

Upton Hall School FCJ Governance Arrangements



Upton Hall School FCJ is an academy trust, which means it is a charitable company limited by guarantee. It has Members and Trustees. In 2023, the FCJ Trust schools joined together with other religious order schools to form a new trust [The Gaudete Trust](#).

The founding members who signed the articles of association in February 2012 were:

Sister Marie Claire Sykes (now General Superior of the [FCJ Society](#))

Sister Moira Cashmore (FCJ)

Professor James Keaton (then Chair of Governors)

The current members are:

Sister Marie Claire Sykes (General Superior of the FCJ Society)

Sister Moira Cashmore (FCJ)

Mrs P Young (Chair of Governors)

Mr B Larkin (Vice Chair of Governors)

The members meet once a year at an Annual General Meeting

The members

- are the subscribers to the trust's memorandum of association (where they are founding members)
- may amend the articles of association (the articles include a definition of the trust's charitable objects and governance structure) subject to any restrictions in the articles or in the trust's funding agreement or charity law
- have powers to appoint and remove trustees in certain circumstances
- appoint the trust's auditors and receive the trust's audited annual accounts (subject to the [Companies Act](#)).

Trustees, who can be called the Directors, are known at Upton Hall School FCJ as Governors. There are different categories of Governors determined by how they are appointed or elected.

School Governors Academic Year 2025-2026

Foundation Governors

Name	Date of Appointment	Conclusion of Term of Office	Appointed by	Pecuniary Interests
Mrs P Young (Chair)	1 October 2023	30 September 2027	Faithful Companions of Jesus	
Mr B Larkin (Vice Chair)	1 March 2016	29 February 2028	Faithful Companions of Jesus	Chair of Trustees of Chester Catholic Academies Partnership.
Sr Brigid Halligan FCJ	1 March 2016	29 February 2028	Faithful Companions of Jesus	Governor at Gumley House Academy, London
Mrs S Moore	1 February 2016	31 January 2028	Faithful Companions of Jesus	Foundation Governor at Christ the King Primary School Bromborough
Mr P Hoskinson	1 March 2016	29 February 2028	Faithful Companions of Jesus	
Dr J Innes	1 December 2018	30 November 2026 (Concluded Feb 2026)	Faithful Companions of Jesus	

Mrs S Rioux	11 February 2023	10 February 2027	Faithful Companions of Jesus	Vice Chair of Governors at Brookfields Special School (Widnes), Shaw Trust Academy Group
Mr J Tollitt	2 October 2020	1 October 2024	Faithful Companions of Jesus	Self employed Restorer and Proprietor of The Furniture Restoration Company.
Mrs M Woodworth	18 February 2024	17 February 2028	Faithful Companions of Jesus	
Mr S Duggan	18 December 2024	17 December 2028	Faithful Companions of Jesus	
Mrs M McNab	5 November 2025	4 November 2029	Faithful Companions of Jesus	
Vacancies x 1				
Appointed Governors				
Mrs S Cubbin	1 September 2024	31 August 2028	Upton Hall School Academy Trust	
Associate Governors				
Mr M Dawson	17 March 2023	16 March 2027	Upton Hall School Academy Trust	
Staff Governors				
Mrs A Gaunt (Ex Officio)	1 September 2018			
Parent Governors				
Mrs C Bailey	3 October 2023	2 October 2027	Elected by Parent Body	
Mrs H Swann	23 March 2023	22 March 2027	Elected by Parent Body	
Mrs D Vernon	26 March 2024	25 March 2028	Elected by Parent Body	
Mrs K Holthofer	8 November 2024	7 November 2028	Elected by Parent Body	
Clerk to the Governors				
Mrs C Howell	1 September 2006		Appointed by Headteacher and Chair of Governors	

A record of attendance is kept for each meeting:

Governors	Meetings attended	Out of possible
Mrs P Young (Chair of Governors)	5	5
Mr B Larkin	5	5
Sr Brigid Halligan	4	5
Mrs C Bailey	3	5
Mr M Dawson	1	5
Mr S Duggan	4	5
Mrs A Gaunt (Headteacher and Accounting Officer)	5	5
Mr P Hoskinson	2 (illness)	5
Mrs S Moore	4	5
Mr J Tollitt	3	5
Dr J Innes (concluded Feb 2026)	1	2
Mrs S Rioux	2	5
Mrs H Swann	2	5
Mrs D Vernon	2	5
Mrs M Woodworth	4	5
Mrs S Cubbin (Head of St Anselm's College)	2	5
Mrs K Holthofer (appointed 8 November 2024)	3	5
Mrs M McNab (appointed 5 November 2025)	4	4

