



Foundation Trustee (aka Director) Appointment Policy (Academy Trust)

1. Rationale for this Policy

- 1.1. This policy explains the role of Foundation Trustees in Academy Trusts which operate Church of England academies, as well as the criteria and the process by which Foundation Trustees are appointed to Church of England academies within the Diocese of Salisbury.
- 1.2. SDBE trains and supports Foundation Trustees, and there is an expectation that all Foundation Trustees will attend initial training upon their appointment.

2. Educational Context / Terminology used in this Policy

- 2.1. Every Academy Trust which includes a Church of England academy must include Foundation Trustees. The required ratio of Foundation Trustees is set out in Articles of Association of each Trust.

In this policy:

‘MAT’ means ‘multi academy Trust’

‘SAT’ means ‘single academy Trust’

‘Trust’ means any academy Trust which includes a Church of England academy

‘Trustee’ means a director of a Trust; that is a person who is registered at Companies House as being a director. In a SAT, these may be referred to as ‘Governors’, in a MAT they are usually called ‘Trustees’ but may be called ‘Directors’. We use the term ‘Trustee’ but the Articles of Association of each Trust will give the correct term in any particular Trust.

- 2.2. The Salisbury Diocesan Board of Education (SDBE) Strategic Plan states that the SDBE will lead the development of a body of confident, effective church schools that are deeply Christian, belonging at the heart of church and community, serving society’s common good. It is the responsibility of the SDBE to appoint Foundation Trustees.

3. The Role of Foundation Trustees

- 3.1. Foundation Trustees represent the historic link with the original church establishment (*the ‘founding’ establishment, hence the term ‘foundation’*) of the church schools within a MAT or SAT. As such, they are the custodians of its distinctive Anglican and Christian ethos.
- 3.2. In most ways, Foundation Trustees have the same objectives as other governors within the same tier of governance in the MAT or SAT. Along with their fellow governors across the MAT or SAT, they are entrusted with responsibility for the core roles of governors, set out in the Department for Education’s ‘Governance Handbook’ namely:
 - setting vision, ethos and strategic direction along with the Headteacher
 - holding the head teacher to account for teaching, achievement, behaviour and safety ... and challenging and strengthening their leadership
 - ensuring finances are managed well leading to probity, solvency and effective use of resources
- 3.3. In addition, as representatives of the church’s role in the academies within the Trust, the Foundation governance team across the whole MAT including the Foundation Trustees must:

- fully support, cherish, preserve and develop the distinctive Anglican and Christian ethos of church academies, ensuring that they each have a distinctive Anglican and Christian vision and values which lead to effective practice and outcomes
- preserve and strengthen the links between churches, academies, Trust and Diocese
- take an active role in the Trust's self-evaluations of church academies' progress against the 'Statutory Inspection of Anglican and Methodist Schools' (SIAMS) schedule
- ensure that collective worship and religious education at the church academies follow the appropriate guidelines and/or syllabus
- ensure that collective worship at church academies is in accordance with the tenets and practices of the Church of England
- encourage, support and challenge church academies towards aspirations that are transformational
- ensure that collective worship and religious education at church academies are appropriately monitored
- ensure that the distinctive Anglican and Christian ethos of church academies are encouraged and supported throughout their local communities and are reflected in their policies and protocols, their curriculum and activities
- ensure that their own attitudes and behaviour in relation to church academies reflect their distinctive Anglican and Christian ethos
- make sure that the School Improvement Plan includes strategy for the development of areas reflected in church academies' SIAMS self-evaluation documents
- inform the SDBE when the church academy leader's post becomes vacant and, in partnership with the Chair of Governors, invite a representative of the Diocesan Director of Education to advise and attend throughout the appointment procedure
- to support and challenge the leadership within the church academies in their links with the wider parish(es) and community and to promote support for academy activities and initiatives relating to their Christian distinctiveness and effectiveness

4. The Role of Foundation Trustees

- 4.1. Foundation Trustees undertake those elements of those responsibilities outlined in 3.2 and 3.3 above which are delegated to them by the Scheme of Delegation agreed by the Academy Trust. It is the responsibility of Foundation Trustees to understand the Scheme of Delegation within the Academy Trust and to raise any issue relating specifically to Anglican and Christian distinctiveness, such as those outlined in 3.3 above, with the Academy Trust.
- 4.2. Foundation Trustees also support and challenge each other in the maintenance and development of the distinctive Anglican and Christian ethos of the Church of England academies within the Academy Trust.

