



The Members and Board of Trustees Terms of Reference

Date effective from	December 2023
Date approved by Trustees	December 2023
Policy Prepared by	Mrs M Scrivens, Chair of Trustees

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Related documents and webpages:

1. Lostock Hall Academy Trust: Articles of Association 2023
<https://lostockhallacademy.org/>
2. Department for Education: Governance Handbook 2020
<https://www.gov.uk/government/publications/governance-handbook>
3. Academy Trust Handbook 2023 <https://www.gov.uk/guidance/academy-trust-handbook>
4. Charity Commission: The essential trustee: what you need to know, what you need to do. <https://www.gov.uk/government/publications/the-essential-trustee-what-you-need-to-know-cc3>
5. Companies House: <https://www.gov.uk/government/publications/company-registrars-rules-and-powers/company-registrars-rules-and-powers>
6. National Governance Association: The Role of Members in an Academy Trust
<https://www.nga.org.uk/knowledge-centre/the-role-of-members-in-an-academy-trust/>
7. Lostock Hall Academy Trust: TOR – Finance, Risk & Staff Welfare Committee
8. Lostock Hall Academy Trust: TOR – Academic Achievement and Student Welfare Committee
9. Lostock Hall Academy Trust: TOR – Performance Related Pay Committee.

Lostock Hall Academy was established as an Academy Trust on 1 August 2011, converting from Lostock Hall Community High Academy under the Academies Act 2010. The Academy Trust is a company limited by guarantee and an exempt charity. The company's Memorandum and Articles of Association is the governing document of the Academy Trust. This was revised in 2023 following the publication of the DfE's Model Articles in 2022.

1. Role of the Academy Members

The Academy Members Group consists of 5 Members. This includes:

- Chair of the Trust Board
- 4 independent Members

The Principal is invited to attend all meetings. Other members of SLT/staff may be invited to discuss specific items.

The Members have accountability for ensuring that the Academy Trust meets the stated purpose for which it exists as set out in the Memorandum and Articles of Association. They expect to meet formally once each year at an Annual General Meeting. The main purpose of this meeting is to receive the Trust's accounts.

2. Role of the Board of Trustees

The Trustees are the Directors of the charitable company for the purposes of company law and act as Trustees for the purposes of charities legislation. Trustees as Directors are responsible for the vision and formulation of policy, financial management, and holding the Principle and Senior Leadership Team (SLT) to account for the delivery of the academy's objectives. The responsibilities of Trustees and Members is determined by statute.

Trustees will normally meet as a Board of Trustees at least once each term. The Trustees main focus will be on maintaining and improving the high standards of education and behaviour in the academy; monitoring its performance and providing challenge; overseeing the academy's financial, risk and property management; employment of all staff on behalf of the Trust. Their focus is a strategic role and they have no involvement in operational matters. This is the responsibility of the Principal and staff. Trustees provide robust challenge, they set the direction and the strategy of the academy and hold the Principal and SLT to account, whilst listening to and respecting the views of others.

As an Academy, we are independent of the Local Authority and there is no safety net other than the Board of Trustees. Trustees will need to ask probing questions of the Principal and obtain professional help in the Principal's performance management. Currently the professional input is provided by our Academy Improvement Partner (SIP) from Athena. Trustees must also ensure that the Senior Leadership Team are all appropriately challenged by the Principal and that they have robust and challenging performance management reviews.

Trustees will be expected to:

- set the general strategy and vision of the Academy, its aims and aspirations, helping to maintain the ethos of the Academy;
- hold the Principal and SLT to account;

