



TERMS OF REFERENCE FOR
LOCAL ACADEMY COUNCIL
ENDEAVOUR LEARNING
TRUST

Endeavour Learning Trust

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1 INTERPRETATION

1.1 In this document:-

“Academy”	means either Tarleton Academy/ Burscough Priory Academy/ Churchtown Primary School which is one of the Trust’s academies and to which these terms of reference equally apply;
“Articles”	means the Articles of Association of the Trust;
“Chief Executive Officer”	means the person appointed by the Trustees as an employee to oversee and co-ordinate all Trust activities;
“Clerk”	means the person appointed to act as clerk to the Local Academy Council;
“Chief Operating Officer”	means the person appointed by the Trustees as an employee, under the overall direction of the Chief Executive, to oversee the financial and operational (inc. HR) aspects of the Trust;
“Funding Agreements”	means the Master Funding Agreement entered into between the Secretary of State and the Trust for the funding of the Trust’s academies, as amended from time to time, and the Supplemental Funding Agreement entered into between the Secretary of State and the Trust for funding relating to the Academy, as amended from time to time;
“Local Academy Councillor”	means a member of the Local Academy Council;
“LA”	means the Council in whose area the applicable Academy is situated;
“Local Academy Council”	means the Local Academy Council of the Academy constituted pursuant to article 100 (a) of the Trust’s Articles and as provided by paragraph 4 of this document;
“Personal Financial Interest”	means any interest in the employment or remuneration of, or the provision of any other benefit to, a Local Academy Councillor as further detailed within Article 6 of the Articles (as applied to the Trustees);
“Executive Head/Headteacher”	means an employee of the Trust appointed to have responsibility for the strategic leadership and the day to day operations of the Academy;

“Head of School”	means the employee at the Academy who has been appointed to carry out the operational day to day running of the Academy under the strategic leadership and line management of the Executive Head (as applicable);
“the Trust”	means Endeavour Learning Trust, a company limited by guarantee having registered company number 07848372 and registered address Tarleton Academy Hesketh Lane, Tarleton, Preston, PR4 6AQ; and
“the Trustees”	means those persons appointed as Directors (under company law) who are also Trustees of the Trust (under charity law).

2 THESE TERMS OF REFERENCE

- 2.1 These terms of reference are drafted and maintained by the Trust. The Trustees may make amendments to these terms of reference from time to time, pursuant to the Trust’s Articles within their absolute discretion.
- 2.2 In the event that amendments are made, the Trust shall notify the Chair of the Local Academy Council, who shall make the other Local Academy Councillors aware of such changes at the earliest opportunity.

3 THE TRUST AND LOCAL ACADEMY COUNCIL

- 3.1 The Trust is a charitable company limited by guarantee. It has entered into the Funding Agreements with the Department for Education so it is the Trust that is ultimately responsible to the Department for Education.
- 3.2 The Trustees are the charity trustees (within the terms of S.177 of the Charities Act 2011) and responsible for the general control and management of the administration of the Trust in accordance with the provisions set out in the Articles.
- 3.3 The Local Academy Council shall be a committee of the Trustees established pursuant to Article 100 a) of the Articles.

4 LOCAL ACADEMY COUNCIL - LOCAL ACADEMY COUNCILLORS

- 4.1 The overarching principles governing the composition of the Local Academy Council are as follows:-
 - 4.1.1 where the Academy is performing well, the Local Academy Council will have increased autonomy from the Trust and the Trust may have less overall involvement with its governance structure;
 - 4.1.2 where the Academy is performing less well, the Trust will have increased involvement with the Local Academy Council, including increased direct appointees on the Local Academy Council.

4.2 Membership of the Local Academy Council shall be determined in accordance with the following provisions:-

4.2.1 The total membership shall be not less than 10 nor more than 14.

4.2.2 The membership of the Local Academy Council shall comprise:-

- (a) **The Executive Headteacher/Headteacher(s);**
- (b) **The Head of School if applicable;**
- (c) **2 Elected Parents;**
- (d) **1 Elected Staff;**
- (e) **Appointees of the Trust.**

4.3 The Local Academy Council may continue to act notwithstanding a vacancy in its composition.

5 APPOINTMENT OF CHAIR AND VICE-CHAIR OF LAC

5.1 **The Chair of the Academy's first Local Academy Council may be appointed by the Trustees. Each subsequent Chair shall be appointed from amongst all of the Local Academy Councillors at the Academy after consultation with the Trustees.**

5.2 The term of office of the Chair of a Local Academy Council shall be 1 year. Further, subject to remaining eligible to be a Chair, any Local Academy Councillor may be re-appointed as Chair in accordance with paragraph 5.1.