5. The Appointment of Foundation Trustees

- 5.1. The ratio of Foundation Trustees which serve a Trust is specified in one or more of the following:
 - In a Memorandum of Understanding between the MAT and the Diocese
 - In a Memorandum of Understanding (MoU) agreed across more than one Diocese for those MATs to which this applies. (The outworking of such an MoU may be additionally described in a 'presumptions' document that accompanies the MoU)
 - In the Articles of Association of the MAT
- 5.2. When a Foundation Trustee vacancy arises, or is anticipated, the Chair of the Trust must, as soon as practicable, inform:
 - the Clerk to the Trust Board that a recruitment and appointment process is underway
 - the SDBE Corporate Member representative for the Academy Trust
 - SDBE's Foundation Governor Administrator (governor.applications@salisbury.anglican.org)

The information provided to the Clerk, SDBE Corporate Member representative and the SDBE must include:

- the name(s) of the current Foundation Trustee(s) for the Academy Trust and the name(s) of the outgoing Foundation Trustee(s)
- a description of the skills identified as being required on the Trust Board (following a skills audit as appropriate)
- the date(s) when the outgoing Foundation Trustee(s) stepped down (or is / are expected to)
- the current details of the existing Trust Board members to enable SDBE officers to ensure that the makeup of the Trust Board is able to support the Trust's governance in being faithful to the Anglican tradition (in accordance with 6.2 below)
- the name and contact details (telephone, e-mail and postal address) of any further person/s with whom the Clerk, the SDBE Corporate Member representative and SDBE should also liaise (this could be the person employed by the Trust to administer Governance)

The information provided by the Clerk and the SDBE Corporate Member to local churches and other community recruitment partners must include;

- a description of the skills identified as being required on the Trust Board (following a skills audit as appropriate)
- an invitation to nominate individuals for the vacancy and the process and time frame for nomination

5.3. The essential requirement in fulfilling the vacancy is to ensure that, across the breadth of the Trust Board, it is; able to fulfil its obligation according to the Trust's strategic plan and remain faithful to the Anglican and Christian heritage of church academies within the Trust, and that the Foundation Trustees are able to deliver those specific characteristics detailed in 'The Role of Foundation Governance' above.

5.4. Local churches, the governing body (*which in this case refers to the MAT Trust Board*) or the SDBE itself may nominate prospective candidates for the vacancy by providing the SDBE Corporate Member representative with a candidate profile and contact details. Provided that such nomination(s) are made within twenty-one days of receipt of notification of the vacancy, the SDBE Corporate Member representative will ensure that those candidates are included in the selection process referred to at 5.6 below

5.5. Once provided with all required information by the Chair of the Trust, the SDBE Corporate Member representative must, working with colleagues within the Trust including the Clerk to the Trust Board, over an appropriate period of time:

- Publicise the Foundation Trustee vacancy.
- Request that all nominees complete **Form A**
- Seek a written reference from the relevant church leader, in respect of any people putting their names forward to be a Foundation Trustee – using **Form B**. If, for whatever reason, it is not practical for the church leader to act as the referee, the reason must be stated for using an alternative referee. This written reference must be considered by the SDBE Corporate Member representative as part of the nomination and must be kept confidential within that group (and subsequently shared only with the Chair of Trust for the nominee and with the SDBE)
- If the nominee is not able to provide a referee, then an interview must be conducted instead (please refer to 7.3 below)

5.6. If there are more candidates with appropriate references than there are vacancies, the SDBE Corporate Member and the Chair of the Trust should consider the skills and experience of each candidate against the skills audit referred to at 5.2 above to determine which candidate to put forward. Reference should also be made to the need to ensure that there is sufficient Anglican communicant representation on the governing body (see 7.5 below). (Please ask any candidates not being put forward for consent for their details to be shared with SDBE if they would be prepared to become a Governor at another school).

If they are unable to reach a conclusion then the application may be referred to a meeting of the SDBE members, or a panel appointed by them.

It is important the SDBE Corporate Member representative keeps the Chair of the Trust informed throughout the appointment process. The nomination decision, however, lies with the SDBE Corporate Member.

