

THE ECCLESBOURNE SCHOOL

TERMS OF REFERENCE FOR THE ACADEMIC YEAR 2023-2024

THE BOARD OF TRUSTEES

The Board of Trustees is constituted under a Memorandum of Association and Articles of Association and is responsible for ensuring that high standards of corporate governance are maintained.

In accordance with the Articles of Association the Board of Trustees will hold at least three meetings a year.

The Board will elect a Chair and Vice Chair from its members to serve for a two-year term. Elections will be held at the first meeting of the Board in alternate academic years.

The Board of Trustees is responsible to the Members of the Academy Trust for all matters relating to strategic leadership including:

1. Appointment of the Head Teacher who also acts as an ex-officio Trustee.
2. Appointment of members of the Strategic Leadership Team, determining how the appointment of other staff will be managed and establishing procedures for the management of staff conduct, discipline and staff grievances.
3. Agreement of constitutional matters, including procedures where the Board of Trustees has discretion.
4. Ensuring compliance with legal requirements.
5. Recruitment of new members as vacancies arise and to appoint new Trustees where appropriate in accordance with the Articles of Association.
6. Establishing and maintaining a transparent system of prudent and effective internal controls and ensuring the annual report and accounts include a statement on the efficiency and effectiveness of such controls.
7. Monitoring performance and the achievement of objectives, and ensuring that plans for improvement are acted upon.
8. Assessing and managing risk (including preparation of a statement on the School's risk management for its annual report and accounts).
9. Making sure that the curriculum for the school is balanced and broadly based and in particular that the curriculum satisfies legal requirements such as the National Curriculum, religious education and sex education;

10. Reporting National Curriculum assessments and examination results to parents and the DfE as required by law.
11. Managing the School's budget including determining the staff complement and making decisions on staff pay in accordance with the School Teachers' Pay and Conditions Document.
12. Drawing up an action plan after Ofsted or other inspection.
13. Considering audit reports and recommendations.
14. Establishing, following consultation with all staff, and reviewing annually, a performance management policy for staff appraisal.
15. Deciding which functions of the Board will be delegated to committees, groups and individuals and establishing the committees of the Board and their terms of reference.
16. Receiving reports from any individual or committee to whom a decision has been delegated and considering whether any further action by the Board is necessary.
17. Reviewing the delegation arrangements annually.

The Board of Trustees has authority to

- **appoint or remove the Chair and Vice Chair;**
- **appoint or remove a Secretary to the Board;**
- **appoint or remove a Secretary to each committee; and**
- **suspend a Trustee.**

The following will be decided by the Board **should it choose not to delegate to a committee:**

- To appoint the Chair of any committee
- To approve the first formal budget plan of the financial year
- To keep the Health and Safety Policy and its practice under review and to make revisions where appropriate.

Delegations

The Board of Trustees has resolved to make the following delegations-

- A. Delegation to the head teacher responsibility for the internal organisation, management and control of the academy, the implementation of all policies approved by the governing body and for the direction of teaching and the curriculum, policy development and strategic planning, including target-setting to keep up momentum on school improvement, management of the academy's financial, human and other resources, ensuring sound management and administration of the academy, and ensuring that managers are equipped with relevant skills and guidance.
- B. Delegation of matters to each committee as detailed in each committee's Terms of Reference.

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STRATEGIC OVERSIGHT COMMITTEE

- To develop medium and long-term strategic objectives for the school and recommend these to the Full Governing Body for adoption
- To support the SLT in aligning school management and leadership with the strategic objectives
- To scrutinise and maintain oversight of the school's strategic plans and performance indicators in relation to safeguarding, outcomes, behaviour, equality, diversity, and inclusion.
- To monitor progress against the Ofsted Action Plan.
- To monitor progress against the Whole School Improvement Plan.
- To review and agree self evaluation (SEF) judgments making recommendations to the Full Governing Board.
- To oversee application of the Child Protection and Safeguarding policies.
- To oversee regularity and compliance.
- To ensure that the school is a safe environment by overseeing application of policies on bullying, discrimination, inclusion and behaviour.
- To monitor and scrutinise behaviour incidents of suspensions and permanent exclusions
- To scrutinise performance indicators relevant to the welfare, support and management of pupils including attendance.
- To scrutinise school response to complaints.
- To develop wider community engagement and dialogue with stakeholders
- To receive reports on student and parent/carers voice.
- To undertake due diligence and forward planning with regard to multi-academy trusts.
- To report to the Full Governing Board on a half termly basis and make whatever recommendations that it deems appropriate within the context of its terms of reference.

