

TERMS OF REFERENCE FOR MEMBERS

The Members of the Trust are akin to the shareholders of a company (except that they do not receive dividends). They have ultimate control over the Trust. They have a number of statutory rights and also rights set out in the Trust's Articles of Association (the Articles).

The statutory rights of the Members are:

- The right to remove Trustees
- The right to amend the Articles
- The right to receive annual accounts
- The right to appoint the auditors

The liability of the Members is limited, as with any company limited by guarantee, by the amount of the guarantee undertaken by the Member – this is set at £10 in the Articles of Association.

The Members are responsible for the statutory and constitutional affairs of the company and the management of the School.

Members operate at a strategic level. They oversee the achievement of the objectives of the School. They have the power to amend the Articles and appoint and remove some Governors (not parent or staff appointed).

Members should keep the Governors fully informed of any decisions they make by appointing a clerk to record minutes of all meetings, which will then be circulated if necessary. The Clerk will also circulate an agenda for each meeting at least seven days prior.

Should there be an even number of Members present at a meeting and there is a split vote the Chair will have the casting vote.

The Chair will be appointed for a period of 2 years.

The Articles of Association agreed with the Department for Education are attached to the Funding Agreement.

Constitution of Members: there will be a group of 5 who sign the Memorandum/Articles and appoint Directors/Governors.

Quorum: at least 3 Members need to attend an AGM for it to be Quorate. The Chair of Governors and Head will also attend meetings

Meetings: There will be an AGM held in the first part of the Summer Term, Members may meet more regularly if necessary

All Members will be included in all correspondence relating to FGB meetings and are able to attend any meeting they wish