

## WHITE ROSE ACADEMIES TRUST

### LOCAL ACCOUNTABILITY BOARD CONSTITUTION AND STANDING ORDERS

#### 1 INTRODUCTION

- 1.1 White Rose Academies Trust (the “**Trust**”) is governed by a Board of Directors (the “**Directors**”, or “**Trustees**”) which is responsible for, and oversees, the management and administration of the Trust and its academies.
- 1.2 The Directors are accountable to external government agencies including the Charity Commission and the Department for Education (the “**DfE**”) (including any successor bodies) for the quality of the education they provide and they are required to have systems in place through which they can assure themselves of quality, safety and good practice.
- 1.3 In order to provide assurance to the Trust Board, academies are overseen by a **Local Accountability Board**. Local Accountability Boards are committees of the Trust Board.
- 1.4 The constitution, membership and proceedings of the Local Accountability Board (“**LAB**”) is determined by the Directors. This Constitution details those arrangements and makes reference to the authority delegated by the Trust Board to the LAB under a Scheme of Delegation.

#### 2 THE TRUST BOARD’S POWERS AND RESPONSIBILITIES

- 2.1 The Trust Board has overall responsibility and ultimate decision-making authority for all the work of the Trust, including the establishing and running of academies. This is mainly exercised through strategic planning and the setting of policy. It is managed through business planning, monitoring of budgets, performance management, the setting of standards and the implementation of quality management processes. The Trust Board has the power to direct change where required.
- 2.2 The Trust Board has a duty to act in the fulfilment of the Trust’s objects.
- 2.3 The Trust Board shall have regard to the interests of the other academies for which the Trust is responsible when deciding and implementing any policy or exercising any authority in respect of any specific Academy.

#### 3 CONSTITUTION OF THE LOCAL ACCOUNTABILITY BOARD

##### 3.1 Members of the Local Accountability Board

- 3.1.1 It is expected that the LAB shall comprise of 12 members:
  - a maximum of six members appointed by the Directors appointed under clause 3.2.1.
  - two elected staff members from the academy (one teaching and one non-teaching), appointed under clauses 3.2.3 and 3.2.4
  - two elected parent members
  - the Principal of the Academy, on an ex officio basis

- one staff member nominated from an alternative academy within the Trust, appointed under clause 3.2.2.
- 3.1.2 No more than two parents of Academy pupils and two Academy staff may serve on a LAB at the same time (the Principal, as ex-officio, and Trust staff from alternative academies does not count towards this number). Members of Academy staff may only sit on the LAB in the capacity of Staff Governor and not as a Trust-appointed Governor or Parent Governor, even if they are a parent of a pupil at the Academy.
- 3.1.3 The Directors (all or any of them) may attend any meetings of the LAB but shall not count towards the quorum and shall not be entitled to vote on any resolution being considered by the LAB, unless they have been appointed as members of the LAB.
- 3.1.4 All persons appointed or elected to the LAB shall formally declare that they will uphold the objects of the Trust (Code of Conduct).
- 3.1.5 It is expected that each LAB should have a wide and diverse range of skills, backgrounds and experiences.

### 3.2 Appointment of Members of the Local Accountability Board

- 3.2.1 The Trust Board shall normally appoint a maximum of six persons to serve on the LAB, at least one of whom will serve as Chair of the LAB.
- 3.2.2 The Trust Board will approve the appointment of staff members nominated from an alternative academy following nomination by either the Academy Principals, CEO, EP or LAB Chair. The staff member appointed will not be able to serve as a Chair or Vice Chair. Principals should not serve on another LAB in the Trust.
- 3.2.3 The LAB will approve the appointment of Staff Governors following an election involving Academy Staff. Members of an academy's Senior Leadership Team (SLT) should not be appointed as a Staff Governor from their Academy, unless otherwise agreed by the Trust Board.
- 3.2.4 Staff Governors should be *representative of the staff team*, rather than assume the role of a *staff representative*. Likewise, Parent Governors are *representative of parents*, rather than being a *parent representative*.
- 3.2.5 The Principal shall be treated for all purposes as being an ex officio member of the LAB. They are a member of the LAB as a result of the office they hold.
- 3.2.6 Subject to clause 3.2.9, the parent members of the LAB must be elected by parents of registered pupils at the Academy and she/he must be a parent of a pupil at the Academy or an individual exercising parental responsibility at the time when he/she is elected.
- 3.2.7 The Clerk to the LAB shall support the Principal when making the necessary arrangements for, and determine all other matters relating to, an election of the parent and staff members of the LAB. Any election must be held by secret ballot.
- 3.2.8 The arrangements made for the election of the parent and staff members of the LAB shall provide for every person who is entitled to vote in the election to be notified of the opportunity.
- 3.2.9 In the event of difficulty in appointing Parent Governors, the LAB is able to appoint a person who is the parent of any child who is of compulsory school age.