The Trustees/Governors manage the business of the academy trust and should focus strongly on the three core functions of governance:

- ensuring clarity of vision, ethos and strategic direction in accordance with the FCJ Visions and Values and as a Catholic School
- holding executive leaders to account for the educational performance of the organisation and its pupil, and the performance management of staff
- overseeing the financial performance of the organisation and making sure its money is well spent.

The trustees must ensure compliance with the trust's charitable objects and with company and charity law, and adherence to the trust's funding agreement with the Secretary of State and be governed by [The Seven Principles of Public Life](#) (also known as The Nolan Principles)

Governors are linked to each Faculty/Subject area within the School to enable them to act as critical friends and gain further insight into the working of the school. The Link Governors are listed below:

Link Governor	Faculty/Subject area
Sr Brigid Halligan FCJ/ Mr M Dawson	Mathematics
Mrs S Rioux	Science & Computer Science
Mrs P Young	English
Mr P Hoskinson/Mrs S Moore/Mrs H Swann	MFL (Chinese, French, Spanish)
Mrs C Bailey/Mr J Tollitt	Performing Arts
Mrs D Vernon/Mr J Tollitt	Art/DT Product Design
Mrs S Duggan/Mr B Larkin	Humanities (History/Geography/Law)
Mr S Duggan	RE
Mrs S Moore	SEN
Mrs M Woodworth	Safeguarding
Mrs S Rioux/Mrs K Holthofer	Progress and Achievement and Sixth Form
Mrs S Rioux	Health & Safety
Mrs P Young	Careers
Mr B Larkin	Curriculum/PPG
Mrs P Young	Prayer & Liturgy/Catholic Life of the School

Most of the work of Governors is undertaken in Committees. The chart below lists the committees and the number of Governors in each.

Committee	Membership
Admissions	5
Staff	3
Staff Pay and Disciplinary Appeals	5
Headmistress Dismissal Appeals	6 including one independent member
Curriculum, SEN Statements, Pupil Disciplinary and any other appeals	5
Admission and Pupil Exclusion Appeals	3 independent members
Building	5
Curriculum and Pupil Welfare	7
Pupil disciplinary	5
Finance, Audit & Risk	5
Personnel	6
Pay	3

GENERAL ARRANGEMENTS OF COMMITTEES

MEMBERSHIP

1.1 Each Committee will be composed of Governors and, where appropriate, independent members selected by the Governing Body. Committees may wish others including other Governors to join their discussions, with or without voting rights according to the Committee's decision, but subject to an overall maximum of nine members. Independent members will be selected by the Clerk to the Governing Body after consultation with the Chairman and the Headteacher. In addition to the stated membership the Headteacher will be a member ex officio of all Committees for which she is eligible.

ALTERNATES

1.2 All Governors are nominated as alternate members of all Committees for which they are eligible. In cases of need, the Clerk to the Governors will select governors to act as alternates after consultation with the Chairman of the Governing Body.

QUORUM

1.3 The quorum of all Committees will be three members, except for staff appeals where the quorum is five.

REPORTING

1.4 The business of all Committees will be reported to the termly meetings of the Governing Body.

CHAIRS

1.5 The Chair of each Committee will be appointed by the Committee at its first meeting in the academic year. In the absence of the Chair from any meeting, the Committee will appoint one of its members to take the chair for that meeting only.

REVIEW

1.6 The functions and membership of all committees will be reviewed each year at the first meeting of the Autumn term.

COMMITTEES

2.1 TERMS OF REFERENCE

The terms of reference of the Committees will be as follows:

2.1.1 Admissions Committee

- To recommend to the Governing Body the number of pupils in any relevant age group that it is intended to admit to the school in any school year.
- To review and make recommendations each year about the arrangements for the admission of pupils to the school.
- To determine the offers that shall be made against the criteria for admissions to the first year entry.
- To make a full report to the Governing Body after any appeal has been heard.

