

THE ROLE OF ACADEMY TRUSTEE

The Cherry Tree Trust



What it means to be a Trustee of the Cherry Tree Academy Trust

Free schools and Schools which convert to Academies under the Academies Act are run by companies limited by guarantee called 'Academy Trusts'. Like any other company, Academy Trusts are registered with Companies House. The Academy Trust is also an exempt charity which means that it is not registered with the Charity Commission but must abide by charitable law.

What documents govern Academies Trusts?

Memorandum and Articles of Association

Like all companies, the Cherry Tree Academy Trust has 'Articles of Association' ('Articles') which are the rules that govern the running of the company. The Articles set out the Objects (or purpose) of the company. The Objects of the Cherry Tree Academy Trust are:

to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing and developing schools ("the mainstream Academies")

The Cherry Tree Academy Trust must use its resources exclusively in pursuance of these Objects.

Master Funding Agreement

This is the contract between The Cherry Tree Academy Trust and the Secretary of State for Education for the running of the school(s) as Academies. It sets out the principles of how the Trust will be funded and, in return, the responsibilities and obligations required of the Trust.

A 'Supplemental Funding Agreements' is in place for The Cherry Tree Academy. Further supplemental Funding agreements will be required when we open new Free Schools or other schools join the Trust.

Supplemental Agreements

This is the agreement between the Academies Trust and the Secretary of State for Education. This sets out the respective rights and responsibilities of the respective parties for oversight of the Academies Trust, including any land owned by the Academies Trust.

Lease

There is a 125 year lease between the ESFA and the Trust for the use of ESFA land and buildings for the purposes of running the Academy.

Who are the Members?

Members of a company limited by guarantee (like The Cherry Tree Academy Trust) are the equivalent of shareholders in a company limited by shares. They are the 'guarantors' of the company and promise to pay £10 towards the debts of the company in the event that the Trust is wound up.

Members have limited but important powers under the Articles. These include

- the right to wind up the Trust,
- amend the Articles,
- change the name of the company,
- appoint other Members and appoint and remove one or more Trustees.

However, Members should not interfere with the day to day operation of the schools within the Trust.

The Trust must have five Members.

Who are the Trustees?

Within The Cherry Tree Academy Trust the individuals appointed to make strategic decisions about the day to day running of the company are:

- Directors- because the Trust is a company;
- Trustees - because the Trust is a charity;
- Governors – because they have ultimate responsibility for the School/s in the trust

The Members will always appoint one or more Directors. Others might be appointed by parents, staff or by other Directors from members of the local community. The Articles will stipulate the number and types of Director which the Trust should have.

The Directors come together to form the Board of Directors, sometimes also referred to as 'the Board'.

So the Directors are also Trustees and Governors

The board

Trustees of an academy trust are both trustees of the Cherry Tree Academy Trust charity and directors of the Cherry Tree Academy Trust 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.

Legal duties of a trustee

Under charity law The Cherry Tree Academy Trust trustees have the ultimate responsibility for directing the affairs of The Cherry Tree Academy Trust, 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 Cherry Tree Academy Trust have several legal duties, which are often described as those of compliance, care and prudence.

Duty of compliance – trustees must:

- ensure that The Cherry Tree Academy Trust complies with charity law, and with the requirements of the Education Funding Agency as regulator; in particular ensure that the charity prepares reports on what it has achieved and annual returns and accounts as required by law
- ensure that The Cherry Tree Academy Trust does not breach any of the requirements or rules set out in its governing document, funding agreement or the Academies Financial Handbook and that it remains true to the charitable purpose and objects set out there
- comply with the requirements of other legislation and other regulators which govern the activities of The Cherry Tree Academy Trust
- act with integrity, and avoid putting yourself in a position where your duty to the charity conflicts with your personal interests or loyalty to any other person or body

Duty of care – trustees must:

- use reasonable care and skill in their work as trustees, using their personal skills, knowledge and experience as needed to ensure that The Cherry Tree Academy Trust is well run and efficient
- consider getting external professional advice on all matters where there may be material risk to The Cherry Tree Academy Trust, or where the trustees may be in breach of their duties

Duty of prudence – trustees must:

- ensure that The Cherry Tree Academy Trust is, and will remain, solvent
- use The Cherry Tree Academy Trust's funds and assets reasonably and responsibly and only in furtherance of The Cherry Tree Academy Trust's charitable objects
- avoid undertaking activities that might place The Cherry Tree Academy Trust's endowment, funds, assets or reputation at undue risk
- take special care when investing The Cherry Tree Academy Trust's funds, or borrowing funds for The Cherry Tree Academy Trust to use

Specific duties of trustees of The Cherry Tree Academy Trust Academy Trust

To contribute to the work of the trustee board in ensuring high standards of achievement for all children and young people across the trust.

We will be governed by the following principles:

The values of the The Cherry Tree Academy Trust are summed up in the acronym ACE: Achievement, Care and Excellence. The ACE acronym underpins everything that The Cherry Tree Academy Trust does and provides a secure basis for all to strive to and accomplish.

