



# **The Royal School Membership and Terms of Reference**

**Reviewed and Adopted: 10.09.2025**

***Current version as at: 05.01.2026***

# Academy Trust Membership

## 2025/2026 Academic Year

<b>Members</b>			
Mr Peter Hill			
Mr Martin White			
Rajinder K Mann OBE DL			
Dr Keith Bradshaw			
<b>Governors (Trustees)</b>			
<b>Name</b>	<b>Category</b>	<b>Appointing body</b>	<b>End of office</b>
Samuel Obeng-Asare	Appointed governor	Members	09/09/2029
Jon Eagle	Appointed governor	Members	10/01/2027
Steve Bunn	Appointed governor	Members	11/06/2028
Cherry Reynolds	Appointed governor	Members	25/09/2029
Mark Williams	Appointed governor	Members	09/09/2029
<b>VACANCY</b>	Appointed governor	Members	
Steve Hawke	Co-opted governor	Governing Board	21/05/2028
Linda Lang	Co-opted governor	Governing Board	19/03/2028
Obuks Ejohwomu	Co-opted governor	Governing Board	02/07/2028
Neil Lloyd	Co-opted governor	Governing Board	19/03/2028
Andy Hall	Parent governor	Parents	17/03/2028
Colm Coyle	Parent governor	Parents	23/10/2029
Tom Macdonald	Principal	N/A	Ex-officio
<b>Accounting Officer:</b>	Tom Macdonald		
<b>Chief Financial Officer:</b>	Laura Jones-Moore		
<b>Governance Professional:</b>	Jennifer Willett		
<b>Auditors:</b>	Cooper Parry		

**Chair of trustees: Neil Lloyd**

**Vice Chair of trustees: Steve Hawke**

## Meeting Dates 2025-2026

See separate meeting schedule

## **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

See individual trust Articles of Association for members powers.

### **Trustees**

The trustees of the academy trust are both charity trustees and company directors. *These terms of reference refer 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.*

#### Board purpose

The academy trust is the legal entity with the board having collective accountability and responsibility for the academy trust and assuring itself that there is compliance with regulatory, contractual, and statutory requirements.

The academy trust board provides:

- Strategic leadership of the academy trust: the board defines the trust vision for high quality and inclusive education in line with its charitable objects. It establishes and fosters the trust's culture and sets and champions the trust strategy including determining what, if any, governance functions are delegated to the local tier.
- Accountability and assurance: the board has robust 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

- Engagement: the board has strategic oversight of relationships with stakeholders. The board involves parents, schools and communities so that decision-making is supported by meaningful engagement.

The trustees must apply the highest standards of conduct and ensure robust governance, as these are critical for effective financial management. Trusts should consider the features of high-quality governance as described in the trust quality descriptions. [Commissioning high-quality trusts - GOV.UK \(www.gov.uk\)](#). Trustees should also review the Charity Commissions guidance, [The Essential Trustee](#) and Companies House – [Chapter 2 General duties of directors](#)

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).

## **Academy Trust Handbook**

The Academies Trust Handbook sets out governance and compliance requirements placed on 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.

[Academy trust handbook 2025: effective from 1 September 2025 - GOV.UK](#)

## **Governance guidance**

The trustees must apply the highest standards of conduct and ensure robust governance.

[Academy trust governance guide - Guidance - GOV.UK](#)

## **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).

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 governance professional 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 (approved at trust board meeting on 10.09.2025).

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

# Data, Standards & Achievement Committee

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

- Review/approve all policies relevant to the curriculum and roles of the committee.

## Achievement:

- Review information on school performance to include ASP & OFSTED data dashboard.
- Monitor and review school targets.
- Monitor and review in year progress for all year groups and all groups of pupils.
- Compare school performance against national data.
- Reporting to parents according to statutory requirements.
- Monitor achievement for all groups of pupils (inc. pupil premium).
- Monitor pupils work and carry out pupil conversations.
- Monitor school target setting systems and how this is reported to parents.

