

Meeting terms of reference for the:

**TRUSTEE BOARD**

To be agreed Dec 2024

## 1. INTRODUCTION

This document outlines the Terms of Reference for the Trustee Board. It is designed to ensure effective governance, help clear decision-making processes and define the roles and responsibilities of the board members.

## 2. PURPOSE

The purpose of these Terms of Reference is to:

- \* Define the scope and objectives of the board meetings.
- \* Establish the roles and responsibilities of board members.
- \* Ensure compliance with charity governance best practices.
- \* Provide a framework for effective decision-making and oversight.

## 3. SCOPE

These Terms of Reference apply to all ordinary meetings of the Trustee Board, and are to be adhered to by all board members: Trustees, CHF Executive Leadership Team members and their colleagues.

The scope of the Trustee Board is to be responsible for providing the strategic direction, generative and fiduciary oversight ensuring that CHF operates within its objects and holds legal liability for the organisation. As part of overseeing the overall strategy, and the 'Voice for change' workstream, the Trustee Board will:

- \* Oversee the development and implementation of the organisational strategy and performance.
- \* Agree the risk register annually and monitor at each meeting.
- \* Approve the annual budget and monitor at each meeting.
- \* Hold overall responsibility for Safeguarding across the organisation.
- \* Agree to and oversee any strategic partnerships that the organisation enters into.

## 4. FREQUENCY OF MEETINGS

The Trustee Board shall meet 3 times a year. Additional meetings can be convened at the request of the Chair.

## 5. NOTICE OF MEETINGS

A schedule of regular meetings shall be agreed upon annually, and provided to the Trustee Board members at the beginning of the academic year.

The agenda and relevant documents shall be distributed to Trustee Board members at least 7 days prior to the meeting.

## 6. QUORUM

The quorum for the Trustee Board meetings shall be 8 Trustees, and must include the Chair of Trustees or the Vice Chair. The Trustee Board meeting must include the Chief Executive and the Executive Leadership Team or their deputies.

If a quorum is not present, the meeting may be adjourned to another date or it can continue with the agreement of the Chair, but any decisions must be agreed by absent Trustee Board members

## 7. AGENDA

The agenda shall be prepared by the Chair of Trustees and the Chief Executive.

Trustee Board members may request items to be added to the agenda by submitting them to the Chair before the agenda for the meeting is finalised. Otherwise an item can be brought and discussed under Any Other Business.

The agenda shall include, but is not limited to:

- \* Approval of minutes from the previous meeting
- \* Declaration of Interest
- \* Review of action items
- \* Declarations of Interest
- \* Performance digest including Risk Register, KPIs and financial update
- \* Report from Chair of Governors and Safeguarding Governor
- \* Report from Data Protection Officer
- \* Minutes of the joint sub-committees
- \* Governance – Serious Incident Reports to CC, and Trustees’ terms of office
- \* Equality and safeguarding reflection
- \* Board meeting impact consideration
- \* Summary of Tier 1 policies agreed this term
- \* Any other business

## 8. MINUTES

The Company Secretary or their deputy shall act as the clerk and record the minutes of each meeting.

Draft minutes shall be agreed by the Chair of Trustees and then uploaded to the current portal “The Trust Governor” within 14 days after the meeting.

The minutes shall be approved at the subsequent committee meeting and signed by the Chair of Trustees.

## 9. ROLES AND RESPONSIBILITIES

Chair of Trustees:

- \* Support the Chief Executive in planning the agenda and papers required for each meeting.
- \* Provide leadership to the Trustee Board, and keep the meeting to time.
- \* Ensure effective functioning of the Trustee Board facilitating decision making as required.
- \* Facilitate constructive discussions, based on high challenge and high support.

Trustee Board Members:

- \* Attend meetings and participate actively.
- \* Review meeting materials in advance.
- \* Act in the best interests of the charity and its stakeholders.
- \* Maintain confidentiality as required.

Clerk:

- \* Ensure compliance with statutory and regulatory requirements.
- \* Prepare and circulate meeting agendas and documents.
- \* Record and distribute meeting minutes and follow up any actions.

#### 10. DECISION-MAKING

Decisions will usually be made by verbal agreement; a vote can be recorded if required. Decisions may also be made via written resolutions being circulated to all members and agreed remotely.

#### 11. REVIEW AND AMENDMENTS

These Terms of Reference shall be agreed in the first Trustee Board meeting of the academic year, and reviewed annually thereafter. Any amendments must be approved by the Chair of the Trustee Board and the Board members.

#### 12. EFFECTIVE DATE

Academic year 2024 - 2025

#### 13. MEMBERSHIP

**Trustees:**

Mark Creamer – Chair of Trustees  
Darren Chilcott – Vice Chair of Trustees  
Mike Atkinson  
Lucinda Baker  
Neil Bennett  
Helen Britton  
Jenny Clark  
Denise Garland  
Alison Grover  
Andrew Hodson  
Charles Kimmins

**In Attendance:**

Chief Executive  
Company Secretary  
Director of Specialist Services & Income  
Director of Resources  
Headteacher  
Director of Social Care  
Director of People & Culture  
  
*Other expertise as required*