



# **Solent Academies Trust**

## **Committee Terms of Reference**

Adopted by the Board of Trustees:  
12 March 2018

## **Introduction**

As a charity and company limited by guarantee, the Trust is governed by a Board of Trustees (the Board) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust (the Academies and each an Academy).

In order to support the effective operation of the Trust and the Academies, the Board has established a number of committees to which it has delegated certain of its powers and functions. These terms of reference (Terms of Reference) set out the constitution, membership and proceedings of the committees the Board has established.

In summary, the Board has established two different types of committee:

- main board committees which are established to deal with Trust-wide matters such as audit, risk, finance, pay and performance management and
- academy governing bodies which are established to support the effective operation of the academies (AGBs).

The Board will review these terms of references together with the membership of committees at least once every twelve months.

These terms of reference may only be amended by the Board. The functions, duties and proceedings of committees set out in these terms of reference shall also be subject to any regulations made by the Board from time to time.

**Date last approved by the Board:** 12 March 2018

**Date for next review:** March 2019

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## Solent Academies Trust

### **Finance and Audit Committee Terms of Reference**

#### **1. Membership**

- 1.1. The Committee shall comprise of at least four trustees.
- 1.2. Only members of the Committee have the right to attend committee meetings. However, other individuals may be invited to attend for all or part of any meeting, as and when appropriate and necessary but will not have voting rights.
- 1.3. The majority of members of the Committee are required to be trustees.
- 1.4. The Committee shall elect a chair from the eligible trustees.
- 1.5. The Company Secretary shall act as Clerk to the Committee.

#### **2. Quorum**

- 2.1. The quorum for meetings of the Committee shall be three trustees.

#### **3. Frequency of Meetings**

- 3.1. The Committee shall meet at least once a term and otherwise as required.

#### **4. Notice of Meetings**

- 4.1. Meetings of the Committee shall be called by the Clerk to the Committee at the request of the Committee Chair.
- 4.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend no later than seven days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

#### **5. Minutes of Meetings**

- 5.1. The Clerk to the Committee shall minute the proceedings and decisions of all committee meetings, including the names of those present and in attendance.
- 5.2. Draft minutes of committee meetings shall be circulated promptly to all members of the Committee. Once approved, minutes should be circulated to all other members of the Board.

#### **6. Duties**

##### **6.1. Finance**

- 6.2. Consider and advise the Board on annual estimates of income and expenditure and financial forecast for the Trust and its Academies.

- 6.3. Monitor revenue finances of the Trust and its Academies and advise the Board on progress to achieving its financial objectives.
- 6.4. Monitor policies relating to finance and review the financial regulations on an annual basis.
- 6.5. Consider and advise the Board on the central spend and top slicing arrangements.
- 6.6. Make recommendations to the Board about the Trust's scheme of financial delegation.
- 6.7. Monitor benchmarking data on a regular basis and ensure Trust wide value for money.
- 6.8. **Staffing**
- 6.9. Determine the staffing complement for the Trust in line with the Trust Improvement Plans and oversee any staffing reduction or appointment procedures as necessary including consultation with teacher associations and trade unions as appropriate.
- 6.10. Review new and existing policies relating to the employment and conditions of staff throughout the Trust.
- 6.11. Ensure the Trust has adequate insurance cover to support its activities as an employer, such as employers' liability insurance, fidelity insurance, trustee indemnity and public liability insurance.
- 6.12. Consider work/life balance, working conditions and well-being, including the monitoring of absence levels.
- 6.13. Receive reports and monitor status of any staffing issues.
- 6.14. **Health and Safety/Premises**
- 6.15. Review, adopt and monitor the health and safety policy.
- 6.16. Ensure that health & safety, building inspections and risk assessments are carried out in the prescribed manner and timing and that the health and safety risk register is maintained.
- 6.17. Receive and review reports from annual Health and Safety audits from the Academies and monitoring the follow up of any recommendations made.
- 6.18. Monitor the Trust's policy for educational visits and trips and receive an annual report from the Educational Visits Co-ordinator.
- 6.19. Ensure the premises and grounds are inspected on an annual basis and maintained to a high standard and review the building maintenance plan in order to prepare a list of priorities for maintenance and development and ensure that adequate resources are available.
- 6.20. Recommend to the Trust a plan for capital expenditure and monitor expenditure against the plan.
- 6.21. Consider any recommendations for disposal of Trust property and make recommendations to the Board and establishing whether the approval of the Secretary of State is required, in line with Academies Financial Handbook requirements.
- 6.22. Agree any capital bids for work that is outside the Trust's annual revenue budget.

