



Department
for Education

Terms of Reference for Headteacher Boards

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The **Headteacher Boards (HTB) Terms of Reference (ToR)** defines the purpose and structure of the Regional Schools Commissioners' advisory boards which have been established to achieve their aims and objectives. In addition, the ToR describes the responsibilities of HTBs and their members.

1. The purpose of the headteacher boards

1.1 Regional schools commissioners (RSCs) work with school leaders to raise standards, provide advice, and take action in underperforming schools. Each RSC is supported by their own HTB for their region. The role of HTB members is to provide advice, scrutiny and challenge to the RSCs' decision making. RSCs take decisions, within the scope of their responsibilities, in the name of the Secretary of State (SoS) for Education, and they should be informed by the views of their HTB who bring local expertise and knowledge to the system to advise the RSC on the issues. The HTB members are non-executive and, as such, are not DfE employees.

1.2 HTB members provide an important additional check and balance to the RSCs' decision making process. If an RSC intended to take a decision which did not accord with the majority advice from HTB members, the RSC would have to report this to the National Schools Commissioner and to the minister.

2. Remit

2.1 Each HTB provides advice and challenge to support the RSCs on key decisions based on members' prior experience. This can involve assessing school performance data, reviewing the governance structure of a new multi-academy trust or challenging a school's improvement plan. RSCs and HTBs also make use of local networks to gather information to ensure a robust decision is reached. This process is an integral part of a self-improving system in which respected school leaders take greater responsibility for regulating the system. The RSC decision making framework contains the parameters within which these decisions are taken. Each RSC works with their HTB to determine how they will operate together to shape and address the particular priorities for their region. In some cases, HTB members also carry out additional duties for RSCs in their regions, including attending events and visits. In all cases it is members' experience and expertise which is valued; they are not required to develop additional expertise.

3. Membership

3.1 Each HTB is usually made up of four to eight members in addition to the RSC.

3.2 HTB members are generally headteachers, former headteachers, trustees or business leaders and are either elected, appointed, or co-opted to the board. Each HTB member, irrespective of how they gained membership, has equal status. No more than one member per single academy chain can be elected, appointed or co-opted onto the same HTB.

3.3 An HTB member can have membership of no more than one board.

Elected members

3.4 Four members of each HTB are elected, as part of a three-year election cycle, by other academy headteachers and executive headteachers in their RSC's region.

3.5 Elected members are required to meet one of the following four criteria:

- be currently serving as a headteacher of an academy judged by Ofsted as Outstanding overall at the time of the election;

or

- be currently serving as a headteacher of an academy judged by Ofsted as Good overall with outstanding leadership and management at the time of the election;

or

- have retired from headship in the past two years (on 1 June 2017) and met either of the first two criteria above at the time of their departure;

or

- have (within five years on 1 June 2017) served as a headteacher of an academy which met either of the first two criteria above at the time of their departure, and is now serving as a Senior Executive Leader* (SEL). [*A SEL is defined in the *Academies financial handbook 2016*]

3.6 To be eligible for election to the HTB, the headteacher must work, and a SEL or retired headteacher must have worked at, an academy in the same region as the HTB they are standing for election.

3.7 The elections use a first-past-the-post system with some conditions, to ensure that at least one primary headteacher and one secondary headteacher become members of each HTB, and no more than one headteacher or SEL per single multi-academy trust is elected onto any one HTB. Headteachers from the same trust can be elected to different HTBs if the trust operates across more than one region.

3.8 The electorate is comprised of headteachers (and executive headteachers) of academies in the region, which are open on a date to be published by the Secretary of State; for the 2017 HTB election this is 1 June 2017.

Appointment and co-option

3.9 Two members of each HTB may be appointed by the RSC on behalf of the Secretary of State.

3.10 The RSC, together with their HTB members, may also seek approval from the Secretary of State to co-opt further members to fill any skills or expertise gaps. HTBs have members with a variety of skills, including education,

governance and business leadership. RSCs and their boards will want to ensure a mix of skills through appointments and co-option.

3.11 Prospective appointed and co-opted HTB membership candidates that are, or have been, connected to an academy or multi academy trust (MAT), will only be selected after due diligence checks have been carried out with colleagues in the Education and Skills Funding Agency (ESFA).

