

CAMBRIDGE PRIMARY EDUCATION TRUST
TERMS OF REFERENCE FOR SCHOOL ADVISORY BOARDS

1 THE ROLE OF THE SCHOOL ADVISORY BOARD

- 1.1 The School Advisory Board (“**SAB**”) is a committee of the Trustees. Each Academy has its own SAB. Each SAB is established by the Board in accordance with the Articles of Association of the Trust and will be subject to Terms of Reference set out below which will detail the responsibilities of the SAB and its relationship with the main board.

2 THE TRUST AND SCHOOL ADVISORY BOARD

- 2.1 The Trust is a charitable company limited by guarantee. It has entered into a Master Funding Agreement with the Department for Education and a Supplemental Funding Agreement in respect of the Academy (together the “**Funding Agreements**”) and so it is the Trust that is ultimately responsible to the Department for Education pursuant to the Funding Agreements.
- 2.2 The Trustees are the charity trustees (within the terms of section 177 of the Charities Act 2011) and are directors of the Trust. They are responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the Articles.
- 2.3 The School Advisory Board is a committee of the Trustees established pursuant to the Articles of Association of the Trust. It is expected that the SAB will act in accordance with these terms of reference unless otherwise directed by the Trustees.

3 SCHOOL ADVISORY BOARD - GOVERNORS

- 3.1 Membership of the SAB shall comprise not less than 7 and not more than 11 as follows:
- (a) The Headteacher
 - (b) At least 2 and up to 3 elected parents
 - (c) Up to 1 elected Staff Member
 - (d) Up to 6 others appointed by the Trustees.
- 3.2 With regard to the appointees of the Trustees, the Trustees shall seek to ensure that the views of the SAB are taken into account, particularly in the case of a higher performing academy.
- 3.3 In the event that the SAB members number, more than the total maximum referred to above at the date of the adoption of these Terms of Reference, then the number of members of the SAB shall reduce once terms of office of current members of the SAB expire or those terms of office otherwise terminate.
- 3.4 It is expected that members of the SAB shall not also be Trustees, but it is accepted that this may take some time to achieve. The expectation is that none of the Trustees shall be members of the SAB by 31 August 2017.
- 3.5 The length of a member of the SAB’s term of office shall be four years. A member of the SAB may be re-appointed for consecutive periods not exceeding 8 years in total but thereafter a member of the SAB shall not be eligible for re-appointment until one year after his or her retirement, unless agreed exceptionally by resolution of the Trustees that he or she shall be eligible to serve for a further consecutive term.
- 3.6 A member of the SAB must be aged 18 or over and must not be a current pupil of the Academy.
- 3.7 A member of the SAB’s term of office shall be terminated if:
- 3.7.1 he/she resigns by serving written notice to the Clerk;
 - 3.7.2 the Trustees terminate his/her appointment (regardless of the category of member of the SAB);

- 3.7.3 s/he are removed by the persons appointing him/her (although this does not apply to elected staff or parent governors);
 - 3.7.4 in the case of a Staff Member, their employment is terminated;
 - 3.7.5 s/he become incapable by reason of mental disorder, illness or injury of managing or administering their own affairs;
 - 3.7.6 they are absent without the permission of the members of the SAB from all their meetings held within a period of six months and the members of the SAB resolve that this office be vacated;
 - 3.7.7 they would be disqualified from acting as a charity trustee by virtue of section 178 of the Charities Act 2011;
 - 3.7.8 their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced or if they are the subject of a bankruptcy restrictions order or an interim order.
 - 3.7.9 they have not provided to the chairman of the Trustees a disclosure and barring service certificate (previously known as a criminal records certificate) at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chairman or the Executive Principal confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final;
 - 3.7.10 they have not complied with the Trust's DBS policies.
- 3.8 Where a person becomes disqualified from holding, or continuing to hold office as a member of the SAB and s/he is, or is proposed, to become such a member of the SAB, s/he shall upon becoming so disqualified give written notice of that fact to the Secretary.
- 3.9 The SAB may continue to act notwithstanding a temporary vacancy in its composition.
- 3.10 The Executive Principal shall have the right to attend and speak at but (unless otherwise a member of the SAB) not to vote at meetings of the SAB and notices of meetings and minutes of such meetings shall be sent to the Executive Principal at the same time as they are sent to members of the SAB.

4 APPOINTMENT OF CHAIR AND VICE-CHAIR OF SAB

- 4.1 The Chair of the SAB shall be appointed by the Trustees. Views of the members of the SAB will be sought.
- 4.2 The term of office of the Chair of a SAB shall be 2 years. Where the Chair is also a Trustee and his 2 year term as a Chair would expire prior to the cessation of the term of office as a Trustee, the Chair's term of office shall be extended so that it is coterminous with his term of office as a Trustee.
- 4.3 Subject to remaining eligible to be a Chair, any member of the SAB may be re-appointed as Chair for consecutive periods not exceeding 6 years in total. Thereafter, a member of the SAB shall not usually be eligible for re-appointment as Chair until one year after his or her retirement, unless otherwise agreed by the Trustees.
- 4.4 The Vice-Chair of the SAB shall be appointed by the members of the SAB from amongst all of the members of the SAB for a term of 2 years. Subject to remaining eligible to be a Vice Chair, a member of the SAB may be re-appointed for further terms of office as Vice-Chair by the members of the SAB.
- 4.5 If both the Chair and the Vice-Chair are absent from any meeting of the SAB, those members of the SAB present shall appoint one of their number to chair the meeting.

