

**New College Durham Academies Trust**

**Standing Orders  
of the Board and Committees**

Approved by the Academies Trust Board by Written Resolution 24 April 2020

# **New College Durham Academies Trust**

## **Standing Orders of the Board and Committees**

### **Introduction**

1. These Standing Orders apply to and refer to New College Durham Academies Trust, its Directors and every committee or working party of the Academies Trust Board, including the Local Governing Bodies and Members of the Local Governing Bodies.
2. Nothing in this document is meant to override the provisions of the Articles of Association of New College Durham Academies Trust which at all times are to be regarded as primary sources of guidance.
3. It is the responsibility of the Company Secretary to interpret the following documents and to advise the Board/Chair of the Academies Trust any time it appears that the Board or an individual Director or Local Governing Body Member is in breach of, or in danger of becoming in breach of, the regulations contained within:
  - Articles of Association
  - Standing Orders for the conduct of meetings and related issues
  - Code of Conduct for Directors and Local Governing Body Members
  - Terms of Reference for the Committees of the Academies Trust Board

### **Interpretation**

4. 'Academy' means any school which is established and maintained by New College Durham Academies Trust;

'Academies Trust Board' or 'Board' or 'ATB' means the Board of Directors of New College Durham Academies Trust;

'Academies Trust' means New College Durham Academies Trust;

'Articles' means Articles of Association adopted on 14 July 2011;

'Sponsor' means New College Durham;

'Co-Sponsor' means Durham County Council;

'Director' means a Director of New College Durham Academies Trust;

'LGB' means the Local Governing Body, a committee of the Academies Trust Board established for the purposes of overseeing the operation of an Academy;

'LGB Member' means a Member of the Local Governing Body;

### **Composition of the Academies Trust Board**

5. The composition of the Academies Trust Board is set out in the Articles of Association. For current composition see Appendix 1.

The Board currently comprises Sponsor Directors, Co-Sponsor Directors and Parent Directors. The quorum is any 3 Directors or 1/3 board if greater.

The Academies Trust Board will work closely with the Sponsor and Co-Sponsor to seek Directors with a wide range of relevant skills and expertise that will aim to reflect the diversity of the community it serves.

### **Appointment of Directors**

6. A Sponsor Director shall be appointed by the Academies Trust Board following nomination by the Sponsor for a fixed term of office not exceeding 4 years. A Co-Sponsor Director shall be appointed by the Academies Trust Board following nomination by the Co-Sponsor for a fixed term of office not exceeding 4 years.
7. The Company Secretary will notify the Sponsor and Co-Sponsor of any vacancies or impending vacancies. A Director shall be re-appointed for a further term of office if re-nominated by the Sponsor or Co-Sponsor.
8. Parent Directors shall be appointed for a fixed term of 4 years following election by the Parent Members of the Local Governing Bodies. The elected Parent Director must be a parent of a registered pupil at the Academy at the time when he/she is elected and the term of office will be subject to continuing to be a parent of a registered pupil at the Academy.
9. The usual term of service for a Director will not exceed 8 years. However, where continuous service beyond this period is of particular value to the Academies Trust Board (eg. to ensure continuity, to ensure the Board has members with necessary skills) then such re-appointment may be made.

## **Composition of Local Governing Bodies and appointment of LGB Members**

10. The composition and quorum of the Local Governing Bodies is determined by the Academies Trust Board. There is one Local Governing Body for each Academy. For current composition see Appendix 1.
11. The Local Governing Bodies comprise Sponsor Members, Co-Sponsor Members, Parent and Staff Members.
12. Sponsor LGB Members shall be appointed by the Academies Trust Board following nomination by the Sponsor for a fixed term of 2 years. Co-Sponsor LGB Members shall be appointed by the Academies Trust Board following nomination by the Co-Sponsor for a fixed term of 2 years. The LGB Members are able to co-opt the Chair of the Parent Forum onto the committee but such co-option will need to be reviewed annually.
13. The Company Secretary will notify the Sponsor and Co-Sponsor of any vacancies or impending vacancies. An LGB Member shall be re-appointed for a further term of office if re-nominated by the Sponsor or Co-Sponsor.

### **Appointment of Parent LGB Members**

14. There will be two Parent LGB Members on each Local Governing Body. Nominations will be sought from parents of students enrolled at the Academy for those willing to serve as Parent Members of the Local Governing Body. The term of office will be two years subject to the students continuing enrolment at the Academy. An election will be held if more nominations are received than the number of vacancies.