- 6.23. Monitor the fixed asset register, determine capitalisation policies and approve disposal of write-off of assets.
- 6.24. Ensure that an asset recording system is in place, including an inventory and fixed asset register for each Academy.
- 6.25. Determine the use of the Academies premises and grounds with regard to the lettings and charging policy.
- 6.26. Ensure the responsibilities of the Board under the Environmental Protection Act are met and advise the Board on environmental issues to ensure the Academies are acting as a responsible institution in its duty to conserve energy, materials and with regard to the local community.
- 6.27. **Audit and Risk**
- 6.28. Advise the Board and Accounting Officer on the adequacy and effectiveness of the Trust's governance, risk management, internal control and value for money systems and frameworks.
- 6.29. Produce an annual report for the Board and accounting officer which should include the Committee's advice on the effectiveness of the Academy's risk management, control and governance processes and any significant matters arising from the work of the internal audit service and the external auditor.
- 6.30. External Audit:
  - 6.30.1. Make recommendations through the Board to the Members of the Trust about the appointment, re-appointment, dismissal and remuneration of the external auditor.
  - 6.30.2. Approve the audit fees.
  - 6.30.3. Oversee the process for selecting the external auditor and make appropriate recommendations to the Board.
  - 6.30.4. Assess the independence of the external auditor, ensuring that key audit personnel are rotated at appropriate intervals
  - 6.30.5. Agree and challenge the nature, scope, objectives and work programme of the external audit.
  - 6.30.6. Review the external auditor's annual management letter and all other reports and recommendations, together with the appropriateness of management's response.
  - 6.30.7. Review the performance of the external auditor on an annual basis and monitor the effectiveness of the audit process. Establish, in conjunction with Academy management, relevant performance measures and indicators.
  - 6.30.8. Inform the Board of any additional services provided by the external auditor and explain how independence and objectivity were safeguarded. Ensure the provision of additional services does not impair the external auditors' independence or objectivity.
  - 6.30.9. Review and consider the circumstances surrounding any resignation or dismissal of the external auditor.

- 6.31. Internal Audit:
  - 6.31.1. Set and review the internal audit programme and ensure the function is adequately resourced.
  - 6.31.2. Review the reports and recommendations of the internal audit, together with the appropriateness of management's response.
  - 6.31.3. Advise the Board on the appointment, re-appointment, dismissal and remuneration of the internal audit service.
  - 6.31.4. Review the performance of the internal audit service on an annual basis and monitor its effectiveness. Establish, in conjunction with Academy management, relevant performance measure and indicators.
- 6.32. Monitor, within agreed timescales, the implementation of recommendations arising from any reports of audit and assurance providers.
- 6.33. Ensure appropriate cooperation and coordination of the work of the external auditor and internal auditor.
- 6.34. Oversee the Trust's policies on fraud, irregularity, anti-bribery and whistleblowing, and ensure:
  - 6.34.1. Proper, proportionate and independent investigation of all allegations and instances of fraud and irregularity.
  - 6.34.2. Investigation outcomes are reported to the Finance Committee.
  - 6.34.3. The external auditor and internal auditor has been informed, and that appropriate follow-up action has been planned / actioned.
  - 6.34.4. All significant cases of fraud or suspected fraud or irregularity are reported to the appropriate funding body.
- 6.35. Review the annual financial statements in the presence of the external auditor, including the auditor's formal opinion, the governance statement, including consideration of the internal control systems effectiveness, risk management statements and any relevant issue raised in the external audit management letter, including regularity audits.
- 6.36. Recommend the annual financial statements to the Board.
- 6.37. Risk management:
  - 6.37.1. Review the Trust's risk management policy, strategy, processes and procedures for the identification, assessment, evaluation, management and reporting of risks.
  - 6.37.2. Review the adequacy and robustness of the Trust's risk register. Monitor on a termly basis, advising the Board of any emerging or changing risks and the control processes in place to mitigate them.
  - 6.37.3. Monitor the implementation of risk management action plans where appropriate.
  - 6.37.4. Monitor the adequacy and effectiveness of the Trust's internal control system established to ensure that the aims, objectives and key performance targets of

the organisation are achieved in the most economic, effective and environmentally preferable manner.

6.38. **Authority**

- 6.39. The Committee will report to the Board on any decision taken in accordance with the Scheme of Delegation and delegated powers.
- 6.40. The Committee is authorised to investigate any activity within its terms of reference or specifically delegated to it by the Board. It is authorised to request any information it requires from any trustee, governor, employee, external audit, internal audit or other assurance provider.
- 6.41. The Committee is authorised to obtain any outside legal or independent professional advice it considers necessary, normally in consultation with the Accounting Officer and/or Chair of the Board.
- 6.42. The Board must not add to these terms of reference responsibilities that require the Committee to adopt an executive role, or its members to offer professional advice to the Board. The Committee should seek formal professional opinions from the internal and external auditors or other professional advisers to the Board. Advice should only be given in committee members' capacity as trustees and only within their terms of reference.



## Solent Academies Trust

### **Standards Committee Terms of Reference**

#### **1. Membership**

- 1.1. The Committee shall comprise of at least four trustees, including the Executive Headteacher.
- 1.2. Only members of the Committee have the right to attend committee meetings. However, the Heads of School and other individuals may be invited to attend for all or part of any meeting, as and when appropriate and necessary but will not have voting rights.
- 1.3. The majority of members of the Committee are required to be trustees.
- 1.4. The Committee shall elect a chair from the eligible trustees.
- 1.5. The Company Secretary shall act as clerk to the Committee.