- 5.7. The SDBE Corporate Member representative completes and signs section 1 of **Form C**, and if the nominee has been accepted by the Trust Board, will then invite the Chair of the Members Group to complete and sign section 2 of **Form C** to indicate satisfaction that the nominated person meets the needs identified by the Trust. If either the SDBE Corporate Member representative, the Chair of the Trust or the Chair of the Members Group is not approving of the nomination, the reasons must be detailed on **Form C** and in a separate covering letter. The SDBE Corporate Member then completes and signs section 3 and sends all documentation to the SDBE.
- 5.8. For transparency reasons to avoid conflict of interest, nobody may authorise under more than one role designation. Therefore, if any person occupies more than one of the following roles, then the 'authorisation protocol' must be followed;
- SDBE Corporate Member representative
 - Chair of the Trust Board
 - Chair of the Members Group
 - Nominee
 - Nominee referee

'Authorisation Protocol'

Key Principle: A nominee reference must come from the relevant church leader whenever this is possible – this takes precedence over all other possible authorisation roles from the list given above.

1. If the nominee is the relevant church leader, then their referee must be the relevant Archdeacon (or in certain cases, the Rural Dean). If this person holds any other role, then steps 2, 3 and 4 must be applied.
2. If the Chair of the Trust Board holds any other role, then the Vice Chair is expected to sign the relevant section of the form providing the reason for their signature being used instead of the Chair.
3. If the Chair of the Members Group holds any other role, then another Member of the Trust (who is not the SDBE Corporate Member or Chair of the Trust (as an ex-officio Member)) is expected to sign the relevant section of the form providing the reason for their signature being used instead of the Chair
4. If the SDBE Corporate Member representative holds any other role, then a Foundation Member or a Foundation Trustee (or Director) is expected to sign the relevant section of the form providing the reason for their signature being used instead of the SDBE Corporate Member.

To decide which role category to assume within the process, any person holding more than one role designation, should assume roles based on the following priority list;

- Relevant church leader providing nominee reference
 - Chair of the Trust Board
 - SDBE Corporate Member
- 5.9. Once the nomination process is completed, the SDBE Corporate Member representative must submit all copies of **Forms A, B and C** to the SDBE. (All forms must be completed electronically and exchanged between the relevant personnel by email. **The SDBE is not able to accept paper versions of documents.**) The Diocesan Strategic Lead for Governance will make the final decision over whether to approve the nomination.
- 5.10. The SDBE completes **Form D**, returning an electronic copy to the SDBE Corporate Member representative and the Clerk to the Trust Board to indicate approval or otherwise of the nomination. Full reasons must be detailed if the nomination is not approved. The SDBE may contact the SDBE Corporate Member representative, the Chair of the Trust Board and /or the Chair of the Members Group as part of this process. The SDBE will amend their data base and send a welcome letter to the new or renewing Foundation Trustee upon their approval explaining that their appointment will be **conditional** until they have attended the relevant SDBE half day training course (see 5.2 below). The appointment will also depend upon the completion of a satisfactory enhanced DBS check (see 4.11 below) and declarations and adherence to the applicable Code of Conduct. On receipt of the completed **Form D**, the SDBE Corporate Member representative must inform the Chair of the Trust and the nominee of the SDBE's decision.

5.11. Disclosure and Barring Service (DBS) Responsibilities of Governing Bodies

All approvals given on **Forms A, C and D** are subject to the completion of a satisfactory enhanced DBS check. It is the Chair of the Trust Board responsibility to arrange this. Therefore, immediately upon receipt of the approval by the SDBE (Form D), the Chair of the Trust Board must instigate the DBS process

- 5.12. The timeline between the Foundation Trustee vacancy arising and the submission of the paperwork by the SDBE Corporate Member representative to the SDBE should be not more than 12 working weeks. It is the responsibility of the Chair of the Trust Board and the SDBE Corporate Member representative to work together in adhering to this. SDBE aims to return Form D within 7 working days (21 days if the application is referred to SDBE members).

