

## **Academy Council Terms of Reference**

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| Name of Policy/Procedure: | Academy Council Terms of Reference |
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| Applicable to:            | All Meridian Trust Academies       |
| Approved by:              | Trust Board                        |
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### **INTRODUCTION**

- 1.1** As a charity and company limited by guarantee, Meridian Trust (the “Trust”) is governed by a Board of Trustees who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of all the academies within the Trust.
- 1.2** In order to assist with the discharge of their responsibilities, the Trustees have established an Academy Council (“AC”) for each of its Academies. The Academy Councils shall be committees established pursuant to Articles 100 to 104 (inclusive) of the Articles of Association of the Trust (the “Articles”).
- 1.3** These terms of reference apply to each Academy Council within Meridian Trust and may only be amended by the Trustees.
- 1.4** The Trustees may review these terms of reference at any time but shall review them at least annually.

### **MEMBERSHIP**

- 2.1** The Academy Council shall, unless the Board of Trustees resolves otherwise, have a minimum of six members and a maximum eleven members.
- 2.2** The membership of each Academy Council (each an “Academy Council Member”) shall be as follows (unless the Board of Trustees resolves otherwise):

- 2.2.1** two parent members recruited from the parent body who shall be appointed or elected through an open call for nominations in accordance with articles 54–56 of the Articles;
  - 2.2.2** up to six members appointed by the trust board on the basis of their skills;
  - 2.2.3** the Principal of the Academy (ex officio);
  - 2.2.4** trust colleague appointed by the Trustees; this can be a staff member of the core team or of another Meridian Trust school.
  - 2.2.5** up to 1 member co-opted by the Board of Trustees to take on the role of Interim Chair if there is a vacancy in the role of Academy Council chair. This may be a trustee.
- 2.3** Staff members of the Trust will make up no more than one third of the council members.

#### **PARENT ACADEMY COUNCIL MEMBERS**

- 3.1** The Headteacher shall make all necessary arrangements for, and determine all other matters relating to, an election of parent Academy Council Members, including any question of whether a person is a parent of a registered pupil at the Academy. Any election of a parent member which is contested shall be held by secret ballot.
- 3.2** In addition to the parent Academy Council members, Academy Council members who have children at the academy may be appointed by the Trust Board on the basis of their skills.
- 3.3** Academy Councils will endeavour to ensure that members whose children attend the academy will not make up more than two thirds of the council members.

#### **TERM OF OFFICE**

- 4.1** The term of office for any Academy Council Member shall be four years, save that this time limit shall not apply to the Principal who is ex-officio.
- 4.2** Subject to remaining eligible, any member may put themselves forward for re- appointment or re-election. Reappointments will be approved by the trust board on the basis of attendance, compliance (including undertaking mandatory training) and contribution.

## **CHAIR AND VICE CHAIR**

- 5.1** The Trustees shall appoint an Academy Council Member to act as chair of the Academy Council (the Chair).
- 5.2** The Academy Council Members shall at the first meeting of each academic year appoint an Academy Council Member to act as vice-chair of the Academy Council (the Vice-Chair).
- 5.3** The Academy Council Members will elect a temporary replacement from among the members present at any meeting in the absence of both the Chair and the Vice-Chair.

## **REMIT OF THE ACADEMY COUNCIL**

- 6.1** The Academy Council shall:
  - 6.1.1** adhere to the Nolan Principles of public life: Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership;
  - 6.1.2** promote the mission and values of the academy and the trust within the overall vision of providing high quality education for every child at the heart of the local community;
  - 6.1.3** provide local governance within the parameters set out by the Scheme of Delegation;
  - 6.1.4** provide support and challenge to the Principal and staff on key local governance areas identified by the trust through the Champion framework for governance;
  - 6.1.5** act as a critical friend to the Principal;
  - 6.1.6** be consulted on budget issues that relate to community engagement and activity and make recommendations to the Principal and support the trust in ensuring value for money;
  - 6.1.7** support the Trust's senior management staff in dealing with parental complaints pursuant to the Trust policy on parental complaints; and
  - 6.1.8** support the Principals of other Academies in exclusion processes where appropriate.
- 6.2** A more detailed list of the responsibilities of the Academy Council is set out in the Trust's Scheme of Delegation as approved by the Trustees.
- 6.3** Save with the consent of the Trustees, the Academy Council may not establish sub- committees.

## **POWERS OF TRUSTEES RELATED TO QUALITY ASSURANCE AND MANAGING CONCERNS**

- 7.1** Without prejudice to the Trustees' other rights to remove any Committee member and the Trustees' rights to amend these terms of reference at any time, where the trust board has concerns about the performance of an Academy Council the trust board may amongst other actions:
  - 7.1.1** require the relevant Academy Council to adopt and comply with a specific governance improvement plan;
  - 7.1.2** suspend or remove any or all of the matters delegated to the Academy Council;
  - 7.1.3** suspend or remove any or all of the governors of the relevant Academy Council.
- 7.2** The Trust Board may exercise their powers in connection with clause 7.1 where:
  - 7.2.1** the Trust Board (acting reasonably) have concerns about governance or operations at the Academy;
  - 7.2.2** the Academy has a deficit budget (both revenue and capital) in excess of targets set by the trust board from time to time;
  - 7.2.3** the Trust Board (acting reasonably) have concerns about the finances of the Academy;
  - 7.2.4** the Academy has materially or consistently failed to obtain key performance indicators set by the Trust Board.