#### **2. Quorum**

- 2.1. The quorum for meetings of the Committee shall be three trustees.

#### **3. Frequency of Meetings**

- 3.1. The Committee shall meet at least once a term and otherwise as required.

#### **4. Notice of Meetings**

- 4.1. Meetings of the Committee shall be called by the Clerk to the Committee at the request of the Committee Chair.
- 4.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend no later than seven days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

#### **5. Minutes of Meetings**

- 5.1. The Clerk to the Committee shall minute the proceedings and decisions of all committee meetings, including the names of those present and in attendance.
- 5.2. Draft minutes of committee meetings shall be circulated promptly to all members of the Committee. Once approved, minutes should be circulated to all other members of the Board.

#### **6. Duties**

##### **6.1. Strategic Priorities and Self-Assessment**

- 6.2. Contribute towards the review and revision of the Trust's strategic priorities relating to standards and pupil progress.

- 6.3. Monitor and evaluate performance against the Trust's strategic priorities relating to standards and pupil progress and towards any related Trust post Ofsted action plan matters.
- 6.4. Consider and approve the individual academies strategic priorities for raising standards of achievement and pupil progress and ensure the target setting process in each academy is robust and sets challenging targets.
- 6.5. Review and advise on the self-evaluation process and the areas for improvement with particular regard to outcomes and success criteria.
- 6.6. Ensure that appropriate consultation is undertaken with pupils, parents / carers and other stakeholders as part of a programme of regular self-evaluation to assess performance against aims and objectives and ensure that feedback from consultation is used to develop the quality of the overall pupil experience.
- 6.7. **Safeguarding**
- 6.8. Ensure effective safeguarding procedures are in place and that the objectives of the Prevent programme are achieved.
- 6.9. Ensure that at least one trustee has completed the safer recruitment training, along with the Executive Headteacher.
- 6.10. Regularly review the single central record. (Trustee with responsibility for safeguarding).
- 6.11. Receive an annual report from the designated teacher for Looked after Children. Monitor and evaluate the outcomes for Looked after Children throughout the Trust.
- 6.12. **Monitoring**
- 6.13. Ensure that effective processes and arrangements are in place for:
- Quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the Trust.
  - Pupil wellbeing, support and representation
  - Monitoring attendance.
  - Behaviour management.
- 6.14. Monitor and evaluate, throughout the Trust:
- Pupil achievement and progress throughout the year.
  - Overall effectiveness and efficiency of leadership and management.
  - The quality of teaching and learning.
  - The implementation of the appraisal procedure and CPD policy and their effect on the quality of teaching and learning.
  - Pupil attendance, exclusions, punctuality and disciplinary matters.
  - The impact of the pupil premium and, where relevant, the sports and PE funding expenditure.
  - The curriculum offer to ensure it is relevant and appropriate for all pupils with suitable levels of staffing.
- 6.15. Review reports from Challenge Partner reviews for individual academies and any other external reviews and monitor follow up of any actions raised.

6.16. **Policies and Legal Requirements**

6.17. Consider and approve policies delegated to the committee for review and then monitor and evaluate their implementation. In particular, review the policy and provision for:

- Collective worship and religious education.
- Sex and relationship education.
- SMSC including British Values.

6.18. Ensure that each Academy fulfils its legal requirement to publish information about their Academy's performance and curriculum.

6.19. **Authority**

6.20. The Committee is an advisory body with no executive powers. However, it is authorised by the Board to investigate any activity within its terms of reference, and to seek any information it requires from staff, who are requested to co-operate with the Committee in the conduct of its inquiries.

6.21. The Committee is authorised to obtain independent professional advice if it considers this necessary.

6.22. The Committee will report to the Board on any decision taken in accordance with the scheme of delegation and delegated powers.

## Solent Academies Trust

### Pay Committee Terms of Reference

#### 1. **Membership**

- 1.1 The Committee shall consist of three named members all of whom will be members of the Trust Board. None of the Pay Committee members shall be employees of the Trust.
- 1.2 The Executive Head Teacher will attend all proceedings of the Pay Committee (with the exception of any meeting at which the pay of the Executive Head Teacher is to be discussed) for the purpose of providing information and advice, but will not be a member of the Committee.
- 1.3 The Company Secretary shall act as Clerk to the Committee.

#### 2. **Quorum**

- 2.1. The quorum shall be two of the three members.

#### 3. **Frequency of Meetings**

- 3.1. The Committee shall meet as required.

#### 4. **Notice of Meetings**

- 4.1. Meetings of the Committee shall be called by the Clerk to the Committee at the request of the Committee Chair.
- 4.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend no later than seven days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

#### 5. **Minutes of Meetings**

- 5.1. The Clerk to the Committee shall minute the proceedings and decisions of all committee meetings, including the names of those present and in attendance.
- 5.2. Draft minutes of committee meetings shall be circulated promptly to all members of the Committee.

#### 6. **Duties**

- 6.1. Determine the salary of each member of the teaching staff within the Trust, including teaching staff who are members of the senior leadership team, taking account of any recommendations made by the Executive Head Teacher or other appraiser, in accordance with the approved pay policy.

