POLICY DOCUMENT No T01

The Role & Terms of Reference of Members and Trustees of the Academy Trust and Trust Committees and Local Governing Bodies

This policy is reviewed annually in the Autumn Term

History of Document

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1 Introduction

The aim of this document is to give Members of the Academy Trust, Trustees and Local Governor Body Member, teachers, and support staff an indication of how the Members of the Academy Trust, Trustees and Governors at individual academies hope to fulfil their responsibilities to the school. Further information can be found in the DfE's Governance Guide for Academy Trusts, and the Academy Trust Handbook 2025.

It identifies the Terms of Reference of the Trust Board and committees, including Local Governing Bodies at individual schools. Local Governing Bodies (LGBs) may choose to establish committees and working parties, and terms of reference for these will be determined by the LGB and published as an Appendix to this document, together with special responsibilities for individual Governors.
In general, the Trust Board has overall responsibility for all schools within the Trust, and may delegate to its committees to make decisions reporting back to the Trust Board. The Trust Board delegates to Local Governing Bodies matters relating to the schools' ethos, performance and financial management, however the Trust Board retains ultimate responsibility. Final approval for policies, including reviews, rests with the Trust Board except where specific school-related policies are delegated to LGBs.

The Trust Board manages the Trust on behalf of the Members of the Academy Trust. The core functions are:

- Ensuring clarity of vision, ethos and strategic direction;
- Holding executive leaders to account for the educational performance of the organisation and its pupils, and the performance management of staff;
- Overseeing the financial performance of the organisation and making sure its money is well spent;
- To employ staff.

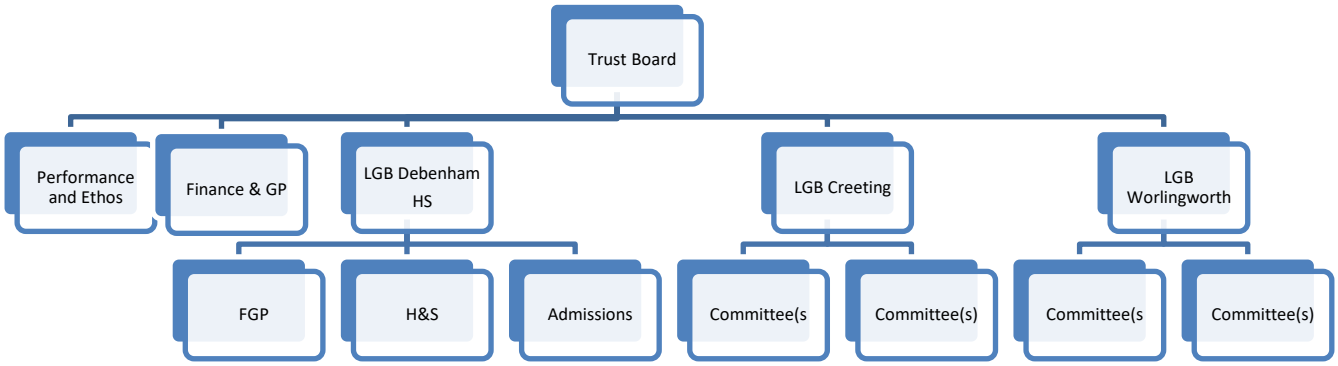
2 The Academy Trust

Debenham High School was established as an Academy Trust on January 1st, 2011, converting from Debenham Church of England Voluntary Controlled High School under the Academies Act 2010, changing its name to Heart of Suffolk Education Trust in August 2025.

The Heart of Suffolk Education Trust began as a multi-academy Trust on the 1st September 2025 as a collaboration of Debenham High School, Creeting St.Mary Church of England (formerly VA) Primary School and Worlingworth Church of England (formerly VC) Primary School joining the Trust.

The Academy Trust is a company limited by guarantee and an exempt charity. The company's Articles of Association (23rd June 2025) is the primary governing document of the Academy Trust. A governing structure of five independent Members (including the Chair of the Trust Board, ex officio) and up to eighteen Directors was set up to oversee the Academy. They are the Directors of the charitable company for the purposes of company law and act as Trustees for the purposes of charities legislation.

The governance structure of the Trust is illustrated below:



2.1 The Role of Members of the Academy Trust

Information regarding the role of academy members is contained within the DfE's Governance Guide for Academy Trusts and Academy Trust Handbook 2025.

Members do not undertake the trustees' role, but need to assure themselves that the governance of the trust is effective and that trustees are acting in accordance with the trust's charitable objects, as set out in the Articles of Association.

Members have powers to:

- appoint trustees, as set out in the Articles of Association
- remove any or all serving trustees in accordance with the Companies Act 2006

As a Church of England Trust, members **must** also ensure that the religious character of the church academies is preserved and developed as part of ensuring the charitable objects of the academy trust deed are met.

