



Board of Trustees

Terms of reference, constitution and membership 2023/24

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

The Board of Trustees provides:

- (i) Strategic leadership of the academy trust: the board defines the trust vision for high quality and inclusive education in line with its charitable objects
- (ii) Accountability and assurance: the board has robust effective oversight of the operations and performance of the academy trust
- (iii) Engagement: the board has strategic oversight of relationships with stakeholders

Terms of reference

The key responsibilities of the Board of Trustees are:

Strategy

1. To determine and oversee the trust's overarching values, vision and 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 Academy Trust 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 promoting the welfare of children and overseeing safeguarding and child protection for the Trust, including the Prevent Duty
7. To have overall responsibility for, and oversee, Health & Safety for the Trust
8. To ensure that the trust manages their estate strategically, maintaining it in a safe working condition and seeing it as both an asset and a tool for delivering education.

Governance

9. 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
10. 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

11. To oversee community engagement strategy and ensure that parental engagement is used to inform trust strategic decision making
12. To approve the Scheme of Delegation and terms of reference & membership of committees; and appoint the chairs of committees

Financial management

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

Appointments

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

Challenge and support

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

Accountability

21. 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
22. To establish such short-term working groups as the Board considers appropriate to enable it to fulfil its responsibilities
23. To undertake any other specific duties and advise on such matters requested by the Members or Chair of the Board
24. To ensure the Board of Trustees exercises its accountability to pupils, parents and the academies' local communities
25. To have due regard within its decisions to the need to eliminate unlawful discrimination, advance equality of opportunity, promote diversity and inclusion, and foster good relations between different people, in accordance with the public sector general duty of the Equality Act (2010)

Constitution and Membership 2023/24

Constitution	Membership 2023/24	Means of appointment	Current Term of Office
Up to nine sponsor Trustees appointed by the University of Brighton	Professor Chris Pole (Chair)	Nominated	17/12/2023-16/12/2027
	Alice Allen	Nominated	01/09/2023-31/08/2027
	Janey Walker	Nominated	01/09/2021-31/08/2025
	Andy Davies	Nominated	31/10/2023-30/10/2027

	Vacancy		
At least one co-opted Trustee, appointed by the Board of Trustees	Siobhan Denning (Vice Chair)	Co-opted	01/09/2023-31/08/2027
	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
	Vacancy		
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, Deputy CEO: Chief Operating Officer
- Dylan Davies, Deputy CEO: School Improvement
- Kelly-jayne Johnson, Director of Finance and Chief Financial Officer
- Kathryn Smith, Director of Governance and Admissions
- 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