3.2.10 Those elected as Parent Governors will be required to resign their position at the end of the term of office which they are serving at the point that their child leaves the school, though they are eligible to seek appointment as a Trust appointed governor subject to the approval of the LAB and a vacancy existing.

3.2.11 The first parent and staff members of the LAB shall be those people who filled those positions on the Governing Body of the predecessor school at its closure (provided they remain eligible under this Constitution), who shall serve on the LAB for the remainder of the terms of office for which they were elected to the predecessor Governing Body.

### **3.3 Term of office**

3.3.1 The term of office for any person serving on the LAB shall be three years, except that this time limit shall not apply to the Principal.

3.3.2 Subject to remaining eligible as a member of the LAB, any person may be re-appointed or re-elected to the LAB.

3.3.3 In the event of a member of the LAB having served two consecutive terms, if they wish to serve a third term the Trust Board's approval will need to be obtained in advance of the appointment.

### **3.4 Resignation and Removal**

3.4.1 A person serving on the LAB shall cease to hold office if he/she resigns his/her office by notice to the LAB. Urgent action needs to be taken if this results in less than **six** persons remaining.

3.4.2 Only the Trust Board can remove from office LAB members they appoint. The Trust Board shall give due regard to, but not be bound by, any representations by the LAB. The LAB Chair, in agreement with the CEO, may remove other members of the LAB from office if they contravene the Trust's Code of Conduct or there are other exceptional circumstances.

3.4.3 Should a staff member serving on a LAB be suspended from their Academy as a member of staff, the staff member shall be deemed to be suspended from the LAB. If the Principal or any other person who serves on the LAB as a staff member ceases to work at the Academy then he/she shall be deemed to have resigned and she/he shall cease to serve on the LAB automatically upon ceasing to work at the Academy.

3.4.4 Where a person who serves on the LAB resigns or is removed from office, the LAB will be notified.

### **3.5 Disqualification of Members of the Local Accountability Board**

3.5.1 No person shall be qualified to serve on the LAB unless he/she is aged 18 or over at the date of election or appointment.

3.5.2 A person serving on the LAB shall cease to hold office if he/she becomes incapable by reason of illness or injury or of managing or administering his/her own affairs.

3.5.3 A person serving on the LAB will be removed from office (unless there are exceptional circumstances which are acceptable to the Chair and CEO) following absence from three consecutive formal meetings.

- 3.5.4 A person shall be disqualified from serving on the LAB if:
- (a) He/she has been declared bankrupt and/or his/her estate has been seized from his possession for the benefit of his/her creditors and the declaration or seizure has not been discharged, annulled or reduced; or
  - (b) He/she is the subject of a bankruptcy restrictions order or an interim order.
- 3.5.5 A person shall be disqualified from serving on the LAB at any time when he/she is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order).
- 3.5.6 A person serving on the LAB shall cease to hold office if he/she would cease to be a director by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 178 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 3.5.7 A person shall be disqualified from serving on the LAB if he/she has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he/she was responsible or to which he/she was privy, or which he/she by his/her conduct contributed to or facilitated.
- 3.5.8 A person shall be disqualified from serving on the LAB at any time if he/she is:
- (a) included in the list kept by the Secretary of State under s1 of the Protection of Children Act 1999; or
  - (b) disqualified from working with children in accordance with s35 of the Criminal Justice and Court Services Act 2000; or
  - (c) barred from regulated activity relating to children (within the meaning of s3(2) of the Safeguarding Vulnerable Groups Act 2006).
- 3.5.9 A person shall be disqualified from serving on the LAB if he/she is a person by whom a direction has been made under s142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.
- 3.5.10 A person shall be disqualified from serving on the LAB where he/she has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where such person has been convicted of any offence which falls under s72 of the Charities Act 1993.
- 3.5.11 A person shall be disqualified from serving on the LAB if he/she has not provided to the Trust a criminal records certificate at an enhanced disclosure level under s113B of the Police Act 1997 as amended by the Protection of Freedoms Act 2012. If the certificate discloses any information which would in the opinion of the Chair of the LAB, the Principal or the Executive Principal confirm that person's unsuitability to work with children, then he/she shall be disqualified.
- 3.5.12 Where a person becomes disqualified from serving on the LAB, she/he shall give written notice of that fact to the LAB.

