

Chelmsford Diocesan Board of Education

Promoting life in all its fullness through education across Essex and East London



Diocese of Chelmsford Diocesan Board of Education

Terms of Reference

These Terms of Reference set out the governance, responsibilities and delegated authority of the Chelmsford Diocesan Board of Education, established as a committee of the Diocesan Board of Finance in accordance with the Diocesan Boards of Education Measure 2021 and the Diocesan Scheme.

Approved: March 2026

Due for Review: March 2029

Definitions

Bishop	means the Diocesan Bishop
CDET	means the Chelmsford Diocesan Educational Trust (company number 07706638)
Custodian Trustee	refers to instances where DBF acts as custodian trustee or diocesan authority
DBE	means the Diocese of Chelmsford Diocesan Board of Education
DBF	means the Diocese of Chelmsford Diocesan Board of Finance (charity number 249505) (company number 137029)
Episcopal Area[s]	means the Episcopal Areas of Barking, Bradwell, and Colchester, within the Diocese of Chelmsford
Measure	means the Diocesan Boards of Education Measure 2021
Scheme	means the Scheme made by the Chelmsford Diocesan Synod in exercise of the powers conferred by the Diocesan Boards of Education Measure 2021

Terms of Reference

(A) The DBE

The DBE is a committee of the DBF and established under s.3 of the Scheme. The DBE exercises the powers and duties conferred on the DBE by or pursuant to the Measure and which must be delegated to the DBE by the DBF (the DBE Functions). The Chair is appointed under s.14 of the Scheme.

(B) DBE Membership

Composition of the DBE

i. Members

(1) The members of the DBE are—

(a) the Bishop,

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- (b) at least 2 but not more than 3 members appointed by the Bishop,
 - (c) 6 members elected by the Diocesan Synod in accordance with the provision of s.5(2) of the Scheme
 - (d) at least 4 but not more than 5 members co-opted by the DBE.
- (2) Two members of DBE shall be elected by the Synod in respect of each of the three Episcopal Areas in the Diocese, who need not themselves be members of the Synod, and of the members elected in respect of any Episcopal Area—
- (a) one shall be a clerk in Holy Orders beneficed or licensed in the Episcopal Area; and
 - (b) one shall be a communicant lay person who either resides, works or worships in the Episcopal Area
- (3) In making an appointment or co-option or selecting candidates for election, regard must be had to the desirability of securing that a variety of relevant skills is available among the members. A regularly updated skills matrix will be maintained covering:
- Finance/audit,
 - Estates and capital,
 - Theology/Christian distinctiveness and education,
 - SEND and inclusion,
 - Governance and risk.
- (4) A person is not eligible to be a member of the DBE if the person is disqualified by law from being a charity trustee.

ii. Chair

The chair of the DBE, as required by s.14 of the Scheme, is—

- (a) the Bishop, or
- (b) another member of the DBE appointed by it after consultation with the Bishop.

iii. Vice-Chair

- (a) The DBE shall appoint from among its members a Vice-Chair, who shall support the Chair in the discharge of their responsibilities.
- (b) The Vice-Chair may act on behalf of the Chair where delegated to do so and may represent the DBE at diocesan, regional or national meetings as required.
- (c) The Vice-Chair shall be elected annually by the DBE at its first meeting of the calendar year.
- (d) In the absence of both the Chair and Vice-Chair, the DBE members present shall elect one of their number to chair the meeting.

iv. Election

Election to the DBE, as required by s.7 and s.9 of the Scheme:

The election of the elected members shall take place every 3 years in the same year as, but after, the election of members of the Synod. All members so elected shall begin to hold office on 1st January next following their election.

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v. Co-option

Members of the DBE appointed by co-option, as referred to in paragraph i.(1)(d) above, pursuant to s.8 of the Scheme, shall be notified of their co-option in writing by the Diocesan Director of Education no more than 14 days after their co-option by the DBE.

vi. Mid-triennium retirement or resignation

Members of the DBE who retire or resign mid-term will be replaced in accordance with s.12 of the Scheme.

vii. Removal of DBE members

DBE members can be removed from office as pursuant to s.11 of the Scheme.

