

APPENDIX 2 FUNCTIONING OF THE LOCAL ADVISORY BOARD

1. CHAIR AND VICE-CHAIR OF THE LOCAL ADVISORY BOARD

1.1 The members of the Local Advisory Board shall each school year, at their first meeting in that year, elect a chair and a vice-chair from among their number to serve until a successor is appointed or a vacancy occurs as envisaged in paragraph 1.3. A person who is employed by the Trust (whether or not at the Academy) shall not be eligible for election as chair or vice-chair of the Local Advisory Board.

1.2 When the Academy is first established, an interim chair and interim vice-chair of the Local Advisory Board may be appointed by the Directors.

1.3 Subject to paragraph 1.4, the chair or vice-chair of the Local Advisory Board shall hold office as such until his successor has been elected in accordance with this clause 1.

1.4 The chair or vice-chair of the Local Advisory Board may at any time resign his office by giving notice in writing to the Directors'. The chair or vice-chair of the Local Advisory Board shall cease to hold office if:

1.4.1 He/she ceases to serve as a governor on the Local Advisory Board;

1.4.2 He/she is removed from his office as chair or vice-chair of the Local Advisory Board (as the case may be) in accordance with this Scheme of Governance and Delegation; or

1.4.3 in the case of the vice-chair of the Local Advisory Board, he is elected in accordance with this Scheme of Governance and Delegation to fill a vacancy in the office of chair of the Local Advisory Board.

1.5 Where by reason of any of the matters referred to in paragraph 1.4, a vacancy arises in the office of chair or vice-chair of the Local Advisory Board, the governors of the Local Advisory Board shall at its next meeting elect one of their number to fill that vacancy.

1.6 Where the chair is absent from any meeting of the Local Advisory Board or there is at the time a vacancy in the office of the chair, the vice-chair of the Local Advisory Board shall act as the chair of the Local Advisory Board for the purposes of the meeting.

1.7 The chair or vice-chair of the Local Advisory Board may only be removed from office by the Directors' at any time or by the Local Advisory Board in accordance with this Scheme of Governance and Delegation.

1.8 A resolution to remove the chair or vice-chair of the Local Advisory Board from office which is passed at a meeting of the Local Advisory Board shall not have effect unless:

1.8.1 it is confirmed by a resolution passed at a second meeting of the Local Advisory Board held not less than fourteen days after the first meeting;

1.8.2 the matter of the chair's or vice-chair's removal from office (as the case may be) is specified as an item of business on the agenda for each of those meetings.

1.9 Before a resolution is passed by the Local Advisory Board at the relevant meeting as to whether to confirm the previous resolution to remove the chair or vice-chair of the Local Advisory Board from office, the person(s) proposing his removal shall at that meeting state their reasons for doing so and the chair or vice-chair of the Local Advisory Board (as the case may be) shall be given an opportunity to make a statement in response.

2. CONFLICTS OF INTEREST

2.1. Any governor of the Local Advisory Board 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 his duties as a governor of the Local Advisory Board shall disclose that fact to the Local Advisory Board and the Directors' as soon as he/she becomes aware of it. A person must absent himself/herself from any discussions of the Local Advisory Board in which it is possible that a conflict will 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 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 this Scheme of Governance and Delegation and the Articles, the Articles shall prevail.

2.4. Any disagreement between the governors of the Local Advisory Board, the Headteacher and/or any subcommittee of the Local Advisory Board shall be referred to the Directors for their determination.

3. THE MINUTES

3.1. The minutes of the proceedings of a meeting of the Local Advisory Board shall be drawn up and entered into a file kept for the purpose by the person authorised to keep the minutes of the Local Advisory Board and shall be signed (subject to the approval of the governors of the Local Advisory Board) at the same or next subsequent meeting by the person acting as chair of the Local Advisory Board.

3.2. The chair of the Local Advisory Board shall ensure that copies of minutes of all meetings of the Local Advisory Board (and such of the [subcommittees/] task groups as the Directors' shall from time to time notify) shall be provided to the Directors' as soon as reasonably practicable after those minutes are approved.

4. TASK GROUPS

4.1. Subject to this Scheme of Governance and Delegation and the Articles, the Local Advisory Board may assign tasks to subsets of the Local Advisory Board who may work independently of the Local Advisory Board to develop plans, review provision or form recommendations. These groups will not have delegated powers to make decisions on behalf of the Local Advisory Board but will simply feed back to the Directors' who may or may not act on their recommendations.

5. DELEGATION

5.1. Provided such power or function has been delegated to the Local Advisory Board, the Local Advisory Board may further delegate to the Headteacher or any other holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation may be made subject to any conditions either the Directors or the Local Advisory Board may impose and may be revoked or altered.

