



Trustee Recruitment Policy

This policy is applicable to our current schools, Khalsa Secondary Academy (KSA), ATAM and The Khalsa Academy Wolverhampton and for any further schools we open.

Document control	
Date Approved	13 th July 2020
Date for Review	July 2021
Authorised By	Trustee Board
Published Location	Website
Document Owner	Secretariat

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1 Introduction

The Khalsa Academies Trust ("the Trust") is committed to ensuring the best possible environment for the children and young people in its care. The education, safeguarding and wellbeing of children and young people are our highest priorities. The school ethos is based upon Sikh faith and values.

The Board of Trustees have an approved Governance Handbook with a Scheme of Delegation (SoD) which outlines the roles of Members, Trustees, the CEO and the Local Advisory Boards for each school.

The Trust recognises that an effective Board of Trustees is essential if Khalsa Academies Trust is to be effective in achieving its objects.

The Board must seek to be representative of the people with whom the Trust works and must have available to it all of the knowledge and skills required to run the Trust.

Individual Trustees must have sufficient knowledge, both of Trusteeship in general and of the Trust's activities, to enable them to carry out their role and to represent the Trust at meetings and other events.

This policy sets out how Khalsa Academies Trust intends to recruit a robust and effective Board of Trustees.

The Trustees are members of the Khalsa Academies Trust Board and have clear responsibilities as defined in the Governance Handbook and SoD which can be accessed at <https://www.khalsaacademiestrust.com/1282/governance>

2 Statutory requirements

The Trust seeks to have up to 12 Directors/Trustees on its Board

2.1 Key Points arising from Khalsa Academies Trust's Articles are

DIRECTORS

45. The number of Directors shall be not less than three but (unless otherwise determined by ordinary resolution) shall not be subject to any maximum.
- 45A. The Directors of the Company shall comprise of at least 20% non-Sikh persons.
46. Subject to Articles 45A, 48 and 49, the Company shall have the following Directors:
 - a. Up to 6 Directors, appointed under Article 50 (this will always be the majority of Directors);
 - b. Up to 2 Academy Directors appointed under Article 51;
 - c. Up to 2 Management Team Directors and a Finance Director appointed under Article 57A;
47. The Company may also have any Co-opted Director appointed under Article 58.
48. The first Directors shall be those persons named in the statement delivered pursuant to sections 9 and 12 of the Companies Act 2006.
49. Future Directors shall be appointed or elected, as the case may be, under these Articles.

APPOINTMENT OF DIRECTORS

50. The Members may appoint and may remove up to 6 Directors.
- 50A. The Members may appoint Directors through such process as they may determine.
- 50B. The total number of Directors including the Executive Principal/CEO and Management Team Directors who are employees of the Company shall not exceed one third of the total number of Directors.

ACADEMY DIRECTORS

51. Up to 2 Academy Directors may be appointed or elected in accordance with any policy decided by the Directors for that purpose.

EXECUTIVE PRINCIPAL & MANAGEMENT TEAM DIRECTORS

57. The Executive Principal/CEO or the Principal if there is only one Academy being operated by the Company, may, if they agree to so act and their appointment is ratified by the Members, be a Director.
- 57A. The Directors may appoint 2 persons from amongst the senior management team of the Company to be Management Team Directors and a Finance Director for such term as they see fit.

CO-OPTED DIRECTORS

58. The Directors may appoint Co-opted Directors. A 'Co-opted Director' means a person who is appointed to be a Director by being Co-opted by Directors who have not themselves been so appointed. The Directors may not co-opt an employee of the Company as a Co-opted Director if thereby the number of Directors who are employees of the Company would exceed one third of the total number of Directors including the Executive Principal and Management Team Directors.

Please see legal advice regarding appointment of Trustees/Directors in Appendix 1.

2.2 Recruitment / Appointment Panel

- a) When a need has been identified to recruit Trustees the Chair of Trustees or a Vice Chair of Trustees will manage the process and panel. A Panel will include the Chair of Trustees or a Vice Chair of Trustees and at least one other Trustee and the CEO.
- b) The panel will have responsibility for ensuring that the remainder of the recruitment and induction process is carried out as delegated to the Trust Governance officer.

2.3 Skills Audit

Whenever a Trustee departs a skills audit of the board will be done. Efforts at recruiting a replacement will take account of the skills audit and of the skills being lost by the departure. Consideration must also be given to any specific roles or duties that the individual leaving the board was undertaking.

