



Oxford Diocesan Schools Trust

Executive Committee –Terms of Reference

Purposes of the committee

The over-arching purpose of the ODST and (by delegation) all of its committees, is to deliver our vision: the belief in educational excellence. We aim to serve our pupils, staff, parents and their local community by providing academies with the highest levels of academic rigour and pastoral care. Through this purpose, the Board and committees will enable ODST's academies to be places where children and young people develop and thrive intellectually, socially, culturally and spiritually.

The specific purpose of this Committee is to enable Trustees to respond to events and matters that have a strategic impact on the wider work of the Board. In doing so, the Committee may determine and make recommendations on any matters before them as prescribed in these terms of reference. It is not authorized to and may not exercise powers reserved to the Board of Trustees of the Company in schemes of delegation, or that otherwise have a strategic impact. On such matters, the Board of Trustees remains the final arbiter.

Membership

Membership and terms of reference will be reviewed annually by the Board (see below).

The Committee shall consist of the elected Chairs of the Board's Curriculum & Ethos, Academy Improvement and Finance Committees, plus the Chairman of the Board (if not a chair of the listed Committees). The Committee will be served by the Lead Officers (Chief Executive Officer, Director of Schools) and other ODST officers as appropriate and invited.

Quorum

The quorum shall be three members of the Committee. (It is the responsibility of officers to alert the clerk in the event of known non-attendance of meeting).

Meetings

The Committee will meet as necessary but no less than twice annually. The Committee shall be chaired by the elected Chairman of the Board, who will be responsible for ensuring that

agendas are produced, minutes of the meeting are taken and a report presented to the subsequent Board of Directors meeting.

Terms of Reference

The Executive Committee's terms of reference are to consider, oversee, determine or make any recommendations to the Main Board and subject to the Board's reserved powers, to exercise all functions in respect of the following areas:

- Strategy: developing organisational strategy and performance objectives, including the Annual Trust Development Plan.
- Reputation: giving consideration to issues that may impact on the reputation of ODST, its staff and the wider school community including considering ODST's communications strategy.
- Matters relating to the Board: including preparing for and reviewing the effectiveness of board meetings, the impact of key objectives and cross cutting themes from committees.
- To evaluate and compare the Trust's performance with other MATs performance through a range of measures including MAT Ofsted inspection, self-evaluation, and ensuring appropriate action is planned and taken in order for the Trust to meet key targets.
- To oversee effective governance and management, (including risk(s) thereof as identified in the Trust Risk Register), at all levels driven by consistency of approach, good communication and effective monitoring; delivering clear accountability and relationship building in both directions.
- To review that the requirements of the appropriate schemes of delegation are fit for the Trust's purposes.
- To respond to events and reports that have a strategic impact on the wider work of the Board.
- To monitor the appointment of co-opted members to the Committees.
- To monitor an up-to-date list of Trustees and the dates of their expected re-election or retirement from the Board.
- Ensure completion of an annual skills audit by each Trustee to ensure that the Board has relevant skills to govern the Trust.
- Maintain a list of prospective Trustees.
- Plan for Trustee retirements and ensure that the Board has adequate time to find replacements with the appropriate skills.
- Recommend to the Board best practice in charities governance in relation to terms of office.
- Seek proposals for nomination from the Board and external parties.
- Consider advertising for Trustees and seeking the support of the DfE's Ambassadors Group where gaps in relevant expertise and skills are hard to fill.
- Gather all information (including references) and shortlist the appropriate number of candidates for interview by members of the Executive Committee.

- Recommend the candidates that are appropriate for appointment and put forward a proposal to the full Board to approve before appointments are confirmed.
- Arrange a formal induction to the Board before his/her appointment takes effect.

Powers of the Committee

The Committee has powers to make recommendations to the Main Board but it may not exercise full delegated decision making powers for reserved matters in particular respects; for instance, decisions involving additional expenditure in excess of funds delegated to it, which should be referred to the full Board of Trustees.

No vote on any matter may be taken unless a quorum is present. The Chair has a casting vote.

Recording and reporting of meeting

A clerk is appointed to the Committee, who will produce minutes of all meetings to be circulated before the full ODST Board meeting following the Committee meeting.

Review of terms of reference and membership

This will be undertaken annually, by the full Board of ODST.

Date last reviewed: March 20, 2019