- be advocates and ambassadors for the Academy;
- agree a budget annually and remain well briefed on the Academy's financial position;
- agree annually an Academy development plan. Oversee the curriculum and agree any significant changes to the broad, balanced and relevant curriculum offered;
- set appropriate targets for the Academy;
- agree staffing numbers and take part in the appointment of senior staff, as appropriate;
- ensure that, Agendas, papers and Minutes of the Trustees Board meetings are publicly available upon request. regularly attend meetings of committees (or working parties), as agreed and commit to playing an active part in the one Academy team;
- Commit to effective induction and ongoing development and to getting to know the Academy well;
- take a particular interest in one or more faculties/subjects in the Academy in order to challenge and support, if necessary, taking a strategic view of the annual Faculty Review;
- declare any pecuniary interest in any item under discussion – and withdraw from active participation in any decision-making regarding this item;
- help determine the Agenda by liaising with the Chair/Governance Professional to raise items at least two weeks before the scheduled meetings. Any items of other business should only be raised in unforeseen circumstances, and this is by consent following a discussion with the Chair of Trustees or Chair of the individual committees;
- ensure that the Principal has appropriate, challenging and regular performance management reviews;
- ensure that students, staff and parental/carer views are considered. (For example, this could be via periodic questionnaires); determine the Admission Number, the Admissions Policy and Oversubscription Policy;
- agree the appeals process for admissions should the Academy not purchase the Local Authority service level agreement (SLA);
- determine, implement and review a staff Pay Policy, including performance related pay;
- agree and monitor a Policy on Child Protection and Safeguarding;
- institute a fair exclusions procedure and an appeal process;
- ensure that documents are prepared for an Annual General Meeting of the Trust's Members;
- ensure that the Annual Report and Financial Statements are prepared and appropriately audited;
- ensure that all financial and other documents which may be required by the Department for Education are prepared and returned efficiently and punctually;
- approve, monitor and evaluate educational/off site visits and
- review key academy policies and be informed of any significant changes to operational Policies.

Note: Details of the key Policies are contained in the DfE document 'Statutory Policies for Schools and Academy Trusts' which is available at: <https://www.gov.uk/government/publications/statutory-policies-for-schools-and-academy-trusts/statutory-policies-for-schools-and-academy-trusts>

3. Quorum and membership

The constitution of the Trust Board is set out in the Memorandum and Articles of Association.

- 6 Trustees appointed by the Members;
- 2 elected parent Trustees (minimum);
- 1 Principal (ex officio); and
- Co-opted trustees (if required, but must not exceed 1/3rd of the other Trustees)

Note: The Secretary of State can appoint Additional or Further Trustees in accordance with Articles 62, 62A or 63 if the Academy has received a warning letter or Special Measures Termination Event (as defined in the Funding Agreement) occurs in respect of the Academy

Trustees will be appointed on a skills and competences basis to complement the existing Trustees, and to meet any identified skills gaps. Recruitment may be dealt with in any or all of the following ways:

- Retaining the valuable skills and experience of a no longer eligible Parent Trustee;
- Articles in the Academy Newsletter;
- Governors for Academy's;
- Inspiring Governance;
- A direct approach to an organisation or individual who may provide the required skills/competences.

Parent Trustees will be appointed on the same basis.

No person, who is, or who becomes disqualified from being a Trustee in accordance with the Academy Governance (Constitution) Regulations 2012 or who is disqualified from being a company director may continue or accept the position of trustee or member.

The Board of Trustees has the power to remove a chair or vice chair during the term of office should it deem this action is appropriate.

Members of the board who are also members of staff will not exceed a third of the total membership of the Board of Trustees.

The Board of Trustees maintains the following records about members:

- Personal contact details
- Committee membership
- Link Trustee appointments
- Trustees' pecuniary and business interest declarations
- DBS checks
- Confirmation of eligibility declarations

The Governance Professional to the Board of Trustees will also not be eligible to serve as a Trustee of the academy or the Principal.

The quorum for these meetings will be one half of the current membership.

See [Appendix A](#) for Allocation of Role and Responsibilities 2023/24

Details are reviewed regularly and updated as required and at least annually.

4. Meeting schedule

At least one, full meeting is held each term. They are normally held at the academy. (Normally a maximum of 3 hours). Continual Professional Development (CPD) events are held at the start of the meeting for ½ hour. All Trustees are expected to attend, but if they are unable to attend a particular meeting, they should inform the Chair/Governance Professional, who will present their apologies for consideration at the meeting.

The Governance Professional to the Board of Trustees will prepare and circulate an agenda making it available on Governor Hub, copies of minutes of the previous meeting, and any papers to be considered no fewer than 1 week prior to the meeting. Trustees must read all the documentation prior to the meeting and come to it prepared with any questions or comments.

The Governance Professional will take minutes during meetings, and the minutes will be approved by the chair of Trustees before being circulated to members.

Meetings are convened by the Governance Professional with the dates agreed by the Board of Trustees.

Anyone who is invited to by the Board of Trustees may attend meetings.