Members meet formally twice each year, including at the Annual General Meeting.

The Members' meeting should take note of:

- Staff changes. The responsibility for the employment of staff is delegated to the Trust Board and LGB's and the Headteacher of individual academies.
- A statement of the financial position and confirmation of insurance details of the Trust
- A statement of the effective use of the buildings and school lands of schools within the Trust.
- A statement about school admissions within the Trust.
- A statement about future plans/aspirations for the Trust.
- Any other matter relating to the Trust which Members wish to consider.
- Any planning which might be necessary for the Annual General Meeting.
- Any legal or financial documents which may need to be submitted.

Members should receive all documents sent to Trustees for Trust meetings, which they are entitled to attend. They have speaking rights but no voting rights. Members may be invited to attend Trust committee and working party meetings.

2.2 Composition of the Trust

The Academy Trust consists of:

- 1 Member nominated by the Diocesan Board of Education.
- The Chair of Governors ex officio.
- Not more than 4 additional Members; being those who signed the original Memorandum and Articles of Association or their successors; and in accordance with the requirements of Articles 12 – 16b.

There is no time limit for how long Members serve on the Academy Trust. It is possible for former Members to be co-opted on to the Governing Body when vacancies arise. The minimum number of Members is 3 although the Government's recommendation is to have a minimum of 5.

3 The Role of the Trust Board

The Trust Board has collective accountability and strategic responsibility for the trust. It has a focus on ensuring the trust delivers an excellent education to pupils while maintaining effective financial management.

The Trust Board will:

- Set out the aims and aspirations of the Trust, including development priorities, to ensure a high quality and inclusive education in line with its charitable objects;
- Maintain effective oversight of the operations and performance of the academy trust, including the provision of education, pupil welfare, overseeing and ensuring appropriate use of funding and effective financial performance and keeping their estate safe and well-maintained;
- Hold responsibility for safeguarding and the promotion of the welfare of children across the Trust;
- Ensure regularity, propriety and value for money in use of the trust's funds, ensuring the trust's financial sustainability and its ability to operate as a going concern;
- Agree a budget annually and remain well briefed on the Trust's financial state;
- Ensure a robust estate management process is in place ensuring all health and safety responsibilities are met;
- Appoint Executive Leaders;
- Attend regular meetings, including assigned committee meetings;
- 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 speaking with the Chair to raise items at least two weeks before meetings;
- Help maintain the Christian ethos on which the Trust has been founded;
- Approve the annual Teachers' Pay Award;

- Ensure that the CEO has appropriate, challenging and regular performance management reviews;
- Ensure that documents are prepared for an Annual General Meeting;
- Ensure that the Annual Report and Financial Statements are prepared;
- Ensure that all financial and other documents which may be required by the Department for Education are prepared and returned efficiently and punctually;
- Decide the Published Admission Number of schools within the Trust;
- Comply with the Code of Conduct for Trustees and Governors.

3.1 Composition of the Trust Board

The Trust Board consists of:

- Up to 10 trustees appointed by the Members;
- The Chief Executive Officer of the Trust
- Up to 7 trustees co-opted by the Trust Board provided that the number of trustees appointed by the Members exceeds the number of all other trustees by at least 2.

3.2 Election of Chair and Vice-Chair

Every year at the first meeting of the autumn term the Governing Body elects a Chair and vice-Chair.

4 The Role of Local Governing Bodies

Governors are responsible for the formulation of school policies, financial management, and for the delivery of the school's objectives.

Governors will normally meet as a Governing Body at least once each term. The Governing Body's main focus will be on maintaining and improving the high standards of education and behaviour in the school; monitoring its performance and providing challenge; overseeing the school's financial management. Governors do not run the school; that is the responsibility of the Head and the staff. Governors set the direction and the policies of the schools within the framework of the Trust objectives and Scheme of Delegation. Governors will be expected to:

- Set the general "direction" of the school, its aims and aspirations which align with the aims of the Trust.
- Be advocates and ambassadors for the school.
- Agree a budget annually and remain well briefed on the school's financial state.
- Agree annually an Improvement and Development Plan. Oversee the school curriculum and agree any significant changes to the broad, balanced and relevant curriculum offered.
- Set appropriate targets for the school.
- Agree staffing numbers and take part in the appointment of senior staff as appropriate.
- Treat all information provided to Governors as strictly confidential.
- Attend regularly meetings of committees or working parties as agreed.

