

Background to the role of Directors

Directors are the individuals appointed or elected to the academy Trust's board. They will enact the responsibilities of the academy Trust as defined under the articles of association, ensuring the Trust complies with law whilst conducting the strategic operations of the Trust. The terms of office of Directors on the board, will be set out in the Trusts' articles of association once published and these are yet to be determined.

The Shadow Board will be comprised of 12 people. There will be 7 Foundation Governors appointed by the Bishop who will be practising Roman Catholics, one Foundation Church of England Governor appointed by the Church of England Diocese, 3 non-foundation Governors and, once appointed, the Chief Executive Officer.

Role of Directors

- Ensure clarity of vision, ethos and strategic direction for the Trust
- Hold executive leaders to account for the educational performance and well-being of the organisation and its pupils, and the performance management of staff
- Help the Trust/schools to set high standards by planning for the school's future and setting targets for school improvement;
- Oversee the financial performance of the organisation and make sure its money is well spent

Responsibility as Directors

- Duty to act within powers;
- Duty to promote success of the company;
- Duty to exercise independent judgement;
- Duty to exercise reasonable care, skill and diligence;
- Duty to avoid conflicts of interest;
- Duty not to accept benefits from third parties; and
- Duty to declare an interest in a proposed transaction or arrangement.

The Directors have overall responsibility for the work and activities of the Trust. This responsibility is largely exercised through:

- strategic planning and business planning
- setting of policy
- monitoring of budgets - ensuring good financial health and probity
- performance management - challenging and monitoring the performance of the academy
- setting of standards - ensuring the quality of educational provision

Commitments

The Shadow Board will meet at least once a term and in the first instance may meet half-terminally in order to establish priorities and a work programme. Directors are expected to commit to attend all of the meetings. The Shadow Board will work closely with the Project Steering Group who are currently over-seeing the operational activity of the formation of the Trust. The Shadow Board will establish 'sub-committees' to oversee aspects of the work, for example the appointment of the CEO and CFO.