The Board of Trustees will conduct all its business through its schedule of meetings, except where a delay in exercising a function of the Board of Trustees is likely to be seriously detrimental to the interests of a) the Academy; b) a student at the Academy (or their parents/carers); or, c) an employee of the Academy. In those circumstances, the Chair has the authority to carry out functions on behalf of the Board of Trustees. The Vice-chair has this authority where the Chair is absent. If the Chair acts under these circumstances, s/he will first consult with the Principal, or any other relevant source of guidance. The Chair will also report on any action taken to the Board of Trustees as soon as possible after the event. This is usually reported electronically and a formal note will be recorded at the next Trustees meeting.

Board of Trustees meetings are normally also attended by members of the Senior Leadership Team who may take part in any discussions, but do not have voting rights. Members of the Academy Trust who are not Trustees are welcome to attend and contribute, but do not have a vote. When appropriate, the Principal/Chair may invite other members of staff or representatives from other organisations to attend part of the meeting. The invited guest(s) will not have any voting rights.

The details of voting rights are set out in the Memorandum and Articles of Association. The following items must be considered by the full Board of Trustees and cannot be delegated to a committee for approval:

- constitutional matters;
- appointment, suspension or removal of Trustees, Chair or Vice-Chair
- appointment or removal of the Governance Professional;
- establishing committees of the Board of Trustees and their terms of reference;

- determination of matters to be delegated to committees of the Board of Trustees;
- approval of the Academy's Budget
- appointment of the Principal.

5. Training and Development

In order to fulfil their responsibilities Trustees must participate in formal training in addition to personally developing their knowledge of educational matters. All training and development must be recorded in the training section of Governor Hub. This training may include any of the following forms:

- CPD training at full Trust Board meetings and other specific in house training such as safeguarding updates;
- Face to face, online-training, forums and webinars provided by external bodies such as Lancashire Association of School Governing Bodies (LASGB); Governor Hub, Governors for Schools; DfE (Entrust); NGA (Learning Link), the Local Authority Training etc;
- cluster training with other local or partnership schools;
- observation and sharing of good practice with other boards;
- relevant reading and/or research.

6. Individual Trustee Roles

In order to fulfil their responsibilities Trustees will need to take an active interest in the academy and not restrict their involvement to attending meetings. Trustees are ambassadors for the academy and should endeavour to give their support whenever appropriate. The following are just some examples of occasions that Trustees can provide their support, either by attending or participating:

- concerts/productions;
- recruitment interviews;
- educational/off site visits;
- student attendance reviews;
- open evenings;
- presentation evenings and
- student voice meetings.

In order to fulfil their responsibilities Trustees must also participate in formal training in addition to personally developing their knowledge of educational matters. All training and development must be recorded in the training section of Governor Hub. This training may include any of the following forms:

- CPD training at full Trust Board meetings and other specific in house training such as safeguarding updates;
- Face to face, online-training, forums and webinars provided by external bodies such as Lancashire Association of Academy Governing Bodies (LASGB); Governor Hub, Governors for Schools; DfE (Entrust); NGA (Learning Link), the Local Authority Training etc;
- cluster training with other local or partnership schools;

- observation and sharing of good practice with other boards;
- relevant reading and/or research.

Chair of the Trust

The Chair of the Board of Trustees is elected in the Summer Term of each year to take effect for the following academic year in accordance with the Articles of Association and any agreed procedure in place. Specific guidance on the role is provided by both national and local governance organisations, within the Competence Framework and DfE Governance Handbook.

The Chair of Trustees is responsible for chairing all full Trust Board meetings. For these meetings s/he will:

- agree the agenda with the Principal and the Governance Professional before the meeting;
- ensure meetings commence on time and that business is conducted in a timely manner;
- ensure that the meeting is conducted in a good humoured and convivial atmosphere in which Trustees s are comfortable to contribute and given their views;
- try to obtain a unanimous decision, when appropriate;
- when views differ within the Board of Trustees, ensure that a majority decision is taken by a show of hands (only resorting to a secret ballot when specifically requested) and
- ensure that the meeting is conducted in an open and honest manner.

Whilst it is hoped that all Trustees will have regular contact with the Academy, it is vitally important that the Chair of the Trustees should do so. They should try not to go into Trustees meetings without a good background on all the subjects to be discussed. This can only be achieved by regular discussions with the Principal who, it is hoped, will keep them informed of all important issues, both good and bad, that occur within the academy. Meetings, with the Principal should be at least once a month supplemented with updates via email, zoom and telephone. The Chair should, when possible and when appropriate, also support the Principal at important events.