- 6.2. Determine the salary of the Executive Head Teacher, taking account of the outcome of her/his annual appraisal, in accordance with the approved pay policy.
- 6.3. Decide, on the basis of evidence provided, which of the Trust's teaching staff on the Main Pay Range should progress to the Upper Pay Range.
- 6.4. Determine appropriate salary ranges for any lead practitioners employed by the Trust.
- 6.5. Decide on the award of temporary Teaching and Learning Responsibility allowances for individual teachers for undertaking additional specified and time-limited duties.
- 6.6. Ensure that decisions about pay are robust and justifiable, that no unlawful bias or discrimination can be found in the decision making process and that all pay decisions are based on evidence.

## Solent Academies Trust

### **Pay Appeals Committee Terms of Reference**

#### **1. Membership**

- 1.4 The Committee shall consist of three named members all of whom will be members of the Trust Board. The members will be neither employees of the Trust nor members of the Trust's Pay Committee.
- 1.5 The Executive Head Teacher will attend all proceedings of the Pay Appeals Committee for the purpose of providing information and advice but will not be a member of the Committee.
- 1.6 The Company Secretary shall act as Clerk to the Committee.

#### **2. Quorum**

- 2.1. The quorum shall be two of the three members.

#### **3. Frequency of Meetings**

- 3.1. The Committee shall meet as required.

#### **4. Notice of Meetings**

- 4.1. Meetings of the Committee shall be called by the Clerk to the Committee at the request of the Committee Chair.
- 4.2. Unless otherwise agreed, notice of each meeting confirming the venue, time and date, together with an agenda of items to be discussed, shall be forwarded to each member of the Committee and any other person required to attend no later than seven days before the date of the meeting. Supporting papers shall be sent to committee members and to other attendees as appropriate, at the same time.

#### **5. Minutes of Meetings**

- 5.1. The Clerk to the Committee shall minute the proceedings and decisions of all committee meetings, including the names of those present and in attendance.
- 5.2. Draft minutes of committee meetings shall be circulated promptly to all members of the Committee.

#### **6. Duties**

- 6.1. Consider and determine formal appeals against recommendations of the Pay Committee in accordance with the appeals procedure set out in the pay policy.

## Solent Academies Trust

### **Pupil Discipline Committee Terms of Reference**

The Pupil Discipline Committee will be formed by the Academy Governing Bodies to consider any decision by the Head of School to exclude any pupil and will reconsider any decision to readmit a pupil required by any independent panel hearing.

#### **1. Membership**

- 1.1. Three governors picked from a pool of all non-staff governors, who haven't already been involved in the case. The Chair is to be agreed prior to the meeting of the committee, by committee members.

#### **2. Quorum**

- 2.1. The quorum is three governors.

#### **3. Duties**

- 3.1. Consider the reinstatement of an excluded pupil within 15 school days of receiving notice of the exclusion if:
    - The exclusion is permanent.
    - It is a fixed period exclusion which would bring the student's total number of school days of exclusion to more than 15 in a term.
    - It would result in a student missing a public examination or national curriculum test. (so far as is reasonably practical, to consider the exclusion before the date of the examination or test. If this is not practicable the Chair of Governors may consider the exclusion independently and decide whether or not to re-instate the student).
  - 3.2. If requested by parents, to consider the reinstatement of an excluded student, within 50 school days of receiving notice of the exclusion, if a student would be excluded from school for more than 5 school days, but not more than 15, in a single term.
  - 3.3. Consider any representations made by parents for a fixed period exclusion which would not bring a student's total number of days of exclusion to more than 5 in the term.
  - 3.4. Invite the parents and the Headteacher to a meeting of the Governing Body and to allow them to make representations. Consider requests from the parents to allow the representative from the LA to make representations.
  - 3.5. **Appeals to the Independent Review Panel (set up by the Academy Trust) made by parents against decisions of the Committee to uphold a permanent exclusion**
  - 3.6. Prepare the statement of the Governing Body for such an appeal and to liaise with the Clerk to the Independent Review Panel with regard to other information required.
  - 3.7. Represent the Governing Body at the hearing of the case by the Independent Review Panel.
- #### **4. Training and Development**
- 4.1. To ensure that members of the Committee develop and maintain an up-to-date understanding of student behaviour and discipline issues locally and nationally, for example by attending relevant governor training courses and reading relevant national and local guidance.

## Cliffdale Primary Academy

# Cliffdale Primary Academy Governing Body Terms of Reference

## 1. Membership of the Academy Governing Body

1.1. The AGB will have a membership of ten, comprising:

- The Executive Headteacher.
- A teaching staff governor, elected by and from the teaching staff at Cliffdale Primary Academy.
- Another staff governor who may be a second teaching staff governor or a support staff governor, elected by and from the support staff at Cliffdale Primary Academy.
- Three parent governors, elected by and from the parents and carers of pupils at Cliffdale Primary Academy.
- Four co-opted governors.

1.2. With the exception of the Executive Headteacher, members of the AGB will serve for a period of three years and will be eligible for re-election.