(C) Functions of the DBE

The DBE is established pursuant to s.3(7) of the Measure to exercise the DBE Functions. The DBE Functions are set out in the Measure and are:

- i. To:
 - (a) promote or assist in the promotion of education in the diocese that is consistent with the faith and practice of the Church of England;
 - (b) promote or assist in the promotion of religious education and religious worship in schools in the diocese;
 - (c) promote or assist in the promotion of church schools in the diocese;
 - (d) promote co-operation between itself and other persons concerned with education in the diocese.
- ii. to give Advice in accordance with s.7 of the Measure;
- iii. to give Consent in accordance with s.8 of the Measure;
- iv. to take part in Consultation under s.9 of the Measure;
- v. to give Directions under s.10 of the Measure;
- vi. to engage in accordance with s.11 of the Measure;
- vii. to request information in accordance with s.12 of the Measure;
- viii. to comply with requirements imposed on it by the code of practice issued by the House of Bishops on safeguarding children and vulnerable adults in accordance with s.13 of the Measure;
- ix. to enter into the arrangements envisaged in s.14 of the Measure; and

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- x. to undertake such other functions as may be conferred on the DBE by the Scheme in accordance with s.15 of the Measure.

(D) How the DBE exercises its functions

i. Providing advice and issuing direction to schools and trusts

- (1) The Director of Education, on behalf of the DBE, and, if appropriate, after taking legal advice, may advise
 - (a) the governing bodies of maintained schools,
 - (b) boards of trustees of academy trusts,
 - (c) trustees of church educational endowments, and
 - (d) such other persons as the DBE considers appropriate, to which advice they must have due regard.
 - (e) The DBE and DBF shall be notified on each occasion a direction is issued.
- (2) Advice issued will be reported to the DBE or CDET when appropriate.

ii. Providing consent

- (1) Following legal advice all relevant consents, permissions and agreements will be signed and sealed by the DBF acting as custodian trustee on behalf of the DBE (see Section 7 below for further details).

iii. Appointments - foundation governance

- (1) Appointment
The DBE will require all those wishing to serve as a DBE-nominated foundation governor in maintained schools to undergo due diligence to assess their suitability prior to appointment. This will include an enhanced DBS check facilitated by the Governing Body of the school concerned.
- (2) Notification of Appointment
The DBE shall be consulted on, and notified of, all nominated appointments of Foundation Governors.

iv. Appointments to academy trusts in the Diocese of Chelmsford

- (1) The Diocese of Chelmsford Vine Schools Trust (company number 8709542): The DBE through CDET shall appoint Members of the Diocese of Chelmsford Vine Schools Trust in accordance with the Diocese of Chelmsford Vine Schools Trust Articles of Association.
- (2) Other academy trusts: The DBE through CDET shall facilitate the appointment of representatives to other educational trusts across the Diocese as requested and shall review the due diligence requirements for those individuals from time to time.
- (3) Where required under the relevant Articles of Association of a Multi-Academy Trust, the DBE delegates authority to the Diocesan Corporate Member (CDET) to provide consent for the appointment of appropriate local governing board members or directors in cases

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where the DBE is named as the consent-giving body. Such delegated consents must be exercised in accordance with DBE policy, recorded appropriately, and reported to the DBE at the next available meeting.

v. Buildings

- (1) VA school buildings: The DBE will administer capital estate improvements (Voluntary Aided schools only) through the School Condition Allocations (SCA) and will, through the work of the School Buildings and Organisation Officer, provide guidance to Voluntary Aided schools relating to the maintenance and development of their buildings.
- (2) Consent for building works: The DBE shall seek to coordinate the provision of consents for capital works at maintained schools and academies in the Diocese.