## Teaching and Learning:

- Review data published by DfE ensuring the school is meeting standards.
- Ensure support & action plans are in place for all teachers who are not at least good.
- Monitor and review quality of teaching across the school.
- Monitor teaching for groups of pupils (inc. pupil premium).
- Monitor intervention groups for all groups of pupils.
- Monitor homework arrangements.
- Monitor Remote Learning arrangements.

## Curriculum:

- Ensure the school is meeting national curriculum requirements and review the curriculum policy statement ensuring it meets pupils' needs.
- Monitor and review the curriculum with a focus on basic skills.
- Monitor skills coverage of curriculum in all subjects.
- Parental engagement.
- Review and update SEF (self-evaluation form).
- Monitor and review school improvement plan.
- Monitor how school are developing pupils' spiritual, moral, social, and cultural development.

## Behaviour and attendance:

- Challenge pupil number estimates and review these termly.
- Review behaviour and attendance polices.
- Monitor school behaviour.
- Review and monitor attendance data against school and national targets.

## Any item referred by the board of trustees

### Membership

1. Steve Hawke
2. Tom Macdonald

3. Linda Lang
4. Cherry Reynolds
5. Samuel Obeng-Asare

***The quorum for meetings is three Governors, or, where greater any one third (rounded up to a whole number) of the total number of Governors appointed to the committee holding office at the date of the meeting.***

<b>Chair of committee</b>	To be appointed at the first committee meeting of the academic year
<b>Clerk</b>	SIPS

## Finance, Audit and Risk Committee

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

### Finance:

- Review/approve all policies relevant to finance and roles of the committee.
- Review the annual budget and present it to the board of trustees for ratification for the financial year 31 August.
- Approve the budget forecast return (BFR) and present it to the board of trustees for ratification for submission to the DfE
- Receive and review monthly management accounts (*Management accounts must be shared with the chair of trustees every month irrespective of the trust's size, and the board must consider these when it meets*)
- Ensure appropriate action is being taken to maintain financial viability including addressing variances between the budget and actual income and expenditure.
- Select key financial performance indicators and measure its performance against them regularly, including analysis in its annual trustees' report as explained in the Accounts Direction.
- Ensure that any investment risks are properly managed.
- Approve expenditure and virements of sums over £10,000 and virements of sums over £20,000, sums below that amount are delegated to the Principal.
- Assess the financial progress towards achieving the objectives in the school improvement plan.
- Review and approve a written scheme of delegation of financial powers that maintains robust internal controls.
- Publish on trust's website the number of employees whose benefits exceeded £100k, in £10k bandings. The document outlining executive pay levels could be prepared in tandem with the annual report and accounts and shared with Trustees prior to the accounts and this document being published on the Trust's website.
- Have oversight/approval of special staff severance payments in line with internal financial responsibility.

## Procurement

- Ensure that spending has been for the purpose intended and there is probity in the use of public funds.
- Ensure spending decisions represent value for money.
- Ensure internal delegation levels exist and are applied.
- Ensure a competitive procurement procedure is in place and incorporated into the trust's financial framework, and the procurement rules and thresholds in the [Procurement Act 2023 and its associated regulations](#) and [Find a Tender](#) service are observed.
- Ensure appropriate due diligence is in place.
- Ensure professional advice is obtained where appropriate.
- Ensure requirements for managing related party transactions are applied across the trust.
- Ensure that 'at cost' requirements are adhered to.
- Review of leases and contracts.
- Obtain quotations with a view to placing contracts/orders once the relevant committee has drawn up a specification.

## Any item referred by the board of trustees

### Audit and Risk

*The academy trust must establish an audit committee, appointed by the board. Trusts with an annual income over £50 million must have a dedicated audit & risk committee. Other trusts must either have a dedicated audit committee or can combine it with another committee. The audit committee should meet at least three times a year.*

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

### 1. Purpose

The Audit, Risk and Finance Committee is a committee of the Board of Trustees. Its purpose is to provide independent assurance to the Board on the effectiveness of the trust's governance, risk management, internal control, and financial reporting frameworks.

