

What multi academy trust boards and CEOs should expect from each other

updated 2022

Getting governance right is important because of the significant impact it has on the quality of educational provision and the opportunity and life chances of children. This joint guidance aims to help multi academy trust boards and CEOs to get governance right by working together, being mutually supportive and respecting each other's roles and responsibilities.

A parallel version of this guidance is available for governing boards and headteachers in single schools.

Terminology

We refer to 'the trust board' as the accountable body, responsible for the education of children and young people across a number of schools. The trust board determines the functions it delegates to academy level committees, sometimes called local governing bodies.

We use 'CEO' to mean the senior executive leader in a multi academy trust (MAT) who acts as the accounting officer and is held to account by the trust board.

The CEO leads the executive team in the MAT (see section 4) and in some trusts the headteachers of academies in the MAT. In some MATs the role of CEO is part-time and combined with being headteacher in one of the schools in the MAT.

The eight elements of effective governance



1. Respecting the respective roles

A key aspect of an effective working relationship is respecting the difference between strategic governance and operational management.

- The trust board is expected to concentrate on delivering its core strategic functions and fulfilling the requirements of its funding agreement (the legal contract between a MAT and the DfE).
- The CEO is expected to implement the strategic priorities of the trust board and oversee all operations of the MAT and fulfil their role as the accounting officer.

To retain clear lines of accountability:

- Those governing are not asked to, and should not try to, involve themselves in the daily operation of the MAT.
- Those governing should not carry out staff roles on an unpaid basis.
- Members should avoid appointing the CEO as a trustee of the MAT.

2. Working together to set a strategy

The trust board and CEO have shared responsibility for setting a future strategy that reflects the values of their MAT. In practice, this means:

- Articulating where they want the MAT to be in three to five years' time, reflecting their values and ethos.
- Using self-evaluation to identify priorities that reflect the current context and challenges.
- Agreeing priorities that will achieve the vision and align with available resources.
- The trust board monitors progress within an annual cycle, which provides a focus for its meetings.

Further guidance on developing a strategy is available for boards and school leaders.

► Visit www.nga.org.uk/BeingStrategic

Organisational identity

The culture of an organisation should flow from its values and ethos.

The trust board and CEO share responsibility for promoting and communicating the values and ethos of the trust as one organisation, which should be viewed as non-negotiable by individual academies regardless of their context and how much autonomy they are afforded.

3. Engaging stakeholders

Meaningful engagement with stakeholders – pupils, parents, staff and the wider community – helps the trust board to make informed decisions and build trust and shared ownership in those decisions.

The trust board and CEO, working with the academy committees of governance, share a commitment to building and maintaining key stakeholder relationships, modelling openness and transparency and developing lines of communication, thus creating the conditions for:

- a diverse trust board
- local knowledge to be valued
- meaningful, trust-wide engagement (eg surveys and consultations)
- full participation
- informed decision making

Listening to the academy committees

The trust board is expected to develop regular and appropriate channels of communication which ensure academy committees feel valued and stakeholder voices are heard.

Participating in inspections

Dependent on the scheme of delegation and the role of academy committees, the trust board is expected to make itself available and participate in meetings with Ofsted inspectors and inspection feedback meetings. The level of trustees' participation will depend on the scheme of delegation and the role of academy committees.

The CEO is expected to support the participation of the trust board in inspections by requesting meetings are held at the beginning or end of the school day to maximise attendance.

4. Ensuring your trust is a great place to work

Staff are the most valuable resource in a MAT and the largest area of expenditure in the budget. The trust board is the legal employer of all the staff in a MAT, and has a duty of care under employment and health and safety legislation. The CEO builds, leads and develops an executive team – across a range of appropriate disciplines – through which they deliver improvement and compliance across the MAT.

The trust board and CEO have a shared responsibility for creating the leadership culture and climate necessary for the trust to be recognised as a great place to work. This means:

- complying with employment and equalities legislation
- promoting safeguarding, transparency and equality of opportunity
- avoiding discriminatory practice
- HR policies being applied consistently
- ensuring policies and their implementation promote a positive culture
- recognising, encouraging and rewarding talent
- tackling workload issues
- engaging with staff to bring about improvement

Discharging your duty of care

The trust board is expected to exercise its duty of care towards the CEO and support their work-life balance. This means monitoring the impact of strategies and initiatives that promote a positive and sustainable workplace and ensure a safe and secure working environment.

The CEO's annual appraisal

The trust board and CEO share the responsibility for ensuring that the appraisal process serves not only as a mechanism for accountability but also as an opportunity to provide support and encourage development. This means ensuring:

- a panel of appraisers who are suitably trained
- any external advisor is suitably experienced and trained
- objectives linked to strategic priorities
- performance is monitored consistently over a twelve-month period
- an annual appraisal meeting and six-month review
- issues are dealt with on an ongoing basis
- CPD is encouraged and needs are met
- pay progression is dealt with promptly and effectively

Monitoring staff wellbeing across the MAT

The trust board is expected to have an overriding concern for the wellbeing of all staff across the MAT and monitor the impact of strategies and initiatives that promote a positive and sustainable workplace culture.

The CEO is expected to model a positive and sustainable workplace culture to staff across the MAT and seek to reduce unnecessary workload.

