



The Legacy Learning Trust

Committee Terms of Reference

Date last approved by the Trust Board	Date for next review
March 2018	Spring 2019
Spring 2019	Spring 2020
Spring 2020	Spring 2021
March 2022	March 2023
March 2023	March 2024
December 2023	March 2024

Introduction

As a charity and company limited by guarantee, the Trust is governed by a Trust Board of trustees (the **Trust 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 Trust 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 Trust Board has established.

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

- main Trust Board committees which are established to deal with Trust-wide matters such as resources, employment, finances and standards (**Trust Board Committees**); and
- local governing bodies – (**LGBs**) which are established by the Trust Board to support the effective operation of the Academies, together with the **Committees**.

The Trust Board will review these Terms of References together with the membership of the Committees at least once every twelve months.

These Terms of Reference may only be amended by the Trust 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 Trust Board from time to time.

1 Establishing the Committees

- 1.1 The Trust Board has resolved to establish the following Trust Board Committees as committees of the Trust Board:
- 1.1.1 (audit and risk committee (**Audit & Risk Committee**) – functions of an audit committee within REF committee as per Academies Financial Handbook 2019 3.6
 - 1.1.2 resources, employment and finance including pay and performance management and functions of an audit committee (**Resources, Employment and Finances REF Committee**); and
 - 1.1.3 student outcomes including results, behaviour and attendance (**Standards Committee**)
- 1.2 The Trust Board has resolved to establish Local Governing Bodies (LGBs) for its Academies each as a separate committee of the Trust Board. An LGB may act in respect of two or more Academies. The current list of LGBs and the Academies they operate in respect of is set out in Appendix 1.

2 Membership – Trust Board Committees

- 2.1 Each Trust Board Committee shall have a **minimum of 6 members**. A majority of Trust Board Committee members must be trustees of the Trust (**Trustees**).
- 2.2 The Trust Board will appoint and remove all Committee members.
- 2.3 The Trust Board will ensure that Trust Board Committee members have the necessary skills, background and experience to properly fulfil the relevant Trust Board Committee functions.
- 2.4 The current Trust Board Committee members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2.
- 2.5 (No member of the REF Committee can be appointed as a member of the Audit & Risk Committee.)
- 2.6 The Trustees recognise the overriding principles of the Academies Financial Handbook published by the ESFA (the **AFH**) (and that the Audit & Risk Committee should be established in such a way as to achieve internal scrutiny which delivers objective and independent assurance for the Trust. In establishing the Audit & Risk Committee the Trust Board will adhere to the principles of the AFH) and:
- 2.6.1 staff employed by the Trust will not be members of the Committee, but may attend meetings to provide information and participate in discussions; and
 - 2.6.2 the Trust's Accounting Officer and other relevant senior staff will routinely attend committee meetings in the capacity set out above.

3 Membership – LGBs

- 3.1 Each LGB operating in respect of one Academy shall, unless the Trust Board resolve otherwise, have a **minimum of five members and a maximum of nine members**.
- 3.2 Each LGB operating in respect of two or more Academies shall, unless the Trust Board resolve otherwise, have a minimum of seven members and a maximum of thirteen members.
- 3.3 The membership of each LGB (each a **LGB Member**) shall be as follows (unless the Trust Board resolve otherwise):
- at least two parent members;
 - two staff members (from within the academy);
 - the Head Teacher of the academy – ex -officio;
 - up to five persons appointed by the Trust Board;
 - up to three other persons co-opted by members of the LGB, this can include staff members from another academy within the Trust;
- 3.4 The current LGB Members are set out in the register of committee members maintained by the Trust and which at the date of adoption of these Terms of Reference is set out in Appendix 2.
- 3.5 The Trustees shall:
- 3.5.1 make all necessary arrangements for, and determine all other matters relating to, an election of parent LGB Members, including any question of whether a person is a parent of a registered pupil at an Academy. Any election of a parent member which is contested shall be held by secret ballot;
- 3.5.2 make all necessary arrangements for, and determine all matters relating to, the election of staff LGB Members.
- 3.6 The LGB Members may only appoint co-opted members with the consent of the Trust Board.
- 3.7 The term of office for any LGB Member shall be four years, save that this time limit shall not apply to the Head Teachers. Subject to remaining eligible, any member may put themselves forward for re-appointment or re-election (as the case may be).