6. MEETINGS OF THE LOCAL ADVISORY BOARD

6.1. The Local Advisory Board shall meet up to five times in every school year. A meeting schedule for the academy year 2017/2018 will be drawn up and the Local Advisory Board meetings must be set to align with the termly meetings of the Directors' so that reports from the Local Advisory Board's can be considered by the Directors'. Meetings of the Local Advisory Board shall be convened by the Clerk to the Local Advisory Board. In exercising his/her functions under this Scheme of Governance and Delegation, the Clerk shall comply with any direction:

6.2.1. given by the Directors' or the Local Advisory Board; or

6.2.2. given by the chair of the Local Advisory Board or, in his/her absence or where there is a vacancy in the office of chair, the vice-chair of the Local Advisory Board, so far as such direction is not inconsistent with any direction given as mentioned in 6.2.1 above.

6.3. Any three governors of the Local Advisory Board may, by notice in writing given to the Clerk, requisition a meeting of the Local Advisory Board and it shall be the duty of the Clerk to convene such a meeting as soon as is reasonably practicable.

6.4. Each governor of the Local Advisory Board shall be given at least seven clear days before the date of a meeting of the Local Advisory Board:

6.4.1. notice in writing thereof, signed by the Clerk, and sent to each governor of the Local Advisory Board at the email address provided by each governor

6.4.2. a copy of the agenda for the meeting;

6.4.3 provided that where the chair of the Local Advisory Board or, in his/her absence or where there is a vacancy in the office of chair, the vice-chair of the Local Advisory Board, so determines on the ground that there are matters demanding urgent consideration, it shall be sufficient if the written notice of a meeting and the copy of the agenda thereof are given within such shorter period as he/she directs.

6.5. The convening of a meeting and the proceedings conducted thereat shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda thereof.

6.6. A resolution to rescind or vary a resolution carried at a previous meeting of the Local Advisory Board shall not be proposed at a meeting of the Local Advisory Board unless the consideration of the rescission or variation of the previous resolution is a specific item of business on the agenda for that meeting.

6.7. A meeting of the Local Advisory Board shall be terminated forthwith if:

6.7.1. the governors of the Local Advisory Board so resolve; or

6.7.2. the number of governors of the Local Advisory Board who are present ceases to constitute a quorum for a meeting of the Local Advisory Board in accordance with paragraph 6.10, subject to paragraph 6.12.

6.8. Where, in accordance with paragraph 6.7, 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 disposed of, a further meeting shall 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.

6.9. Where the Local Advisory Board resolves in accordance with paragraph 6.7 to adjourn a meeting before all the items of business on the agenda have been disposed of, the Local Advisory Board shall, before doing so, determine the time and date at which a further meeting is to be held for the purposes of completing the consideration of those items, and they shall direct the Clerk to convene a meeting accordingly.

6.10. Subject to paragraph 6.12, the quorum for a meeting of the Local Advisory Board, and any vote on any matter thereat, shall be any three of the governors of the Local Advisory Board or, where greater, any one third (rounded up to a whole number) of the total number of persons holding office as governors on the Local Advisory Board.

6.11. The Local Advisory Board may act notwithstanding any vacancies on its board, but, if the numbers of persons serving as governors on the Local Advisory Board is less than the number fixed as the quorum, the continuing persons may act only for the purpose of filling vacancies or of calling a further meeting of the Local Advisory Board.

6.12. The quorum for the purposes of:

6.12.1. any vote on the removal of a governor from the Local Advisory Board in accordance with this Scheme of Governance and Delegation shall be any two-thirds (rounded up to a whole number) of the governors of the Local Advisory Board who are at the time persons entitled to vote on those respective matters plus a Director.

6.13. Subject to this Scheme of Governance and Delegation, every question to be decided at a meeting of the Local Advisory Board shall be determined by a majority of the votes of the persons present and entitled to vote on the question. Every governor of the Local Advisory Board shall have one vote.

6.14. Any decision to remove the chair of the Local Advisory Board shall be at the sole discretion of the Directors' but the Local Advisory Board may advise the Directors' in relation to the same.

6.15. Subject to paragraphs 6.10 – 6.12, where there is an equal division of votes at a meeting of the Local Advisory Board, the person acting as chair of the Local Advisory Board at that meeting shall have a casting vote in addition to any other vote he may have.

6.16. The proceedings of the Local Advisory Board shall not be invalidated by

6.16.1. any vacancy on the board; or

6.16.2. any defect in the election, appointment or nomination of any person serving as a governor on the Local Advisory Board.

6.17. The Local Advisory Board shall ensure that a copy of

- 6.17.1. the agenda for every meeting of the Local Advisory Board,
- 6.17.2. the draft minutes of every such meeting, if they have been approved by the person acting as chair of the Local Advisory Board at that meeting,
- 6.17.3. the signed minutes of every such meeting and
- 6.17.4. any report, document or other paper considered at any such meeting

are, as soon as is reasonably practicable, made available at the Academy to persons wishing to inspect them.

