



*flourishing together*

**Central Schools Trust**

## **Trust Board of Directors Terms of Reference**

**Sept 2025**

### **Composition and Quorum**

- The Board will consist of at least eight Trust Directors
- The quorum for the Board is one third of the number of Trust Directors

### **Purpose**

- to ensure clarity of vision, ethos and strategic direction for both the Trust and the academies within it
- to hold the Chief Executive Officer to account for the performance of the academies, their staff and their pupils
- to oversee the financial performance of the Trust and to ensure best value is obtained.

### **Composition and Operation of the Board**

- The Board will consist of at least eight Trust Directors
- Any Members of the Trust may also attend meetings
- The Board will elect its own Chair and Vice-Chair by vote of the Board members at the first termly meeting of the academic year

- The quorum for the Board is one third of the number of Trust Directors
- Where any vote results in a tie, the Chair will have a casting vote
- Agendas for meetings, where practical, will be circulated seven days prior to the meeting
  - Additional agenda items should be sent to the Chair at least ten days prior to the meeting
- The minutes of meetings will be circulated, if possible, to all Trustees seven days before full Trust Board meetings
  - Failing this, copies will be available before the start of the Trust Board meeting.
- The Board will ensure that adequate minutes are taken, resolutions and decisions are formally noted and that the Chair of the meeting signs them as a mark of approval
  - Confidential items will be noted as such and excluded from public papers
- Meetings are held on a minimum half-termly basis

## **Terms of reference**

### **Governance**

- To comply with the Trust's Articles of Association
- To appoint, suspend or remove Trustees, where appropriate, in accordance with the Articles of Association
- To appoint or remove the Chair and Vice-Chair
- To appoint or remove a Clerk to the Trust Board
- To approve the appointment of members made by the Local Committees
- To suspend or remove members of Local Committees
- To hold at least six meetings a year
- To establish and monitor the progress of any committees of the Trust and to approve their terms of reference
- To determine which functions of the Trust Board will be delegated to committees, local governing bodies, groups and individuals and to review the delegation arrangements at least annually
- To approve the budget of the Trust, ensuring the financial needs of each academy are dealt with fairly and equitably and to ensure finances are used prudently and in accordance with legal and regulatory requirements

- To consider any in-year budgetary changes recommended by the Finance Committee

### **Leadership**

- To set the strategic direction of the Trust and the academies in consultation with the CEO and Headteachers of the schools within the Trust
- To ensure all academies' leadership teams have appropriate and rigorous systems for assessment
- To monitor and contribute to the School Improvement Plan in all academies within the Trust
- Provide focussed support and challenge for the Chief Executive Officer and Headteachers in other Schools within the Trust
- To be available to respond to matters of particular difficulty, sensitivity or emergency and offer advice to the Chief Executive Officer and Headteachers in other academies within the Trust

### **Performance**

- To monitor and evaluate assessment targets and data in line with Local and National standards for all academies within the Trust
- To monitor progress made across all academies within the Trust ensuring they are in line with local and national standards as well as monitoring identified groups
- Ensure that all pupils' SEN requirements are being met
- To monitor the pastoral care of all pupils across the Trust
- To ensure compliance with all statutory duties e.g. health and safety, equality and diversity
- To review the Performance Management Policy, its implementation and to receive an annual report on Performance Management, including staff development and training
- To review the performance and salary of the Chief Executive Officer