5 RESPONSIBILITIES OF TRUSTEES AND GOVERNORS

- 5.1 Each member of the SAB shall act in the best interests of the Academy at all times.
- 5.2 The roles and responsibilities of Trustees and members of the SAB are detailed in the Responsibilities Document.
- 5.3 No member of the SAB shall act or omit to act in a way which would be prejudicial to the interests of the Academy or the Trust at any time, including any actions or omissions which might create bad publicity for the Academy or the Trust.
- 5.4 The members of the SAB must keep confidential all information of a confidential nature obtained by them relating to the Academy and the Trust.
- 5.5 When a member of the SAB becomes a member following his or her appointment or his or her transfer from a maintained school, he or she shall be required to complete and sign a registration form (with details required for the Trust) in which the member of the SAB agrees to comply with:
- the Articles of Association;
 - the Funding Agreements;
 - these Terms of Reference;
 - the Responsibilities Document; and
 - any terms of reference of sub-committees which may apply to that member of the SAB.
- 5.6 Each member of the SAB shall be required to carry out such training as may be required by the Trust.
- 5.7 Each member of the SAB shall also be required to take part in regular self-reviews and is accountable for meeting his or her own training and development needs. It is a member of the SAB's responsibility to consider if, and raise any concerns where, he or she feels that appropriate training and development is not being provided.

6 EXECUTIVE PRINCIPAL

- 6.1 The Executive Principal has been appointed by the Trustees to oversee and coordinate all Trust activities.
- 6.2 Trustees delegate to the Executive Principal such functions and powers as are required in relation to securing the effective internal organisation, management and control of the Trust and its Academies, including the implementation, management and monitoring of all policies approved by the Trustees for the effective operation of the Academies.
- 6.3 The Executive Principal is the Accounting Officer for the Trust and has delegated responsibility for the operation of the SAB and for line management for the Headteacher (in accordance with the Trust's Accountability Framework and in liaison with the SAB Chair).
- 6.4 The Executive Principal will performance manage the Headteacher, and will make recommendations to the Trust in relation to the approval of the Headteacher's salary within any agreed financial ranges, both with regard to any newly appointed Headteacher, and the ongoing annual review of all Headteachers of schools within the Trust.
- 6.5 The Executive Principal will determine any restructuring of staff at the Academy.

7 RESPONSIBILITIES OF THE HEADTEACHER

- 7.1 The Headteacher shall be responsible to the Executive Principal for the leadership and management of the Academy.
- 7.2 The Headteacher shall:-

- 7.2.1 implement the agreed policies and procedures laid down by the Trustees, the Executive Principal and SAB (as the case may be);
- 7.2.2 advise, in conjunction with the Executive Principal, the SAB on strategic direction, forward planning and quality assurance;
- 7.2.3 advise the SAB on the admission of pupils;
- 7.2.4 manage, in conjunction with the Executive Principal, the delegated budget and resources agreed by the Trust;
- 7.2.5 assist the Executive Principal on the appointment of staff at the Academy;
- 7.2.6 with the agreement of the Executive Principal undertake the appraisal and discipline of all staff at the Academy in accordance with the Trust's human resources policies and procedures and best practice for HR and recruitment;
- 7.2.7 maintain good order and discipline by the pupils including their suspension and/or exclusion within the framework laid down by the Trustees and the SAB; and
- 7.2.8 perform all such additional functions as may be assigned under the job description or contract of employment.

8 ROLE OF THE CHAIR

- 8.1 The Chair shall:
 - 8.1.1 meet regularly with the Headteacher;
 - 8.1.2 preside over efficient SAB meetings by establishing a sound sub-committee structure and effective working procedures.
 - 8.1.3 be accountable to the Trustees for the operation of the Academy and shall meet with the Trustees at such times as may be reasonably required.

9 CONFLICTS OF INTEREST

- 9.1 The income and property of the Academy must be applied solely towards the provision of the Objects as detailed in the Articles. The restrictions and procedures which apply to the Trustees in the Articles of Association with regard to having a Personal Financial Interest shall also apply to the members of the SAB.
- 9.2 Any member of the SAB who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his duties as a member of the SAB shall disclose that fact to the members of the SAB as soon as he becomes aware of it. A member of the SAB must absent himself from any discussions of the members of the SAB in which it is possible that a conflict will arise between his duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).