6. SDBE Requirement of Foundation Trustees

- 6.1. The SDBE understands the responsibility and accountability that Foundation governance brings. We also recognise the care and commitment of those who undertake this vital role. Each new and renewing Foundation Trustee is expected to participate in the SDBE's development programme. Participation in this programme is compulsory.
- 6.2. Foundation Trustees must commit fully to upholding the requirements detailed under 'The Role of Foundation Governance' in this policy. They must also attend a training session, led by the SDBE that is centred on the role of Foundation governance. For both **new** Trustees and for **renewing** Trustees (or those returning to the role) this must be **within 6 months of their approval as a governor**, or the next available course, whichever is sooner. The period between issuing **Form D** (SDBE Response Form) and attendance on the training course will be deemed as a **conditional appointment** period and as stipulated above will last for a maximum of 6 months. Once the Foundation Trustee has been commissioned into the role during attendance on the training course, the term will extend to the remainder of the 4 year term that began with the date that Form D was issued. Any Foundation Trustee unable to honour this commitment to attend the course within the conditional appointment period will not be able to continue as a Trustee (unless there are exceptional circumstances preventing this attendance with a subsequent half day being attended instead). The determination as to whether circumstances preventing attendance can be deemed as 'exceptional' will be at the discretion of the Board of Education.
- 6.3. Those who are nominated by the SDBE Corporate Member representative to the SDBE must, in advance of the nomination process, have completed and signed **Form A** to show their commitment to both points detailed above.
- 6.4. The same full nomination process and subsequent SDBE development programme must also be undertaken in full when a Foundation Trustee vacancy arises and the current Trustee wishes to put his/her name forward for re-selection to the Trust Board subject to the applicable training requirement detailed in section 6.2.

7. Criteria for Foundation Governors

- 7.1. The SDBE asks SDBE Corporate Member representatives to consider and nominate 'candidates' who meet the 'SDBE Requirements of Foundation Governance' detailed in this policy. Foundation Trustees can belong to a broad tapestry of Christian groups. It is essential that their unfaltering commitment is to the stated 'SDBE Requirements...'
- 7.2. Foundation governors must fall within one of the following groups:
- 'Actual communicant' (see 7.6 below) and church electoral roll member within the Church of England
Subject to 7.5 below:
 - Regular worshipper at Church of England services (see 7.6 below)
 - Regular worshipper within one of the Member Churches of 'Churches Together in Britain and Ireland' (CTBI)
 - By exception, an individual may be appointed as Foundation governor being a Christian who is not a regular worshipper at one the churches listed above but is committed to the tenets of the Apostles' Creed ([here](#))
- 7.3. A reference from the relevant church leader must be provided by everyone putting their name forward for consideration as a Foundation Trustee using **section 1 of Form B**. If this is not achievable, e.g. in the case of the 'by exception' criteria, then the nominee must be interviewed, using **section 2 of Form B** provided for this purpose, by the SDBE Corporate Member.
- 7.4. It is vital that the SDBE Corporate Member works with the Trust Board and local Anglican churches to ensure that the makeup of the governing body includes sufficient communicant representation of the Church of England. The

SDBE knows the experience and depth of church commitment which those who are both an actual communicant and electoral roll members of the Church of England bring to their important Foundation Trustee role.

- 7.5. The SDBE asks each SDBE Corporate Member representative, Trust Board and the local Anglican churches to work together in partnership, knowing their local context, to ensure that there is Anglican communicant representation on the governing body. **Our expectation is that half of the total number of Foundation Trustees on any Trust Board will be actual communicants and church electoral roll members of the Church of England**, therefore an application from an individual from another category listed at 7.2 may not be successful where the appointment would mean that the number of communicant members of the Church of England would fall below that ratio.
- 7.6. It is the role of local clergy to interpret for their community the word 'regular' in relation to their attendance for worship as used in Section 7.2 of this policy. 'Actual communicant' is determined by Rule 54 of the Church Representation rules and is thus defined; "a person who has received communion according to the use of the Church of England or of a Church in communion with the Church of England at least three times during the twelve months preceding the date of his election or appointment being a person whose name is on the roll (**church electoral roll**) of a parish and is either; (a) confirmed or ready and desirous of being confirmed; or (b) receiving the Holy Communion in accordance with the provisions of Canon B 15A paragraph 1(b)"
- 7.7. Any person employed by the Trust is **not eligible** to become a Foundation Trustee.
- 7.8. Unless there are exceptional circumstances, Foundation Trustees will not be able to serve for more than three consecutive terms (i.e. 12 years) at the same school.

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