5. Making governance effective

Governing principles

The trust board and CEO are expected to:

- act in accordance with the seven principles of public life
- follow the Charity Governance Code

- understand their responsibilities under equality legislation
- be guided by the Framework for Ethical Leadership in Education

Getting the right people around the table

The trust board is expected to:

- determine what size and composition works for them
- ensure its articles of association are followed and amended as required to reflect current best practice
- ensure separation between the layers of governance; ie members not serving as trustees, and trustees and executives not serving on academy level committees
- conduct skills audits to identify skills gaps and development needs to be met, whether through recruitment or training
- adopt transparent processes for recruiting and selecting trustees, including interviewing prospective candidates
- consider targeted recruitment to create a more diverse board
- replace board members over time (ie after their second term of office), including timely succession planning for the chair

An effective chair and vice chair

The chair leads the trust board and ensures that it fulfils its functions well. The vice chair can be very important in sharing the leadership of the board, not only making the role of chair more manageable but also acting as a sounding board when there are challenges and opportunities to reflect on.

The chair and vice chair are expected to work together to facilitate the trust board working as a team and supporting all trustees to participate actively and equally.

Developing skills and knowledge

The trust board is expected to prioritise the induction of new trustees, including signposting to relevant training as appropriate. The CEO is expected to be part of the induction process. For example, by attending a welcome meeting and/or visit to schools in the MAT.

The trust board is expected to remain proactive in developing its skills and knowledge. This means keeping up to date on its responsibilities and good practice, responding to the results of its skills audit and arranging training as appropriate. The CEO is expected to encourage and support this. For example, through arranging joint training with the trust board and executive team where appropriate.

Self-evaluation

The trust board is expected to evaluate its impact on a routine basis as well as the contribution of individual trustees. This includes meeting the expectation of carrying out an annual self-assessment of the trust board and commissioning independent external reviews of governance. The CEO is expected to support this process.

Guidance is available from the DfE on how to arrange an effective external review of governance and questions are available to support the process of self-evaluation.

Conduct

The trust board is expected to adopt a code of conduct, which sets out general standards of behaviour and how trustees deal with each other and employees. Both the board and CEO are expected to model the standards of behaviour set out in the code and demonstrate their commitment to the trust's values, ethical governance and leadership. NGA has published a model code of conduct for trust boards to adapt.

Avoiding conflicts of interest

Those governing are expected to avoid conflicts of interest and related party transactions and must declare any that exist. The National Audit Office and Charity Commission both provide useful advice on avoiding conflict of interests.

Unless there are exceptional circumstances, it is not good practice to govern on more than two boards.

6. Ways of working

The chair

The chair of the trust board is expected to:

- undertake regular and appropriate CPD
- seek external support as required
- support all trustees to participate actively and equally
- ensure appropriate succession planning is in place
- avoid serving more than six years on the same board

The chair and CEO relationship

The chair of the MAT board and CEO have equal responsibility for developing a professional relationship based on trust, mutual respect and a full appreciation of their respective roles and remits.

Working with the governance professional

The trust board and CEO are expected to recognise the role of governance professionals working in their MAT and promote an effective working relationship. This means having due regard for the advice of governance professionals, supporting their CPD and ensuring the salary they receive is commensurate with the service they deliver.

Working with the chief financial officer

The trust board is expected to understand the role of their chief financial officer (CFO), the professional standards they adhere to, and recognise their contribution towards financial and governance compliance and risk management. The trust board is encouraged to champion business professionals working at all levels in the trust and promote the benefits of business and governance working seamlessly together.

The CEO is expected to work with the chief financial officer to ensure the delivery of effective and responsive central services and high quality operational delivery across all schools in the MAT.

Meetings

The trust board and CEO are expected to work together and with their governance professional to ensure that meetings are well planned, take place at appropriate intervals and have manageable agendas, which prevent overlap in the work and responsibilities of the executive team and academy level committees (as per the scheme of delegation). When arranging meetings, consideration should also be given to the work-life balance and commitments of the trust board, CEO and relevant staff, including how appropriate use of online platforms can support increased attendance and accessibility.

CEO reporting

The trust board is expected to determine the content of the termly report it receives from the CEO to gain an overview of progress being made towards strategic priorities. This should be discussed with the CEO to ensure that the resulting workload is both reasonable and proportionate. Typically, the report will cover:

- contextual information
- major management issues
- progress made against strategic priorities of the trust
- current high-level risks
- medium to long-term issues
- feedback from stakeholder groups
- reports from academy level committees
- finance/resources/accounting officer responsibilities

Using data

The trust board and CEO are expected to agree on how internal and external data is used to evaluate how different schools in the trust are performing, to ensure the MAT is successful. In doing so they will consider which data is explored by the trust board and which data is explored at academy committee level as well as the role and capacity of the central team.

The CEO, working within agreed parameters, is expected to oversee the collection of relevant data that supports ongoing monitoring and improvements, both across the trust and in individual academies.

Monitoring visits

Trustees are expected to visit the schools in the trust to gain an understanding of their work and how vision, ethos and culture translate at individual academy level. The CEO and academy headteachers are expected to encourage such visits and support with the arrangements.

Trustees carrying out and supporting monitoring visits are expected to follow agreed protocols, which help ensure that the visit is effective, conducted in the right spirit (ie not perceived as an inspection) and convenient to all parties.

Delegation

The trust board and CEO share overall responsibility for developing a clear scheme of delegation for the trust, which sets out the functions reserved for the trust board, and those which are delegated to the executive team and academy committees. The scheme of delegation should be reviewed by the trust board on an annual basis. The advice of the governance professional should be sought on this.

Oversight of policies

The trust board is expected to have in place and follow a schedule for reviewing policies that are required by law. The schedule should include review frequency and approval rules and be aligned with the scheme of delegation. The trust board is also expected to monitor the impact of policies it is required to approve.

The CEO and their executive team are expected to write/draft/adapt policies which reflect the values of the trust, are sufficiently robust, compliant with the law and consider the views of stakeholders.