6.18. There may be excluded from any item required to be made available in pursuance of paragraph 6.17, any material relating to:

- 6.18.1. a named teacher or other person employed, or proposed to be employed, at the Academy;
- 6.18.2. a named pupil at, or candidate for admission to, the Academy; and
- 6.18.3. any matter which, by reason of its nature, the Local Advisory Board is satisfied should remain confidential.

6.19. Any governor on the Local Advisory Board shall be able to participate in meetings of the Local Advisory Board by telephone or video conference provided that:

- 6.19.1. He/she has given notice of his/her intention to do so detailing the telephone number on which he can be reached and/or appropriate details of the video conference suite from which he/she shall be taking part at the time of the meeting at least 48 hours before the meeting; and
- 6.19.2. the Local Advisory Board has access to the appropriate equipment.

If, after all reasonable, efforts it does not prove possible for the person to participate by telephone or video conference, the meeting may still proceed with its business provided it is otherwise quorate.

6.20 The Headteacher shall be an ex-officio governor on the Local Advisory Board and has the same voting rights as any other governor on the Local Advisory Board. The clerk and the business manager of the Academy may attend meetings of the Local Advisory Board as observers but shall not have any voting rights.

7. NOTICES

7.1. Any notice to be given to or by any person pursuant to this Scheme of Governance and Delegation (other than a notice calling a meeting of the Local Advisory Board) shall be in writing or shall be given using electronic communications to an address for the time being notified for that purpose to the person giving the notice. In these Articles, "Address" in relation to electronic communications, includes a number or address used for the purposes of such communications.

7.2. A notice may be given by the Local Advisory Board to its governors either personally or by sending it by post in a prepaid envelope addressed to the governor at his/her registered address or by leaving it at that address or by giving it using electronic communications to an address for the time being notified to the Local Advisory Board by the governor.

A governor of the Local Advisory Board whose registered address is not within the United Kingdom and who gives to the Local Advisory Board an address within the United Kingdom at which notices may be given to him/her, or an address to which notices may be sent using electronic communications, shall be entitled to have notices given to him/her at that address, but otherwise no such member shall be entitled to receive any notice from the Local Advisory Board.

7.3. A governor of the Local Advisory Board present, either in person or by proxy, at any meeting of the Local Advisory Board shall be deemed to have received notice of the meeting and, where necessary, of the purposes for which it was called.

7.4. Proof that a notice contained in an electronic communication was sent in accordance with guidance issued by the Institute of Chartered Secretaries and Administrators shall be conclusive evidence that the notice was given. A notice shall be deemed to be given at the expiration of 48 hours after the time an electronic communication was sent.

8. INDEMNITY

8.1. Subject to the provisions of the Companies Act 2006 every governor of the Local Advisory Board or other officer or auditor of the Trust acting in relation to the Academy shall be indemnified out of the assets of 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 he/she 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.

APPENDIX 3

RESERVATION OF POWERS

The Directors reserve the right to deliver themselves the powers and functions, as delegated under this Scheme to the Local Advisory Board, in the following circumstances:

1. Academy in Special Measures

1.1 In the event that the Academy is placed in Special Measures, the Directors' may exercise any or all powers delegated to the Local Advisory Board under this Scheme of Governance and Delegation which the Trustees, in their absolute discretion, deem necessary to operate the Academy.

1.2 The Local Advisory Board may continue to operate the Academy on a day-to-day basis, subject to regular consultation with the Chair of the Directors and the Chief Executive Officer.

2. Academy with "Serious Weaknesses".

2.1 In the event that the Academy is notified of "Serious Weaknesses" following an Ofsted inspection, the Directors' may:

2.1.1 require their prior approval of any and all decisions by the Local Advisory Board to enter into contracts, further to clause 10 of this Scheme of Governance and Delegation;

2.1.2 review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

2.2 The Local Advisory Board may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Trustees and Chief Executive Officer regularly informed, at their reasonable request, of progress generally, operational decisions and other matters of importance to the running of the Academy.

3. Academy "Requiring Improvement" and does not have the capacity to rapidly improve to 'good or outstanding'.

3.1 In the event that the Academy is deemed to "Require Improvement", the directors may:

3.1.1 review any other major decision which it considers to be necessary to maximise the efficient running of the Academy.

3.2 The Local Advisory Board may continue to oversee operation of the Academy on a day-to-day basis, in conjunction with the Headteacher and staff of the Academy, but shall keep the Directors' the Chief Executive Officer regularly informed.

4. Directors' discretion

4.1 The Directors' may override provisions relating to delegation to the Local Advisory Board contained in this Scheme of Governance and Delegation where, in their absolute discretion, they deem it necessary for the efficient operation of the Academy or the Trust.

4.2 If the Directors' decide to exercise their power under this clause 4, the Chair of Directors' and the Chief Executive Officer of the Trust shall be authorised to exercise this right.