



*St Hubert's Catholic Primary School is a member of the
St Catherine of Siena Multi-Academy Company*

Our Lady & St Hubert's Catholic Primary School Governing Board Membership and Terms of Reference

Reviewed and Adopted: 15.10.2020

Current version as at: 21.01.2021

Academy Trust Membership 2020/2021 Academic Year

Academy Representative	Term of Office Expiry
Parents (2)	
Mrs Maria Cori	30.11.2024
Ms Martine Law	15.07.23
Headteacher (1)	
Olga Obeirne	Ex-Officio
Staff Representatives (1)	
VACANCY	
Foundation Representatives (7)	
Mrs Sarah Thompson	23.04.23
Mr Anthony Onyeogo	13.01.24
Mrs Ly Tran	23.04.23
Ms Susan Houghton	24.09.22
Mr Juan Doblado Pavon	15.06.23
Mrs Pamela Shepherd	18.06.23
Father Roger Peck	11.07.21
Associate members	

Chair: Susan Houghton

Vice Chair: Juan Doblado Pavon

Meeting Dates 2020-2021

	Autumn Term	Spring Term	Summer Term
Academy Committee	Thursday 15.10.2020 at 5 pm	Thursday 11.02.21 at 6 pm	Thursday 27.05.21 at 6 pm

	Thursday 10.12.20 at 6 pm	Tuesday 30.03.21 at 6 pm	Thursday 6.07.21 at 6 pm
Resources Committee	Postponed	Tuesday 12.01.21 at 5.30 pm Thursday 04.03.21 at 5 pm	Tuesday 15.06.21 at 5 pm
Pay Committee	Thursday 19.11.2020 at 5 pm		

Roles and Responsibilities

Trustees must have the skills, knowledge and experience to run the academy trust. Understanding the difference roles will help ensure the trust complies with legal and contractual duties.

Members have a similar role to shareholders of a company limited by shares. They:

- are the subscribers to the memorandum of association (where they are founding members)
- may amend the articles of association subject to any restrictions created by the funding agreement or charity law
- may, in certain circumstances, appoint new members or remove existing members
- have powers to appoint and remove trustees in certain circumstances
- may, by special resolution, issue direction to the trustees to take a specific action
- appoint the trust's auditors and receive the audited annual accounts (subject to the Companies Act)
- have power to change the company's name and, ultimately, wind it up

Trustees* should focus on three core functions:

- ensuring clarity of vision, ethos and strategic direction
- holding the executive leaders to account for the educational performance of the organisation and its pupils, the performance management of staff
- overseeing and ensuring effective financial performance

The Academies Financial Handbook 2020 stresses the importance of Trustees taking ownership with regards to assessing the academy trust's ability to continue as a going concern.

Academy trusts must not have de facto trustees (defined in appendix 1 of the Charities SORP) or shadow directors (defined in section 251(1) of the Companies Act 2006).

**Trustees of the academy trust are both charity trustees and company directors. These terms of reference refers to them as trustees. However, in some academy trusts, such as church academies, those on the board are known instead as 'directors'. In church academies, the term 'trustees' is reserved for those on the board of the separate trust owning the land.*

Academies Financial Handbook

The Academies Financial Handbook sets out the financial management requirements that apply to academy trusts. Academy trusts must comply with the handbook as a condition of their funding agreement. It provides an overarching framework for implementation of effective financial management and control.

Academies Financial Handbook 2020

NB: Academy trusts completing financial statements for the period ending 31 August 2020 should refer to the 2019 edition of the handbook.

Governance Handbook/Competency Framework for Governance

The trustees must apply the highest standards of conduct and ensure robust governance, as these are critical for effective financial management. They should follow the Governance Handbook, which describes the following features of effective governance and will aid compliance with the Academies Financial Handbook:

Governance Handbook March 2019

Competency Framework for Governance January 2017

Terms of Reference

The board of trustees and its committees must meet regularly enough to discharge their responsibilities and ensure robust governance and effective financial management. Board meetings must take place at least three times a year (and business conducted only

when quorate). **If the board meets less than six times a year it must describe in its governance statement, accompanying its annual accounts, how it maintained effective oversight of funds with fewer meetings.**

The board has delegated functions to the committees as detailed. Each committee must contain a majority of trustees, but it may also include other people the board chooses to appoint.

The quorum for meetings is specified in the trusts articles of association.

Committees

Each committee must contain a majority of trustees, but it may also include other people the board chooses to appoint.

The clerk to the board will undertake the clerking of the committees.

The committee minutes shall be included as an agenda item for consideration/information at the next meeting of the board of trustees appropriate.