3.12 The RSC may determine the term of an appointment or co-option. This could be for any period of time from very short periods to a full three-year term to meet a specific need for skills or expertise.

3.13 If an elected member resigns, or is disqualified (by the conditions set out below, in suitability of members and disqualification) the RSC together with the HTB may co-opt a suitable replacement to serve in place of the former member. In such cases, the term of membership can run for the period up to the date of the next election. There will be no by-elections.

4. Frequency of meetings and availability

4.1 The frequency and schedule of meetings is decided by the RSC in discussion with the HTB based on business need and availability.

4.2 As regional experts and champions of local academies, HTB members may also be asked to travel and attend events and visits throughout their region, as appropriate. Members may occasionally be asked to attend meetings or training outside of the region in which they serve.

5. Working practices

5.1 RSCs seek advice from their HTB in a variety of ways including by email and telephone. Formal HTB meetings, which the RSC chairs, are frequent enough for HTB members to share their knowledge and experience, discuss complex cases, and offer timely advice and challenge to the RSC as required. Records of HTB meetings are usually published on a monthly basis, with a two-month delay. This allows parties involved to be notified of decisions before they are made public.

5.2 The RSC and HTB agree flexible and pragmatic arrangements for giving advice. The RSC enables HTB members (except those who have registered a conflict of interest) to give their views in and between HTB meetings, using appropriate methods of communication. HTB members may need to give advice at short notice and, if they are not able to do so, the RSC may proceed to make decisions. The RSC sometimes consults particular members on specific matters rather than the whole board. On other occasions, the RSC may need to make quick decisions and will be unable to consult the HTB. If an HTB member has a concern about the operation of the HTB and RSC, and is unable to resolve this matter with the RSC, they can contact the National Schools Commissioner.

6. Conflicts of Interest

6.1 Conflicts of interests are defined as any personal or business interest within the past five years which may, or may be seen as, influencing a member's judgement in performing their role. HTB members must immediately declare to the RSC's office any actual, potential or perceived conflicts of interest that might impact their HTB duties, and the office must maintain an accurate and up-to-date register of all conflicts. HTB members must remove themselves from discussions of, and must not provide advice on, cases where they have a conflict of interest, where there is a potential conflict of interest or where there is a perception of a conflict of interest. This may include, for example, where the decision to be taken by the RSC relates to a multi-academy trust of which a member's academy is a part, or if the decision to be taken has an impact on the academy where the member works, has previously worked, or relates to an academy to which they have given advice. Each member must consider their conflicts of interests in each case with which they are asked to advise. HTB members should also consider conflicts of interest that may arise where spouses, family members, professional colleagues (both past and present), and acquaintances are involved in cases on which they are asked to give advice.

6.2 It is the HTB member's responsibility to ensure that they are familiar with the DfE rules on handling conflicts of interests, that they complies with these rules and that their entry in the DfE's register of members' interests is accurate and up-to-date. If a member wishes to take up new employment or appointments during their term of office, they must inform the RSC.

6.3 If a conflict of interest is discovered that has not been declared, this may be considered serious misconduct, and the member may be required to relinquish their membership of the HTB.

7. Gifts and Hospitality

7.1 An HTB member must not accept any gifts or hospitality which might, or might reasonably appear to compromise their personal judgement or integrity or place them under an improper obligation.

7.2 An HTB member must never canvass or seek gifts, or hospitality.

7.3 An HTB member must comply with the rules set by the DfE on the acceptance of gifts and hospitality. The member must inform the RSC of any offer of gifts or hospitality and ensure that, where a gift or hospitality is accepted, this is recorded in the gifts and hospitality log.

7.4 Each HTB member is responsible for their own decisions on the acceptance of gifts or hospitality and for ensuring that any gifts or hospitality accepted can stand up to public scrutiny and will not bring the DfE into disrepute.

8. Suitability of members and disqualification

8.1 The behaviour and actions of an HTB member must be governed by the principles set out in this terms of reference. It is the responsibility of each HTB member to ensure that they are familiar with, and complies with, all the relevant provisions of the terms of reference.