- **Achievement** in academic, artistic, cultural and other forms with a focus on teaching and learning
- **Care** for students, staff and others beyond the Academy community
- **Excellent** standards, manners, honesty, personal integrity and uniform

Strategic direction

Trustees must ensure that The Cherry Tree Academy Trust has a clear vision, mission and strategic direction that will enable The Cherry Tree Academy Trust to fulfil its charitable objects and is focused on achieving these. Trustees must work in partnership with the [senior executive lead] and other senior staff to ensure that:

- has a clear vision, set of values and strategy, and that there is a common understanding of these by trustees, members, staff and those sitting on academy committees
- operational plans and budgets support the vision and strategy
- the views of stakeholders (parents, pupils, local communities and staff) are regularly sought and considered
- there is regular review of the external environment for changes that might affect The Cherry Tree Academy Trust (political, financial, demographic, competitive, partnerships, alliances)
- there is regular review of the need for The Cherry Tree Academy Trust and for the services it provides or could provide, and regular review of strategic plans and priorities.

Performance of the trust

Trustees are responsible for the performance of The Cherry Tree Academy Trust, for its impact upon stakeholders and for its corporate behaviour:

- to ensure that The Cherry Tree Academy Trust measures its impact and progress towards its strategic objectives and to regularly consider reports on The Cherry Tree Academy Trust's performance
- to ensure that there are policies including effective employment policies to direct key areas of the charity's business
- to ensure that The Cherry Tree Academy Trust's values are understood and put into practice, by trustees and staff
- to ensure that there are complaints systems in place for stakeholders
- to ensure that there are processes for members, trustees, staff and other stakeholders to report activity which might compromise the effectiveness of The Cherry Tree Academy Trust
- to recruit the chief executive and to hold her or him to account for the management and administration of the charity
- to ensure that the chief executive receives regular, constructive feedback on her/his performance in managing the charity and in meeting her/his annual and longer term objectives

Compliance

Trustees must ensure that The Cherry Tree Academy Trust complies with all legal and regulatory requirements:

- to ensure, with professional advice as appropriate, that The Cherry Tree Academy Trust complies with all constitutional, legal, regulatory and statutory requirements
- to understand and comply with the constitution and rules that govern The Cherry Tree Academy Trust, and to review the constitution regularly (at least every three years) to ensure it is fit for purpose

Prudent management of resources

Trustees must be stewards of The Cherry Tree Academy Trust's assets, both tangible and intangible, taking care over their security, and how they are used:

- to ensure that The Cherry Tree Academy Trust's financial obligations are met and that there are adequate financial controls in place to ensure all money due is received and properly applied, and that all assets and liabilities are recorded
- to act reasonably and prudently in all matters relating to The Cherry Tree Academy Trust and always in the interests of The Cherry Tree Academy Trust
- to ensure that trustees take professional advice when needed, and record the advice received
- to be accountable for the solvency of The Cherry Tree Academy Trust
- to ensure that The Cherry Tree Academy Trust acts in accordance with employment law and that The Cherry Tree Academy Trust exercises a duty of care to its employees
- to ensure that intangible assets such as organisational knowledge and expertise, intellectual property, The Cherry Tree Academy Trust's good name and reputation are recognised, used and safeguarded

- to review the condition and use of the assets owned by the The Cherry Tree Academy Trust
- to ensure that the major risks to The Cherry Tree Academy Trust are regularly identified and reviewed and that systems are in place to mitigate or minimise these risks

Good governance

Trustees must ensure that The Cherry Tree Academy Trust's governance is of the highest possible standard:

- to ensure that The Cherry Tree Academy Trust has a governance structure that is appropriate to a charity of its size/complexity, stage of development, and its charitable objects, and reflects the diversity of its stakeholders
- to ensure that decisions are made with a view to promoting the education and wellbeing of children and young people
- to ensure that board decisions are recorded in writing by means of minutes
- to ensure that the board's delegated authority is recorded in a scheme of delegation for board committees, job descriptions for honorary officers, trustees and key staff, and that reporting procedures back to the board are recorded in writing and complied with
- to ensure that the responsibilities delegated to the chief executive are clearly expressed in the scheme of delegation and understood, and directions given to her/him come from the board as a whole or other properly authorised route
- to ensure the board regularly reviews The Cherry Tree Academy Trust's governance structure and its own performance, to an agreed programme
- to ensure that major decisions and policies are made by the trustees acting collectively
- to ensure that the board has within its membership the skills it requires to govern The Cherry Tree Academy Trust well
- to ensure that the board has access to, and considers, relevant external professional advice and expertise
- to ensure that there is a systematic, open and fair procedure for recruitment of trustees and of the chief executive
- to ensure that all members of the board receive appropriate induction on their appointment and that they continue to receive appropriate advice, information and training (both individual and collectively)
- to ensure that trustees have a code of conduct and comply with it, and that there are mechanisms for the removal of trustees who do not abide by the trustee code of conduct

Applying to Become a Trustee

How are Trustees selected?

The role of Trustees of The Cherry Tree Academy Trust is a very important one and each appointment will be considered on its merits.

Please be aware that appointments are dependent on the skills and experience needed by the Trust board.

Person specification

It is an expectation of The Cherry Tree Academy Trust that Members will have:

- A commitment to the Trust and its Objects, ethos and values;
- A willingness to devote the necessary time and effort to Trust business;
- Effective communication skills and a willingness to ensure effective communication between the schools within the Trust;
- An ability to hold others to account for their professional practice;
- Good independent judgement;
- An understanding and acceptance of the legal duties, responsibilities and liabilities of Members within company and charitable law.

How can I apply to become a Trust Member?

At present, members are appointed by invitation. However as the needs of the Trust grow, there may be the requirement to adopt a more formal approach and appointment via an application form may be introduced.