2.1.2 Staff Committee

- To consider such staff disciplinary cases as may be referred to the committee by the Headteacher or as members of the committee may decide, according to the school's disciplinary procedures.
- To suspend any person employed to work at the school where, in the opinion of the committee or the Headteacher, exclusion from the school is required, and be informed of such a suspension where it is undertaken by the Headteacher.
- To recommend to the Governing Body that any suspension be determined where this is considered the appropriate action.
- To terminate the employment of any person employed at the school as requested by the Headteacher or as determined by the committee.
- To suspend the Headteacher for misconduct or other urgent cause.
- To make a full report to the Governing Body after any appeal has been heard.

2.1.3 Appeals Committees

- To hear any appeal concerning admission to or exclusion from the school.
- To hear any appeal against disciplinary action related to a member of staff, including dismissal, or to a pupil.
- To hear any appeal against the handling of a complaint.
- To resolve any grievance which cannot be resolved by the Leadership Team.
- To hear any appeal against a pay award.
- To hear any appeal from parents about any SEN statement/EHCP decided by the school.

2.1.4 Building Committee

- To advise generally on the provision of resources and services to the school and, in particular, to undertake the setting up of contracts for a variety of services as determined by the Governing Body.
- To keep under review and to advise the Governing Body on the general condition, usage, and development of the school's buildings and their fabric, and playing fields and grounds.
- To consider and make full recommendations to the Governing Body on any proposals for the acquisition or disposal of buildings and sites.
- To draw up any capital bid in consultation with the Headteacher and the architects for approval by the Governing Body.
- To produce a rolling maintenance programme for the school and to monitor its progress.
- To ensure that all health and safety matters are properly considered and dealt with.
- To accept tenders for building work up to a limit of £50,000 for which provision had been included in the approved budget.

2.1.5 Curriculum and Pupil Welfare Committee

- To review the school's curriculum policies on a regular basis to ensure that they comply with the National Curriculum and other statutory requirements.
- To ensure that teaching programmes:
 - are free from any form of indoctrination including political education

- comply with equal opportunities and disability legislation
- attend to any special educational needs of pupils being taught in the school
- To ensure that pupil assessments and records are kept up-to-date and comply with current requirements.
- To advise the Governing Body on curriculum information that needs to be placed in the school's prospectus and the school website.
- To keep under review the school's charging and remissions policy for pupils' extra curricular activities.
- To monitor the school's policy on school visits involving pupils.
- To determine, approve, monitor and keep under review the school's discipline policy for pupils, including the policy for control of bullying.
- To keep under review the school's curriculum complaints procedure.
- To initiate and review the school's Special Educational Needs code of practice.
- To monitor information about school performance and to set pupil and Sixth Form student performance targets.
- To recommend to the Governing Body the times for the start and finish of the school day and the lunch-time period, together with the dates for the beginning and end of school terms and half-term breaks.

2.1.6 Pupil Discipline Committee

- To be informed by the Headteacher of any exclusion for more than fifteen school days (in total) in any one term or where a pupil loses an opportunity to take a public examination because of her exclusion, and of the reasons for the exclusion.
- To be informed by the Headteacher where an exclusion that was originally for a fixed period is to be made permanent and of the reasons for this decision.
- Where the Headteacher has decided to institute a permanent exclusion to consider whether the pupil should be reinstated, irrespective of any representation from the parents and to work within any time scale laid down in the statutory regulations.
- To consider any representation from parents regarding a fixed term exclusion.
- To conduct any hearing by the same procedure used for an appeal hearing.
- To make a full report to the Governing Body after any appeal has been heard.

2.1.7 Finance, Audit & Risk Committee

- To advise the Governing Body on the application of the annual maintenance grant and any other payments made to the school in accordance with sections legislation, regulations and administrative arrangements.
- To advise the Governing Body on financial strategy and policy within the resources available and in accordance with the school's development plan.
- To receive, consider and present to the Governing Body annual estimates of the school's budget and the annual out-turn budget.
- To keep under general review the staffing establishment of the school and to recommend to the Governing Body the financial limits for salaries and wages within the overall school budget.
- To receive regular reports on the school's income and expenditure, showing a comparison of these against the annual budget.
- To review from time to time the financial memorandum and regulations for the supervision and control of financial procedures, accounts, income and expenditure of the school, together with such related matters as considered necessary and desirable, including insurances.
- To authorise non-staffing budget virements between £1000 and £5,000.
- To oversee the distribution of the school voluntary fund and submit the annual audited statement to the Governing Body.
- To incur expenditure on any item up to a limit of £50,000 for which provision had been made in the approved budget, excluding contracts for building work.