(E) **DBE Meetings**

i. Quorum

- (1) A duly convened meeting of the DBE at which a quorum of 6 members, at least one of whom must be an elected/appointed DBE member, is present shall be competent to exercise all or any of the authorities, powers and discretions vested in or exercisable by the DBE.

ii. Frequency of Meetings

- (1) It is for the DDE, at the request of the chair of the DBE or any two members or the DBE, to convene a meeting of the DBE.
- (2) The DBE must meet at least 3 times a year.

iii. The Chair

- (1) The Chair of the DBE is the bishop or the person appointed by the bishop. All meetings will be chaired by the Chair. In the absence of the Chair, the Vice-Chair shall chair the meeting. In the absence of both the Chair and Vice-Chair, the members present shall elect one of their number to chair the meeting.

iv. Notice of meetings

- (1) Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of the items to be discussed and any relevant papers should be sent to all DBE members and those invited, no later than 3 working days before the date of the meeting.
- (2) If, at the invitation of the DBE, the Diocesan Secretary, or any member of the DBF who is not a member of the DBE, are invited to attend the whole or part of the DBE meeting, notice of the meeting must be given to the person as soon as reasonably practicable before the meeting, together with the relevant papers.

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- (3) If it is not reasonably practicable for the relevant papers for a meeting of the DBE to accompany the notice of the meeting, the papers must be given to each person who received the notice of the meeting as soon as it is reasonably practicable.

v. Attendance at meetings

- (1) The DBE may invite the Diocesan Secretary, or any member of the DBF who is not a member of the DBE, to attend the whole or part of a meeting and a person so invited may speak but cannot vote.
- (2) The DBE may invite any other person to attend the whole or part of a meeting and such person may speak only at the discretion of the chair and cannot vote.
- (3) The members of the DBE may ask any or all of those who normally attend meetings of the DBE but who are not members of the DBE to withdraw from the discussion of particular matters to facilitate open and frank discussion.
- (4) Where a member of the DBE participates in a DBE meeting by means of a conference call or other virtual facility which enables everyone taking part in the meeting to hear and/or see each other, the participation by that member in that way is to be treated as being present at the meeting; and the member is accordingly to be counted for the purpose of working out whether there is a quorum and is entitled to vote at the meeting.
- (5) Where there is a meeting of the DBE at which one or more members are present in the way described in paragraph v.(4) above, the meeting is to be documented as being held:
 - (a) at the place at which there is the largest number of DBE members present (including in the way described in paragraph v.(4) above) or;
 - (b) if there is no one place which meets that description, at the place at which the chair of the meeting is present.
- (6) A decision at any meeting is to be taken by a majority vote of members present at the meeting (including in the way described in paragraph v.(4) above).
- (7) If there is a tied vote at a meeting, the Chair has a second, casting vote.

vi. Minutes of meetings

- (1) The DDE is secretary to the DBE and is responsible for ensuring that a record of the proceedings and decisions of each meeting is made, including the names of those present and in attendance and any declarations of conflicts of interest or loyalty, in accordance with the DBF's conflicts of interest and loyalty policy.
- (2) A draft of the minutes of each meeting must be circulated promptly to each member of the DBE for approval.
- (3) Once the minutes of a meeting are approved, the minutes must be sent to every member of the DBE and to the Diocesan Secretary (who will circulate them to DBF as appropriate) and may be sent to other persons as the DBE thinks appropriate.