### **Appointment of Staff LGB Members**

15. There will be one Teaching Staff Member and one Support Staff Member on each Local Governing Body. Nominations will be sought from teaching staff and support staff for those willing to serve as Staff Members of the Local Governing Body. The term of office will be two years subject to continuing employment with the Academy. An election will be held if more nominations are received than the number of vacancies.

### **Eligibility**

16. The eligibility of a Director and Local Governing Body Member shall be subject to the restrictions imposed by the Articles 68 to 79 of the Articles of

Association, including criteria for automatic disqualification of charity trustees. See Appendices 4 and 5. This includes the requirement for Directors and Local Governing Body Members to obtain satisfactory clearance under the Disclosure and Barring Scheme. Directors and Local Governing Body Members will be required to confirm their eligibility to serve on appointment and annually throughout their term of office.

### **Attendance at meetings**

17. Directors and LGB Members have been appointed in the expectation that they will participate fully in the work of the Academies Trust and in the life of the academies. A high level of attendance and adequate preparation for meetings is therefore expected. It is appreciated that members have other demands on their time and thus there may be occasions when it is not possible to attend a meeting. The Company Secretary or LGB Clerk will maintain a register of attendance by individual Directors and LGB Members and this will be kept under review by the Board and reported in the annual accounts.
18. The Articles of Association provide in Article 70 for the Directors to consider removal from office of a Director/LGB Member if he/she has been absent from meetings for a period longer than 6 months without the permission of the Board. It is important, therefore, that apologies for absence are submitted so that, in the event of an absence of 6 months, the Board can determine whether removal from office is justified.
19. Directors or LGB Members who anticipate difficulty in attending meetings over a period of time are requested to discuss their position with the Company Secretary as soon as possible.

### **Expenses**

20. The scheme for the payment of expenses to Directors and Local Governing Body Members is detailed in Appendix 2.

### **Committees**

21. The main responsibilities of the Directors under the Articles are set out at Appendix 4 of the Code of Conduct. The Board may establish any committee, including Local Governing Bodies for each Academy. Such terms of reference will be reviewed annually by the Board.
22. Directors may delegate to any Director, committee (including Local Governing Body), Principal and any other executive officer, such of their powers or

functions as they consider desirable. Delegation may be subject to conditions and may be revoked or altered. Exercise of that power shall be reported at the next Board meeting.

23. Generally committees shall meet at least once each term. The Remuneration Committee shall meet as appropriate.
24. The chair of each committee shall be a Director as agreed by the Academies Trust Board. The committee chair shall act as the key link between the committee and the Board, making a report (verbally or in writing) to each Board meeting and being available to respond, on behalf of the committee, to questions concerning the work of that committee.
25. Committee chairs may invite members of Academy staff and other persons with relevant expertise or interest to attend committee meetings as observers, and to contribute to the meeting as appropriate.

### **Meetings**

#### **Quorum**

26. Quorum for Academies Trust Board meetings is 3 or 1/3 of membership, whichever is the greater.
27. Quorum for committees shall be established by the Academies Trust Board and detailed in each committee's terms of reference.
28. Where a meeting is, or becomes, inquorate, no decisions can be taken. An inquorate meeting can be advisory only.
29. To avoid the difficulties arising from inquorate meetings, wherever possible, members should notify the Company Secretary or LGB Clerk well in advance of any scheduled meeting if they are unable to be present.

#### **Phone or video conferencing**

30. Any Director shall be able to participate in meetings of the Directors by telephone or video conference provided that they have given 48 hours' notice of their intention to do so and the Directors have 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 (Article 126).

### **Written resolutions**

31. A resolution in writing, signed by all the Directors entitled to receive notice of a meeting of Directors or of a committee of Directors, shall be valid and effective as if it had been passed at a meeting of Directors or (as the case may be) a committee of Directors duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the Directors (Article 123).