The Chair will also act as line manager to the Principal, as set out in the Disciplinary and Dismissal and Capability Policies. Ensuring that the Principal has appropriate, challenging and regular performance management reviews.

Vice Chair

The Vice-Chair is elected in the Summer Term of each year to take effect for the following academic year in accordance with the Articles of Association and any agreed procedure in place.

The main role of the Vice-chair is to undertake the responsibilities of the Chair in their absence. The Vice-chair will also provide support to the Chair, as and when appropriate. These duties will include attendance at the AGM and the mentoring of the new trustees.

Chair of a Committee

The Chair of a Committee should:

- agree the agenda with the Principal and Governance Professional before the meeting;
- ensure meetings commence on time and that business is conducted in a timely manner;
- ensure that the meeting is conducted in a good humoured and convivial atmosphere in which Trustees are comfortable to contribute and given their views;
- try to obtain a unanimous decision, when appropriate;
- when views differ within the meeting, ensure that a majority decision is taken by a show of hands (only resorting to a secret ballot when specifically requested);
- ensure that the meeting is conducted in an open and honest manner;
- ensure that Trustees challenge and support the Principal and SLT; and,
- seek evidence of how the approved strategies have impact.

Child Protection/Safeguarding Trustee

The role of the Child Protection/Safeguarding Trustee is to liaise with the Designated Senior Lead for child protection and with the Principal regarding matters of child protection and safeguarding. Any trustee undertaking this role must have undertaken Level 1 Child Protection Training within the last 2 years and Safer Recruitment Training. The Trustee should ensure that the academy has an appropriate policy, that it is implemented and regularly reviewed. In addition, the Trustee should check the single central register on a termly basis and sign when this task has been undertaken.

Disadvantaged Student Trustee

The role of the Disadvantaged Student Trustee is to liaise with the member of the Senior Leadership Team with responsibility for disadvantaged students and the Principal on matters related to such students. In particular, the role will involve familiarisation with the criteria for funding and reviewing the progress and outcomes of identified students. The Trustee should ensure that the Academy has an appropriate policy, that it is implemented and regularly reviewed.

SEND Trustee

The role of the SEND Trustee is to liaise with the Special Educational Needs and Disabilities Coordinator in the Academy and with the Principal regarding matters of special educational need and disability. The Trustee should ensure that the academy has an appropriate policy, that it is implemented and reviewed regularly. This role will require attendance on suitable induction and update training provided by the local authority.

Training and Development Trustee

In order to fulfil their roles, Trustees are expected to undertake training. The role of the Training and Development Trustee is to advise trustees of the training and development available to them. This may include Local Authority; LASGB; NGA Learning Link; Governor Hub; Governors for Schools etc. The Training and Development Trustee will promote specific courses to encourage trustees to update their skills and competencies. In house training is provided prior to each full Trust Board meetings. Individual training may be arranged for

trustees as new revised roles and responsibilities emerge. Each Trustee is required to register their training on Governor Hub. Any certification following training should be forwarded to the Governance Professional.

Role of Governance Professional, Minute Governance Professional Role, Company Secretary and Chair

The Academy has appointed a Governance Professional (currently Blackpool Governor Services) at the Summer Term meeting to be effective during the following academic year. The duties include the full Trustees meetings, AGM of the Members and Primary Committees; however, they may be asked to minute ad hoc meetings. S/he should not be a member of the Members or Board of Trustees. For other ad hoc meetings an employee of the academy may act as Minute Governance Professional.

The responsibilities of the Governance Professional include:

- taking minutes, draft resolutions and ensuring the smooth running of meetings;
- maintaining electronic files of all Board meetings and committee meetings including agenda, minutes and working papers;
- provide support to the LHA Trust to ensure that the meetings are properly administered

The responsibility of the Academy and Company Secretary include:

- developing agendas in consultation with relevant Chair; meeting preparation and administration;
- ensuring agenda, papers and minutes are distributed in a timely fashion (up to two weeks prior to the meeting) and actions progressed;
- maintaining statutory registers and governance documents;
- ensuring all members and trustees have provided required information for registers;
- publishing registers (e.g. Business Register) as required including liaison with the Academy to ensure their web site is up to date;
- notifying Companies House of changes to members and directors (trustees);
- maintaining electronic files of all Board meetings and committee meetings including agenda, minutes and working papers;
- maintaining a register of required policies including their adoption and review, based on DfE guidance and discussion with the Chair and Principal;
- promote timely and effective review of policies;
- ensure publication of the appropriate policies via the website(s) and ensure accessibility for all people;
- maintaining a good working knowledge of all legislation, regulation or guidance as may be published pertaining to governance by the DfE, the Local Authority; the Charities Commission, Companies House or other bodies as necessary;
- advise the Board on actions required to comply with legislation, regulation and good practice;
- undertaking such administration tasks as may be required by the Board of Trustees from time to time.

