

Teesside Learning Trust
Academy Council Terms of Reference
Adopted by the Board of Trustees on 29th September 2016



1. INTRODUCTION

- 1.1** As a charity and company limited by guarantee, Teesside Learning Trust (the “Trust”) is governed by a Board of Trustees (the “Trustees”) who have overall responsibility and ultimate decision making authority for all the work of the Trust, including the establishing and running of the academies maintained by the Trust.
- 1.2** Appendix 1 details the Academies maintained by the Trust. (Each one is an “Academy” or collectively the “Academies”).
- 1.3** In order to assist with the discharge 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”).
- 1.4** These terms of reference apply to each Academy Council established by the Trustees and may only be amended by the Trustees.
- 1.5** The Trustees may review these terms of reference at any time but shall review them at least annually.

2. MEMBERSHIP

- 2.1** The Academy Council shall, unless the Board resolve otherwise, have a minimum of five members and a maximum of fifteen members.
- 2.2** The membership of each Academy Council (each an “Academy Council Member”) shall be as follows (unless the Board resolve otherwise):
 - 2.2.1** at least two parent members;
 - 2.2.2** two staff members;
 - 2.2.3** the Principal of the Academy;
 - 2.2.4** and other persons co-opted by members of the Academy Council up to a balance of fifteen.

Staff members to be no more than one third of the council members.

- 2.3** The Trustees shall:
 - 2.3.1** 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;
 - 2.3.2** make all necessary arrangements for, and determine all matters relating to, the election of staff Academy Council Members.
- 2.4** Subject to paragraph 2.5, the term of office for any Academy Council Member shall be four years, save that this time limit shall not apply to the Principal. Subject to remaining eligible, any member may put themselves forward for re-appointment or re-election (as the case may be).

- 2.5** The term of office for a co-opted Academy Council Member shall be as specified in the appointment of such co-opted member up to a maximum term of four years.
- 2.6** Subject to paragraph 2.7:
- 2.6.1** the Academy Council shall appoint an Academy Council Member to act as chair of the Academy Council (the Chair);
- 2.6.2** 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);
- 2.6.3** the Academy Council Members will elect a temporary replacement from among the members present at the meeting in the absence of both the Chair and the Vice-Chair.

3. REMIT OF THE ACADEMY COUNCIL

- 3.1** The Academy Council shall:
- 3.1.1** act as a critical friend to the Principal;
- 3.1.2** represent the views of the community in discussions on budget issues that relate to community engagement and activity and make recommendations to the Principal;
- 3.1.3** support the Trust's senior management staff, deal with parental complaints pursuant to the Trust policy on parental complaints; and
- 3.1.4** support the Principal of other Academies in exclusion processes where appropriate.
- 3.2** A high-level summary of the key activities and functions to be undertaken throughout the year by the Academy Council is set out in Appendix 2.
- 3.3** 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.
- 3.4** Save with the consent of the Trustees, the Academy Council may not establish sub-committees.
- 3.5** Without prejudice to the Trustees' other rights to remove any governor and the Trustee's rights to amend these terms of reference at any time, where the Trustees have concerns about the performance of an Academy Council they may amongst other actions:
- 3.5.1** require the relevant Academy Council to adopt and comply with a governance
- 3.5.2** suspend or remove any or all of the matters delegated to the Academy Council;
- 3.5.3** suspend or remove any or all of the governors of the relevant Academy Council;
- 3.6** The Trustees may exercise their powers in connection with clause where:
- 3.6.1** the Trustees (acting reasonably) have concerns about governance or operations at the Academy;
- 3.6.2** the Academy has a deficit budget (both revenue and capital) in excess of targets set by the Trustees from time to time;
- 3.6.3** the Trustees (acting reasonably) have concerns about the finances of the Academy;
- 3.6.4** the Academy has materially or consistently failed to obtain key performance indicators set by the Trustees;

4. ACADEMY COUNCIL MEETINGS

- 4.1** The Academy Council will meet three times a year. The Principal shall ensure that a clerk is provided to take minutes at meetings of the Academy Council.
- 4.2** The quorum for the transaction of the business of the Academy Council shall be three Academy Council Members provided that that at least one of them is an Academy Council Member appointed

by the Trustees (not including staff members or parent members).

- 4.3 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.
- 4.4 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.
- 4.5 The Chief Executive Officer and other members of the Trust are entitled to attend and, with the permission of the Chair, speak at Academy Council meetings.
- 4.6 A register of attendance shall be kept for each Academy Council meeting and published annually.
- 4.7 All Academy Council Members shall observe at all times the provisions of the Trust's code of governance and code of conduct for Academy Council Members.
- 4.8 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.

5. MEMBERS' INTERESTS

- 5.1 Academy Council Members are required to declare any business or other interests in any item being discussed at a meeting.
- 5.2 Each Academy Council Member, if present at a meeting of the Academy Council, disclose their interest, withdraw from the meeting and not vote on a matter if:
 - 5.2.1 there may be a conflict between their interests and the interests of either the Academy or the Trust;
 - 5.2.2 there is reasonable doubt about their ability to act impartially in relation to a matter where a fair hearing is required; or
 - 5.2.3 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.

6. DISQUALIFICATION & REMOVAL OF ACADEMY COUNCIL MEMBERS

- 6.1 A person shall be ineligible for appointment to the Academy Council and, if already appointed, shall immediately cease to be a Academy Council Member if the relevant individual:
 - 6.1.1 is or becomes disqualified from holding office under the Articles;
 - 6.1.2 is or becomes disqualified from holding office as a governor of a school or academy;
 - 6.1.3 is included in the list of teachers or workers considered by the Secretary of State as unsuitable to work with children or young people;
 - 6.1.4 is barred from any regulated activity relating to children;
 - 6.1.5 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;
 - 6.1.6 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);
 - 6.1.7 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;
 - 6.1.8 refuses to an application being made to the Disclosure and Barring Services (DBS) for a criminal records check;

- 6.1.9** commits a serious breach of the code of conduct or any standing order or protocol implemented by the Trustees;
- 6.1.10** is absent without the permission of the Academy Council Members from all their meetings held within a period of six months and the Academy Council Members resolve that his office be vacated;
- 6.1.11** resigns his/her office by notice in writing to the Chair;
- 6.1.12** in the case of the Principal, they cease to be the Principal;
- 6.1.13** their term of office expires and they are not re-appointed.

6.2 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.

7. REPORTING PROCEDURES

7.1 Within 21 days of each meeting the Academy Council will produce and agree minutes of its meetings (the Minutes).

7.2 The Minutes can be agreed by Academy Council Members by email.

7.3 The Minutes will be made available to the Trustees within 21 days following each Academy Council meeting.

Appendix 1

The Trust's current academies are:

- Badger Hill Academy
- Freebrough Academy
- Thornaby Academy
- Whitecliffe Academy

Appendix 2

Key Activities

Typical Inputs

