



ST ANSELM'S COLLEGE

EDMUND RICE ACADEMY TRUST

Terms of Reference of the Governing Body of St Anselm's College 2024-2025

Committee	Full Governing Body
Date Reviewed	June 2024
Date of Next Review	June 2025

Terms of Reference of the Governing Body of St Anselm's College (2024-2025)

1. The board of trustees has wide responsibilities under statute, regulations and the funding agreement. Principally, it is responsible for ensuring that the trust's funds are used only in accordance with the law, its articles of association, its funding agreement and the *Academy Trust handbook*. The board of trustees has wide discretion over its use of the trust's funds, which it **must** discharge reasonably and in a way that commands broad public support. It is responsible for the proper stewardship of those funds, including regularity and propriety, and for ensuring economy, efficiency and effectiveness – the three key elements of value for money.
2. Academy trusts are companies limited by guarantee and exempt charities. The board of trustees is subject to the duties and responsibilities of charity trustees and company directors as well as any other conditions that the Secretary of State agrees with them. These responsibilities are mutually reinforcing and are there to ensure proper governance and conduct of the trust. The key requirements and definitions which apply are reflected in the articles of association, the funding agreement, and the Trust handbook. Trustees should also follow the guidance in the latest *Governance Handbook* which sets out principles of good governance and the legal duties applying to, and core role and strategic functions of, boards of trustees. Trustees **must** be aware of the Charity Commission's guidance for trustees *CC3: The Essential Trustee: What you Need to Know, What you Need to do* and should be aware of other guidance listed in Part 8 of the Academy Trust handbook. Part 8 brings the requirements discussed throughout the handbook together in one list: **the 'musts'**. In addition, the Charity Commission website is a good general resource on the proper conduct and operation of a charity.
3. The board of trustees **must** understand their statutory duties as company directors as set out in the Companies Act 2006. These comprise the duties to:
 - act within their powers
 - promote the success of the company
 - exercise independent judgement
 - exercise reasonable care, skill and diligence
 - avoid conflicts of interest
 - not to accept benefits from third parties
 - declare interest in proposed transactions or arrangementsThese duties are especially relevant when entering into transactions with connected parties.
4. Trustees should be mindful that they must act with integrity, objectivity and honesty and in the best interests of the College. Similarly, they should be aware of and accept *The 7 principles of public life*, as set out by Lord Nolan. The December 2012 *Code of Practice* (based on NGA's model document) sets clear expectations of the role and behaviour; governors at St Anselm's College are understood to have agreed explicitly to this common reference point should difficulties arise.
5. The board of trustees should identify the skills and experience that it needs, and address any gaps through recruitment, and/or induction, training and other development. The Governance Handbook identifies a range of training material to help trustees engage fully with their role.
6. The board of trustees **must** provide details of the Academy Trust's governance arrangements in the governance statement published within its annual accounts, and on its website, this includes its scheme of delegation for governance functions setting out what the board has delegated to its committees. As an established trust, the governance statement should include an assessment of the Trust's governance, including a review of the composition of the board in terms of skills, effectiveness, leadership and impact. When reviewing governance, reference can be made to the *Twenty Key Questions* published by the All-Party Parliamentary Group.
7. The funding agreement sets out additional specific responsibilities of the board of trustees and the articles of association set out the quorum as any one third (rounded up to a whole number).

Adopted by the Governing Body:

SignedP Green..... (Chair of Governors) Date27.6.24.....