All decisions made by committees with delegated powers should be reported to the next meeting of the board of trustees. If the minutes are not finalised a brief statement of the conclusions reached should be given.

The chair of the committee will be appointed at the first board of trustees/committee meeting of the academic year.

Committees will have delegated powers to approve policies as relevant to that committee.

The board cannot delegate overall responsibility for the academy trust's funds. However, it must approve a written scheme of delegation of financial powers that maintains robust internal controls.

Review of committees and delegation

The board of trustees must review the committee structure, terms of reference for each committee and the membership of each committee on an annual basis.

Virtual meeting arrangements

The board of trustees has approved the use of “virtual attendance” at meetings.

For full details, please refer to the Virtual Governance Policy.

Top 10 ‘musts’ for chairs and other trustees

Personal responsibilities

- Apply highest standards of conduct and ensure robust governance, comply with charitable objects, with duties as company directors, with charity law and the funding agreement

Structures

- Ensure the board of trustees meets at least three times a year, and conducts business only when quorate
- Approve a written scheme of delegation of financial powers

Relationships

- Manage conflicts of interest, be even-handed with related parties, and ensure goods or services provided by them are at no more than cost, beyond the limits as specified in the Academies Financial Handbook

Money and oversight

- Ensure the board approves a balanced budget for the financial year and minutes their approval
- Share management accounts with the chair of trustees monthly, with the other trustees six times a year, and consider when the board meets, taking action to maintain financial viability
- Ensure decisions about executive pay follow a robust evidence-based process reflecting the individual’s role and responsibilities, and that the approach to pay is transparent, proportionate and justifiable
- Appoint an audit committee (either dedicated or combined with another committee) to advise on the adequacy of the trust’s controls and risks

Accountability and audit

- Submit audited accounts to ESFA by 31 December
- Ensure an appropriate, reasonable and timely response to findings by auditors, taking opportunities to strengthen financial management and control

Resources Committee

The Committee has responsibility delegated by the Academy Committee:

Finance:

- Review/approve all policies relevant to finance and roles of the committee.
- Approve the annual budget and present it to the full governing board for information.
- Review the actual expenditure and monitoring statements at least once a term.
- Receive & review financial projections.
- Approve expenditure and virements of sums over **£1,000**, sums below that amount are delegated to the Head Teacher/Principal.
- Assess the financial progress towards achieving the objectives in the School Improvement Plan.
- Review of leases & contracts - including traded services.
- Ensure Best Value principles apply.
- Review the financial implications on the budget of the Pay & Conditions document.
- Receive the annual accounts and certificate of audit of the School Fund Account and other voluntary funds held within school.
- Assess the schools insurance cover to ensure that it provides adequate protection against risks.
- Review and approve the internal financial controls.
- Ensure Academy financial procedures are complied with.
- Obtain quotations with a view to placing contracts/orders, once the relevant committee has drawn up a specification.
- Writing off bad debts.
- Disposal of fixed assets.
- Approval of in year budget changes.

Staffing:

- Review/approve all policies relevant to staffing and roles of the committee.
- Consider applications from staff for variation to contract (secondments, early retirements, leave of absence, reduced working hours etc.)
- Ensure all personnel records are held securely.
- Review annually the staffing structure of the school ensuring that it meets the requirements of the curriculum and is in line with the School Improvement Plan.

- Review staff work/life balance, working conditions and well-being, including the monitoring of absence.
- Implement the Appraisal Policy and monitor teacher appraisal process.
- Equal Opportunities.
- Establish & maintain rolling programme for Disclosure & Barring Service (DBS) Checks.
- Staff training and CPD.
- Review staff pay progression in accordance with the pay policy and annual appraisal cycle (delete if GB have a pay committee)

Premises Health & Safety:

- Review the schools health & safety policy on an annual basis.
- Health and safety audit.
- Receive a regular report on accident statistics, near misses and incidents of violence or aggression.
- Comply with current fire safety legislation & regulations: 'level one' fire risk assessment should be carried out by the school on an annual basis; 'level 2' or technical fire risk assessment is reviewed bi-annually.
- Ensure risk assessments are carried out and reviewed on a regular basis.
- Inspect the school site and buildings to enable maintenance and improvement, including security (Site visit).
- Review and authorise upcoming offsite activities, ensuring that health and safety planning and risk assessments that have been undertaken for them.
- Receive reports and audits from Health & Safety representatives (to include Caretaking & Cleaning).
- Health and Safety self-monitoring report.
- Ensure staff & governors undertake appropriate health & safety training.
- Monitor all safeguarding procedures.
- Ensure that Health & Safety documents and records are up to date:
 - Fire log book
 - Asbestos on site
 - Premise log book (PAT testing, glazing inspections, an annual check of PE equipment/playground equipment)
- Establish & review an accessibility plan.
- Review e-safety policy & procedures.
- Planned building works/contractors on site.
- Health and safety training.