## ANNEX 1

### STANDING ORDERS: FUNCTIONING OF THE LOCAL ACCOUNTABILITY BOARD

#### 1 CHAIR AND VICE CHAIR OF THE LOCAL ACCOUNTABILITY BOARD

- 1.1 At their last formal meeting in the academic year, the Clerk to the LAB shall invite expressions of interest for the positions of Chair from among their number to serve for one year. In the interests of succession planning, interested parties are encouraged to submit advance interest in these roles to the Clerk in the first instance. An election statement will be requested if there is more than one candidate.
- 1.2 At their last formal meeting in the academic year, the Trust Board shall review election statements (where applicable) and appoint Chairs of the Local Accountability Boards (LABs). LAB members who are employed by the Trust are ineligible to be appointed as Chair or Vice Chair, other than in exceptional circumstances where the Trust Board decides that this is appropriate, for a maximum of one academic year without a break. At their first formal meeting of the academic year, the LAB shall appoint a Vice-Chair from among their number to serve for one year.
- 1.3 LABs are encouraged to utilise the Vice Chair to best effect, in order to provide support to the Chair in respect of key tasks and to assist in developing Vice Chairs' experience.
- 1.4 Other than in exceptional circumstances agreed by the Trust Board, a Chair should not serve for more than 6 years continuously [*commencing with effect from 1 March 2017*], without a break in service of at least one academic year.
- 1.5 The Chair or Vice Chair may at any time resign his/her office by giving notice in writing to the Trust Board/LAB respectively. The Chair or Vice Chair shall cease to hold office automatically if:
  - He/she ceases to serve on the LAB;
  - He/she becomes employed by the Trust, whether or not at the Academy;
  - He/she is removed from office in accordance with these Standing Orders, or
  - In the case of the Vice Chair, he/she is appointed in accordance with these Standing Orders to fill a vacancy in the office of Chair.
- 1.6 Where a vacancy arises in the office of Chair or Vice Chair, the Trust Board shall at their next meeting (or written resolution, if required sooner) appoint a replacement, in the manner outlined above.
- 1.7 Where the Chair is absent from any meeting or there is at the time a vacancy in the office of the Chair, the Vice Chair shall act as the Chair for the purposes of the meeting.
- 1.8 Where the Vice Chair is also absent from the meeting or there is at the time a vacancy in the office of Vice Chair, the members of the LAB must elect one of their number to act as Chair for the purposes of that meeting only. The person so elected may not be a person who is employed by the Trust, whether or not at the Academy.
- 1.9 The LAB Chair or Vice-Chair(s) may be removed from office by the Trust Board at any time. In the event of the LAB wishing to remove a Chair from office, a proposal, and the reason for it should be sent to the Trust Board for consideration.

## **2 CONFLICTS OF INTEREST**

- 2.1 Any member of the LAB who has or can have any direct or indirect duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with that person's duties as a member of the LAB must disclose that fact to the LAB as soon as he/she becomes aware of it. A person must absent himself/herself from any discussions of the LAB in which it is possible that a conflict shall arise between his/her duty to act solely in the interests of the Academy and any duty or personal interest (including but not limited to any Personal Financial Interest).
- 2.2 For the purpose of paragraph 2.1, a person has a "**Personal Financial Interest**" if she/he is in the employment of the Trust or is in receipt of remuneration or the provision of any other benefit directly from the Trust or in some other way is linked to the Trust or the Academy.
- 2.3 In any conflict between any provision of these Standing Orders and the Articles, the Articles shall prevail.

## **3 THE MINUTES**

- 3.1 The Minutes of the proceedings of a meeting of the LAB must be drawn up and retained for five academic years by the Clerk to the LAB. The Minutes must be signed (subject to the approval of the members of the LAB) at the same or next subsequent meeting by the person acting as Chair. The Minutes should include a record of:
- all proceedings at meetings of the LAB, including the names of all persons present at each such meeting.
  - any resolutions passed at those meetings
- 3.2 The Clerk must ensure that copies of Minutes of all meetings of the LAB are made available to be viewed by the Trust as soon as reasonably practicable after those Minutes are approved.