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vii. Decisions without a meeting

- (1) A resolution in writing signed by a majority of the members of the DBE is as valid and effective as if it had been passed at a meeting of the DBE duly convened and held.
- (2) A member of the DBE may signify agreement to a proposed written resolution:
 - (a) by signing a hard copy;
 - (b) by email sent from the email address which the member usually uses in connection with the affairs of the DBE; or
 - (c) if the DBE has approved the use of some other electronic means for this purpose, by that electronic means.
- (3) The DBF's policy will need to make specific provision for conflicts of loyalty between the DBF and DBE which reflect the Measure and the Scheme.
- (4) The DBE Committee is to be treated as taking a majority decision on a matter if a majority of the members indicate to each other by electronic means that they share a common view on the matter. Such a decision may (but need not) take the form of a written resolution passed in accordance with paragraph vii.(1) above.
- (5) A resolution in writing or a decision taken in the way described in paragraph vii.(4) above must be duly reported and minuted at the next meeting of the DBE and a copy of the resolution in writing must be sent to the Diocesan Secretary within 7 days of it having been passed.

(F) Delegation to sub-committees

i. Committees, Sub-committees and Working Groups

- (1) Where the DBE delegates the exercise of any DBE Functions to a committee or sub-committee, the DBE must provide written terms of reference in relation to that delegation which must include a requirement for that committee or sub-committee to report its proceedings to the DBE.
- (2) **Membership**

The DBE/Executive/DBE Chair may establish working parties and task groups (which may include other people).

 - (a) Sub-committee Chairs are appointed by the Chair of the DBE and shall be members of the DBE. Each sub-committee should aim to have between 6 and 8 members (plus Officers), at its discretion.
 - (b) A sub-committee should normally include at least two members of the DBE.
 - (c) The DBE (or its Executive) shall appoint the members of the sub-committees.
 - (d) Should a decision need to be taken that has a policy implication, the sub-committee/working group will seek the guidance/decision of the DBE/Executive/DBE Chair.

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ii. DBE Executive Committee (DBE Exec)

- (1) The DBE Exec has these principal functions:
 - (a) To discharge urgent business on behalf of the DBE between its meetings.
 - (b) To plan and review the meetings of the DBE.
 - (c) To monitor and, where necessary, suggest organisational refinement of the organisational arrangements of the DBE, including any sub-committees and working groups.
 - (d) To discharge other business as remitted to it by the DBE.
- (2) DBE Exec Membership
 - (a) The Chair of the DBE
 - (b) The Chair of the School Organisation and Resources Committee
 - (c) Up to two additional members of the DBE
- (3) In Attendance
 - (a) Director of Education
 - (b) Any other Officer required to attend by Members of the DBE Exec
 - (c) Meetings may be convened virtually, provided all participants are able to hear and/or see one another, and such participation shall be treated as attendance for the purposes of quorum and voting.
- (4) Quorum
 - (a) 2 members, one of whom must be either the Chair of the DBE or the Chair of SORC.
- (5) Frequency
 - (a) The DBE Exec shall meet 3 times per year

iii. School Organisation and Resources Committee (SORC)

- (1) Remit of the Committee
 - (a) Church School planning (inc. new schools)
 - (b) Multi-Academy Trust organisational planning
 - (c) School buildings and estate issues (inc. capital projects)
 - (d) Project approval as required by the DBE Measure
 - (e) Budgets, cashflow and accounts relating to School Capital Projects
 - (f) Legal and Ownership issues
 - (g) Service Level Agreement(s)
 - (h) Academy pre-conversion Scrutiny and Approvals
 - (i) Federation applications, scrutiny and approvals
 - (j) Other areas referred by the DBE or DBE Exec
- (2) Membership
 - (a) The committee shall consist of six members of the DBE appointed by the Chair of the DBE.
 - (b) Officers may attend by invitation but have no voting rights.