7. Elections

Some positions on the Board of Trustees are filled through election rather than appointment.

Chair and Vice Chair Election

Every year at the final meeting of the academic year in the Summer Term the Board of Trustees will elect a Chair and Vice Chair for the following academic year. [See Appendix B](#)

Parent Trustee elections

Parent Trustees are elected to the Board of Trustees by the academy's parent body to fulfil their role in representing parents in contributing to the strategic direction of the academy and contributing to the work of the Board of Trustees in relation to the three core functions of governance.

A parent Trustee election will take place where there are more applicants for the role than vacancies. If the number of applicants does not exceed the number of vacancies for parent Trustees, the applicants will be able to assume their roles as parent Trustees without the need for an election so long as they are deemed an acceptable fit in accordance with the skills and competency requirements identified by the Chair of Trustees.

Parent Trustees will begin their term of office either:

- On the closing date of nominations if no ballot was required.
- On the day of the ballot count if a ballot was required.

If a parent Trustee position is not available at the time of the election, the new parent Trustee will begin their term of office on the day after the term of office ends for the current serving Trustee.

The Governance Professional will be responsible for informing a new parent Trustee of their successful appointment and will ensure that they have completed a self-declaration form, including evidence of identity and address if necessary.

8. Delegated powers of the Board of Trustees

The Board of Trustees is responsible for key features upon which effective governance is based on.

Strategic leadership that sets and champions vision, ethos and strategy

In collaboration with the Principal and SLT, The Board of Trustees sets the general strategy and vision of the Academy, its aims and aspirations, helping to maintain the ethos of the Academy,

The Board of Trustees is responsible for strategically planning and defining medium to long-term strategic goals, and development and improvement priorities.

The Board of Trustees agrees annually an Academy development plan. They oversee the curriculum and agree any significant changes to the broad, balanced and relevant curriculum offered. They must take a particular interest in one or more faculties/subjects in the Academy in order to challenge and support, if necessary, taking a strategic view of the annual Faculty Review.

The Board of Trustees devises processes to monitor and review progress against agreed strategic goals and to refresh the vision and goals periodically and where necessary.

The Board of Trustees ensures that appropriate mechanisms are in place to understand and respond to the voices of parents, staff, students and the local community.

Procedures are developed by the Board of Trustees to set and manage risk appetite and tolerance to ensure that risks are aligned with strategic priorities and improvement plans and to ensure that appropriate intervention strategies are in place.

The effectiveness of the academy's governance structures and processes is reviewed at regular intervals.

Accountability that drives up educational standards and financial health

The Board of Trustees provides rigorous analysis of student progress, attainment and financial information with comparison against local and national benchmarks.

Clear processes are developed for overseeing and monitoring academy improvement and financial health whilst providing constructive challenge to executive leaders.

The Board of Trustees ensures that there is a transparent system for managing the performance of executive leaders and effective oversight of the performance of all other employees which is linked to defined strategic priorities.

The Board of Trustees conducts a regular cycle of meetings and appropriate processes to support business and financial planning. Including the agreement of an annual budget and remaining well briefed on the Academy's financial position

Effective controls are implemented for managing within available resources and ensuring regularity, propriety and value for money.

Trustees must declare any pecuniary interest in any item under discussion – and withdraw from active participation in any decision-making regarding this item.

People with the right skills, experience, qualities and capacity

Everyone on the Board of Trustees understands the purpose of governance and the role of non-executive leadership and have all the necessary skills to deliver governance effectively.

The chair and vice chair of the Board of Trustees have the ability to provide visionary strategic non-executive leadership whilst everyone on the board provides a diverse array of perspectives to enable robust decision making.

Board of Trustee members are recruited through robust and transparent processes against a clear articulation of required skills, which are set out in a role description.