4 Chairs of Committees

- 4.1 The term **Chair** refers to the person appointed under this paragraph as chair of the relevant Trust Board Committee or LGB (as appropriate).
- 4.2 Subject to paragraph 4.3, each Trust Board Committee shall at the first meeting of each academic year elect a member to act as chair of the committee. The committee will elect a temporary replacement from among the members present at any meeting where the Chair is absent.
- 4.3 No person may act as Chair of a Trust Board Committee under paragraph 4.1 unless they are also a Trustee.
- 4.4 Subject to paragraph 4.5:

- 4.4.1 the LGB Members shall at the first meeting of each academic year appoint a LGB Member to act as Chair of the LGB;
 - 4.4.2 the LGB Members will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.
- 4.5 No person may act as Chair under paragraph 4.4 if they are an employee of the Trust.

5 Authority, remit and responsibilities of the Committees

- 5.1 Each Committee shall be responsible for the matters as set out in Appendix 3.
- 5.2 Each Committee is authorised by the Trust Board to:
- 5.2.1 carry on any activity authorised by these Terms of Reference; and
 - 5.2.2 seek any appropriate information that it properly requires to carry out its role from any senior employee of the Trust and all senior employees shall be directed to co-operate with any request made.
- 5.3 Save with the consent of the Trust Board, the Committees may not establish sub-committees.

6 Proceedings of Committee meetings

- 6.1 The Committees will meet as often as is necessary to fulfil their responsibilities but at least three times a year.
- 6.2 Any two Committee members can request that the Chair convene a meeting by giving no less than 14 days prior notice.
- 6.3 The quorum for the transaction of the business of a Trust Board Committee shall be a third of Committee members and no vote on any matter shall be taken at a meeting of the Committee unless a third of the Committee present are Trustees.
- 6.4 The quorum for the transaction of the business of LGB shall be three LGB Members provided that at least one of them is a LGB Member appointed by the Trust Board (not including staff members or parent members).
- 6.5 The Chief Executive Officer shall ensure that a clerk is provided to take minutes at meetings of the Trust Board Committees.
- 6.6 The relevant Head Teacher shall ensure that a clerk is provided to take minutes at meetings of the LGBs.
- 6.7 Every matter to be decided at a meeting of a Committee must be determined by a majority of the votes of the members present and voting on the matter.
- 6.8 Each Committee member present in person shall be entitled to one vote.
- 6.9 Where there is an equal division of votes the Chair shall have a casting vote.
- 6.10 A register of attendance shall be kept for each Committee meeting and published annually.

6.11 Committees may invite attendance at meetings from persons who are not 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.

6.12 References in paragraph 6 to the “Chair” shall in the absence of the Chair be deemed to be references to the chair of the relevant Committee meeting.

7 Conduct of Committee members

7.1 All Committee members shall observe at all times the provisions of the Trust’s code of conduct.

8 Members’ Interests

8.1 Committee members are required to declare any business or other interests in any item being discussed at a meeting.

8.2 Each Committee member, if present at a Committee meeting, disclose their interest, withdraw from the meeting and not vote on a matter if:

8.2.1 there may be a conflict between their interests and the interests of any of the Academies or the Trust;

8.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or

8.2.3 they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Committee in relation to that matter) in a matter.

9 Disqualification & Removal of Committee Members

9.1 A person shall be ineligible for appointment to a Committee and, if already appointed, shall immediately cease to be a member if the relevant individual:

9.1.1 is or becomes disqualified from holding office under the Trust’s Articles of Association;

9.1.2 is or becomes disqualified from holding office as a governor of a school or academy;

9.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;

9.1.4 is barred from any regulated activity relating to children;

9.1.5 is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;

- 9.1.6 is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
 - 9.1.7 has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as a Committee member;
 - 9.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
 - 9.1.9 commits a serious breach of the Trust's code of conduct or any standing order or protocol implemented by the Trust Board;
 - 9.1.10 in the case of a LGB Member, is absent without the permission of the LGB Members from all their meetings held within a period of six months and the LGB Members resolve that his office be vacated;
 - 9.1.11 resigns his/her office by notice in writing to the relevant Chair;
 - 9.1.12 in the case of a Head Teacher, they cease to be the Head Teacher;
 - 9.1.13 in the case of a LGB Member, their term of office expires and they are not re-appointed.
- 9.2 The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any LGB Member by written notice to the relevant Chair.

