



REMIT OF MEMBERS – OCTOBER 2020

The Members of the Trust are in effect the shareholders of the Academy Trust (the Company). They are appointed by the Diocese and the De La Salle Order.

The powers of Members

Members help to ensure that Academy Trustees are exercising effective governance by utilising a range of powers including:

- **Appointing and removing Academy Trustees:** Members can appoint Academy Trustees and remove any or all serving Academy Trustees.
- **Appointing and removing Members:** Members can appoint new Members or remove existing Members except:
the foundation/sponsor body or a related body, eg religious body, and any Members appointed by the foundation/sponsor.
- **Directing Academy Trustees:** Members can, by special resolution, direct Academy Trustees to take a specific action where Academy Trustees are unable or unwilling to act in the best interests of the academy trust.
- **Amending the academy trust's Articles of Association:** Members can amend the articles of association (including the objects clause), subject to any restrictions in the articles, the funding agreement or charity and company law. Members can also change the name of the academy trust and wind it up.
- **Appointing and removing Auditors:** Members appoint the academy trust's auditors and will receive and review (but do not have to sign off) the academy trust's annual audited accounts (subject to the Companies Act).

Members

- Were the original owners of the Company.
- Provide a guarantee if the Trust were to be wound up and the assets were insufficient to settle the liabilities (although their individual liability is limited to £10).
- Receive the annual accounts at the AGM.
- Appoint the Auditors.
- May in certain circumstances, appoint new members or remove existing members
- Have the power to change the name of the company and, ultimately, wind up the academy trust.