. Holding the Executive Board to account
3. Overseeing financial performance

Strategic Direction

- Setting the Trust's moral purpose, ethos and values.
- Ensuring and reviewing the clarity of vision, ethos and strategic direction.
- Strategic planning and policy development, including target setting.
- Agreeing policies for sound management and administration of the Trust.
- Appointing the CEO (who is the Accounting Officer) and other members of the Central Executive Team, who will be responsible for achieving the strategic aims of the Trust, the implementation of all policies approved by the Trustee Body and will maintain a focus on the quality of provision and financial sustainability across all of the Trust's schools.
- Allocation of the Trust's financial, human and other resources.
- Setting performance targets; KPIs for member schools, finance for member schools and the Trust, and growth.

- Reviewing and approving an agreed form of Self Evaluation across the Trust's schools.
- Approving each School's Development Plan (achieving outcomes in the plans form part of the KPIs and should be linked to relevant strategic objectives).
- Producing a Scheme of Delegation for the effective delivery of the Trust's vision.
- Producing an annual calendar of events and meetings and ensuring member schools' calendars are in synchronisation with this.

Holding the Executive Board to account

- Holding the Chief Executive Officer to account for the performance of the Trust.
- Ensuring compliance with the Trust's duties under Company Law and Charity Law and agreements made with the ESFA, including the Funding Agreement and Academy Trust Handbook.
- Accounting to parents/carers and other stakeholders for the performance of the Trust.
- Ensuring answers to the NGA/APPG developed 21 questions for academy progress are visited and evaluated annually (annex a).
- Delegating such powers and functions as they consider are necessary to the CEO for the internal organisation, management and control of the Trust.

Overseeing Financial Performance

- Ensuring sound management of the Trust's finances and resources.
- Ensuring the solvency of the Academy Company and Charity, safeguarding its' assets and delivering its' charitable outcomes.
- Identification of risks and measures to mitigate them.

Annex A

21 questions the Endeavour Trust must visit regularly to evaluate our progress

Board culture and practice

- 1 Governance Culture**
The board is a committed team that works well with the trust's executive leader and the governance professional.
- 2 Board leadership**
The chair is appointed annually, leads with integrity, is supported by a vice chair and ensures the board stays strategic and does not shy away from making the right decisions for the trust.
- 3 Governance professional**
The trust employs a dedicated governance professional who coordinates the delivery of governance support across the trust, ensuring independent clerking of board committees and academy committees.
- 4 Skills and diversity**
Succession is planned, the recruitment process is designed to ensure trustees are recruited to fit skills gaps and ensure delivery of knowledge, experience, perspectives and approaches.
- 5 Induction and ongoing development**
There is a quality induction programme in place for new trustees and a culture of ongoing governance training and development.

Board structure

- 6 Separation**
Each layer of governance is separated with no overlaps, conflicts or opportunities to undue influence.
- 7 Size**
The trust board is the right size with a proportionate committee structure.
- 8 Delegation**
The scheme of delegation and committee terms of reference are clear and fully aligned with the responsibilities allocated to each tier of governance.
- 9 Local governance**
Guidance, support and communication with academy committees is effective, enabling academy committees to play a meaningful role in the governance of the trust.

Core functions

10 Values, ethics and culture

Trustees and executive leaders have agreed the trust's values which are evident in policies and practice, ensure ethical behaviours and underpin a healthy culture across the trust.

11 Vision

Trustees and executive leaders have established a clear and ambitious vision which describes what the trust should look like in three to five years and what pupils will achieve.

12 Strategy

Trustees have agreed with the executive leader a limited number of measurable strategic aims which need to be met in order for the trust to achieve its vision; these aims drive the board's business.

13 The board as employer

The board acknowledges its responsibilities as employer of trust staff and ensures the development and wellbeing of the executive leader.

14 Accountability – quality of education

Trustees hold the executive leader to account for the quality of education that pupils receive, ensuring school leaders develop, implement and deliver a broad and balanced curriculum.

15 Accountability – financial oversight

Trustees understand how the trust's funds are managed and hold the executive leader to account for the efficiency, sustainability and impact of the trust's financial planning and management.

16 Accountability – stakeholders

Trustees know their schools and their stakeholders and take into account their views when making key decisions, reporting annually on the work of the trust board.

Compliance

17 Statutory requirements

Trustees are confident that the trust meets all legal requirements and takes into account statutory guidance, including on conflicts of interest and related party transactions.

18 Managing risk

Trustees are involved in the identification and assessment of key strategic risks.

Evaluation and impact

19 Evaluation of trustee contribution

A 360° appraisal process is used to evaluate the chair's effectiveness, and the chair or vice chair reviews trustees' individual contributions and effectiveness each year.

20 Evaluation of board practice

The board undertakes annual self-evaluation and commissions an external evaluation every three years; these are reported to the trust's members.

21 Evaluation of impact

Trustees are confident that the decisions the board makes have led to both improved outcomes for pupils and ongoing financial stability for the trust.