Succession planning is used to ensure that the Board of Trustees and the academy continues to have the people and leadership it needs.

Expert advice and guidance is sought via the Governance Professional and where necessary a secretary, to ensure the efficient and compliant operation of the board.

Structures that reinforce clearly defined roles and responsibilities

Appropriate board and committee structures are employed that reflect the scale and structure of the academy and ensure sufficient and robust oversight of key priorities.

There is a clear separation between strategic non-executive oversight and operational executive leadership, which is supported by positive relationships that encourage a professional culture and ethos across the academy.

Effective processes are established for ensuring appropriate communication between all levels and structures of governance and to students, parents, staff and the community.

Details of governance arrangements are published and reviewed regularly and when required, each member understands their role on the Board of Trustees.

Compliance with statutory and contractual requirements

There is an awareness of, and adherence to, responsibilities under education and employment legislation and all other legal duties that are applicable, reviewing key academy policies and keeping informed of any significant changes to operational Policies.

Members of the Board of Trustees have regard to 'Keeping children safe in education' and ensure that key safeguarding and safer recruitment duties are undertaken effectively.

Plans are in place to ensure that other key duties such as inclusion and SEND are undertaken effectively across the organisation and monitoring and oversight of the impact of pupil premium and other targeted funding streams.

The Board of Trustees has a good understanding of and adheres to its responsibilities under the Equality Act and promotes equality and diversity throughout the academy including in relation to its own operation.

The Board of Trustees determines, implements and reviews a staff Pay Policy, including performance related pay.

The Board of Trustees should agree staffing numbers and take part in the appointment of senior staff, as appropriate.

The Board of Trustees must agree the appeals process for admissions should the Academy not purchase the Local Authority service level agreement (SLA).

The Board of Trustees must determine and implement a fair exclusions procedure and a subsequent appeal process.

Evaluation to monitor and improve the quality and impact of governance

Regular skills audits are carried out which are aligned to the academy's strategic plan, to identify skill and knowledge gaps and to define recruitment and CPD needs.

Processes are developed to enable regular self-evaluation and review of each Trustees' contribution to the board as well as a review of the board's overall operation and effectiveness.

External reviews of the Board of Trustees effectiveness are commissioned as appropriate to gain an independent expert assessment of strengths and areas for development.

Documentation which accurately captures evidence of the board's discussions, decisions and impact is maintained whilst complying with legal requirements for document retention.

9. Committees

9.1 Primary Committees.

In order to effectively carry out its role the Board of Trustees functions will be considered, where appropriate, by two primary committees:

- Academic Achievement and Student Welfare;
- Finance, Risk and Staff Welfare.

Refer to the TOR – Finance Risk & Staff Welfare and Academic Achievement & Student Welfare. For details of these committee responsibilities.

9.2 Secondary Committees

In addition, 2 further secondary committees will also be convened during the year:

- Principal's Performance Management Committee and
- Performance Related Pay Committee.

A number of other ad hoc committees will be convened, as circumstances require:

- Staffing Review Committee;
- Appeals Committee;
- Complaints Committee;
- Disciplinary and Dismissal Committee;
- Grievance Committee;
- Student Disciplinary Committee.

9.2.1 Principal's Performance Management Committee

The main purpose of this committee is to set, monitor and evaluate performance management targets for the Principal. This is normally a face to face meeting. The membership will also include the Chair of the Trustees Board, the Chair of the Academic Achievement and Student Welfare Committee, Safeguarding Trustee and the academy's external adviser (SIP) should also be considered as a member. The SIP will not attend the confidential discussion regarding the Principal's Pay but can provide advice to the committee members as required.

The responsibilities of this committee include:

- procuring external advice, usually from the appointed School Improvement Partner, and/or such other individuals as are deemed appropriate;
- setting SMART targets that take account of the vision for the Academy, the current Ofsted grading, the Academy development plan and the personal professional development of the Principal;
- monitoring the Principal's performance towards these targets on at least one occasion during the year;
- evaluating the Principal's performance against the targets set and
- making a recommendation to the Pay Committee in respect of incremental progression.

9.2.2 Performance Related Pay Committee

- Refer to the TOR – Performance Related Pay Committee.