Membership

The Strategic Oversight Committee shall comprise a minimum of six trustees, the Head Teacher and a delegated member of the Strategic Leadership Team (Designated Safeguarding Lead). Only Trustees may vote.

Quorum

Three Trustees.

Membership**Quorum: 50% of Trustees (rounded up to a whole number)**

Up to 15 Trustees: 1 – Principal, 2 parents by election, 3 parents by election or co-opted, 9 Trustees from local community and/or staff (staff to be no more than 20% in total).

Unless exceptional circumstances apply then following two consecutive absences by a Trustee from a committee meeting the Board will consider whether a third absence will be accepted.

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STUDENTS & CURRICULUM COMMITTEE

The Students & Curriculum Committee is responsible to the Governing Body for all matters relating to the students and the curriculum, including, but not exclusive to:

- (a) ensuring the National Curriculum is taught to all students and considering any disapplication for student(s);
- (b) considering the curriculum policy formulated by the Head Teacher and make recommendations to adopt it with or without modifications, or remitting it to the head teacher for reformulation;
- (c) monitoring, evaluating and reviewing the implementation of the curriculum policy;
- (d) Monitoring, evaluating and reviewing the implementation of the pupil premium strategy and the impact it has on student outcomes
- (e) Evaluating the schools approach to diminishing difference in achievement between groups of students
- (f) ensuring the provision of sex education and regularly reviewing the written policy;
- (g) prohibiting political indoctrination and ensuring the balanced treatment of political issues;
- (h) reviewing the discipline policy;
- (i) having responsibility for ensuring provision of Religious Education in line with the school's basic curriculum;
- (j) ensuring that all students take part in a daily act of collective worship. The Governing Body also has similar duties;

To review curriculum policy and make recommendations

Membership

The Students & Curriculum Committee shall comprise of at least 8 trustees, up to two student representatives and a delegated member of the Strategic Leadership Team, with only Trustees allowed to vote.

Quorum: 3 Trustees

Unless exceptional circumstances apply then following two consecutive absences from a committee meeting the Trustees will consider whether a third absence will be accepted.

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STUDENT DISCIPLINE COMMITTEE

[Amended in line with the updated 'Exclusion from maintained schools, academies and pupil referral units in England' (DfE 2017) guidance]

1. To consider written representations from parents in the case of exclusions of 5 days or less;
2. Review at a meeting (convened within statutory time limits):
 - Fixed Period Suspensions of 6-15 school days if parents/carers request a meeting to review the exclusion.
 - Fixed Period Suspensions of more than 15 school days either issued in a block or accumulated within one school term.
 - All Suspensions which would deny a pupil the opportunity to take a public examination.
 - All permanent exclusions.
3. To ensure that the statutory guidance contained in '*Exclusion from maintained schools, academies and pupil referral units in England*' (DfE Sept 2022) is applied correctly.
4. To review the School Behaviour and Discipline Policy and make recommendations on changes to the Governing Body or relevant committee.

Membership

Quorum: 3

The Governance Professional may nominate a pool of governors from which three will serve as the Discipline Committee to consider particular exclusions. If a governor has a connection with the student or the incident could affect his/her ability to act impartially the governor should not serve at the hearing.

Disqualification

The Head Teacher

Any Governor with prior knowledge of the student or incident.

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ADMISSIONS COMMITTEE

The Admissions Committee is responsible to the Governing Body for the:

- (a) Preparation and review of the School's arrangements for admission (Admissions Policy) for adoption by Full Governors.
- (b) Determination of the applications for admission to the school in accordance with The Schools Admissions Code (2021).
- (c) Review of published admission number whenever appropriate and recommend appropriate action to the Full Governing Body
- (d) Review of the number of students in years 1-6 residing in the normal area;
- (e) Preparation of press statements and publication of any proposed changes to the Governors' Admissions Policy in line with appropriate DfE regulations;
- (f) Ensuring that suitable arrangements are in place for admissions to the school including the determination of contacting an outside agency such as the LA, Admissions Department, to administer the Governors' Admissions Policy;
- (g) Ensuring that an Admissions Appeals Committee is in place, in accordance with the DfE regulations, to deal with appeals against refusal of admission to the school;
- (h) Ensuring advertisements are placed for lay members of the Appeals Committee and recommending appointments as necessary to the Full Governing Body [currently external];
- (i) Consideration of the promotion of The Ecclesbourne School in such a way as to attract more students should the projected number of admissions fall significantly below the Planned Admission Number.