5.3 The Vice-Chair of the Local Academy Council shall be appointed by the Local Academy Councillors from amongst all of the Local Academy Councillors for a term of 1 year.

5.4 For the avoidance of doubt, there is no presumption that the Vice-Chair shall automatically become the Chair following the removal or retirement of the Chair. Subject to remaining eligible to be a Vice Chair, any Local Academy Councillors may be re-appointed for further terms of office as Vice-Chair by the Local Academy Councillors.

5.5 If both the Chair and the Vice-Chair are absent from any meeting of the Local Academy Council, those Local Academy Councillors present shall appoint one of their number to chair the meeting.

6 RESPONSIBILITIES OF TRUSTEES, CHIEF EXECUTIVE OFFICER AND LOCAL ACADEMY COUNCIL

6.1 **In summary, the role of the Trustees involves controlling the management and administration of the Trust. This includes developing and implementing overall strategy, vision and consistency of brand, and ensuring value for money and legal compliance of the Trust. The Trustees are responsible for ensuring the Trust is solvent, well-run and delivering the Trust's charitable objects. The Trustees must also hold the Chief Executive Officer to account.**

- 6.2 **The role of the Chief Executive Officer is to have delegated responsibility for the operation of the Trust including the performance of the Trust's academies. He or she manages the Executive Headteachers/Headteachers of the Trust's academies and is also the Accounting Officer with overall responsibility for the finances of the Trust.**
- 6.3 **The role of Local Academy Councillors (constituting the Local Academy Council) is to carry the Trust's vision forward, based on the specific qualities and community characteristics of each academy. The Local Academy Councillors are expected to question and challenge Academy leadership and to hold them to account.**
- 6.4 The Trust's Scheme of Delegation for the Academy can be found at **Appendix 1**. This document sets out in detail the delegation of functions between the Trustees, Executive and Local Academy Councils. It also identifies who can take decisions on specified matters.

7 RESIGNATION & REMOVAL OF LOCAL ACADEMY COUNCILLORS

- 7.1 A Local Academy Councillor may at any time resign his or her office by giving notice in writing to the Clerk to the Local Academy Council.
- 7.2 A Local Academy Councillor shall cease to hold office if he or she is removed by the person or persons who appointed him or her. This provision does not apply in the case of the Parent Local Academy Councillor who may be removed by the Trustees.
- 7.3 The Trustees may terminate the appointment of any Local Academy Councillor, including Parent Local Academy Councillors, whose presence or conduct is deemed by the Trustees not to be in the best interests of the Trust or the Academy.
- 7.4 A Parent Local Academy Councillor shall automatically cease to hold office when his or her child or children cease to be a pupil or pupils at the Academy. This does not prevent the Trustees agreeing to appoint a former Parent Local Academy Councillor a Trustee appointed Local Academy Councillor.

8 PERSONS INELIGIBLE TO BE LOCAL ACADEMY COUNCILLORS

- 8.1 No person shall be qualified to be a Local Academy Councillor unless he or she is aged 18 or over at the date of his or her election or appointment. No current pupil of the Academy shall be a Local Academy Councillor.
- 8.2 A Local Academy Councillor shall cease to hold office if he or she becomes incapable by reason of mental disorder, illness or injury of managing or administering his or her own affairs.
- 8.3 A Local Academy Councillor shall cease to hold office if he or she is absent without the permission of the Local Academy Councillor or Trustees from all Local Academy Council meetings held within a period of six months and the Local Academy Councillors resolve that this office is deemed to be vacated.

- 8.4 A Local Academy Councillor shall cease to hold office if he or she would be disqualified from acting as a charity trustee by virtue of sections 178-180 of the Charities Act 2011 (or any statutory re-enactment or modification of that provision).
- 8.5 A person shall be disqualified from holding or continuing to hold office as a Local Academy Councillor:-
- 8.5.1 If:-
- (a) his or her estate has been sequestrated and the sequestration has not been discharged, annulled or reduced;
 - (b) he or she is the subject of a bankruptcy restrictions order or an interim order.
- 8.5.2 At any time when he or she is:-
- (a) included in the children or vulnerable adults barred lists maintained by the Disclosure and Barring Service;
 - (b) does not meet the requirements set out under the statutory guidance Keeping Children Safe in Education (as amended); or
 - (c) disqualified from working with section 75 of the Childcare Act 2006 and The Childcare (Disqualification) Regulations 2009.
- 8.5.3 Where he or 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 a person has been convicted of any offence which falls under sections 178-180 of the Charities Act 2011.
- 8.5.4 If he or she has not complied with the Trust's DBS policies. Local Academy Councillors are required to be familiar with the DBS policies and must act in compliance with them.
- 8.5.5 Is the subject of a direction made pursuant to section 128 of the Education and Skills Act 2008.
- 8.6 Where a person becomes disqualified from holding, or continuing to hold office as a Local Academy Councillor and he or she is, or is proposed, to become such a Local Academy Councillor, he or she shall upon becoming so disqualified give written notice of that fact to the Chair of the Trust.