9.2.3 Appeals Committee

The main purpose of this committee is to hear any appeals that may arise from decisions taken by any other committees. Membership will usually consist of three members who were not involved in the original decision and who do not have prior knowledge of the situation. However, in the case of an appeal by a staff member against dismissal, the committee will be constituted from all other non-staff members who do not have knowledge of the situation or personal knowledge of the member of staff that may compromise their objectivity.

The responsibilities of this committee include:

- convening an appeal hearing;
- ensuring that an Agenda and any relevant papers are circulated in an appropriate timescale prior to the hearing;
- procuring any further internal or external information or advice that is deemed appropriate to enable the decision to be reviewed;
- reviewing evidence presented at the hearing by both parties;
- evaluating the conclusion reached by the initial committee and determining whether the action taken was appropriate or what action is deemed appropriate and
- ensuring that the person appealing is notified within a reasonable timescale of the outcome of the appeal.

9.2.4 Complaints Committee

The main purpose of this committee is to consider formal complaints made against the Academy by parents/carers or other third parties in accordance with the Academy's Complaints Procedure. Membership will consist of three members, one of which should be independent and who have no or little prior knowledge of the circumstances. As the Chair of Trustees may have been involved in an informal response to the complaint they will not usually be a member of this committee.

The responsibilities of this committee include:

- convening a meeting to consider the complaint;

- ensuring that an Agenda and any relevant papers are circulated in an appropriate timescale prior to the meeting;
- procuring any further internal or external information or advice that is deemed appropriate to enable the circumstances of the complaint to be considered;
- reviewing evidence presented at the meeting by both the complainant and the Principal;
- determining what, if any, action should be taken by either party to resolve the complaint;
- ensuring that the complainant is notified within a reasonable timescale of the outcome of the meeting; and,
- the Chair of the committee to report back in general terms only to the Full Trustees Board and ensure that the complaint and outcome are recorded in the Complaint's Register.

9.2.5 Disciplinary and Dismissal Committee

The main purpose of this committee is to consider allegations against staff by the Principal in respect of both conduct and capability for all staff, in accordance with the Disciplinary and Capability Policies. Membership will consist of three members who have no or little prior knowledge of the circumstances and who do not have personal knowledge of the member of staff that may compromise their objectivity. It is recommended that the Chair should be a trustee who has professional experience of disciplinary procedures.

The responsibilities of this committee include:

- convening a meeting to consider the allegation(s);
- ensuring that an agenda and any relevant papers are circulated in an appropriate timescale prior to the meeting;
- procuring any further internal or external information or advice that is deemed appropriate to enable the circumstances of the allegation to be considered;
- reviewing evidence presented at the meeting by both the staff member and the Principal;
- determining what, if any, disciplinary sanction should be taken by the Academy and
- ensuring that the staff member is notified within a reasonable timescale of the outcome of the meeting.

9.2.6 Grievance Committee

The main purpose of this committee is to consider grievances raised by staff in accordance with the Grievance Policy. Only at the formal stage where the employee is not satisfied with the decision taken with a committee be convened. Membership will consist of members who have no or little prior knowledge of the circumstances and who do not have personal knowledge of the member(s) of staff involved that may compromise their objectivity.

Procedures to be followed are set out in Annex 1 of the Grievance Policy.

The responsibilities will include:

- reviewing all documentary evidence; meeting with both parties, accompanied by their representative;
- meet with witnesses (where relevant) and
- consider the grievance and reach a decision.
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9.2.7 Staffing Review Committee

The main purpose of this committee is to oversee the review of the staffing structure and any necessary reduction to the staffing arrangements of Lostock Hall Academy in accordance with the agreed Policy, the law and ACAS guidance. Membership will be the Chair of Trustees and at least two other Trustees with the appropriate skills and competences.

The responsibilities will include:

- reviewing the Principal's recommendations of the need for re-structure and potential redundancy;
- ensuring that all alternatives to redundancy have been considered;
- implementing the necessary consultation with employees and recognised trade unions and professional associations (as appropriate);
- giving due consideration to any responses and/or proposals by staff and trade unions/professional associations and responding to the proposals put forward;
- ensuring that measures to consider alternatives to compulsory redundancy are in place;
- reviewing any recommendations by the Principal to refuse an offer of voluntary redundancy or reduced hours/grade;
- implementing fair and just criteria for compulsory redundancy selection;
- making a final decision in respect of the Principal's recommendation to dismiss for redundancy;
- ensuring that measures are in place to mitigate the effects of any redundancies.