Delegated Powers

The Admission Committee has delegated power to;

- 1) Refuse admission to a child once the Published Admission Number has been reached following the agreed criteria for admissions;
- 2) Admit a student who is chronologically younger or older than the recognised age group cohorts in line with the Admissions Policy;
- 3) Admit students additional to the Planned Admission Number provided that they can be accommodated in the existing premises and organisation.

Membership

The Admissions Committee shall consist of a minimum of four members which must include three Trustees and the Head Teacher.

Quorum: 3 Trustees

Unless exceptional circumstances apply the following two consecutive absences from a committee meeting the Governors will consider whether a third absence will be accepted.

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FINANCE AND RESOURCES COMMITTEE

Purpose

- To assist the decision making of the Governing Body, by enabling more detailed consideration to be given to the best means of fulfilling the Governing Body's responsibility to ensure sound management of the Academy's finances and resources, including proper planning, monitoring and probity.
- To make appropriate comments and recommendations on such matters to the Governing Body on a regular basis. Major issues will be referred to the Full Governing Body for ratification.
- The Committee is responsible to the Governing Body for all financial, facilities, and health and safety matters including:
 - Consideration of the School's indicative funding, notified annually by the DfE, and assessment of its implications for the School, in consultation with the Head Teacher, in advance of the financial year, drawing any matters of significance or concern to the attention of the Governing Body;
 - Approval of an annual budget for recommendation to the Governing Body;
 - Contributing to the formulation of the School's development plan, through the consideration of financial, facilities related, and health and safety priorities and proposals, in consultation with the Head Teacher, in line with the stated and agreed aims and objectives of the School;
 - Recommendation of financial, facilities, and health and safety policies to the Governing Body, ensuring adequate controls are maintained in accordance with those policies, including approving and monitoring school charging policies;
 - Ensuring that provision is made for all financial statements to be presented, as required, to form part of the annual report of the Governing Body to parents and for filing in accordance with DfE, Companies Act and Charity Commission requirements;
 - Ensuring that the school operates in accordance with the Academy Trust Handbook;
 - Ensuring adequate insurance provision for the School, its staff and Governing Body;
 - Monitoring and overseeing the maintenance of the Risk Register;
 - Monitoring and reviewing budget and expenditure on a regular basis and ensuring compliance with the overall financial plan for the Academy, and with the financial regulations of the DfE, drawing any matters of concern to the attention of the Governing Body;
 - Monitoring and reviewing procedures for ensuring the effective implementation and operation of financial procedures, on a regular basis, including the implementation of bank account arrangements and, where appropriate, making recommendations for improvement;
- To receive reports of the Tendering Committee and take appropriate action;
- Approval of the appointment of contractors and suppliers following formal tender/quotation procedures;
- Recommending to the Governing Body the Head Teacher's level of remuneration;
- Receiving auditors' reports, ensuring that recommendations are implemented as appropriate and recommending to the Full Governing Body the appointment or re-appointment of the auditors of the School;
- All matters relating to the Health and Safety of all students, staff, and visitors;
- To receive reports/minutes of Development Sub-Committee and of Project Managers' meetings;
- Development and safety of the school site and property;
- Execution of all building projects, except where agreed by Full Governing Body;
- Development of a formal maintenance programme and the maintenance of all sites and properties, including building services;
- The provision of support services, including telephone, security and cleaning;
- Provision and maintenance of furniture and equipment;
- Oversight of the relevant aspects of the school's Strategic Plan; and
- To receive reports on the utilisation, impact, and benefits of Facilities.

Delegated Powers

Trustees delegate the following powers to the Committee:

- To sanction expenditure from the identified cost centres, and allocation of funds for various projects, within the Governors' agreed budget total, without reference back to the Governing Body;
- To make H&S recommendations to the Strategic Leadership Team [SLT] on actions that need minimal expenditure;
- To monitor and review incidents and accidents and make recommendations for SLT for resolution;
- To monitor the application of the H&S policy and make recommendations to SLT;
- Acceptance of all tenders and quotations and final selection of contracts for repair, maintenance and building projects, within the specified budget and the tender limits set out in the school's Tendering Policy;
- Provision of detailed advice to the school SLT for Facilities items; and
- To monitor and review the School's Finance and Health and Safety Policies, making any recommendations to the Governing Body for any changes.

Membership

The Committee shall comprise a minimum of 8 voting Trustees, a minimum of one representative(s) of the School Strategic Leadership Team, the Site Manager and up to three student representatives.