1.3. The Head of School will be an associate governor. The AGB may appoint additional associate governors, who may attend meetings of the AGB and may participate in any discussions that take place at these meetings. However, associate governors will not have the right to vote at meetings of the AGB.

## 2. Meetings of the Governing Body

2.1. The AGB will normally meet five times during the school year. The dates/times of these meetings will be agreed before the end of the previous school year. Other meetings may be held for specific purposes such as training, as agreed from time to time by the AGB.

2.2. In exceptional circumstances, the Executive Headteacher and Chair of Governors may call an extra-ordinary meeting of the AGB and will ensure that at least two weeks' notice is given of any such meeting. An extra-ordinary AGB meeting will also be held if a minimum of four governors request such a meeting.

2.3. The Board of Solent Academies Trust will appoint a Chair and a Vice-Chair of the AGB, who will serve for a period of two years and may stand for re-appointment. Neither the Executive Headteacher nor the staff governors will be eligible for appointment as Chair or Vice Chair.

2.4. Meetings of the AGB will be chaired by the Chair of Governors or, in her/his absence, by the Vice-Chair. If both the Chair and the Vice-Chair are absent, the Clerk to the Governors will take the chair to oversee the election of an alternate Chair. Neither the Executive Headteacher nor the staff governors will be eligible for election as an alternate chair.

2.5. All decisions of any quorate meeting of the AGB will be made on the basis of a majority of the votes of those governors present and voting. In the case of a tied vote, the Chair (or the governor who is acting as Chair) will have a (second) casting vote.

2.6. The quorum for meetings of the AGB will be 50% (rounded up to the nearest whole number) of the current membership, excluding any vacancies that may exist.



- 2.7. The Governing Body will appoint a Clerk who will attend all meetings of the AGB and will:
- Convene meetings of the AGB.
  - Circulate agenda papers at least a week in advance of the relevant meeting.
  - Record attendance by governors at all meetings.
  - Ensure that accurate minutes of meetings are taken and maintained.
  - Maintain a register of AGB members and report forthcoming elections/re-elections and existing vacancies to the AGB.
  - Ensure that members of the AGB complete the register of interests form on an annual basis.
  - Ensure as far as possible that the work of the AGB is conducted within the law.
- 2.8. If for any reason the Clerk is absent, the Executive Headteacher and Chair of Governors will ensure that another suitably qualified and experienced person provides clerking support for meetings.
- 2.9. The Chair or Vice-Chair have the power to carry out the functions of the AGB in circumstances where a delay in exercising a function is likely to be seriously detrimental to:
- The interests of the Academy.
  - A pupil at the school or the parent/s or carer/s of a pupil.
  - A member of the school staff.
- 2.10. In cases where the Chair or Vice-Chair has made use of this power, a full report must be made to the AGB in respect of any actions taken or decisions made.

### 3. **Duties**

- 3.1. The AGB of Cliffdale Primary Academy operates under the remit of the Solent Academies Trust (the Trust) and is accountable to the Trust for the efficient and effective use of the academy's resources and the maintenance of high standards.
- 3.2. The AGB will monitor, support and challenge the Head of School and other members of the senior leadership team to ensure that Cliffdale Primary Academy strives for continuous improvement in the quality of the learning and teaching it offers and for the highest levels of attainment and progress to ensure that its pupils achieve their individual potential.
- 3.3. The AGB will:
- 3.4. Hold the Head of School to account for the educational performance of the Academy and its pupils.
- 3.5. Hold the Head of School to account for the appraisal of the academy staff.
- 3.6. Monitor progress towards the Academy's targets for learning and teaching.
- 3.7. Review the effectiveness of the Academy's improvement plan and monitor the achievement of its objectives.
- 3.8. Implement actions required to comply with statutory regulations and funding agreements.
- 3.9. Ensure that agreed policies and procedures designed to safeguard the Academy's pupils are fully implemented.
- 3.10. Implement policies agreed by the Trust Board with regard to the educational vision of the Academy, including, but without limitation, the Academy's improvement plan.

- 3.11. Overseeing the Academy's day-to-day activities.
- 3.12. Consider the Academy's required funding and support the Trust Board in securing the DfE's agreement to the Academy's budget.
- 3.13. Engaging with stakeholders, especially the Academy's staff, pupils and their parents/carers.
- 3.14. Overseeing Health and Safety in the Academy, including receiving the annual report from the Educational Visits Co-ordinator.

#### **4. Responsibilities of Governors**

- 4.1. Members of the AGB are expected to play an active role in supporting the Academy and to take on a specific role in relation to an aspect of its work, for example by agreeing to oversee a particular curriculum area or key stage. Governors will at all times act with integrity, objectivity and honesty and in the best interest of the Academy.
- 4.2. Although the AGB will be open and transparent about the decisions it makes and any actions taken on its behalf, governors will not disclose any material or information related to:
  - A named teacher or other person employed or engaged, or proposed to be employed or engaged, at the Academy.
  - A named pupil at, or a candidate for admission to, the Academy.
  - A matter which, for good reason, the AGB, has decided should remain confidential.

