University of Brighton

Academies Trust

Board of Trustees

Terms of reference, constitution and membership 2025/26

1. Purpose

The Board of Trustees is responsible for the strategic direction, oversight, and governance of the trust, ensuring the highest standards of probity and stewardship. The Board is supported by two key committees: the Risk and Audit Committee and the Finance and Resources Committee. The Board also delegates some responsibilities to a Local Governing Body for each academy.

2. Roles and Responsibilities

- Set the trust's vision, ethos, and strategic direction
- Hold executive leaders to account for educational performance and staff management
- Oversee the financial performance and ensure value for money
- Comply with all statutory and regulatory requirements

3. Committee Structure

Risk and Audit Committee
Purpose:
To provide independent oversight of the Trust's risk management, internal controls, audit arrangements, and compliance with legal and regulatory requirements.

Key Responsibilities:

- Review the trust's risk register and risk management processes
- Oversee internal and external audit arrangements, review reports, and monitor action plans
- Monitor compliance with legal, regulatory, and funding requirements
- Advise the Board on the effectiveness of internal control and governance processes

Membership:

- The Committee shall be chaired by a Trustee other than the Chair of the Board or the Chair of the Finance and Resources Committee
- All Trustees shall be members of the Committee
- The Trust Accounting Officer shall attend each meeting
- The committee may invite specialists or auditors as required

Meetings:

- At least three times a year, or more frequently as required

Reporting:

- Recommendations submitted to the Board of Trustees after each meeting

Finance and Resources Committee
Purpose:
To oversee the Trust's financial planning, resource management, and estate strategy, ensuring sustainability and compliance with funding requirements.

Key Responsibilities:
- Scrutinise and recommend annual budgets to the Board
- Monitor income, expenditure, cash flow, and financial forecasts
- Review policies relating to finance, procurement, and resource management
- Oversee management of premises, IT, and other resources

Membership:
- The Chair of the Committee is Jeremy Nurse
- At least three trustees (not staff members)
- The Chief Financial Officer (CFO) to attend as appropriate

Meetings:
- At least three times a year, or more frequently as required

Reporting:
- Recommendations submitted to the Board of Trustees after each meeting

Local Governing Body (LGB)
Purpose:
The LGB acts as a committee of the Board of Trustees, providing focused governance at the academy level. Its primary role is to support and challenge the leadership of the academy, ensuring high standards of achievement, pupil welfare, and community engagement.

Key Responsibilities:
- **Pupils/Students**
  - To monitor data on pupil/student outcomes, providing challenge and support to Principals on areas for improvement
  - Convene an Admissions Sub-Committee to consider and approve all annual and in-year admission decisions
  - Convene review panels for suspensions and exclusions
- **Community and Stakeholder Engagement**
  - Represent the views and interests of parents, carers, and the local community
  - Promote the school within its community and foster positive relationships with stakeholders
  - Monitor complaints and concerns, undertaking investigations as required by the trust's complaints procedure
  - Convene review panels for stage 3 complaints
- **Reporting and Communication**
  - Be prepared to provide reports to the Board of Trustees on performance, risks, and local issues if requested
  - Escalate significant risks or concerns to the Board as necessary

Membership:
- 2 Parent governors
- 1 Staff governors
- Co-opted governors sufficient to fulfil delegated responsibilities

- Principal (ex officio)

Meetings:

- 4 times a year, or more frequently as required

4. Delegation and Decision-Making

The Board retains overall accountability but delegates relevant responsibilities to each committee as outlined in the Scheme of Delegation[1]

Committees make recommendations to the Board, which retains the authority to make final decisions.

5. Review

The Board will review these Terms of Reference annually.

Committees will review their own effectiveness and terms of reference annually and recommend any changes to the Board.

Constitution and Membership 2025/26

Constitution	Membership 2025/26	Means of appointment	Current Term of Office
Up to Nine sponsor Trustees appointed by the University of Brighton	Louise Birch	Nominated	29/11/2024-28/11/2028
	Jamie Clarke	Nominated	29/11/2024-28/11/2028
	Sophie Cavanagh	Nominated	29/11/2024-28/11/2028
At least one co-opted Trustee, appointed by the Board of Trustees	Siobhan Denning (Chair)	Co-opted	01/09/2023-31/08/2027
	Jeremy Nurse (Vice Chair)	Co-opted	19/05/2024-18/05/2028
	Rose Durban	Co-opted	14/05/2024 – 13/05/2028

6. Constitution

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

7. Chair

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

8. Officers

- Mark Blackman, Trust Leader
- Andi Brown, Interim Chief Financial Officer
- Samantha Coates, Deputy CEO: Chief Operating Officer
- Christina Dawson, Director of People

[1] Functions previously delegated to the Education and Standards Committee and the Remuneration & HR Committee will revert to the full Board of Trustees

- John Smith, Director of School Improvement
- Other members of trust staff may be invited to attend for specific items

9. 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

10. Terms of office

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

11. Clerk

- Trust Governance Professional

12. Meetings

- Six meetings per school year