10 MEETINGS OF SCHOOL ADVISORY BOARD

- 10.1 The SAB shall meet at least once in every term, and shall hold such other meetings as may be necessary. A quorum must be present, being three or one third of the members of the SAB (if greater).
- 10.2 All meetings shall be convened by the Clerk, who shall send to the members of the SAB and to the Trustees written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting (together with supporting papers where possible).
- 10.3 A special meeting of the SAB shall be called by the Clerk whenever requested by the Chair or at the request in writing of any three members of the SAB or of the Trustees. Where there are matters demanding urgent consideration, the Chair or, in his absence, the Vice-Chair may, with the approval of the Trustees, waive the need for seven days' notice of the meeting and substitute such notice as he thinks fit.

- 10.4 The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.
- 10.5 If the number of members of the SAB assembled for a meeting of the SAB does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the SAB the number of members of the SAB present ceases to constitute a quorum, the meeting shall be terminated forthwith.
- 10.6 If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.
- 10.7 Every question to be decided at a meeting of the SAB shall be determined by a majority of the votes of the members of the SAB present and voting on the question. Every member of the SAB shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
- 10.8 A member of the SAB may not vote by proxy.
- 10.9 No resolution of the members of the SAB may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- 10.10 Any member of the SAB who is also an employee of the Trust shall withdraw from that part of any meeting of the SAB at which his remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 10.11 A resolution in writing, signed by all the members of the SAB (or all of the members of a committee of the members of the SAB), shall be valid and effective as if it had been passed at a meeting of the members of the SAB or (as the case may be) a committee of members of the SAB duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the members of the SAB (or the members of a committee, as the case may be).
- 10.12 Any member of the SAB shall be able to participate in meetings of the SAB by telephone or video conference provided that he has given reasonable notice to the Clerk and that the members of the SAB have access to the appropriate equipment.
- 10.13 Minutes must be prepared of all SAB meetings and meetings of all key sub-committees. Drafts of those minutes must be sent to the Chair, Headteacher and Executive Principal no later than 14 days after the date of the meeting. Final minutes, as approved by the members of the SAB, must be sent to the Trustees within 7 days of approval.

11 RULES AND BYELAWS

- 11.1 The SAB shall have power to make rules and bye-laws in respect of the government and conduct of the Academy as it shall think fit. Such rules and bye-laws shall be subject to the provisions of this document and to approval by the Trustees.

12 AMENDMENT OF TERMS OF REFERENCE

- 12.1 These terms of reference are drafted and maintained by the Trust. The Trustees may make amendments to these terms of reference from time to time. In the event that amendments are made, the Trust shall notify the Chair of each SAB, who shall be expected to make the other members of the SAB aware of such changes.
- 12.2 This document shall be subject to review at least at the first meeting of the Trustees after 31 August 2017 and at the first meeting of the Trustees in each academic year thereafter.

13 EFFECTIVE DATE

- 13.1 This Instrument and Rules of Government shall come into effect, in relation to a SAB, on the earlier of the establishment of the SAB or the signature by the Chair on behalf of the SAB to agree to these Terms of Reference.

14 INTERPRETATION

14.1 In this document:-

“Academy”	means the Academy which is one of the Cambridge Primary Education Trust academies;
“Articles”	means the Articles of Association of the Trust;
“Clerk”	means the person appointed to act as clerk to the School Advisory Board;
“Executive Principal”	means the person appointed by the Trustees as an employee to oversee and co-ordinate all Trust activities;
“Funding Agreements”	has the meaning given to it in paragraph 2.1;
“Headteacher”	means the member of staff at the Academy who is appointed by the Trust (in accordance with the terms of this document and his or her contract of employment, as may be amended from time to time) to have overall day to day control of and responsibility of the Academy;
“member of the SAB”	means a member of the School Advisory Board;
“Personal Financial Interest”	means any interest in the employment or remuneration of, or the provision of any other benefit to, a member of the SAB as further detailed within Article 6 of the Articles;
“Responsibilities Document”	means the document detailing the responsibilities of the members of the Trust, the Trustees and members of the SAB, as appended to these Terms of Reference at the Annex;
“School Advisory Board” or “SAB”	means the school advisory board for the Academy, being a committee of the Trustees, constituted as provided by paragraph 2 of this document;
“Secretary”	means the Secretary of the Trust or any other person appointed to perform the duties of Secretary to the Trust;
“Staff Member”	means a member elected to the School Advisory Board by members of staff of the Academy;
“this document”	means these Terms of Reference;
“the Trust”	means Cambridge Primary Education Trust, a company limited by guarantee having registered number 8304433 and registered address at Histon and Impington Junior School, The Green, Histon, Cambridge, CB24 9JA; and

“the Trustees” means those persons appointed as directors (under company law) and trustees of the Trust (under charity law).

14.2 Unless the context requires otherwise, a reference to:-

14.2.1 a numbered paragraph is a reference to the paragraph so numbered in this document (or the sub-paragraph, as the case may be), and

14.2.2 words importing one gender shall include any other gender, the singular number shall include the plural and vice versa and the headings are included for convenience only and shall not affect the construction of this document.

Version approved 16 January 2017

ANNEX

Responsibilities Document