## **4 DELEGATION**

- 4.1 The LAB may establish Sub-Committees and Panels for the purposes of dealing with various hearing and appeals. The Terms of Reference for which will be approved upon review of the relevant policy.
- 4.2 Where a power or function has been delegated to the LAB, the LAB may sub-delegate to a Committee, any person serving on the LAB, the Principal or any other holder of an executive office, such of its powers or functions as it considers desirable to be exercised by them. Any such sub delegation may be made subject to any conditions which either the Directors or the LAB may impose and such sub delegation may be revoked or altered at any time.
- 4.3 Where any power or function of the Trust Board or the LAB is exercised by any Director or member of the LAB, the Principal or any other holder of an executive office, the action/decision must be reported at the next LAB meeting immediately following the taking of the action or making the decision.

## **5 MEETINGS OF THE LOCAL ACCOUNTABILITY BOARD**

- 5.1 Subject to compliance with these Standing Orders, the Scheme of Delegation applied to the Academy and the policies laid down from time to time by the Trust, the LAB may regulate its proceedings as the members of the LAB think fit.
- 5.2 The LAB must meet at least six times in every school year. Meetings shall be convened by the Clerk to the LAB. In exercising his/her functions under these Standing Orders the Clerk to the LAB must comply with any direction:
- given by the Trust Board or the LAB (and in the event of a conflict, a direction given by the Trust Board shall take precedence); or
  - given by the Chair of the LAB or, in his/her absence or where there is a vacancy in the office of Chair, the Vice Chair of the LAB, so far as such direction is not inconsistent with any direction given as mentioned above.
- 5.3 The Trust Board or any three members of the LAB may, by notice in writing given to the Clerk, requisition a meeting of the LAB. The Clerk shall convene such a meeting as soon as is reasonably practicable.
- 5.4 At least seven clear days before the date of a meeting, each member of the LAB must be given notice in writing of it, communicated by the Clerk and a copy of the Agenda for the meeting.
- 5.5 If the Chair or, in his/her absence (or where there is a vacancy in the office of Chair), the Vice Chair decides that there are matters demanding urgent consideration, it shall be sufficient if written notice of a meeting and the copy of the agenda are circulated less than 7 days before the meeting.
- 5.6 The convening of a meeting and the proceedings conducted at it shall not be invalidated by reason of a member not having received written notice of the meeting or a copy of the agenda.
- 5.7 A resolution to rescind or vary a resolution carried at a previous meeting of the LAB may not be proposed at a meeting of the LAB unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.
- 5.8 A meeting of the LAB shall be terminated with immediate effect if the members of the LAB so resolve.
- 5.9 Where in accordance with paragraph 5.8 a meeting is not held or is terminated before all the matters specified as items of business on the agenda for the meeting have been considered or deferred, a further meeting must be convened by the clerk as soon as is reasonably practicable, but in any event within seven days of the date on which the meeting was originally to be held or was so terminated, subject to statutory holidays.
- 5.10 Where the LAB resolves in accordance with paragraph 5.8 to adjourn a meeting before all the items of business on the agenda have been considered, the LAB must determine the arrangements for considering the remaining agenda items.

- 5.11 Subject to paragraph 5.13, the LAB meeting will be quorate if at least six members eligible to vote are present.
- 5.12 The quorum for the purposes of any vote on the removal of a person in accordance with these Standing Orders is any two-thirds (rounded up to a whole number) of the members who are at the time entitled to vote on those matters.
- 5.13 Subject to these Standing Orders and with reference to the Scheme of Delegation under which the LAB operates, in instances where there are differing opinions and a decision needs to be taken, the outcome shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every member of the LAB shall have one vote.
- 5.14 Where there is an equal division of votes, the Chair of the meeting shall have a casting vote in addition to any other vote he/she may have, subject to the Scheme of Delegation under which the LAB operates.
- 5.15 Members of the Trust's/Academy's staff may be invited to attend meetings but will have no voting rights, unless attending in their capacity as a Governor.
- 5.16 The LAB shall ensure that a copy of the final minutes of all LAB meetings are available upon request to the Clerk to the LAB subject to the retraction of any confidential matters.
- 5.17 Any member of the LAB may participate in meetings of the LAB by telephone or video conference provided that:
- he/she has given notice of his/her intention to do so, at least 24hours before the meeting; and
  - the LAB has access to the appropriate equipment.

## **6 NOTICES**

- 6.1 Any notice to be given to or by any person under these Standing Orders must be in writing or given using electronic communications to an address notified for that purpose to the person giving the notice.
- 6.2 A member of the LAB present at any meeting of the LAB shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

## **7 INDEMNITY**

- 7.1 Subject to the provisions of the Companies Act 2006 every member of the LAB or other officer or auditor of the Trust acting in relation to the Academy shall be indemnified by the Trust against any liability incurred by him/her in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which s/he is acquitted or in connection with any application in which relief is granted to him/her by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Trust.