9 LOCAL ACADEMY COUNCILLORS' TERM OF OFFICE

- 9.1 Any Local Academy Councillor shall hold and vacate office in accordance with the terms of his or her appointment but, except in the cases of the Executive Head/Headteacher or Head of School, the length of his term of office shall not exceed four years.

9.2 All elected Local Academy Councillors shall hold office for a term of office not exceeding four years.

9.3 Subject to remaining eligible to be a Local Academy Councillor, any Local Academy Councillor may be re-appointed for consecutive periods as Trustee appointed Local Academy Councillors as the Trustees see fit.

10 CONFLICTS OF INTEREST

10.1 The income and property of the Academy must be applied solely towards the provision of the objects as detailed in the Articles. The restrictions which apply to the Trustees with regard to having a Personal Financial Interest shall also apply to the Local Academy Councillors.

10.2 The procedure detailed at Article 6 of the Articles shall apply to the Local Academy Council.

10.3 Any Local Academy Councillor who has any duty or personal interest (including but not limited to any Personal Financial Interest) which conflicts or may conflict with his or her duties as a Local Academy Councillor shall disclose that fact to the Local Academy Councillors as soon as he or she becomes aware of it and it must be recorded in the Trust's Register of Interests. A Local Academy Councillor must absent himself or herself from any discussions of the Local Academy Councillors in which it is possible that a conflict will arise between his or 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).

10.4 The Local Academy Council shall appoint a responsible Local Academy Councillor to maintain and keep updated the register of interests and records of conflict of interest.

10.5 No Local Academy Councillor is permitted to use his or her connection to the Trust or Academy for personal gain, including payment under terms that are preferential to those that would be offered to an individual or organisation with no connection to the Trust.

10.6 All Local Academy Councillors must ensure that they comply with the relevant parts of the Academies Financial Handbook as amended from time to time.

11 MEETINGS OF LOCAL ACADEMY COUNCIL

11.1 The Local Academy Council shall meet at least once in every term, and shall hold such other meetings as may be necessary.

11.2 All meetings shall be convened by the Clerk, who shall send to the Local Academy Councillors written notice of the meeting and a copy of the agenda at least seven clear days in advance of the meeting.

11.3 Notice of a meeting of the Local Academy Council and the agenda may be sent to the Local Academy Councillors by post or electronically.

- 11.4 A special meeting of the Local Academy Council shall be called by the Clerk whenever requested by the Chair or at the request in writing by any three Local Academy Councillors. Where there are matters demanding urgent consideration, the Chair or, in his absence, the Vice-Chair may waive the need for seven days' notice of the meeting and substitute such notice as he thinks fit.
- 11.5 The convening of a meeting and the proceedings conducted shall not be invalidated by reason of any individual not having received written notice of the meeting or a copy of the agenda.

12 QUORUM FOR LOCAL ACADEMY COUNCILLORS' MEETINGS

- 12.1 Meetings of the Local Academy Council shall be quorate if three Local Academy Councillors are present, subject to staff members not being in the majority.
- 12.2 If the number of Local Academy Councillors assembled for a meeting of the Local Academy Council does not constitute a quorum, the meeting shall not be held. If in the course of a meeting of the Local Academy Council the number of Local Academy Councillors present ceases to constitute a quorum, the meeting shall be terminated forthwith.
- 12.3 If for lack of a quorum a meeting cannot be held or, as the case may be, cannot continue, the Chair shall, if he or she thinks fit, determine the time and date at which a further meeting shall be held and shall direct the Clerk to convene the meeting accordingly.

13 PROCEEDINGS OF LOCAL ACADEMY COUNCILLORS' MEETINGS

- 13.1 Every question to be decided at a meeting of the Local Academy Council shall be determined by a majority of the votes of the Local Academy Councillors present and voting on the question. Every Local Academy Councillor shall have one vote. Where there is an equal division of votes the Chair of the meeting shall have a second or casting vote.
- 13.2 A Local Academy Councillor may not vote by proxy.
- 13.3 No resolution of the Local Academy Councillors may be rescinded or varied at a subsequent meeting unless consideration of the rescission or variation is a specific item of business on the agenda for that meeting.
- 13.4 Any Local Academy Councillor who is also an employee of the Trust shall withdraw from that part of any meeting of the Local Academy Council at which his or her remuneration, conditions of service, promotion, conduct, suspension, dismissal or retirement are to be considered.
- 13.5 A resolution in writing, signed by all the Local Academy Councillors (or all of the members of a committee of the Local Academy Councillors), shall be valid and effective as if it had been passed at a meeting of the Local Academy Councillors or (as the case may be) a committee of Local Academy Councillors duly convened and held.