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- (c) The Committee shall be chaired by a DBE member appointed by the Chair of the DBE.
 - (3) In attendance
 - (a) Diocesan Director of Education
 - (b) At least one designated Diocesan Officer
 - (c) Any other Officer required to attend by Members of the DBE Exec
 - (d) Meetings may be convened virtually, provided all participants are able to hear and/or see one another, and such participation shall be treated as attendance for the purposes of quorum and voting.
 - (4) Quorum
 - (a) The quorum for the School Organisation & Resources Committee (SORC) shall be three members
 - (5) Frequency
 - (a) SORC shall meet 3 times per year
- iv. School Organisation & Resources – Academisation Sub-Committee (SORCA)
- (1) Remit of sub-committee
 - (a) Scrutiny of academy conversion requests
 - (b) Review of governance, land, legal and due-diligence considerations;
 - (c) Ensuring alignment with diocesan strategy
 - (d) Recommending approval/deferral/decline
 - (2) Membership
 - (a) The Sub-Committee shall consist of six members of the DBE, normally drawn from SORC.
 - (b) Officers or advisers may attend by invitation but have no voting rights.
 - (c) The Chair of SORC shall chair the Sub-Committee.
 - (3) In attendance
 - (a) Diocesan Director of Education
 - (b) At least one designated Diocesan Officer
 - (c) Any other Officer required to attend by Members of the DBE Exec
 - (d) Meetings will normally be held face to face unless otherwise agreed.
 - (4) Quorum
 - (a) The quorum for the School Organisation & Resources Sub-Committee Academisation (SORCA) shall be three members
 - (5) Frequency
 - (a) SORCA shall meet 3 times per year
- v. Education & Christian Distinctiveness Committee (ECDC)
- (1) Remit of sub-committee
 - To provide oversight and assurance on:

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- (a) Christian distinctiveness;
 - (b) RE and collective worship;
 - (c) SIAMS readiness, outcomes and learning;
 - (d) Growing Faith;
 - (e) SEND inclusion and inclusive practice;
 - (f) School improvement themes and professional development;
 - (g) Theological reflection and educational impact.
- (2) Membership
- (a) The Committee shall consist of four to six members of the DBE, appointed by the Chair of the DBE.
 - (b) Officers may attend by invitation but have no voting rights.
 - (c) The Committee shall be chaired by a DBE member appointed by the Chair of the DBE.
- (3) In attendance
- (a) Diocesan Director of Education
 - (b) At least one designated Diocesan Officer
 - (c) Any other Officer required to attend by Members of the DBE
 - (d) Meetings will normally be held face to face unless otherwise agreed.
- (4) Quorum
- (a) The quorum for the Education & Christian Distinctiveness' Committee (ECDC) shall be three members
- (5) Frequency
- (a) ECDC shall meet 3 times per year

(G) Processes and Procedures

i. Governance

- (1) Diocesan Synod and Bishop's Council
The DBE will report its activities to Bishop's Council once a year. The DBE shall make a report to Diocesan Synod on an annual basis as pursuant to s.17 of the Scheme.
- (2) The DBF
The activities of the DBE will be reported to the DBF through the circulation of the DBE minutes and through an annual presentation to the DBF by the Director of Education.
- (3) Director of Education
The day-to-day leadership of the DBE shall be undertaken by the Diocesan Director of Education who shall support the delivery of the strategic priorities of the DBE in accordance with its functions.

ii. Budget Management

- (1) The DBE's annual budget will be set in consultation with the Diocesan Director of Finance and the Diocesan Director of Education

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- (2) Once approved by the DBE, the annual budget will be subjected to review and ratification by the DBF.

iii. People Management

- (1) The DBE is and will continue to be the employer of all individuals who work in connection with the DBE ('the Education Department').
- (2) Any appointments to the Education Department will be agreed both in terms of budget and job description with the Diocesan Secretary in advance of advertisement, and those appointments will be in accordance with all employment policies and practice approved from time to time by the DBF.
- (3) The Diocesan Director of Education will be line managed by the Dean of Mission, Ministry, and Education.
- (4) Members of the Education Department will be line managed by the Diocesan Director of Education and her/his senior team.

iv. Communications

- (1) The DBE will manage external communication with schools, key stakeholders, and maintain its website through the work of the Education Department.
- (2) The DBE will draw on the advice and support of the Diocesan Director of Communications when responding to serious incidents.
- (3) The DBE will encourage all Church of England schools within the Diocese to draw on the advice of the Diocesan Director of Communications when managing serious incidents.
- (4) The DBE will ensure any incidents that may be serious incidents (whether safeguarding or otherwise) and may need to be reported to the Charity Commission are reported to the relevant person in the DBF without delay.