3 Recruitment

Once the ideal skill/experience profile has been identified a recruitment plan will be formulated. This will identify the most appropriate resources from which applicants might be found. Preference should be given to advertisement in the media, volunteer bureau, and direct approaches to professional bodies such as Academy Ambassadors, NGA, and to other voluntary organisations over approaches to personal contacts as the intention is to promote diversity and to avoid conflicts of interest.

The Trust seeks to ensure diversity in its Board of Trustees as well as in its staff base and consideration will be given to ways in which groups that are under-represented on the Board might be reached and encouraged to apply. However, at the point of selection the Panel will not discriminate unfairly on any of the grounds listed in the Equal Opportunities Policy.

People enquiring to become Trustees will be sent appropriate documentation about the Trust, introductory material about Trusteeship and will be asked to submit a CV.

3.1 Interview, Selection & Appointment

Applicants who appear suitable will be invited to attend an interview with the panel and will receive further information regarding the role of being a Trustee. In the event of there being a large number of applicants those most closely matching the skills required will be approached at this stage in preference to less suitable applicants however, consideration will be given to appointing more than one suitable applicant.

As a minimum, and if not sent earlier in the process, applicants will be provided with: -

- a copy of the latest accounts of the Trust;
- "Responsibilities of Trustees";
- a copy of the Trust governing document;
- a Trustee 'job description';
- relevant policies including those regarding equal opportunities and conflicts of interest;
- a copy of this policy.

The applicant will then be interviewed by the recruiting panel and efforts will be made to answer any questions that they may have. The applicant will be asked to declare any conflicts of interest and will be required to provide two references, which will be taken up prior to the next Board meeting.

The applicant will be required to sign a declaration that they are not disqualified from being Trustee as per The Charities Act 1993. The requirement to attend a Trustee induction session will be described. It is the responsibility of the Trustees on the recruiting panel to ensure that references are obtained and all other relevant checks are completed by Company Secretary.

The applicant will be asked whether or not they wish to be appointed and will be given the opportunity to attend a meeting as an observer at a Board meeting should they wish to do so.

The observations and recommendations of the panel will be put to the following Board meeting and a vote taken in accordance with the procedure for appointing Trustees detailed in the governing document.

3.2 Recruiting process by Members

The Board recognises that it has only limited control over the election of Trustees. It is accepted that Members should be able to elect people to the Board who they believe will best represent their interests however the existing Board Trustees also have a responsibility to try to ensure that the needs of the organisation in terms of governance are met by those people elected.

The Board will seek to do this by adopting a system of recommending Trustee appointments to the Members using the steps detailed below. The

Members will then be able to choose to elect a recommended candidate or to appoint another person to the board within a reasonable timescale. Details of the recommended candidates will be sent to the members in accordance with the Articles of Association of the Trust.

Where a Member gives notice to the Trust of their intention to propose an alternative candidate for election in accordance with of the Articles of Association of the Trust the Trustees will attempt to communicate with the candidate in an effort to assess their suitability.

Any relevant information gained during this process may be put to the Members at a meeting or via email correspondence. Should the person be unsuccessful then the Board will, so far as it is able, notify them of any Trust vacancy in the following year in order that they may apply.

4 Induction

The Trust will ensure that new trustees are inducted by the Chair to ensure that they are familiar with all the relevant information.

5. Review of Trust Recruitment Policy

This policy is to be reviewed at least annually, but any trustee with any concerns about its operation can request that it is reviewed at any time.

Appendix 1 - Legal Advice

Legal firm (Brownejacobson) wrote to confirm that the DfE's current preference is that there is little to no overlap between the different levels of governance in a MAT, i.e. governors should not be directors/trustees, trustees should not be Members etc.

An indication of the DfE's current thinking can be found in the Academies Financial Handbook which suggests that there should be a separation of at least the majority of individuals (for instance see point 1.5 in the Academies Financial Handbook).

Although they were conscious that clause 29 of the Governance Handbook 2019 suggests that it may be permissible for the Chair of the directors/trustees to also be a Member, you will note that further down in the Handbook at clause 30 they are again urged to have a significant degree of separation between the roles and that *"The department's strong preference is for at least the majority of the Members to be independent of the board of Trustees"*.

They understand if that the current DfE preference is now for all the levels of governance to be independent.

It is however fine (and indeed required by the Articles) for committees of the directors/trustees to be made up of the majority of directors/trustees and a minority of non-directors/non-trustees. The exception to this requirement is Local Governing Bodies or Local Advisory Board which again are expected to be independent of the directors/trustees.