- Take a particular interest in one or more Faculties/Departments in the school in order to act as a spokesperson/advocate if necessary and take a strategic part in the annual Faculty/Departmental 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 speaking with the Chair to raise items at least two weeks before meetings.
- Help maintain the Christian ethos on which the school has been founded.
- Be the arbiter in disputes or complaints from staff, pupils or parents.
- Make decisions regarding admissions.
- Agree an appeals process for admissions.
- Agree and monitor a policy on pupil behaviour and institute a fair exclusions procedure and an appeal process.
- Approve all school policies in line with the Scheme of Delegation

In fulfilling the above expectations Governors acknowledge the Code of Conduct at Annex A to this document.

5 Committees and Working Parties

The following committees of the Trust Board shall be maintained. Committees report their decisions and working parties their recommendations to the next full Trust Board meeting.

A quorum for a committee of Trustees, and any vote on any matter at a meeting shall be any three Trustees or where greater, any one third (rounded up to a whole number) of the total number of Trustees assigned to the committee at the time of the meeting. Trustees must form a majority of the attendees at any committee meeting.

Members of committees are confirmed every four years but may be reviewed periodically to ensure necessary skills and experience is appropriate to the committee. Ad hoc working parties may be formed as and when required.

5.1 Finance & General Purposes Committee (FGPC)

Membership:	The Chair of Trustees, CEO and up to 4 non-staff Trustees. At least 3 members of this committee are to be present at a meeting.
Chair:	Any Trustee (with an appropriate financial background).
Clerk:	Clerk to the Trust Board. Agenda and papers are circulated by email one week before the meeting whenever possible.
In Attendance:	CFO

Meetings:	At least once a term; twice in budget-setting terms.
Responsible for:	The FGPC is a committee of the Trust Board with delegated responsibility for four key purposes: Finance, Estates, Personnel & Pay and Audit & Risk . The FGPC also considers and reviews GDPR policy.

Finance. As a Finance Committee to ensure sound management of the Trust's finances and resources, including proper planning, monitoring and probity in line with the DfE guidelines in the Academy Trust Handbook 2025 and Accounts Direction documents. Specific responsibilities include:

- To consider and monitor regularly the trust's short term and long-term revenue and capital budget and financial planning to ensure the trust's long-term sustainability.
- To monitor and review expenditure on a regular basis and ensure compliance with the overall financial plan for the trust, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Trust Board.
- To consider the trust's indicative funding, notified annually by the DfE and to assess implications for the trust and its schools in advance of the financial year, drawing any matters of significance or concern to the attention of the Trust Board.
- To consider and recommend approval/non-approval of the Trust's budget including those of the schools, to the Full Trust Board.
- To contribute to the formulation of the trust's development plan, through the consideration of financial priorities and proposals.
- To review and update the Scheme of Delegation
- To review and approve transactions in accordance with the Record of Financial Responsibility and Scheme of Delegation.
- To review and update all financial policies in accordance with the policy review schedule.
- To review the Annual report and financial statements of Debenham High School for filing in accordance with Companies Act and Charity Commission requirements, and recommend approval to the Trust Board

Premises. As a Premises Committee to ensure sound management of the Trust's estate including maintaining the fabric of the buildings and to consider and plan for the future development of the premises.

- To monitor the usage, condition and adequacy of the school's land and buildings.
- To ensure the management of the estate in line with the DfE Good Estate Management for Schools guidelines
- To receive and consider reports and recommendations for expenditure from the Health and Safety committees.

- To review and update the trust lettings policy in accordance with the policy review schedule.
- To receive and consider the Building Maintenance/Development Plan.
- To approve the appointment of Building Contractors for major works.
- To consider and approve improvements to the buildings and land.
- To consider and recommend to the Full Governing Body the purchase or lease of additional land or the expansion of the buildings.
- To recommend major building and maintenance projects to the Governing Body.

Personnel and Pay. As a Personnel and Pay Committee to review and plan staffing with due regard to financial aspects.
Specific responsibilities include:

- To establish and keep under regular review the staffing structure and staffing levels. Any proposed changes to be agreed using appropriate timescale.
- To establish a Salary Policy for all categories of staff and to be responsible for its administration and review.
- Agree the salaries of Executive and Senior Leaders.
- Agree any staff bonuses.
- To oversee the process leading to staff reductions.
- To ensure appropriate attention is given to staff work/life balance, working conditions and well-being, including the monitoring of absence.
- To consider personnel related expenditure in the light of financial constraints and future financial planning.

Audit and Risk. As an Audit and Risk Committee to undertake such activities as deemed necessary in order to provide assurance to the Trust Board regarding the management and identification of risk and to provide assurance to the Trust Board regarding the sound management and control of the trust's finances and other resources.
Specific responsibilities include:

- To appoint an Internal Auditor on behalf of the Trust Board.
- To receive, consider and respond to regular reports from the Internal Auditor on the effectiveness of the internal controls.
- To review on at least an annual basis the risks faced by the trust and its schools and to challenge and approve the associated risk management plan, reporting back to the Trust Board.
- To recommend to the Trust Board the appointment or reappointment of the internal auditors.
- To review the findings of the external auditors and agree any action plan arising from it.
- To review and consider the auditor's management letter in order to ensure it is based on a good understanding of the

Trust's business and to establish whether any recommendations have been acted upon.