- Receive minutes of School Central Safety Committee (if schools have received this).
- Writing off bad debts.
- Disposal of fixed assets.
- Approval of in year budget changes.

In order to update the self-evaluation and inform the School Improvement Plan, agree with the Academy Committee the impact of:

- The levels of financial support given to specific groups of children and young people of differing age, gender, ethnicity, social-economic, special educational needs and disability and pupil premium;
- The levels of financial support given to the targets within the school improvement plan and the degree to which targets have been met;

Meet statutory requirements by reporting on the budget, staffing and health and safety to:

- the full Governing Body
- the local community
- external partners

Use the following methods to secure information and data:

- pupil conversations
- receive oral and written reports from staff
- progress meetings
- site visits
- scrutiny of records

Any item referred by the full governing board

Membership

Membership

- | | |
|---|---------------------------|
| 1 | Mr Juan Doblado Pavon |
| 2 | Mrs Martine Law |
| 3 | Fr Roger Peck |
| 4 | Olga Obeirne (Ex-Officio) |
| 5 | Susan Houghton |
| 6 | Sarah Thompson |
| 7 | Anthony Onyeogo |

* Minimum of three members required for quorum

Chair of Committee

Juan Doblado-Pavon

Clerk

SIPS Clerk

Admissions Committee

The committee has responsibility delegated by the governing board for:

- Determine offers of places for the annual admissions round in the light of the governors' admissions policy
- Determine offers of places to 'mid-term' applicants in the light of the governors' admissions policy
- Review the governing board's admissions rules and make any recommendations for change to the whole governing board
- Ensure publication of the school's admissions arrangements in the school prospectus

Taken from Schools Admissions Code - statutory guidance 2014:

*Admission authorities **must** allocate places on the basis of their determined admission arrangements only, and a decision to offer or refuse admission **must not** be made by one individual in an admission authority. Where the school is its own admission authority the whole governing body, or an admissions committee established by the governing body, **must** make such decisions.*

Membership

Minimum of three members must consider an application for admission.

1. Susan Houghton
2. Ly Tran
3. Sarah Thompson

Chair

To be nominated at the meeting

Clerk	To be nominated for the meeting

Personnel Committee

The committee has responsibility delegated by the board of trustees for hearing:	
<ul style="list-style-type: none"> ➤ Staff grievance and discipline (in line with school policies) ➤ Staff dismissal, redundancy and redeployment ➤ Staff capability/management of absence 	
Membership	
<ul style="list-style-type: none"> • To be made up of members who have no awareness of the original incident and are not known personally to the member of staff <p><i>Minimum of three members required</i></p>	
Chair of Committee	To be elected at each meeting
Clerk	

Pupil Discipline Committee

The committee has responsibility delegated by the board of trustees to:	
<ul style="list-style-type: none"> ➤ Review the use of exclusions within school, including exclusions of more than 15 school days and exclusions which would result in a pupil missing the opportunity to take a public exam ➤ Receive and consider any representations lodged by parents of pupils who have been excluded for a fixed term or permanently ➤ Comply with exclusion procedures in accordance with DfE and ESFA guidance <p><i>Any item referred by the board of trustees</i></p>	
Membership	
<ul style="list-style-type: none"> • To be made up of members who have no awareness of the original incident and are not known personally to the appellant parents or pupils <p><i>Minimum of three members required</i></p>	
Chair of Committee	To be elected at each meeting
Clerk	

Complaints Committee

The committee has responsibility delegated by the board of trustees to:	
<ul style="list-style-type: none"> ➤ At the relevant stage hear any complaint made under the school complaints procedures <p><i>Any item referred by the board of trustees</i></p>	
Membership	
<ul style="list-style-type: none"> • To be made up of members who have no awareness of the original incident and are not known personally to the complainant <p><i>Minimum of three members required</i></p>	
Chair of Committee	To be elected at each meeting
Clerk	

Appeals Committee

The committee has responsibility delegated by the board of trustees for hearing appeals with regard to:	
<ul style="list-style-type: none"> ➤ Pay ➤ Redundancy ➤ Staff grievance ➤ Leave of absence - if appropriate ➤ Staff dismissal ➤ Any Item referred by the full governing board <p><i>When dealing with an appeal the committee should be equal to or greater than the original committee that made the decision</i></p>	
Membership	
<ul style="list-style-type: none"> • To be made up of members who have no awareness of the original incident and are not known personally to the appellant <p><i>Minimum of three members required</i></p>	
Chair of Committee	To be elected at each meeting
Clerk	

Pay Committee

The committee has responsibility delegated by the board of trustees to:	
<ul style="list-style-type: none"> ➤ Undertake functions in relation to appraisal and pay progression as determined in the pay policy ➤ ensure that decisions about levels of executive pay (including salary and any other benefits) follow a robust evidence-based process and are a reasonable and defensible reflection of the individual's role and responsibilities. The board must discharge its responsibilities effectively, ensuring its approach to pay and benefits is transparent, proportionate and justifiable. 	

