

# Board of Trustees

---

## Terms of reference, constitution and membership 2020/21

**Senior Committee to:** Education and Standards Committee  
Finance and Resources Committee  
Risk and Audit Committee  
Remuneration and Human Resources Committee  
Chairs Forum  
Academy Local Boards

The Board of Trustees has the overall responsibility for the three governance functions:

- (i) Ensuring clarity of vision, ethos and strategic direction
- (ii) Holding Executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff
- (iii) Overseeing and ensuring effective financial performance

### Terms of reference

The key responsibilities of the Board of Trustees are:

#### Strategy

1. To determine and oversee the trust's overarching values, vision, mission
2. To consider, monitor and approve the trust's strategic plan, including future trust development and expansion
3. To review and approve key trust strategies, including School Improvement, Finance, Estates, ICT and People.

#### Statutory responsibilities

4. To ensure that the trust operates in accordance with its Articles of Association, funding agreements, company & charity law and the Education and Skills Funding Agency's Academies Financial Handbook, ensuring all legal and financial obligations are fulfilled
5. To review and approve the trust's annual report and statutory accounts
6. To have overall responsibility for, and oversee, safeguarding and child protection for the Trust, including the Prevent Duty
7. To have overall responsibility for, and oversee, Health & Safety for the Trust

#### Governance

8. To oversee the policies that provide the broad framework for the running of the academies and Professional Services and review and approve specific statutory policies as required
9. To establish committees and panels ensuring their effective operation and consider advice from them on the operation of the trust and other matters of concern
10. To oversee community engagement strategy and ensure that parental engagement is used to inform trust strategic decision making
11. To approve the Scheme of Delegation and terms of reference & membership of committees; and appoint the chairs of committees

#### Financial management

12. To ensure sound financial management and control through the approval of annual budgets and consideration financial monitoring information on a regular basis
13. To maintain the trust as a going concern and ensure financial sustainability
14. To receive and consider the annual letter from the ESFA's Accounting Officer and related

reports

### Appointments

15. To appoint the Chief Executive, Accounting Officer, Company Secretary and Chief Financial Officer
16. To determine the overarching Executive Team structure and endorse appointments to the Executive Team
17. To determine the pay and annual objectives of the Chief Executive and Executive Team members

### Challenge and support

18. To recognise, and celebrate, the achievements of the Academies;
19. To provide support and challenge when improvement strategies are being considered.

### Accountability

20. To ensure appropriate communication and reporting links from the Board to its Committees and Panels, the Trust's Executive Team, Professional Services, the academies and the parent/carer community are in place
21. To establish such short-term working groups as the Board considers appropriate to enable it to fulfil its responsibilities
22. To undertake any other specific duties and advise on such matters requested by the Members or Chair of the Board
23. To ensure the Board of Trustees exercises its accountability pupils, parents and the academies' local communities
24. To have due regard within its decisions to the need to eliminate unlawful discrimination, advance equality of opportunity, and foster good relations between different people, in accordance with the public sector general duty of the Equality Act (2010)

### Constitution and Membership 2020/21

Constitution	Membership 2020/21	Means of appointment	Current Term of Office
Up to Nine sponsor Trustees appointed by the University of Brighton	Professor Chris Pole (Chair)	Nominated	18/12/2019-17/12/2023
	Jill Elizabeth Gray	Nominated	28/02/2018-27/02/2022
	Lorraine Harrison	Nominated	01/09/2017-31/08/2021
	Janey Walker	Nominated	01/09/2017-31/08/2021
	Andrew Wilson	Nominated	01/02/2018-31/01/2022
At least one co-opted Trustee, appointed by the Board of Trustees	Siobhan Denning (Vice Chair)	Co-opted	01/09/2019-31/08/2023
	Jeremy Nurse	Co-opted	08/07/2020-07/07/2024
	Chris McFadden	Co-opted	08/07/2020-07/07/2024
	Miles Smith	Co-opted	08/07/2020-07/07/2024
	Paul Whiteing	Co-opted	08/07/2020-07/07/2024
Chief Executive	Dr John Smith	Ex-officio	n/a

**Constitution**

- The total constitution of the Board will be 11 Trustees, which will be a combination of Sponsor Trustees, Co-opted Trustees and the Chief Executive

**Chair**

- The Chair is any Trustee that the University of Brighton nominates
- The Vice Chair is elected by Trustees each school year

**Officers**

- Samantha Coates, Executive Director of Strategy
- Dylan Davies, Executive Director of School Improvement
- Tom Scully, Executive Director of Finance and Operations
- Other members of trust staff may be invited to attend for specific items

**Quorum**

- Normal quorum: Three or, where greater, any one third of the total number of Trustees
- Quorum for the purposes of any vote on the removal of a Trustee or any vote on the removal of the chair of the Trustees: Two thirds of Trustees

**Terms of office**

- The term of office for a Trustee is four years. A Trustee may be re-appointed or re-elected

**Clerk**

- Clerk to the Board of Trustees

**Meetings**

- Six meetings per school year