Such a resolution may consist of several documents in the same form, each signed by one or more of the Local Academy Councillors (or the members of a committee, as the case may be).

- 13.6 Any Local Academy Councillor may participate in meetings of the Local Academy Council by telephone or video conference only in extraordinary circumstances and with the prior written permission of the Chair (or in the absence of the Chair, the Vice Chair).

14 MINUTES AND PUBLICATION

- 14.1 At every meeting of the Local Academy Council the minutes of the last meeting shall be presented for the Local Academy Councillors present to consider and agree to be accurate, and shall be signed as a true record by the Chair of the meeting.
- 14.2 At least annually in the Autumn Term the Local Academy Council shall review and note the Academy's safeguarding policy and a minute to this effect shall appear in the minutes of the meeting.
- 14.3 The Clerk shall ensure that a copy of the agenda for every meeting of the Local Academy Councillors, the draft minutes of every such meeting (if they have been approved by the Chair of that meeting), the signed minutes of every such meeting and any report, document or other paper considered at any such meeting are, as soon as is reasonably practicable, made available to the Local Academy Councillors.

15 DELEGATION OF FUNCTIONS AND COMMITTEES

- 15.1 The Local Academy Council may establish Committees and the powers of any such Committees, their terms of reference and membership shall be determined by the Local Academy Council in accordance with any guidance or policies of the Trust.
- 15.2 The Committees may include members who are not Local Academy Councillors.
- 15.3 Except where it is otherwise constrained within its terms of reference, a Committee may invite attendance by persons who are neither Local Academy Councillors nor committee members where such attendance is considered by the members of the Committee to benefit its deliberations.
- 15.4 Copies of the minutes of Committee meetings are to be circulated to all Local Academy Councillors and those who are entitled to attend Local Academy Council meetings.
- 15.5 The Trustees within their absolute discretion may veto a proposed Committee.

16 FINANCIAL MATTERS

- 16.1 The budget of the Academy will be considered by the Local Academy Council at appropriate review points.
- 16.2 The budget of the Academy will be compiled and proposed to the Chief Executive Officer/Chief Operating Officer by the Executive Head/Headteacher(s). Following

Chief Executive Officer's agreement, the budget is to be submitted to the Trustees for approval and, for the avoidance of doubt, the Academy budget shall not be effective until such time as it has been approved by the Trustees.

17 RESPONSIBILITIES OF THE HEADTEACHER/ EXECUTIVE HEADTEACHER

17.1 Subject to responsibilities of the Local Academy Council and the policy statements of the Trust, the Executive Head/Headteacher shall be responsible to the Local Academy Council for:-

- implementing the agreed policies and procedures laid down by the Local Academy Council, including the implementation of all statutory regulations;
- advising the Local Academy Council on strategic direction, forward planning and quality assurance;
- the leadership and management of the Academy;
- the operational admission of pupils;
- managing the delegated budget and resources;
- advising the Local Academy Council of the appointment of the Vice Principal and such other senior posts;
- the appointment of all other staff and (except to the extent directed otherwise by the Trustees), the salary grading proposal to the Trust board, allocation of duties, appraisal and discipline of all staff;
- the maintenance of good order and discipline by the pupils including their fixed term or permanent exclusion within the framework laid down by the Local Academy Council; and
- all such additional functions as may be assigned under the job description or contract of employment.

18 CONDUCT OF STAFF

18.1 The Trust (as employer) is responsible for determining the human resource policies, procedures and terms and conditions of service for all employees including the setting of appropriate rules for the conduct of staff, in each case as developed with each Academy. The local Joint Consultation and Negotiation Committee will also be consulted, as appropriate.

19 RULES AND BYELAWS

19.1 The Local Academy Council shall have the power to make rules and bye-laws in respect of the governance and conduct of the Academy as it shall think fit. Such rules and bye-laws shall be subject to the provisions of this document and to approval by the Trustees.

20 AMENDMENT OF INSTRUMENT AND RULES OF GOVERNMENT

20.1 As described in paragraph 2.1, this document may be modified or replaced by the Trust.

21 COPIES OF INSTRUMENT AND RULES OF GOVERNMENT

- 21.1 A copy of this document, and of any rules and bye-laws, shall be given to every Local Academy Councillor and shall be available for inspection upon request by members of staff during normal office hours at the offices of the Academy and the Trust.

22 EFFECTIVE DATE

- 22.1 This terms of reference shall come into effect on the date they are determined and approved by the Trustees.