8.2 An HTB member is disqualified from holding or continuing to hold the office of HTB membership if that person:

- a) is involved in any activities, illegal or otherwise, which could bring the HTB into disrepute;
- b) is directly involved in the running of businesses or activities that may be considered inappropriate for children and young people (e.g. tobacco, gambling, adult entertainment, alcohol);
- c) is subject to a disqualification order or disqualification undertaking under the Company Directors Disqualification Act 1986, a disqualification order under Part 2 of the Companies (Northern Ireland) Order 1989, a disqualification order or a disqualification undertaking accepted under the Company Directors Disqualification (Northern Ireland) Order 2002, or an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order);
- d) has been removed from the office of charity trustee or trustee for a charity by the Charity Commission or Commissioners or High Court on grounds of any misconduct or mismanagement, or under section 34 of the Charities and Trustee Investment (Scotland) Act 2005 from being concerned in the management or control of anybody;
- e) is subject to a prohibition order or interim prohibition order under section 141B of, or Schedule 11A to, the Education Act 2002;
- f) is barred from participating in the management of an independent school;
- g) has been sentenced to six months or more in prison (without the option of a fine) in the two years before becoming an HTB member or since becoming an HTB member; has received a prison sentence of three years or more in the seven years before becoming an HTB member; or has at any time received a prison sentence of four years or more;
- h) becomes a Parliamentary Candidate or an MP (including the European Parliament);
- i) is unable to fulfil the requirement to devote a minimum of half a day per week to their role or if the member fails to adequately attend meetings of the HTB or offer timely advice to the RSC for a period of more than 2 months;
- j) fails (or its employing company, any officers or representatives of it fails) to fulfil their obligations relating to the payment of Social Security contributions;
- k) fails (or its employing company, any officers or representatives of it fail) to fulfil their obligations relating to payment of taxes;
- l) does anything that constitutes serious misconduct as specified throughout this document, HTB member terms document or any supplementary guidance or instruction issued to the HTB members to assist them in carrying out their role.

8.3 An HTB member, regardless of how they gained their place on the board, is required to relinquish membership of the HTB if disqualified under these criteria or if the RSC and the National Schools Commissioner agree that their actions constitute serious misconduct or that their continued membership of the HTB is

likely to bring the system into disrepute. In cases where the member does not relinquish their membership when required to do so, the DfE will withhold payment for their services, and the RSC will not seek their advice or rely on any advice given by the member.

8.4 The role of an HTB member carries a regionally visible profile and HTB members, prospective members and those involved in any appointments to the board must use their own discretion and judgement in determining, on a case-by-case basis, any additional circumstances that might prevent the reputation of an individual being in keeping with the role of an HTB member. HTB members should advise the RSC as soon as possible, if anything occurs in their private or working life which, if it became generally known, might bring them, the HTB or the RSC into disrepute, or call into question their integrity, authority or standing as an HTB member.

9. Resignation process

9.1 An HTB member may resign with immediate effect, or with notice agreed with the RSC, at any time by informing the RSC in writing and copying the letter to the National Schools Commissioner.

9.2 If, as a result of an Ofsted inspection, an elected member's academy no longer satisfies the eligibility criteria, this does not automatically mean that the member cannot continue to serve on the HTB. The member must consider with their RSC whether it is appropriate for them to remain on the HTB.

10. Use of Official Information

10.1 An HTB member must not misuse information gained in the course of their public service for personal gain or for political purpose. This includes providing information to a trust or school they are giving, or have given, advice on. 10.2 An HTB member must not disclose any information which is confidential in nature or which is provided in confidence without authority. This duty continues to apply after they have left the board.

11. Resources and payment

11.1 HTBs are not part of the DfE and will not be in charge of any DfE finances and cannot directly allocate financial resources.

11.2 Each HTB member must comply with the rules set by the DfE regarding remuneration and expenses. It is the HTB members' responsibility to ensure compliance with all relevant HM Revenue and Customs' requirements concerning payments, including expenses.

11.3 An HTB member's employer (e.g. academy trust) will be remunerated for the time they spend on HTB related business. This is to assist the organisation in releasing employees to fulfil HTB business and recompense HTB members for

their travel. Where an HTB member is self-employed (e.g. retired) they will be paid directly. The rate is inclusive of expenses and travel within the region.



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