## **ACADEMY COUNCIL MEETINGS**

- 8.1** The Academy Council will meet at least 5 and no more than 6 times a year. The Principal shall ensure that a clerk is provided to take minutes at meetings of the Academy Council.
- 8.2** The agenda and papers will be available 7 days before each meeting.
- 8.3** The quorum for the transaction of the business of the Academy Council shall be three Academy Council Members or one third of the members in post (rounded up to the next whole number), whichever is greater and provided that at least one of them is an Academy Council Member appointed by the Trustees (not including staff members or parent members).

- 8.4** Every matter to be decided at a meeting of the Academy Council must be determined by a majority of the votes of the Academy Council Members present and voting on the matter. Each member present in person shall be entitled to one vote. Where there is an equal division of votes the Chair shall have a casting vote.
- 8.5** Subject to paragraph 4.5, the Academy Council may invite attendance at meetings from persons who are not Academy Council Members to assist or advise on a particular matter or range of issues. Such persons may speak with the permission of the Chair but shall not be entitled to vote.
- 8.6** The Chief Executive Officer, Executive Principal for the Academy, link trustee, Governance Lead and other members of the Trust are entitled to attend and, with the permission of the Chair, speak at Academy Council meetings.
- 8.7** A register of attendance shall be kept for each Academy Council meeting and published following each meeting.
- 8.8** All Academy Council Members shall observe at all times the provisions of the Trust's code of conduct for Trustees, Policy and Scrutiny Committee members and Academy Council Members.
- 8.9** References in paragraph 4 to the "Chair" shall in the absence of the Chair be deemed to be references to the chair of the relevant meeting.

#### **ACADEMY COUNCIL MEMBERS' INTERESTS**

- 9.1** Academy Council Members are required to declare any business or other interests once a year by completing a declaration of interests. In addition, Academy Council Members are required to declare any business or other interests in any item being discussed at a meeting.
- 9.2** Each Academy Council Member, if present at a meeting of the Academy Council, is required to disclose their interest, withdraw from the meeting and not vote on a matter if:
- 9.2.1** there may be a conflict between their interests and the interests of either the Academy or the Trust;
- 9.2.2** there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
- 9.2.3** they have a personal interest (this is where they and/or a close relative will be directly affected by the decision of the Academy Council in relation to

that matter) in a matter.

## **DISQUALIFICATION & REMOVAL OF ACADEMY COUNCIL MEMBERS**

- 10.1** A person shall be ineligible for appointment to the Academy Council and, if already appointed, shall immediately cease to be an Academy Council Member if the relevant individual:
- 10.1.1** is or becomes disqualified from holding office under the Articles;
  - 10.1.2** is or becomes disqualified from holding office as a governor of a school or academy;
  - 10.1.3** is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
  - 10.1.4** is barred from any regulated activity relating to children;
  - 10.1.5** is or becomes bankrupt or makes any arrangement or composition with his/her creditors generally; or their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
  - 10.1.6** is convicted of any criminal offence (other than minor offences under the Road Traffic Acts or the Road Safety Acts for which a fine or non-custodial penalty is imposed or any conviction which is a spent conviction for the purposes of the Rehabilitation of Offenders Act 1974);
  - 10.1.7** has been fined for causing a nuisance or disturbance on school/academy premises during the 5 years prior to or since appointment or election as an Academy Council Member;
  - 10.1.8** refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;
  - 10.1.9** commits a serious breach of the code of conduct or any standing order or protocol implemented by the Trustees;
  - 10.1.10** does not complete the mandatory safeguarding & child protection and Prevent training on appointment or does not complete the annual safeguarding training update within a reasonable time;
  - 10.1.11** is absent without the permission of the Academy Council Members from all their meetings held within a period of six months and the trust board resolve that their office be vacated;
  - 10.1.12** resigns their office by notice in writing to the Chair;
  - 10.1.13** in the case of the Principal, they cease to be the Principal;
  - 10.1.14** their term of office expires and they are not re-appointed.

- 10.2** The Trustees shall have the right at their sole discretion to remove or suspend (on such terms as they see fit) any Academy Council Member by written notice to the Chair.

## **REPORTING PROCEDURES**

- 11.1** Within 21 days of each meeting the minutes of the Academy Council will be shared with the Academy Council members and available the trustees, having been checked for accuracy by the Principal and/or Chair.
- 11.2** The minutes will be formally agreed as a correct record of each meeting at the following meeting of the Academy Council.
- 11.3** Once agreed, the minutes will be available to share with the public on request.
- 11.4** Academy Council members will not disclose the detail of the discussions to anyone outside the meeting.