2.1.8 Personnel Committee

- To determine, approve and keep under review policies relating to the employment, recruitment, selection, appointment, redundancy, in-service training, promotion, review, grievance, discipline, capability,

remuneration (in accordance with the Governors' Pay and Appraisal Policies) and terms and conditions of the employment of all staff, taking account of national and local agreements relating to conditions of service.

- To set up appointment panels for staff with responsibility allowances and to delegate all other appointments to the Headteacher.
- To advise the Governing Body on the implication of any changes in employment legislation affecting the school.
- To make recommendations to the Governing Body on the overall staffing provision of the school, including the management structure, within the approved staffing budget.
- To recommend the adoption of policies related to equal opportunities and health and safety.
- To ensure that appropriate consultation takes place with staff on all relevant matters.

2.1.9 Pay Committee

- To determine the salaries of the teaching staff on 1 September of each year, taking account of the current national Pay and Conditions Document and attendant circular, the school's current pay policy and the recommendations of the Headteacher.
- To determine the salaries of the Deputy Headteachers for 1 September each year, taking account of any objectives set for the previous year, and taking advice from the Headteacher.
- To determine the Headteacher's salary for 1 September each year after considering the performance review statement prepared by the governors appointed for this purpose.
- To determine the salaries of all support staff using the APT & C and other appropriate scales, taking account of the current pay policy and the recommendations of the Headteacher.
- To recommend to the Governing Body changes to the school's pay policy, having taken appropriate consultation through the school's consultative mechanism for staff.
- To make a full report to the Governing Body after any appeal has been heard.

2.2 COMMITTEE MEMBERSHIP 2025-2026

(Mrs Gaunt to be an ex officio member of all Committees she is entitled to attend).

2.2.1 Admissions Committee - Five members:

Mrs C Bailey
Mr B Larkin (Chair)
Mrs H Swann
Mr J Tollitt
Mrs M Woodworth

2.2.2 Staff Committee – Three members (Chair nominated at the time of meeting):

Mr M Dawson
Mr P Hoskinson
Mrs S Moore

2.2.3 Appeals Committee:

Staff Pay and Disciplinary Appeals – Five members (Chair nominated at the time of meeting):

Sr B Halligan
Mr P Hoskinson
Mr B Larkin
Mrs S Moore
Mrs M Woodworth

Headteacher Dismissal Appeals – Six members, including one independent member (Chair nominated at the time of meeting):

Mr M Dawson
Sr B Halligan
Mrs K Holthofer
Mrs S Moore

Mrs M Woodworth

Curriculum, SEN Statements, Pupil Disciplinary and any other appeals – Five members (Chair nominated at the time of meeting):

Sr B Halligan
Mrs K Holthofer
Mrs S Rioux
Mrs H Swann
Mrs M Woodworth

Admission and Pupil Exclusion Appeals – Three independent members (Chair nominated at the time of meeting)

2.2.4 Building Committee – Five members (Chair to be appointed at first meeting of the academic year):

Mrs K Holthofer
Mr B Larkin
Mrs S Rioux
Mrs D Vernon
Mrs P Young

2.2.5 Curriculum and Pupil Welfare – Seven members:

Mrs C Bailey
Mr B C Larkin
Mrs S Moore
Mrs H Swann
Mr S Duggan
Mrs D Vernon
Mrs M Woodworth

2.2.6 Pupil Discipline Committee – Five members (Chair nominated at the time of meeting):

Sr B Halligan
Mr P Hoskinson
Mr B C Larkin
Mrs S Moore
Mrs S Duggan

2.2.7 Finance, Audit & Risk Committee – Five members:

Mr M Dawson
Sr Brigid Halligan
Mr P Hoskinson
Mr B C Larkin
Mrs M McNab

2.2.8 Personnel Committee – Six members:

Mr M Dawson
Mr P Hoskinson
Mrs M McNab
Mr B C Larkin
Mrs S Moore
Mr S Duggan

2.2.9 Pay Committee – Three members:

Mrs S Moore
Mr S Duggan
Mrs P Young

The scheme of delegation of financial powers includes the following:

