

Role of Member

For best reference as to the role of Member in an Academy Trust it is advised to take a look at the role as defined and outlined by the National Governance Association which can be found at

<https://www.nga.org.uk>

To summarise -

The members of an academy trust are the guardians of the governance of the trust.

The role is essentially eyes on, hands off in regard to oversight of the Board of Governors.

Members hold the trust board to account for the effective governance of the trust but have a minimal role in the actual running of the trust. It is the trustee board, not the members, who are the organisation's key decision makers.

Members are essential to the integrity of an academy trust governance structure. They are the last line of defence from failures of governance and failure to uphold the charitable purpose of the organisation. Members must therefore remain informed of trust performance and be clear on how to appropriately interact with the trustee board.

Worth noting is the following :

Academy trusts are set up as charitable companies limited by guarantee. As limited companies, it is the charity which is liable for its debts, not the people behind it, who are protected by limited liability. As charitable companies do not have shareholders whose liability is limited to the number of shares they have bought, they have members, with the members' liability limited to the amount of the guarantee set out in the charitable company's articles. In the case of academy trusts, members' liability is limited to £10.

As the guardians of its governance, members sit at the top of the trust's governance structure,

Members do very little unless the board of trustees is underperforming. Members need to pay attention to the limitations of their role and avoid undermining the board. The trustee board, not the members, is responsible for the core governance functions and conducting the business of the trust. As the guardians of the governance of the trust, while members don't make the actual governance decisions, they need to ensure they are satisfied that the standard of governance across the trust is high. In 2020 the DfE produced a series of role descriptors including one for academy trust members. This prescribes that members must safeguard the governance of the trust, and therefore need to seek assurance that governance is effective. The role descriptor specifically states that members must not assume the powers of trustees, but also must be aware of the powers afforded to them.

Specificities of the role of Member:

- a) The members ensure the success of the trust
- b) The members sign the memorandum and articles of association
- c) The members determine the name of the trust
- d) The members appoint members and trustees
- e) The members appoint and remove the auditors
- f) Members are entitled to receive a copy of the annual report and accounts
- g) The members meet, usually once a year at an annual general meeting
- h) The members dissolve the trust

What members cannot do:

A: Tell the trustees how to run the trust.

B: Attend trustee meetings.

C: Set the trust's vision or strategy.

D: Set the trust board's agendas and/or priorities.

E: Appoint or performance manage the senior executive leadership

Whilst it is specified above by the NGA that Members meet once a year at an AGM, this particular role involves a periodic catch up between Members as when deemed necessary by the Members in either an official (on site at school) or social setting. Such meetings not likely to occur more than twice a year in addition to the AGM.

We would also add that at the discretion of the Board of Governors, Members may be invited to attend relevant meetings of the Board of Governors. In addition it is hoped that where possible, a Member may attend various school functions when so notified or invited.

Current members

Sandy Baars

Nicholas Waite

Louisa Syrett

It is hoped that a further two (2) members will be added to the Members board and the successful applicant, once vetted by the necessary authorities will join the current members in their role ASAP.

Regards

SB

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