9.2.8 Student Discipline Committee

The main purpose of this committee is to consider exclusion of students, in accordance with current DfE legislation and guidance. Membership will consist of three members who have no or little prior knowledge of the circumstances and who do not have personal knowledge of the student involved that may compromise their objectivity. Staff members are not eligible for membership of this committee.

The responsibilities of this committee include:

- convening a meeting to consider the exclusion;
- ensuring that an agenda and any relevant papers are circulated in an appropriate timescale prior to the meeting;
- procuring any further internal or external information or advice that is deemed appropriate to enable the circumstances of the exclusion to be considered;
- reviewing evidence presented at the meeting by the Principal and the student and parents/carers;
- evaluating the terms of the exclusion imposed by the Principal and determining whether the action taken was appropriate or what action is deemed appropriate and
- ensuring that the student and parents/carers are notified within a reasonable timescale of the outcome of the meeting.

It may also be necessary from time to time to establish working parties to consider specific matters that may arise. The difference between a committee and a working party is that committees are empowered to make decisions on behalf of the Trustees Board whereas working parties make recommendations to the Board of Trustees. Committees report their decisions and working parties their recommendations to the next full Trustees Board meeting.

Membership of committees and working parties shall be firstly determined by the individual trustee's skills and secondly by choice. Trustees are expected to be a member of at least one

of the two main committees. Ad hoc committees and working parties are formed as and when required.

10. Monitoring and review

These terms of reference will be reviewed on an **annual** basis by the Board of Trustees.

Upon review, this document will be signed by the chair of the Board of Trustees.

Changes to these terms of reference will be distributed to all members of the Board of Trustees.

Allocation of Roles and Responsibilities Summary 2023/24

Members:

Margaret Scrivens (Chair of Trustees)	Bill Pitcher (Independent)
Alison Boardman (Independent)	Sue Clemson (Independent)
Ian Crook	

Board of Trustees:

Chair of the Board of Trustees - Margaret Scrivens

Vice Chair - Gill Bruce

Chair of Academic Achievement and Student Welfare - Barry Burke

Vice Chair of Academic Achievement and Student Welfare - Gill Bruce

Chair of Finance Risk and Staff Welfare - Diane McNally

Vice Chair of Finance, Risk and Staff Welfare - vacancy

Lead trustees:

- Child Protection - Bryan Pilkington
- Disadvantaged Students - Bryan Pilkington
- SEND - Tracey Slater
- Student voice - Margaret Scrivens/Gill Bruce
- Careers – Gill Bruce
- Training and Development - Margaret Scrivens

Membership of Trustee Committees:

Academic Achievement and Student Welfare Committee	Finance, Risk and Staff Welfare Committee
Barry Burke (Chair)	Diane McNally (Chair)
Gill Bruce (Vice Chair)	Annette Ashworth (Vice Chair)
Gaynor Gorman	Gaynor Gorman
Bryan Pilkington	Bryan Pilkington
Margaret Scrivens	Margaret Scrivens
Tracey Slater	

Election of Chair and Vice-Chair

1. All Trustees with the exception of those employed by Lostock Hall Academy may stand for the positions of Chair and Vice Chair of the Board of Trustees.
2. The term of office for each position is one year to commence on the 1 September to run until 31 August the following year. Trustees holding the office of Chair will also be required to act as a Member of the Academy Trust.
3. Trustees may self-nominate.
4. Trustees may nominate other trustees, but must approach the nominee first to obtain their consent.
5. The Governance Professional must receive all nominations at least one clear working day before the Summer Term Full Trustees Meeting.
6. A trustee can still be considered for office even if they cannot attend the meeting, but only trustees in attendance at the meeting will be eligible to vote.
7. At the beginning of the meeting the current Chair will ask for nominations for the position of Chair.
8. Trustees will be issued with ballot slips and will be asked to make their choice by secret ballot.
9. Even if there is only one nominee a ballot will be held.
10. The Governance Professional will collect the ballot papers and declare the result of the ballot.
11. In the event of a tie each nominee will be asked to make a short statement to trustees on why they want to become the Chair. A second secret ballot would then be held. In the event of a tie as a result of the second ballot, the issue would be decided on the toss of a coin.
12. On completion of the election process the current Chair would then ask for nominations for the position of Vice-Chair. The election procedure would then follow the same procedure as for the Chair.