(H) Reporting requirements

i. Safeguarding

- (1) The DBE will comply with the DBF's policy on Serious Incident Reporting.
- (2) All relevant safeguarding incidents will be reported to the Diocesan Safeguarding Adviser.
- (3) The DBE is required by section 5A of the Safeguarding and Clergy Discipline Measure 2016 to comply with requirements imposed on it by the code of practice issued by the House of Bishops on safeguarding children and vulnerable adults.
- (4) For so long as section 5 of the Safeguarding and Clergy Discipline Measure 2016 remains in force for the purposes of any guidance issued by the House of Bishops on matters

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relating to the safeguarding of children and vulnerable adults, the DBE is required by that section to have due regard to that guidance.

ii. Financial

- (1) Any serious finance incidents or concerns will be reported as soon as is possible to the Diocesan Director of Finance and Diocesan Secretary.

iii. Data Protection

- (1) The DBE will comply with the DBF's Data Protection Policy from time to time in force and will report any breachers to the Diocesan DPO and Diocesan Secretary in accordance with that Policy or as soon as the DBE is made aware of the DBF's policy in that regard.
- (2) The DBE will ensure the Education Department is regularly trained in matters relating to data protection and are made aware of the DBF's policy in that regard.

iv. Personnel

- (1) All HR and employment-related incidents of which the DBE or Diocesan Director of Education become aware will be reported to the Diocesan HR Department and Diocesan Secretary without undue delay.

(I) Umbrella trusts and other corporate entities

- (1) CDET shall, under the powers delegated to it by the DBF, in its role as the DBE, act as Diocesan Corporate Member for each Church of England academy or academy trust established in the Diocese of Chelmsford.
- (2) The DBE shall require that CDET report at least three times a year to the DBE in such manner and by such dates as may be prescribed by the DBE on the exercise of CDET's functions and duties during the preceding period.

(J) Education Charities

i. School Trusts

- (1) The DBE will liaise with the DBF Finance and Property departments, to provide advice and support the effective and legal management of local and uniform statutory trusts relating to Church of England schools and schoolhouses across the diocese.
- (2) All relevant paperwork will be signed, or signed and executed, by the DBF in accordance with DBF policy where the DBF is acting as custodian trustee on behalf of the DBE. Where it is acting as custodian trustee, the DBF acknowledges it will be acting on the direction of the DBE in this regard.

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ii. School Sites

- (1) The DBE will liaise with the DBF Property Department, to support the effective legal management of church school sites where the DBF acts as trustee on behalf of the DBE.
- (2) All relevant paperwork will be signed, or signed and executed, by the DBF in accordance with DBF policy where the DBF is acting as custodian trustee on behalf of the DBE. Where it is acting as custodian trustee, the DBF acknowledges it will be acting on the direction of the DBE in this regard.

iii. Variation

- (1) Any significant variation to any Trust or school site will be reported to the DBE and DBF by the relevant Diocesan Officer.

(K) Academy conversions

- (1) The DBE will work in partnership with the DBF Property Department, to support the conversion of church schools wishing to become Church of England academies where the DBF acts as trustee on behalf of the DBE.
- (2) All relevant paperwork will be signed, or signed and executed, by the DBF in accordance with DBF policy where the DBF is acting as custodian trustee on behalf of the DBE.
- (3) Where the DBF is signing for and on behalf of the DBE as diocesan authority, the DBF acknowledges it will be acting on the direction of the DBE in this regard.

(L) Periodic review

- (1) The DBE shall review these Terms of Reference every 3 years in discussion with the DBF and any changes shall be approved by the DBF.

(M) General

- (1) Subject to the above, the DBE may from time to time regulate its own proceedings in according with s.15(2) of the Scheme.