Quorum: 3 Trustees. Only Trustees on the Committee can vote.

Unless exceptional circumstances apply then following two consecutive absences from a committee meeting the Trustees will consider whether a third absence will be acce

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TENDERING COMMITTEE

Use of frameworks will be considered in all cases to contract suppliers. All goods/services with a value over £25,000 or for a series of contracts which in total exceed £25,000 must be subject to formal tendering procedures.

For purchases over the PCR threshold the school must run a PCR compliant process.

- Items for maintenance or refurbishment are brought to the attention of the Governors' Finance and Resources Committee.
- The Committee considers proposals and may delegate authority to proceed as follows:

£1,001-£4,999.99	ONE written quotation should be obtained from a competent supplier and approved by the budget holder. If a quote is not obtained there should be a documented explanation.
£5,000-£24,999.99	THREE quotations should be obtained from competent suppliers and approved by the Headteacher or CFO. If three quotes are not obtained there should be a documented explanation.
£25,000 or more	<p>Subject to TENDERING PROCEDURE as follows:</p> <ul style="list-style-type: none">• Tender documents are prepared by the budget holder. Staff preparing tenders should familiarise themselves with relevant procurement rules;• Check the school's position in relation to the PCR procurement thresholds;• Consider using a framework and document the thought process and reasons for the decision;• Create a specification. This must include a description of what is needed, what it should do, the quantity needed, the quality it should be and when it is needed;• Prepare an invitation to tender and send out to competent suppliers. In the absence of a competent supplier advertise in the general press or trade journals – to include:<ol style="list-style-type: none">1 a covering letter (with timelines)2 instructions on how suppliers can ask clarification questions and how to submit their tender3 the specification4 a pricing schedule5 the contract's terms and conditions, service levels expected, contract management plan and exit strategy, award criteria (including scoring system and any weightings)6 any other tender documents and plans7 tender return envelopes/ details

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- 8 if appropriate, an invitation for suppliers to give a practical demonstration of goods, works or services.
- If the contract is to be advertised consider:
 - 1 The Find a Tender service (this is a requirement if over the PCR threshold)
 - 2 The Contracts Finder service
 - 3 Newspapers, educational publications or trade publications
 - In general, a minimum of three tenders should be sought. Where it is appropriate, however, a single tender may be sought with the approval of the Tender Committee. The Committee must clearly record its reasons for seeking a single tender in writing;
 - Returned, priced tender documents are held unopened until seen by the Tender Committee. For contracts over £25,000 the Head Teacher plus a member of the Finance and Resources Committee must be present;
 - The Tender Committee meets to open the tenders, agree the supplier and give formal approval for the work to proceed. All items discussed and considered should be recorded in writing;
 - A report of the Tender Committee meeting is given to the next full Finance and Resources Committee. The minutes of the relevant meeting will be reported at the next Full Governors meeting for ratification;
 - When the decision to proceed has been taken, a letter is sent to the approved supplier and confirmed afterwards by a school purchase order. If the Find a Tender or Contracts Finder services were used the contract award must be advertised;
 - Work commences and is monitored by the Finance and Resources Committee staff member and/or the Budget Holder;
 - Work is completed to detailed specification and signed off by the Budget Holder;
 - The supplier's invoice is approved by the Finance and Resources Committee staff member and/or the Budget Holder and payment is made subject to any agreed retentions.

Notes:

- PCR Procurement Rules – Where a single work involves more than one contract the estimated value of all contracts must be aggregated to decide whether the threshold is reached. Where the threshold is reached each of the works contracts will be covered by the rules except small contracts (known as small lots) the value of which falls below the de minimis level provided for in the regulations. (Originator to ensure that regulations have been checked for current levels).
- The competency of a supplier shall be judged by its inclusion in the list of approved suppliers and/or upon appropriate professional advice, for example from the project architects or quantity surveyors.
- When evaluating quotations/tenders, consideration must be given to issues of price; professional competence and experience; financial stability; and commitment to health and safety.
- The Tender Committee shall consist of the Chairman of the Finance and Resources Committee or their representative, the Head Teacher/CFO or their representative, and one other Governor.