### 2. Authority

The Committee is authorised by the Board to:

- Investigate any activity within its terms of reference.
- Seek any information it requires from officers of the trust.
- Obtain external professional advice as necessary.
- Secure the attendance of external advisors with relevant expertise.

### 3. Meetings

- At least three meetings per academic year.
- Additional meetings may be convened as required.

### 4. Responsibilities

#### A. Internal Scrutiny

- Oversee the trust's internal scrutiny programme in line with the Academy Trust Handbook.
- Ensure internal scrutiny provides independent assurance on the effectiveness of financial and non-financial controls.

- Review and approve the annual internal scrutiny plan.
- Receive and consider internal scrutiny reports and monitor implementation of recommendations.

#### B. Risk Management

- Review the trust's risk register at each meeting.
- Ensure all categories of risk (strategic, financial, operational, compliance, reputational) are adequately identified, assessed, and managed.
- Advise the Board on the adequacy of risk management arrangements.

#### C. Financial Oversight and External Scrutiny

- Monitor the integrity of financial statements and reports.
- Review findings from external audits and ensure appropriate follow-up.
- Oversee the appointment and performance of external auditors.

#### D. Compliance and Assurance \* *remove if delegated to another committee*

- Monitor compliance with statutory and regulatory requirements, including health and safety.
- Review whistleblowing procedures and incidents.
- Ensure the trust has adequate fraud prevention and detection systems.

#### E. Estate and Digital Standards \* *remove if delegated to another committee*

- Monitor progress against the DfE's Estate Management standards.
- Review estate-related risks and ensure alignment with strategic priorities.
- Monitor implementation against the DfE's Digital and Technology Standards.
- Ensure digital risks, including cybersecurity, are appropriately managed.

#### F. Cybersecurity, Data Protection, and AI

- Oversee the trust's approach to cybersecurity, ensuring robust systems are in place to protect digital infrastructure and sensitive data.
- Monitor compliance with UK GDPR and the Data Protection Act 2018, including data breach reporting and data subject rights.
- Review the trust's use of Artificial Intelligence (AI) and emerging technologies, ensuring ethical use, transparency, and alignment with safeguarding and data protection principles.
- Ensure AI-related risks are identified and managed, particularly in relation to automated decision-making, pupil data, and staff systems.

### 5. Reporting

- Report to the Board of Trustees after each meeting.
- Provide an annual summary of activities, findings, and recommendations.
- Submit the annual internal scrutiny report to the Board and the Department for Education as required.

### ***Any item referred by the board of trustees***

#### **Membership**

1. Steve Bunn
2. Jon Eagle
3. Neil Lloyd
4. Mark Williams
6. Tom Macdonald – Accounting Officer IN ATTENDANCE

7. Laura Jones-Moore - Chief Finance Officer IN ATTENDANCE

*(Employees of the trust should not be audit committee members. Where the audit committee is combined with another committee, employees should not participate as members when audit matters are discussed)*

**Quorum as per articles of association – SPECIFY**

<b>Chair of Committee (NB The chair of trustees should not be chair of the audit and risk committee, nor the chair of the Finance Committee.)</b>	To be appointed at the first committee meeting of the academic year
<b>Clerk</b>	SIPS