10 Reporting Procedures

- 10.1 Within 7 days of each meeting each Committee will:
- 10.1.1 produce and agree minutes of its meetings;
 - 10.1.2 provide a summary document identifying (i) decisions made, (ii) recommendations to the Trust Board, (iii) any items for the information of the Trust Board and (iv) items for further discussion by the Trust Board, together the **Committee Reports**.
- 10.2 The Committee Reports can be agreed by committee members by email.
- 10.3 The Committee Reports will be sent to the Trust Board within 7 days of each Committee meeting.
- 10.4 Committees shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.
- 10.5 Each Committee shall conduct an annual review of its work and the powers and functions delegated to it under these Terms of Reference and shall report the outcome and make recommendations to the Trust Board.



The Legacy Learning Trust

Members 5	
Trustees 9	
Resources, Employment & Finance Committee (min 6)	Standards Committee (min 6)
Local Governing Bodies for each academy	



**The Register of Committee Members
The Legacy Learning Trust**

<p>Members 5 Tom Grieveson Lynn Longstaff Martin McTague Ifti Lone Andrea Crawshaw</p>	
<p>Trustees (7-9) Haroon Rashid (Chair) Sarah Lymer (CEO) Lynn Longstaff (Vice Chair) Samina Javed-Sarwar Martin Pout Jackie Park Richard Marron Jo Heaton Vacancy</p>	
Resources, Employment & Finance Committee (min 6)	Standards Committee (min 6)
Jackie Park (Chair)	Lynn Longstaff (Chair)
Richard Marron	Haroon Rashid
Martin Pout	Martin Pout
Haroon Rashid	Jackie Park
Samina Javed-Sarwar	Jo Heaton
Sarah Lymer	Lucy Donner
Vacancy	Sarah Lymer

Local Governing Bodies

Abingdon Primary School	Acklam Grange School
Alison Kerr (Chair)	Majaid Hussain (Chair)
Margaret Colley (Vice Chair)	Andrew Wright (Vice Chair)
Mary Nugent	Ann Train
Jane Wallace	Carolyn Armitage
Joanne Smith	Sarah Ledge (parent)
Samsoudini Abdou Moussa	Deborah Crawford (staff)
Ramatoulie Saïdykhan (parent)	Emily Davies (staff)
Isabella Rotondi	Vacancy
Adam Cooper Headteacher (ex officio)	Michael Laidler Headteacher (ex officio)
Breckon Hill Primary School	Green Lane Primary Academy
Ian Mawson (Chair)	Mark Pagan (Chair)
Rebecca Walters (Vice Chair)	Jess Roberts (Vice Chair) parent
Adam Cooper	Christine Wain
Jackie Lowe	Jill Forrester
Safina Showkat Ara (parent)	Sarah Thompson (parent)
Judith Eberhardt (parent)	Richard Mills (staff)
Carol Price (staff)	Vacancy
Jodie McLean (staff)	Vacancy
Joanne Smith Headteacher (ex officio)	Jackie Walsh Headteacher (ex officio)
Linthorpe Community Primary School	Newham Bridge Primary School
Steve Bloundele (Chair)	Theo Furness (Chair)
Paul Cowley (Vice Chair)	Maxine Bates (Vice Chair)
Penny Whiteway	Janette Wormald
Joanne Speight	David Tuffnell
Laura Coulton (parent)	Malcolm Patrick
Anwar Algifouri (parent)	Natalie Hindmarsh (staff)
Toni Curtis (staff)	Michael O'Reilly (parent)
Joanna Whitaker (staff)	Nyarai Manyenga (parent)
Grace Mitchell Headteacher (ex officio)	Beverley Hewitt-Best Headteacher (ex officio)