

Hounslow Education Partnership Board Terms of Reference

Hounslow Education Partnership is a company limited by guarantee, formed in accordance with Schools' Company regulations. The company has been established as a key vehicle for area-based school improvement in Hounslow. The company will commission and deliver school improvement services on behalf of schools.

The vision

'Our school-led school improvement partnership enables us to deliver the best possible educational experiences and outcomes for all the children and young people of Hounslow and drives our collective responsibility and ambition for their achievements'.

Governance

Members

The members of HEP do not play a major role in the day to day running of the company but are the ultimate guardians of the educational vision. They have the overall control of the company including making important decisions as outlined below:

- determining the constitution of the school by signing its memorandum and articles of association;
- acting as guardians of the vision by overseeing the achievement of the objectives of the company;
- changing the articles of association, if required;
- appointing and removing directors/governors;
- participating in an annual general meeting;
- receiving reports on the finances and the strategy of the school from governors;
- signing off the financial statements and the annual report.

Members meet once each year for the Annual General meeting where they sign off the financial statements and annual report.

The Board of Directors

The Board will comprise no fewer than 6 directors including:

3 primary headteachers (one from each area);
2 secondary headteachers
1 special headteacher
1 Partnership Director

The Board will recruit and appoint an independent chair. Two co-opted non-executive directors to provide additional expertise may be appointed after Year 1 of the company.

The Board will:

- ensure the vision and values of the company are being upheld
- provide strategic oversight of the company, including financial and performance management
- monitor the impact of company activities

Responsibilities

Directors are the people responsible under HEP's governing documents for controlling the company's management and administration. They have responsibility for directing its affairs, and for ensuring that it is solvent, well run, and delivering the outcomes for the benefit of the children and young people of Hounslow for which it has been set up.

The board of directors has wide discretion over its use of the company's fund, in line with the company's objectives set out in the Articles of Association. It is responsible for the proper stewardship of those funds and for ensuring economy, efficiency and effectiveness in their use – the three key elements of value for money. It must also ensure that it uses its discretion reasonably, and takes into account any and all relevant guidance on accountability or propriety.

The board of directors should be aware of their statutory duties as company directors, which are set out in sections 170 to 177 of the Companies Act 2006. These comprise the duties to:

- act within their powers;
- promote the success of the company;
- exercise independent judgment;
- exercise reasonable care, skill and diligence;
- avoid conflicts of interest;
- not to accept benefits from third parties; and
- declare interest in proposed transactions or arrangements
- directors must be DBS (disclosure and barring service) checked and abide by the 'Nolan Principles of Conduct Underpinning Public Life' (appendix1)..

Procedures

- the board of directors must meet at least once a quarter and conduct business only when they are quorate;
- the meetings must have minutes taken by the clerk with these minutes approved by the chair and published on the HEP web-site;
- the company must form a financial committee to which the board delegates financial scrutiny and oversight.

Appendix 1

THE NOLAN PRINCIPLES

The Nolan Principles of Conduct Underpinning Public Life

Selflessness

Holders of public office should take decisions solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or other friends.

Integrity

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might influence them in the performance of their official duties.

Objectivity

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

Accountability

Holders of public office are accountable for their decisions and actions to the public and must submit to whatever scrutiny is appropriate to their office.

Openness

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

Honesty

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

Leadership

Holders of public office should promote and support these principles by leadership and example