## Estates and Health & Safety Committee

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

**Estates and Health & Safety:**

- Estate strategy and asset management plan.
- Review the health and safety policy on an annual basis, amend, develop, and review any other health and safety related polices or procedures.
- Establish and review an accessibility plan.
- Review e-safety policy and procedures.
- Receive Health and safety audit and monitor any action plans that come out of the audit.
- Receive a regular report on accident statistics, near misses, incidents of violence or aggression and any RIDDOR incidents.
- Consider any reports provided by inspectors of the enforcing authority under Health and Safety at work Act or any other relevant enforcement authority.
- Comply with current fire safety legislation and regulations.
- COSHH - ensure that all required safety data sheets have been obtained and COSHH assessments, produced and reviewed on at least an annual basis.
- Ensure risk assessments are carried out and reviewed on a regular basis.
- Review and approve upcoming offsite activities, ensuring that health and safety planning and risk assessments have been undertaken for them.
- Ensure Fire risk assessment is carried out and reviewed annually, any recommendations identified will be transferred to an action plan which will be monitored by trustees to ensure completion.
- Ensure fire log book is maintained and updated.
- Inspect the school site and buildings to enable maintenance and improvement, including security (site visit). The inspection to be documented and any actions monitored.
- Ensure building related maintenance checks have been carried out at appropriate intervals and actions are monitored until completion. This will include but not limited to:
- Electronic testing – PAT testing
- Asbestos (where applicable)

- Annual gas service
- Glassing risk assessment
- Ladder log
- Playground equipment and gym inspection
- Lifting equipment
- Local exhaust ventilation (where applicable)
- Legionella risk assessment and relevant checks
- Ensure premise log book is being maintained and the premise manager and deputy have attended relevant health and safety training.
- Trustees need to be satisfied that contractors do not pose a health and safety risk whilst on the school premise and should therefore have a system in place to ensure contractors are managed whilst carrying out work on the school premise. The system should identify relevant health and safety information required prior to a contractor coming on site and the process to be followed whilst on site. There should be a procedure for commissioning contractors.
- Consideration should be given to any health, safety and welfare implications posed by new equipment or circumstances.
- Receive reports and audits from health and safety representatives (to include caretaking and cleaning), actions identified should be monitored to completion.
- Monitor the health and safety training that staff and trustees have undertaken and plan any future training required.
- Monitor all safeguarding procedures.
- Keep up to date on any changes in health and safety legislation that may have an impact for the school.
- Review communications and publicity relating to health and safety in the school and where necessary recommend any improvements or changes, how information is communicated and made available within the school.

#### **Any item referred by the board of trustees**

#### **Membership**

1. Obuks Ejohwomu
2. Tom Macdonald
3. Linda Lang
4. Andy Hall
5. Jon Eagle

**Quorum as per articles of association – The quorum for meetings is three Governors, or, where greater any one third (rounded up to a whole number) of the total number of Governors appointed to the committee holding office at the date of the meeting.**

<b>Chair of Committee</b>	To be appointed at the first committee meeting of the academic year
<b>Clerk</b>	SIPS

# Annual General Meeting

The AGM must be held annually to:

- Approve annual report and financial statement for submission to DfE.
- Appoint auditors for next financial year.
- Propose amendments to articles of association (if applicable).
- Appointment/retirement of members (if applicable).
- Consider the appointment of trustees (if applicable).

## Membership

As per articles of association

## Chair

# Personnel Committee

The committee has responsibility delegated by the board of trustees for hearing:

- Staff grievance and discipline (in line with school policies)
- Staff dismissal, redundancy and redeployment
- Staff capability/management of absence

## Membership

- To be made up of members who have no awareness of the original incident and are not known personally to the member of staff

## Minimum of three members required

<b>Chair of Committee</b>	To be elected at each meeting
<b>Clerk</b>	

# Pupil Discipline Committee

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

Consider and decide on the reinstatement of a suspended or permanently excluded pupil within 15 school days of receiving notice of a suspension or permanent exclusion from the headteacher if:

- • it is a permanent exclusion;
- • it is a suspension which would bring the pupil's total number of school days out of school to more than 15 in a term; or
- • it would result in the pupil missing a public examination or national curriculum test

- Receive and consider any representations lodged by parents of pupils who have been suspended or permanently excluded.
- Comply with exclusion procedures in accordance with DfE guidance