#### **5. Disqualification of Governors**

- 5.1. The minutes of all meetings should record the AGB's consent or otherwise to the absence of any member. Any governor failing to attend AGB meetings for a continuous period of six months without the consent of the AGB will be disqualified as a governor at the Academy. This provision does not apply to the Executive Headteacher.
- 5.2. Other reasons for disqualification as a governor are:
  - Having a mental disorder and having been detained under the Mental Health Act 1983.
  - Being declared bankrupt.
  - Being subject to a disqualification under the Company Directors Disqualification Act 1986 or to an order made under Section 429 (2) of the Insolvency Act 1986.
  - Having been removed from the office of a charity trustee or trustee of any charity by the Charity Commissioners or High Court on grounds of any misconduct or mismanagement. or under Section 7 of the Law Reform (Miscellaneous Provisions)(Scotland) Act 1990 from being concerned in the management or control of any body.
  - Inclusion in the list of teachers or workers prohibited or restricted from working with children or young people.
  - Disqualification from working with children.
  - Disqualification from being an independent school proprietor, teacher or employee by the Secretary of State.
  - Having been sentenced to 3 months or more in prison (without the option of a fine) in the 5 years before becoming a governor or since becoming a governor.
  - Having received a prison sentence of 2.5 years or more in the 20 years before becoming a governor.
  - Having at any time received a prison sentence of 5 years or more.
  - Having been fined for causing a nuisance or disturbance on school premises during the 5 years prior to or since becoming a governor.
  - Having refused a DBS application for a criminal records certificate.
  - Disqualification by association.



## Redwood Park Academy

# Redwood Park Academy Governing Body Terms of Reference

### 1. Membership of the Academy Governing Body

1.1. The AGB will have a membership of ten, comprising:

- The Executive Headteacher.
- A teaching staff governor, elected by and from the teaching staff at Redwood Park Academy.
- Another staff governor who may be a second teaching staff governor or a support staff governor, elected by and from the support staff at Redwood Park Academy.
- Three parent governors, elected by and from the parents and carers of pupils at Redwood Park Academy.
- Four co-opted governors.

1.2. With the exception of the Executive Headteacher, members of the AGB will serve for a period of three years and will be eligible for re-election.

1.3. The Head of School will be an associate governor. The AGB may appoint additional associate governors, who may attend meetings of the AGB and may participate in any discussions that take place at these meetings. However, associate governors will not have the right to vote at meetings of the AGB.

### 2. Meetings of the Governing Body

2.1. The AGB will normally meet five times during the school year. The dates/times of these meetings will be agreed before the end of the previous school year. Other meetings may be held for specific purposes such as training, as agreed from time to time by the AGB.

2.2. In exceptional circumstances, the Executive Headteacher and Chair of Governors may call an extra-ordinary meeting of the AGB and will ensure that at least two weeks' notice is given of any such meeting. An extra-ordinary AGB meeting will also be held if a minimum of four governors request such a meeting.

2.3. The Board of Solent Academies Trust will appoint a Chair and a Vice-Chair of the AGB, who will serve for a period of two years and may stand for re-appointment. Neither the Executive Headteacher nor the staff governors will be eligible for appointment as Chair or Vice Chair.

2.4. Meetings of the AGB will be chaired by the Chair of Governors or, in her/his absence, by the Vice-Chair. If both the Chair and the Vice-Chair are absent, the Clerk to the Governors will take the chair to oversee the election of an alternate Chair. Neither the Executive Headteacher nor the staff governors will be eligible for election as an alternate chair.

2.5. All decisions of any quorate meeting of the AGB will be made on the basis of a majority of the votes of those governors present and voting. In the case of a tied vote, the Chair (or the governor who is acting as Chair) will have a (second) casting vote.

2.6. The quorum for meetings of the AGB will be 50% (rounded up to the nearest whole number) of the current membership, excluding any vacancies that may exist.

- 2.7. The Governing Body will appoint a Clerk who will attend all meetings of the AGB and will:
- Convene meetings of the AGB.
  - Circulate agenda papers at least a week in advance of the relevant meeting.
  - Record attendance by governors at all meetings.
  - Ensure that accurate minutes of meetings are taken and maintained.
  - Maintain a register of AGB members and report forthcoming elections/re-elections and existing vacancies to the AGB.
  - Ensure that members of the AGB complete the register of interests form on an annual basis.
  - Ensure as far as possible that the work of the AGB is conducted within the law.
- 2.8. If for any reason the Clerk is absent, the Executive Headteacher and Chair of Governors will ensure that another suitably qualified and experienced person provides clerking support for meetings.
- 2.9. The Chair or Vice-Chair have the power to carry out the functions of the AGB in circumstances where a delay in exercising a function is likely to be seriously detrimental to:
- The interests of the Academy.
  - A pupil at the school or the parent/s or carer/s of a pupil.
  - A member of the school staff.
- 2.10. In cases where the Chair or Vice-Chair has made use of this power, a full report must be made to the AGB in respect of any actions taken or decisions made.

