

## Chairs Forum

### Terms of Reference for Brooke Weston Trust (2021/22)

#### 1. Constitution

- 1.1 The Brooke Weston Trust (the “Trust”) is governed by a Board of Directors (the “Directors” or “Trustees”) which is responsible for, and oversees, the management and administration of the Trust and its Academies.
- 1.3 As provided by Articles 100-104 of the Articles of Association, the Directors:
  - i. may appoint separate committees to be known as Local Governing Bodies for each Academy; and
  - ii. may establish any other committee
- 1.3 The Board of Directors of Brooke Weston Trust hereby resolves to establish a committee of the Trust Board to be known as the “Chairs Forum”.

#### 2. Membership

- 2.1 The Chairs Forum shall be comprised of each Chair of Governors for the Trust’s Local Governing Bodies, the Chair of the Trust Board of Directors, and the Chief Executive Officer (CEO).
- 2.2 The appointment of Chairs of Governors and members of the Chairs Forum shall be approved by the Board of Directors. The Board of Directors will seek the view of the Local Governing Body through a Chair election process.
- 2.3 The Chairs Forum shall at the first meeting elect a member to act as the Chair of the Chairs Forum. The Committee will elect a temporary replacement from among the members present at the meeting in the absence of the Chair.
- 2.4 The Chairs Forum may invite attendance at meetings from persons who are not Directors or Forum members to assist or advise on a particular matter or range of issues
- 2.5 The Chairs Forum will elect a Clerk to the Forum who will take notes of meetings.

#### 3. Remit and Responsibilities

- 3.1 The Forum shall be responsible for the matters set out below:

##### Overall purpose and responsibility

- 3.1.1 To assist the Board of Directors and CEO to discharge their responsibilities concerning the local governance of each Brooke Weston Trust school.

##### 3.2 Main duties

- 3.2.1 To provide assurances to the Board on each individual academy’s performance and delivery against its strategic priorities by reporting progress at each meeting.
- 3.2.2 To report on outcomes of stakeholder engagement exercises on an annual basis or more frequently where required.
- 3.2.3 To escalate any concerns highlighted on the academy’s risk register or compliance records for the attention of the Board of Directors.

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- 3.2.4 To notify promptly the Trust Board of all governance matters of which the Committee has knowledge, and which may materially affect the current or future position or reputation of the Trust.
- 3.2.5 To feedback on the membership of Local Governing Bodies, reporting on any unfilled vacancies and any recruitment activities undertaken.
- 3.2.6 To return annually an effectiveness audit of the Local Governing Bodies, highlighting areas for development and possible training requirements, or identifying resources required to support the Local Governing Bodies.
- 3.2.7 To support the Board in ensuring that the core values, vision and ethos of the Trust are embedded within the work of the Local Governing Body.
- 3.2.8 To receive information relating to Trust-wide standards and performance, strategic developments and capital projects, and financial performance. to contribute to and be advised of strategic developments of the Trust and individual academies.
- 3.2.9 To receive consolidated reports from the Board's subcommittees and relay the information to the Local Governing Bodies following receipt.
- 3.2.10 To contribute to the development of governance processes, materials and documentation to support Governors in fulfilling their duties. To promote to governors all training provided by the Trust.

**4. Proceedings**

- 4.1 **Meeting frequency** – The Committee will meet as often as is necessary to fulfil its responsibilities but at least three times a year, before the scheduled Board of Directors meetings.
- 4.2 **Notice of meeting** – The Clerk to the Chairs Forum shall give written notice of each meeting and circulate an agenda and any other reports or papers, provided by the Chair and CEO, to be considered at the meeting. This will be circulated at least seven clear days in advance of each meeting.
- 4.3 Any two members may call a meeting by giving written notice to the Clerk, which includes a summary of the business they wish to carry out. It shall be the responsibility of the Clerk to convene a meeting as soon as reasonably practicable.
- 4.4 **Quorum** – A quorum shall consist of five members of the Committee, plus the CEO.
- 4.5 Every matter to be decided at a meeting of the Chairs Forum must be determined by a majority of the votes of the members present and voting on the matter.
- 4.6 **Voting** – Each member present in person shall be entitled to one vote.
- 4.7 Where there is an equal division of votes the Chair shall have a casting vote.
- 4.8 If a member is unable to attend a meeting where a vote is to be made, the member must appoint either the Chair or another member of the Committee as their proxy to vote in their name and on their behalf, confirming if they are voting for or against the proposal.
- 4.9 **Declaration of Interests** – Committee Members are required to complete a declaration of interest form on joining the Board and at the start of each academic year.
- 4.10 Each Committee Member, if present at a meeting of the Committee, must disclose their interest, withdraw from the meeting and not vote on a matter if:
  - there may be a conflict between their interests and the interests of the Trust;

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- there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or they have a personal interest; e.g. where they and/or a close relative will be directly affected by the decision of the Board in relation to that matter.

**4.11 Attendance** – A register of attendance shall be kept for each Committee meeting and published annually on the Trust website.

**4.12** Any Member or Director of the Board may attend of the Chairs Forum, provided that notice of attendance is provided to the clerk in advance.

**5. Authority**

**5.1** The Forum is authorised by the Trust Board to:

- 5.1.1** carry on any activity authorised by these terms of reference; and
- 5.1.2** seek any appropriate information that it requires from any officer of the Trust and all officers shall be directed to co-operate with any request made.

**6. Reporting Procedures**

**6.1** Within 14 days of each meeting the Forum will (together called the Forum Reports):

- produce and agree minutes of its meetings;
- provide a summary document identifying (1) decisions made, (2) recommendations to the Trust Board, (3) items for information for the Trust Board and (4) items for further discussion by the Trust Board.
- the Forum Reports will be sent to all members of the Trust Board within 21 days of each meeting.

**6.2** The Forum shall arrange for the production and delivery of such other reports or updates as requested by the Trust Board from time to time.

**6.3** The Forum shall conduct an annual review of its work and these terms of reference and shall report the outcome and make recommendations to the Trust Board.

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