

Job Description: Head of Governance & Company Secretary (maternity cover)

Overview:

The Company Secretary responsibility requires high-level support for the Executive Team, Trust Board and Members to ensure that the Trust operates in accordance with legal provisions and operates with high quality governance practices throughout its governance layers with a view to fulfilling the organisational strategy and embodying best practice.

The post-holder will build strong working relationships with peers and sector partners outside the organisation. The post-holder will be expected to fulfil the business-as-usual role requirements including providing support, advice and training in relation to legislative requirements, monitoring effectiveness of governance structures and ensuring compliance with national and local policy.

Department: Finance & Operations

Manager: National director finance & strategy

Salary: OAT Central pay spine 29 - 31 (£65,069 - £70,379)

Location: Home based with regular school and head office visits including overnight stays.

Main duties and responsibilities:

Corporate Governance

- Oversight of the organisation's governance structures and associated governance documents in line with guidance from the DfE, Companies House and the Charity Commission
- Development and maintenance of governance documentation including Articles of Association, Scheme of Delegation and associated terms of reference
- Interpretation of governance documents both internally and externally
- Monitoring of compliance and as a result, accountability of stakeholders where compliance is not meeting the minimum standard
- Facilitate the smooth operation of the Trust's formal decision-making and reporting processes
- Maintain the Trust Board's governance arrangements including governance documents and the constitution
- Provide expert advice to governance stakeholders on constitutional matters, correct and proper conduct of business and meetings
- Plan the Trust Board and Sub-Committee annual calendar to ensure coordination between meetings and an effective flow of information
- Plan, prepare and ensure timely submission of agendas, reports, supporting papers and minutes ensuring compliance with statutory timelines and internal compliance processes
- Formulate meeting agendas with the Chair and Executive Team and advise management on content and organisation of papers or presentations for the meeting
- Take high-quality minutes and maintain an effective action log; communicating board decisions to ensure implementation
- Ensure that the Trust Board and Sub-Committees are functioning appropriately, within the correct remit and with suitable membership
- Ensure that an annual members' meeting is held in accordance with the requirements of the academy's articles of association. Preparing and issuing notices of meetings; obtaining internal agreement to all documentation for circulation to members and formally minuting those aspects of the meeting that are required to be recorded
- Oversee the declaration of interest process and registers for Members, Trustees, Governors, Academy SLT and all other budget holders
- Facilitate the comprehensive induction and registration of trustees into the role
- Advise and assist Trustees and Members with respect to their duties and responsibilities, ensuring statutory compliance tasks are completed
- Oversight and monitor the Trust Board's policy and compliance review and approval processes

- Ensure standing orders, including a scheme of delegation, schedule of business and Articles of Association/Terms of Reference reserved for the Trust Board and its Sub-Committees are reviewed, updated and properly discharged
- Ensure governance declarations and office-holder information are regularly maintained
- Advise and facilitate board performance evaluations and any ongoing development matters resulting from that exercise including external reviews of governance
- Advise the board on an appropriate approach to reviewing board performance, facilitating regular board evaluation, and facilitating any ongoing training highlighted
- Relationship management and oversight to ensure high-quality, effective decision-making within legal parameters
- Develop the Trust Board practices and processes in line with sector partners