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HUMAN RESOURCES COMMITTEE

The Human Resources Committee is responsible to the Governing Body for all matters relating to:

- (a)** the school Pay Policy and Conditions of Service, to include staffing policy, appointments, promotions and appropriate reviews of staff salaries;
- (b)** oversight of staff pastoral matters;
- (c)** contracts of employment;
- (d)** review of the governors' grievance procedures and disciplinary rules for staff including the Appeals Policy and ensuring steps are taken to make known such procedures to members of the staff of the school as required;
- (e)** consideration of disciplinary action in respect of staff;
- (f)** consideration of such cases as may be referred to it by the head teacher or as its members may decide to consider;
- (g)** consideration with regard to staff dismissal, redundancy and early retirement.
- (h)** decisions from the Pay Committee affecting staff salaries should be ratified by the Human Resources Committee;
- (i)** consideration for succession planning;
- (j)** consideration for staff CPD;

Delegated Powers

The Governing Body delegates the following powers to the Human Resources Committee

- 1)** act on discipline, suspension and dismissal of staff.
- 2)** advise on staffing levels, salary levels and early retirements.

Membership

The Human Resources Committee shall comprise of up to eight Trustees, a delegated member of the Strategic Leadership Team and Director of Human Resources.

Quorum: 3 Trustees

Unless exceptional circumstances apply then following two consecutive absences from a committee meeting the Governors will consider whether a third absence will be accepted.

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PAY COMMITTEE

The Pay Committee is responsible to the Governing Body for all staff salary matters. The Pay Committee shall meet at least once annually. One meeting should take place each November.

Delegated Powers

The Pay Committee will have delegated power to:

- to apply the criteria set by the whole school pay policy in determining the pay of each member of staff at the annual review;
- to achieve the aims of the whole school pay policy in a fair and equal manner;
- to observe all statutory and contractual obligations;
- to decide on the individual school range for salaries for those in the leadership group:
- to set the Head Teacher's salary range and the spine point within the Head Teacher's salary range;
- to set the Deputy Head Teachers' salary range and to set the specific spine points within the Deputy Head Teachers' salary range;
- to agree with the Head Teacher the targets for each academic year;
- to determine whether or not those targets have been met and any salary increase that might result;
- to ratify decisions of the Finance and Personnel Committees about budget and staff salaries;
- to minute clearly the reasons for all decisions and report the fact of these decisions to the next meeting of the full governing body;
- to keep abreast of relevant developments and to advise the governing body when the school's pay policy needs to be revised;

The report of the pay committee will be placed in the confidential section of the governing body's agenda and will either be received or referred back. Reference back may occur only if the pay committee has exceeded its powers under the policy.

Membership

The Pay Committee shall comprise of three Trustees from the four Chairs of Trustees Committees, plus the Chair of Trustees. Vice Chairs to be invited to attend in their absence. The Chair of Trustees may co-opt other members of the governing body onto the Pay Committee based on them having relevant professional experience and knowledge. The Head Teacher and Director of Human Resources shall attend all meetings in an advisory capacity only and not as a Trustee. The Head Teacher will not attend where discussions and decisions are taken regarding their salary.

The quorum for the Pay Committee is a minimum of three Trustees.

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STAFF EMPLOYMENT COMMITTEE

The Staff Employment Committee reports to the Governing Body.

Delegated Powers

The Governing Body delegates to the Staff Employment Committee the following functions:

1. The initial decision that a person employed to work at The Ecclesbourne School should have their contract of employment with the governing body terminated or should not have that contract renewed following a Step 6 meeting of the Absence Control Management Policy.
2. The hearing of a staff grievance where this has not been resolved by the Head Teacher.

Membership

The Staff Employment Committee shall be selected from all Trustees, who may not be Staff Governors, and requires a minimum of three trustees to be quorate. Only trustees who have not taken part in any previous meeting relating to the issues to be heard may be part of the committee. The Governing Body shall appoint a Clerk to this committee. The Head Teacher will attend any Step 6 meeting where he has been involved in previous meetings.

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STAFF EMPLOYMENT APPEAL COMMITTEE

The Staff Employment Appeal Committee reports to the Governing Body.

Delegated Powers

The Governing Body delegates to the Staff Employment Appeal Committee the following function:

The hearing of any appeal in respect of a decision taken by the Head Teacher and Chair of Trustees relating to disciplinary matters.

The hearing of any appeal in respect of a decision taken by the Staff Employment Committee relating to the Absence Control Management Policy or staff grievance.

Membership

The Committee shall be selected from all Trustees excluding Staff Governors with a minimum of three trustees needed to be quorate. The Head Teacher shall not be a member. Any non-Trustee co-opted on to this committee shall not have the power to vote. The Governing Body shall appoint a Clerk to this committee.