

## **Terms of Reference Trust Board**

### **1. Roles**

- 1.1 The Board of Trustees (“the Board”) of Horizon Academy Trust have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of Academies, but have delegated the governance responsibility to Local Governing Bodies, who will support the work of the Trust and promote the success of the Academies.
- 1.2 Under the Trust’s Scheme of Delegation, operational accountability for individual academies is delegated to the Local Governing Bodies established by the Trust for this purpose. Local Governing Bodies’ Terms of Reference are set and agreed by the Board annually in the summer term ready for the new academic year.
- 1.3 The Board may delegate its functions, but it remains fully accountable for them and has a duty to intervene as and when necessary, including removing all or any of the delegated functions (including those relating to staffing and budget) from a Local Governing Body if it deems that it would be in the best interests of learners and staff.
- 1.4 The CEO will have overall responsibility for standards and school improvement for all academies and will provide the Board with regular reports on progress towards improvement targets for each academy in The Trust. The CEO will be supported by both a central management team (where appropriate) and leadership teams in each of the Academies, including the Headteachers/Executive Headteachers appointed in respect of the Academies.
- 1.5 The role and responsibilities of the Trustees and those serving on a Local Governing Body are set out in the Scheme of Delegation/terms of reference. If there is any discrepancy between these Terms of Reference and the Trust’s Articles or its Scheme of Delegation, the Articles and Scheme of Delegation shall take precedence over these Terms of Reference in that order.

### **2. Scope of The Boards’ Duties and responsibilities**

- 2.1 The Trustees fulfil their responsibilities through strategic planning and by the setting of policy and standards as well as taking responsibility for the oversight and management of risk. The Trustees have the power to direct change where required.

- 2.2 The Trustees must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated such persons to serve on the Board.
- 2.3 The Trustees are accountable to the Secretary of State for Education and to the communities that they serve.
- 2.4 The Trustees, whilst in certain circumstances possibly also sitting on a Local Governing Body, are responsible for all the Academies run by the Trust and are expected to use their skills and experience in undertaking a role on the Trust Board.
- 2.5 In respect of governance The Trustees will: a) develop and promote the Trust's overall vision, core beliefs and values; b) create governance policies and procedures; and c) determine the level of delegation to each Committee, Headteacher, or Local Governing Body and setting Terms of Reference.

### **3. Membership**

- 3.1 The number of Trustees shall be a maximum of nine. The current Trust Board members are set out in Schedule 1.
- 3.2 The Board shall at the first meeting of each academic year elect a member to act as chair of the Board (the Chair). The Board will elect a temporary replacement from among the Trustees present at the meeting in the absence of the Chair.

### **4. Proceedings of Trust Board meetings**

- 4.1 The Chair of Trustees shall ensure that a clerk is provided to take minutes at meetings of the Committee.
- 4.2 The Committee may invite attendance at meetings from persons who are not Trustees or Committee members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 4.3 The Board will meet as often as is necessary to fulfil its responsibilities but at least three times a year.
- 4.4 Any two Trustees can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 4.5 The quorum for the transaction of the business of the Board shall be a majority of the Board members

4.6 Every matter to be decided at a meeting of the Board must be determined by a majority of the votes of the Trustees present and voting on the matter.

4.7 Each Trustee present in person shall be entitled to one vote.

4.8 Where there is an equal division of votes the Chair shall have a casting vote.

4.9 A register of attendance shall be kept for each meeting of the Board and published annually on the Trust's website in accordance with the AFH.

## **SCHEDULE 1**

### **Current Trust Board Members:**

**Kath Cutler**

**Terry Dunn**

**Peter Greef**

**Sharon Herrick**

**Michelle Kermeen**

**Richard Marsden**

**Approved by trustees: 17<sup>th</sup> July 2017**

**Reviewed: 28 November 2019**

**Next review: autumn 2020**