5.2 Ethos & Performance Committee

Membership:	4-6 Trustees
Chair:	Any Trustee (with a Church background).
In Attendance:	CEO (with Headteachers where appropriate)
Clerk:	To be determined
Meetings:	Termly or more frequently if required.

The primary functions of the Ethos Committee will be to:

- Support the trust in maintaining and developing its Christian ethos, in accordance with its mission statement;
- Take a strategic overview of curriculum, quality and standards throughout the Trust.

Ethos

- Ensure that all school leaders contribute to sustaining, developing and nurturing the Trust's Christian ethos;
- Ensure that the Religious Education and Collective Worship policies contribute to an institution in which the Christian faith is manifested through every aspect of school life.
- Ensure the trust develops a corporate life which attempts to glorify God in developing the full human potential of each person - whether pupil, member of staff, parent or governor.
- Ensure that Christian principles are embedded in the policies and day to day life of the trust.
- Regularly monitor and review the school's self-evaluation as a Church school, ensuring that self-evaluation is ongoing, contributes to school improvement and ensures good preparation for a SIAMS inspection.
- Ensure the trust, through its distinctive Christian character, meets the needs of all learners.
- Ensure that the importance of Religious Education is demonstrated throughout the trust.
- Ensure learning and teaching in Religious Education is effective and progress of pupils' learning is assessed.
- Ensure Collective Worship inspires and enhances the spiritual development of pupils and staff, of all faiths or of none.

- Ensure school leaders and governors focus on and use Christian values to promote a distinctive Christian vision for the school.
- Ensure effective partnership between the schools, the church and the wider community, including parents.

Performance:

- Monitor attainment and progress, including that of disadvantaged pupils
- Identify any areas of concern in respect of standards and performance.
- Ensure that effective processes are in place for the quality assurance of teaching and learning, the curriculum, inclusion and the sharing of good practice across the Trust.
- Advise the Trust Board with respect to targets for pupil/student achievement across the Trust.
- Ensure that effective arrangements are in place across the Trust for pupil support and representation, for monitoring attendance and for behaviour management.
- Ensure that safeguarding arrangements in schools are effective (for example through a system of safeguarding audits and implementing CPOMS)

5.3 Safeguarding Trustee

Purpose of the role

One of the most important duties that the Trust Board fulfils is to ensure that the Trust is creating safe environments for pupils through robust safeguarding practices.
The appointed trustee should take the lead on overseeing safeguarding. However, the Trust Board retains collective responsibility for making sure that safeguarding procedures are properly followed.

Safeguarding Governor Duties:

As the board's specialist on safeguarding and child protection, the safeguarding governor should:

- stay up to date on relevant guidance and policy (including local guidance), ensuring the board are made aware of any changes to their safeguarding responsibilities.
- report to the Trust board following monitoring meetings with the CEO and any visits/interactions with staff and pupils.
- ensure safeguarding is given suitable coverage and prominence within the Trust board's strategic discussions.
- feed in to Trust board discussions, ensuring that decision making is based on a sound understanding of both the legal requirements and the trust procedures and culture.
- ensure that the results of safeguarding audits are shared with the trust board and any concerns addressed.
- support the board's oversight of the school record of pre-appointment checks (the single central record); often this oversight comes from DSL reports to the board (not through the board directly administrating the record.

Performance Management Review

The Chair and a further Trustee are appointed and trained to carry out the Performance Review of the CEO. They carry out this annual review together with an external adviser who would normally act as the clerk and give Trustees support in setting key objectives. They may also meet with the CEO once a term to monitor their performance towards the agreed objectives.

6 Trustee & Governor Training

A wide range of online training is available from the National Governance Association's Learning Link governors are encouraged to participate in training on areas of interest. Further external face to face training may be sourced by the Trust. Participation in training will be recorded on a Trustee Training Record. A suggested plan of training for Trustees is available on the NGA website,

7 Membership of Committees

Finance and General Purposes

Chair	Kate Rosten
	Helena Tiernay
	Michael Southgate
	Simon Martin (CEO)
In attendance	Tracy Willmott (CFO)

Ethos and Performance

Chair	Rev Susan Taylor
	Marianne Brame
	Mary Hillier
	Simon Martin (CEO)
	Vacancy
In attendance	Headteachers where appropriate

8 Trustees with specific responsibilities

Chair	Helena Tiernay
Vice Chair	Kate Rosten
Safeguarding Trustee	Mary Hillier