### 3. **Duties**

- 3.1. The AGB of Redwood Park Academy operates under the remit of the Solent Academies Trust (the Trust) and is accountable to the Trust for the efficient and effective use of the academy's resources and the maintenance of high standards.
- 3.2. The AGB will monitor, support and challenge the Head of School and other members of the senior leadership team to ensure that Redwood Park Academy strives for continuous improvement in the quality of the learning and teaching it offers and for the highest levels of attainment and progress to ensure that its pupils achieve their individual potential.
- 3.3. The AGB will:
- 3.4. Hold the Head of School to account for the educational performance of the Academy and its pupils.
- 3.5. Hold the Head of School to account for the appraisal of the academy staff.
- 3.6. Monitor progress towards the Academy's targets for learning and teaching.
- 3.7. Review the effectiveness of the Academy's improvement plan and monitor the achievement of its objectives.
- 3.8. Implement actions required to comply with statutory regulations and funding agreements.
- 3.9. Ensure that agreed policies and procedures designed to safeguard the Academy's pupils are fully implemented.
- 3.10. Implement policies agreed by the Trust Board with regard to the educational vision of the Academy, including, but without limitation, the Academy's improvement plan.

- 3.11. Overseeing the Academy's day-to-day activities.
- 3.12. Consider the Academy's required funding and support the Trust Board in securing the DfE's agreement to the Academy's budget.
- 3.13. Engaging with stakeholders, especially the Academy's staff, pupils and their parents/carers.
- 3.14. Overseeing Health and Safety in the Academy, including receiving the annual report from the Educational Visits Co-ordinator.

#### 4. **Responsibilities of Governors**

- 4.1. Members of the AGB are expected to play an active role in supporting the Academy and to take on a specific role in relation to an aspect of its work, for example by agreeing to oversee a particular curriculum area or key stage. Governors will at all times act with integrity, objectivity and honesty and in the best interest of the Academy.
- 4.2. Although the AGB will be open and transparent about the decisions it makes and any actions taken on its behalf, governors will not disclose any material or information related to:
  - A named teacher or other person employed or engaged, or proposed to be employed or engaged, at the Academy.
  - A named pupil at, or a candidate for admission to, the Academy.
  - A matter which, for good reason, the AGB, has decided should remain confidential.

#### 5. **Disqualification of Governors**

- 5.1. The minutes of all meetings should record the AGB's consent or otherwise to the absence of any member. Any governor failing to attend AGB meetings for a continuous period of six months without the consent of the AGB will be disqualified as a governor at the Academy. This provision does not apply to the Executive Headteacher.
- 5.2. Other reasons for disqualification as a governor are:
  - Having a mental disorder and having been detained under the Mental Health Act 1983.
  - Being declared bankrupt.
  - Being subject to a disqualification under the Company Directors Disqualification Act 1986 or to an order made under Section 429 (2) of the Insolvency Act 1986.
  - Having been removed from the office of a charity trustee or trustee of any charity by the Charity Commissioners or High Court on grounds of any misconduct or mismanagement. or under Section 7 of the Law Reform (Miscellaneous Provisions)(Scotland) Act 1990 from being concerned in the management or control of any body.
  - Inclusion in the list of teachers or workers prohibited or restricted from working with children or young people.
  - Disqualification from working with children.
  - Disqualification from being an independent school proprietor, teacher or employee by the Secretary of State.
  - Having been sentenced to 3 months or more in prison (without the option of a fine) in the 5 years before becoming a governor or since becoming a governor.
  - Having received a prison sentence of 2.5 years or more in the 20 years before becoming a governor.
  - Having at any time received a prison sentence of 5 years or more.
  - Having been fined for causing a nuisance or disturbance on school premises during the 5 years prior to or since becoming a governor.
  - Having refused a DBS application for a criminal records certificate.
  - Disqualification by association.

## Mary Rose Academy Governing Body Terms of Reference

### 1. Membership of the Academy Governing Body

1.1. The AGB will have a membership of ten, comprising:

- The Executive Headteacher.
- A teaching staff governor, elected by and from the teaching staff at Mary Rose Academy.
- Another staff governor who may be a second teaching staff governor or a support staff governor, elected by and from the support staff at Mary Rose Academy.
- Three parent governors, elected by and from the parents and carers of pupils at Mary Rose Academy.
- Four co-opted governors.

1.2. With the exception of the Executive Headteacher, members of the AGB will serve for a period of three years and will be eligible for re-election.

1.3. The Head of School will be an associate governor. The AGB may appoint additional associate governors, who may attend meetings of the AGB and may participate in any discussions that take place at these meetings. However, associate governors will not have the right to vote at meetings of the AGB.

### 2. Meetings of the Governing Body

2.1. The AGB will normally meet five times during the school year. The dates/times of these meetings will be agreed before the end of the previous school year. Other meetings may be held for specific purposes such as training, as agreed from time to time by the AGB.

2.2. In exceptional circumstances, the Executive Headteacher and Chair of Governors may call an extra-ordinary meeting of the AGB and will ensure that at least two weeks' notice is given of any such meeting. An extra-ordinary AGB meeting will also be held if a minimum of four governors request such a meeting.