Committee to meet once per year in the autumn term

Membership

1. Mrs Sarah Thompson (Father Roger Peck)
2. Mr Juan Doblado Pavon
3. Mrs Susan Houghton

Minimum of three members required.

Chair of Committee

To be elected at each meeting

Clerk

Head Teacher/Principal Appraisal

The committee has responsibility delegated by the board of trustees to:

- Meet the external advisor to discuss the Head Teacher's performance targets
- Decide whether targets have been met and set new targets annually
- Recommend pay progression to the relevant committee and in accordance with the pay policy
- Undertake mid-year monitoring of the Head Teacher's performance against targets

Membership

To be convened as required by the Trust Board.

Minimum of two members required

Chair of Committee

Clerk

Selection Panel

The panel has responsibility delegated by the board of trustees for the:

- Selection of the head teacher/principal and deputy head teacher/vice principal (Guidance on this process will be provided by your school improvement partner)

The appointment must always be ratified by the board of trustees

Membership

To be convened as required by the Trust Board.

Minimum number of members as per appointment of staff delegations. All members must be available at all stages of the process

Chair of Committee	To be elected at each meeting
Clerk	

Special Responsibility Governors

Safeguarding/ Child Protection Governor *	Mrs Pamela Shepherd
LAC Governor	Mrs Pamela Shepherd
SEND Governor	Mr Juan Doblado Pavon
Health & Safety Governor	Mr Juan Doblado Pavon & New appointed governor
Safer recruitment governor	Mrs Sarah Thompson
RE Governor	Mr Juan Doblado Pavon Mrs Ly Tran FrRP
EYFS Governor	Mrs Pamela Shepherd
Pupil premium and Sports Premium Governor	Mrs Sarah Thompson
Curriculum	Mrs Ly Tran
Representatives on Board of Directors	TBC
Well-Being	Mrs Susan Houghton
Nominated Phase Governors:	
EYFS Reception	Mrs Pamela Shepherd
Phase One	Mrs Susan Houghton
Phase Two	Mrs Sarah Thompson
Phase Three	Father Roger Peck

**In accordance with Keeping Children Safe in Education 2020 'Governing bodies and proprietors should have a senior board level (or equivalent) lead to take leadership responsibility for their schools or college's safeguarding arrangements.' The DfE have confirmed that this can be a*

member of staff, but that person must be a member of the board as well (for example, the headteacher or a staff governor) and that this must be a separate person from the DSL, in order to ensure there is sufficient challenge to the organisation's safeguarding arrangements and performance.

*** In accordance with the Academies Financial Handbook 2020 'The trust should appoint at least one trustee and one member of staff who other staff can contact to report concerns.'*

Items Delegated to an Individual(s)

Delegation of expenditure and virements

That sums below £1,000 be delegated to the head teacher/principal.

Disposal of surplus stock

Delegated to Head Teacher/Principal with the approval of the chair of the board of trustees.

Delegation of Suspension

That suspension be delegated to the chair of the board of trustees in instances where the head teacher/principal is the person in question or involved in the case. That the chair of the board of trustees be given delegated powers to lift the suspension after taking advice from Human Resources or any other organisation providing the service to the school.

Approval for Expenditure

The chair of the board of trustees or chair of Resources Committee be given approval for expenditure above the set limit prior to the next committee meeting - **only in cases of emergency**

Appointment of Staff (ensure no appointment is carried out by one person alone)

Lunchtime/Cleaning/Administration Support Staff	<ul style="list-style-type: none"> • Head Teacher/Principal or Deputy Head Teacher/Vice Principal • Post Line Manager
Educational Support Staff	<ul style="list-style-type: none"> • Head Teacher/Principal • 1 trustee
Business Manager	<ul style="list-style-type: none"> • Head Teacher/Principal • 2 trustees
Teaching Staff	<ul style="list-style-type: none"> • Head Teacher/Principal • 1 trustee
Senior Management Team*	<ul style="list-style-type: none"> • Head Teacher/Principal

** Head Teacher and Deputy Head Teacher appointments must be ratified by the relevant body.*

- 2 trustees