Strategic School Governance

- Lead on the review, redesign and continuous improvement of the governance arrangements across the Trust including governance documents and the constitution
- Produce guidance documents and training sessions for governance stakeholders to facilitate high quality governance
- Undertake horizon scanning, reviewing and analysing all new regulatory developments and advising governance stakeholders on their implications/ recommended courses of action
- Provide expert advice to the senior team on governance structures and decision-making, ensuring that decisions are taken by the appropriate body in a timely way and advise and guide on authority and responsibility in line with Terms of Reference (ToR)
- Build strong relationships with governance stakeholders through regular liaison and communication
- Provide expert advice to governance stakeholders on constitutional matters, correct and proper conduct of business and meetings
- Lead the response on urgent governance issues and obtain responses from others including external agencies in order to provide accurate advice and meet deadlines
- Provide expert advice on policy interpretation
- Policy owner for governance policies, ensuring timely and accurate review based on current legislation
- Oversee the policy framework ensuring that timelines for review are adhered to
- Ensure that decisions taken by the governance structures are properly communicated and implemented
- Continuous development of communication channels for governance stakeholders
- Support due diligence activity of new academies potentially joining OAT by preparing the schools' current governing body for conversion/transfer
- Lead on liaison with incoming schools to ensure effective transition of new governance stakeholders and reconstitution of governance structures
- Ad-hoc support of other areas across the Trust as required.

Training and Development

- Line manage Governance Managers x 2 ensuring effective CPD and opportunities to develop
- Provide effective governance support for the Trust Board and its sub-committees including the development of training and guidance/support documents and templates
- Deliver training and development to clerks on governance processes to ensure consistency and compliance across the Trust
- Lead and motivate school governance stakeholders through building strong individual relationships and training sessions/keep in touch meetings
- Ensure accountability of clerks through monitoring of governance compliance
- Oversee and deliver induction training for all governance stakeholders, ensuring that continuous training and development is undertaken by governance participants
- Lead on training for governance volunteers and professionals to embed a culture of CPD and improve the quality of governance structures
- Undertake regular evaluation exercises and work with governance stakeholders to improve governance processes

- Develop robust action plans for LGBs of concern
- Oversee the identification and development of systems, protocols, procedures, guidance and policies to improve operational effectiveness in governance
- Manage, initiate and develop networks with relevant bodies within the education sector as appropriate
- Build links with other MATs and external governance organisations
- Maintain an effective governor recruitment and succession programme

Compliance and monitoring

- Fulfil statutory filings and recordings in line with Company Secretary responsibility
- Manage and monitor governance and website compliance across the Trust
- Lead on governance monitoring and evaluation through compliance oversight and health checks to quality assure governance and develop best practice
- In conjunction with the Head of Compliance and Reporting; develop systems, risk management and board assurance arrangements that comply with internal and external governance and best practice requirements and contribute to continuous improvement of the quality of risk information
- Author and oversee the Admissions Policy process for the current and two upcoming academic years working with the Trust Board, the Executive and LGBs/Principals to ensure policy compliance and appropriate consultation with stakeholders where required
- Monitor individual academy admissions policies and liaise with Local Authority Admissions Teams to agree a mutually accepted policy.
- Author and oversee the Exclusions Policy processes including decision letters, policy and process advise and panel meeting support.
- Ad-hoc advice on individual cases for both Exclusions and Admissions

Person Specification

Education & Qualifications:

- Degree level or equivalent education

Knowledge, Experience & Understanding:

- Support and development of corporate governance structures
- Recent experience in academy or school governance as either a clerk or governor/trustee
- Quality assurance of governance at all organisational levels
- Managing a team and quality assuring the work of others
- Delivering training to support effective governance structures
- Development, monitoring and oversight of compliance frameworks
- Policy framework development and management
- Specialist advice in exclusions and admissions

Skills:

- Outstanding stakeholder engagement and influencing skills
- Demonstrable experience of managing Board and Committee meetings
- Experience of creating, reviewing and implementing governance frameworks and associated documentation
- Excellent communication and interpersonal skills including communicating technical/legal matters to governors and colleagues
- Ability to plan own and others workloads to meet deadlines
- Ability to identify areas for improvement
- In depth understanding and knowledge of educational legislation, guidance and policy and the roles of Members, Trustees, Governing Bodies/ Principal/ Local Authorities and the DfE
- Excellent ICT skills

Additional Requirements:

- Car owner with current driving licence
- Be able to work at times convenient to LGBs, including some evening meetings
- Occasional overnight stays