2.3. The Board of Solent Academies Trust will appoint a Chair and a Vice-Chair of the AGB, who will serve for a period of two years and may stand for re-appointment. Neither the Executive Headteacher nor the staff governors will be eligible for appointment as Chair or Vice Chair.

2.4. Meetings of the AGB will be chaired by the Chair of Governors or, in her/his absence, by the Vice-Chair. If both the Chair and the Vice-Chair are absent, the Clerk to the Governors will take the chair to oversee the election of an alternate Chair. Neither the Executive Headteacher nor the staff governors will be eligible for election as an alternate chair.

2.5. All decisions of any quorate meeting of the AGB will be made on the basis of a majority of the votes of those governors present and voting. In the case of a tied vote, the Chair (or the governor who is acting as Chair) will have a (second) casting vote.

2.6. The quorum for meetings of the AGB will be 50% (rounded up to the nearest whole number) of the current membership, excluding any vacancies that may exist.

2.7. The Governing Body will appoint a Clerk who will attend all meetings of the AGB and will:

- Convene meetings of the AGB.

- Circulate agenda papers at least a week in advance of the relevant meeting.
  - Record attendance by governors at all meetings.
  - Ensure that accurate minutes of meetings are taken and maintained.
  - Maintain a register of AGB members and report forthcoming elections/re-elections and existing vacancies to the AGB.
  - Ensure that members of the AGB complete the register of interests form on an annual basis.
  - Ensure as far as possible that the work of the AGB is conducted within the law.
- 2.8. If for any reason the Clerk is absent, the Executive Headteacher and Chair of Governors will ensure that another suitably qualified and experienced person provides clerking support for meetings.
- 2.9. The Chair or Vice-Chair have the power to carry out the functions of the AGB in circumstances where a delay in exercising a function is likely to be seriously detrimental to:
- The interests of the Academy.
  - A pupil at the school or the parent/s or carer/s of a pupil.
  - A member of the school staff.
- 2.10. In cases where the Chair or Vice-Chair has made use of this power, a full report must be made to the AGB in respect of any actions taken or decisions made.

### 3. **Duties**

- 3.1. The AGB of Mary Rose Academy operates under the remit of the Solent Academies Trust (the Trust) and is accountable to the Trust for the efficient and effective use of the academy's resources and the maintenance of high standards.
- 3.2. The AGB will monitor, support and challenge the Head of School and other members of the senior leadership team to ensure that Mary Rose Academy strives for continuous improvement in the quality of the learning and teaching it offers and for the highest levels of attainment and progress to ensure that its pupils achieve their individual potential.
- 3.3. The AGB will:
- 3.4. Hold the Head of School to account for the educational performance of the Academy and its pupils.
- 3.5. Hold the Head of School to account for the appraisal of the academy staff.
- 3.6. Monitor progress towards the Academy's targets for learning and teaching.
- 3.7. Review the effectiveness of the Academy's improvement plan and monitor the achievement of its objectives.
- 3.8. Implement actions required to comply with statutory regulations and funding agreements.
- 3.9. Ensure that agreed policies and procedures designed to safeguard the Academy's pupils are fully implemented.
- 3.10. Implement policies agreed by the Trust Board with regard to the educational vision of the Academy, including, but without limitation, the Academy's improvement plan.
- 3.11. Overseeing the Academy's day-to-day activities.

- 3.12. Consider the Academy's required funding and support the Trust Board in securing the DfE's agreement to the Academy's budget.
- 3.13. Engaging with stakeholders, especially the Academy's staff, pupils and their parents/carers.
- 3.14. Overseeing Health and Safety in the Academy, including receiving the annual report from the Educational Visits Co-ordinator.

#### **4. Responsibilities of Governors**

- 4.1. Members of the AGB are expected to play an active role in supporting the Academy and to take on a specific role in relation to an aspect of its work, for example by agreeing to oversee a particular curriculum area or key stage. Governors will at all times act with integrity, objectivity and honesty and in the best interest of the Academy.
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- 5.2. Other reasons for disqualification as a governor are:
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  - Being declared bankrupt.
  - Being subject to a disqualification under the Company Directors Disqualification Act 1986 or to an order made under Section 429 (2) of the Insolvency Act 1986.
  - Having been removed from the office of a charity trustee or trustee of any charity by the Charity Commissioners or High Court on grounds of any misconduct or mismanagement. or under Section 7 of the Law Reform (Miscellaneous Provisions)(Scotland) Act 1990 from being concerned in the management or control of any body.
  - Inclusion in the list of teachers or workers prohibited or restricted from working with children or young people.
  - Disqualification from working with children.
  - Disqualification from being an independent school proprietor, teacher or employee by the Secretary of State.
  - Having been sentenced to 3 months or more in prison (without the option of a fine) in the 5 years before becoming a governor or since becoming a governor.
  - Having received a prison sentence of 2.5 years or more in the 20 years before becoming a governor.
  - Having at any time received a prison sentence of 5 years or more.
  - Having been fined for causing a nuisance or disturbance on school premises during the 5 years prior to or since becoming a governor.
  - Having refused a DBS application for a criminal records certificate.
  - Disqualification by association.