Name	Authority to Purchase	Tenders/ Contracts	Cheque Signatory	Cheque Limits
Governing Body	Over £100,000	Over £100,000	No	None
Chair of Governors	None	No	No	Unlimited
Finance, Audit & Risk Committee	Between £50,000 and £100,000	Between £50,000 and £100,000	No	None
Chair of Finance Committee	None	No	No	None
Building Committee	None	Between £50,000 and £100,000	No	None
Headmistress	Up to £50,000	Up to £50,000	Yes	Unlimited.
Deputy Head/ Director of Business & Finance	Over Departmental Budget level	No	Yes	Unlimited
Deputy Head or Director of Business & Finance	Up to the value of the annual Supply Staff budget	No	Yes	Unlimited
Director of Business & Finance	Up to £50,000	Up to £50,000	Yes	Unlimited
Departmental Budget Holders	Up to the value of their annual budget	No	No	None

Attendance at Committee meetings for the last academic year was as follows:

Committee Meeting Attendance 2025-2026

Admissions Committee		6 October 2025	5 March 2025
Mr J Tollitt		X	X
Mr B Larkin		✓	✓
Mrs M Woodworth		X	✓
Mrs P Young		✓	✓
Mrs H Swann		✓	✓
Mrs C Bailey		✓	✓
Mrs S Cubbin (In attendance)		X	✓
Mrs A Gaunt		✓	✓
Mr P McAleese (In attendance)		✓	✓
Mrs C Howell (Clerk)		✓	✓

Finance & Audit Committee				
		15 September 2025	24 November 2025	2 March 2026
				18 May 2026
Sr Brigid Halligan		X	✓	X
Mr P Hoskinson (Chair)		✓	✓	X

Mr M Dawson	✓	✓	✓	✓
Mrs M McNab (joined in Mar 26)	-	-	-	✓
Mr B Larkin	✓	✓	✓	✓
Mrs P Young (Ex Officio)	✓	✓	✓	X
Mrs K Spiby (in attendance)	✓	✓	✓	✓
Mrs A Gaunt (In attendance)	✓	✓	✓	✓
Ms A Murphy (In attendance)	✓	✓	✓	✓
Mrs C Howell (Clerk)	✓	✓	✓	✓

Personnel Committee	15 September 2025	24 November 2025	2 March 2026	18 May 2026
Mrs S Moore (Chair)	✓	✓	✓	✓
Dr J F Innes (concluded Feb 2026)	✓	✓	-	-
Mr B C Larkin	✓	✓	✓	✓
Mr P Hoskinson	✓	✓	X	X
Mr M Dawson	✓	✓	✓	✓
Mrs M McNab (joined in Mar 26)	-	-	-	✓
Mr S Duggan	-	✓	X	✓
Mrs P Young	✓	✓	✓	X
Mr P McAleese (In attendance)	✓	✓	✓	✓
Mrs A Gaunt (In attendance)	X	✓	✓	✓

Curriculum & Pupil Welfare Committee			
	23 September 2025	2 February 2026	11 May 2026
Mrs C Bailey	✓	✓	X
Mr B C Larkin (Chair)	✓	✓	✓
Mrs S Moore	✓	✓	✓
Mrs H Swann	✓	✓	✓
Mr J Tollitt	X	-	-
Mrs M Woodworth	X	✓	✓
Mrs P Young (Ex Officio)	✓	✓	✓
Mrs A Gaunt (In attendance)	✓	✓	✓
Ms A Murphy (In attendance)	✓	✓	✓
Mr P McAleese (In attendance)	✓	✓	

Pupil Discipline Committee		
	23 February 2026	6 May 2026
Mr B Larkin (Chair)	✓	✓
Mrs P Young	✓	-
Mrs S Moore	-	✓
Mr S Duggan	✓	-
Mrs M McNab	-	✓
Mr P McAleese (in attendance)	✓	✓
Mrs C Howell (Clerk)	✓	✓

All Governors receive training and are briefed on matters contained in the [Academy Trust Governance Guide](#) (most recent March 2026). If you are interested in becoming a trustee/governor, please contact the Clerk to the Governors for further information by email chowell@uptonhall.org or by post at Upton Hall School, Upton, Wirral, CH49 6LJ.