

Board of Trustees

Terms of reference, constitution and membership 2018/19

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) Vision
- (ii) Educational performance
- (iii) 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 and approve the trust's strategic business plan, including future trust development and expansion
3. To review and approve key trust strategies, including School Improvement, Finance, Estates, ICT and Human Resources & recruitment

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 strategy
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 approve the Scheme of Delegation and terms of reference & membership of committees; and appoint the chairs of committees

Financial management

11. To ensure sound financial management and control through the approval of annual budgets and consideration financial monitoring information on a regular basis
12. To receive and consider the annual letter from the ESFA's Accounting Officer and related reports

Appointments

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

- Tom Scully, Finance and Business Services Director

Challenge and support

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

Accountability

18. To ensure appropriate communication and reporting links from the Board to its Committees and Panels, the Trust's Executive Team and Professional Services and all of the academies are in place
19. To establish such short-term working groups as the Board considers appropriate to enable it to fulfil its responsibilities
20. To undertake any other specific duties and advise on such matters requested by the Members or Chair of the Board
21. To ensure the Board of Trustees exercises its accountability pupils, parents and the academies' local communities
22. 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 2018/19

| Constitution | Membership 2018/19 | Means of appointment | Term of Office |
|--|------------------------------|----------------------|-----------------------|
| Nine sponsor Directors appointed by the University of Brighton | Professor Chris Pole (Chair) | Nominated | n/a |
| | Arthur Copple | Nominated | 7/11/2016-6/11/2020 |
| | Jill Elizabeth Gray | Nominated | 28/02/2018-27/02/2022 |
| | Lorraine Harrison | Nominated | 01/09/2017-31/08/2021 |
| | Christopher Kirkness | Nominated | 01/09/2017-31/08/2021 |
| | Janey Walker | Nominated | 01/09/2017-31/08/2021 |
| | Mark Whitby | Nominated | 20/03/2017-19/03/2021 |
| | Andrew Wilson | Nominated | 01/02/2018-31/01/2022 |
| | Vacancy | | |
| Chief Executive | Dr John Smith | Ex-officio | n/a |

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, Director of Planning, Policy and Governance
- Helen Howard, Director of School Improvement
- Vanessa Norris, Director of Operational Services
- Tom Scully, Finance Director
- 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 Sponsor Director is four years (apart from the Chair). A Sponsor Director may be re-appointed or re-elected

Clerk

- Trust Clerk

Meetings

- Four meetings per school year