***Any item referred by the board of trustees***

**Membership**

- 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

***Minimum of three members required***

<b>Chair of Committee</b>	To be elected at each meeting
<b>Clerk</b>	

## Complaints Committee

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

- At the relevant stage hear any complaint made under the school complaints procedures

***Any item referred by the board of trustees***

**Membership**

- To be made up of members who have no awareness of the original incident and are not known personally to the complainant

***Minimum of three members required***

<b>Chair of Committee</b>	To be elected at each meeting
<b>Clerk</b>	

## Appeals Committee

The committee has responsibility delegated by the board of trustees for hearing appeals with regard to:

- Pay
- Redundancy
- Staff grievance
- Leave of absence – if appropriate
- Staff dismissal
- Any item referred by the full governing board

**When dealing with an appeal the committee should be equal to or greater than the original committee that made the decision**

### Membership

- To be made up of members who have no awareness of the original incident and are not known personally to the appellant

### Minimum of three members required

<b>Chair of Committee</b>	To be elected at each meeting
<b>Clerk</b>	

## 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

1. Neil Lloyd
2. Steve Hawke
3. External Advisor

### Minimum of two members required

<b>Chair of Committee</b>	To be appointed at the meeting
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## 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

- 1.
- 2.
- 3.

***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 trustee *	Steve Hawke
SEND trustee	Cherry Reynolds
Health and Safety/ Estates Management trustee	Linda Lang
Safer Recruitment trustee	Steve Hawke

Whistleblowing trustee**	Linda Lang
Training Trustee	Jon Eagle
Digital and Technology Standards Trustee	Jon Eagle
Careers Trustee (Secondary ONLY)	Linda Lang
Attendance Trustee	Steve Hawke
Boarding Trustee	Samuel Obeng-Asare

\*In accordance with *Keeping Children Safe in Education 2025* '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 Trust Handbook 2025* '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 expenditure below £10,000 and virements below £20,000 be delegated to the Principal. Expenditure between £10,001 and £99,999 and virements between £20,001 and 49,999 be delegated to the Finance, Audit and Risk Committee.

### 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 the Finance and Resource 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)

## Appointing the Senior Executive Leader

The board of trustees has legal responsibility for appointing the Chief Executive Officer in a MAT and a Principal in a Single Academy Trust according to article 107 of the Department for Education's [model articles of association](#). In multi-academy trusts (MATs), some responsibility may be delegated to local governing bodies (LGBs) in individual schools. Check the trusts articles of association and scheme of delegation.

## Appointing other members of staff

Academy trusts are free to decide which staffing functions they want to delegate. This **must** be recorded in the scheme of delegation.

### Single Academy Trusts

Trustees can be involved in the recruitment process for staff under the headteacher or deputy headteacher, such as sitting on an interview panel. For example, if:

- It is small academy that doesn't have enough senior staff members available to make up the panel
- The post being interviewed for is within the school's senior leadership team (SLT)
- Other members of the panel feel they could use the skills and experience of the governor, such as HR experience

### Multi Academy Trusts

It's unlikely trustees would be involved in the appointment of any members of staff under the headteacher or deputy head.

The exception might be if there are any special circumstances, such as Ofsted placing the academy in special measures and then recruiting a member of the SLT.

Outline below the agreed delegations in line with the scheme of delegation

Lunchtime/Cleaning/Administration Support Staff	<ul style="list-style-type: none"><li>• Head Teacher/Principal or Deputy Head Teacher/Vice Principal</li><li>• Post Line Manager</li></ul>
Educational Support Staff	<ul style="list-style-type: none"><li>• Head Teacher/Principal</li></ul>
Business Manager	<ul style="list-style-type: none"><li>• Head Teacher/Principal</li></ul>

Teaching Staff	<ul style="list-style-type: none"><li>• Head Teacher/Principal</li></ul>
Senior Management Team* <i>* Head Teacher and Deputy Head Teacher appointments must be ratified by the relevant body.</i>	<ul style="list-style-type: none"><li>• Head Teacher/Principal</li><li>• 2 trustees</li></ul>