### **Voting**

32. Every question to be decided at a meeting of the Academies Trust Board or its committees shall be determined by a majority of the votes of the members present and voting. Voting may be by show of hands or by secret ballot. Members may not vote by proxy. Where members present are clearly unanimous on any question requiring a decision then, at the Chair's discretion, a decision may be made by general assent and no vote taken. Where any member requires a vote to be taken, this shall be done. Where there is an equal division of votes the Chair shall have a second, casting, vote.
33. No decision of the Academies Trust Board 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.
34. Declaration of interest and withdrawal from debate and voting is covered by Clause 6 of the Code of Conduct and the Conflicts of Interest Policy. However there may be occasions where a Director or LGB Member should declare a lesser interest eg membership of an outside body, or previous knowledge of a party under discussion, which relates to the matter under debate but would not be likely to interfere with the Director / LGB Member's independent judgement. In these cases it will be a matter for decision for the Board / LGB, advised by the Corporation Secretary, whether or not that Director / LGB Member should withdraw, refrain from taking part in the debate or refrain from voting.

### **Debate and proceedings at meetings**

35. All Directors / committee members are entitled to speak on any item on the agenda, subject to restrictions imposed by a declaration of interest or exclusion identified in the Articles of Association. Members may decide to limit individual contributions to the debate to a specified time limit, in which case such restriction shall apply equally to all members save the Chair of the meeting.

36. Subject to the above, debate will be subject to the overall control of the Chair of the meeting whose decision shall be final.
37. Rules for individual member's contribution to debate are covered within the Governors Code of Conduct.

### **Meetings cycle**

38. A meeting of the Academies Trust Board shall be held at least once in each term. An annual list of meeting dates and business to be conducted shall be issued prior to the commencement of the academic year. Each Director shall be given at least fourteen clear days' notice before the date of a meeting.
39. Any three Directors may, by notice in writing given to the Company Secretary, requisition a meeting of the Directors; and it shall be the duty of the Secretary to convene such a meeting as soon as is reasonably practicable.

### **Agendas**

40. Agendas and, wherever possible, supporting papers shall be issued by the Company Secretary / committee clerk (in consultation with the Chair and the Principal) a minimum of seven days prior to the meeting by post or electronically.
41. Any Director / committee member wishing to bring an item of business to the meeting shall notify the Company Secretary / committee clerk not less than 14 days prior to the meeting.
42. The item 'Any other urgent business' on the meeting Agenda shall only be used, with the consent of the Chair or of a majority of members present, for important issues that have arisen after the issue of the Agenda.
43. In certain circumstances starred agenda items may be used to improve the efficiency of meetings and decision making. The Chair will ask at the start of the meeting whether members wish to discuss any of the starred agenda items, otherwise it will be assumed that the Board or Committees have agreed them. The decision to star an agenda item will be made by the Chair when agreeing the agenda.

### **Appointment of Academies Trust Chair and Vice Chair**

44. The Academies Trust Board shall appoint one of its Directors to be Chair. Members of Academy staff are not eligible for appointment as Chair.



Nominations for the role of Chair shall be made by any two Directors. Appointment shall be by decision of the Board made through normal voting procedures at a meeting at which appointment of the Chair was an Agenda item.

45. The Academies Trust Board, when appointing the Chair may specify a term of office. On expiry of such a term the appointee shall be eligible for reappointment. Appointment as Chair shall end on expiry of a term of office as Director.
46. The Chair of the Academies Trust Board shall chair all Board meetings. In the Chair's absence the Directors present shall appoint one of their number to chair the meeting.
47. The Academies Trust Board may appoint one of its Directors to be Vice Chair and the appointment procedure will be the same as for the Chair.

#### **Removal of Chair and Vice Chair**

48. Any proposal to remove from office the Chair of the Board or Vice Chair must be the subject of a specific agenda item at a Board meeting and conducted in accordance with Articles 90 to 92. The Company Secretary shall administer the proceedings to enable Directors to debate and vote on such an item. Normal voting procedures shall apply.

#### **Action by Chair**

49. Provision is made within the Articles of Association (Article 105) for the delegation of functions to any Director, committee (including any Local Governing Body) or any holder of an executive office, such of their powers or functions as they consider desirable to be exercised by them. Any such delegation shall be made subject to any conditions the Directors may impose, and may be revoked or altered.
50. There are occasions when issues arise which would normally be placed before the Academies Trust Board but the next scheduled meeting is too distant, it is not thought appropriate to call a special meeting, and an immediate decision is, in the Chair's opinion, required to safeguard the interests of the Academies Trust. In such circumstances the Board has agreed that the Chair, or in the Chair's absence, the Vice Chair, may take action on behalf of the Academies Trust provided such a course of action is not contrary to the Articles of Association or any other regulations. Such action should take into account any recommendation of the Executive Principal and any professional advice taken on the matter. Wherever possible

the Chair will seek the views of the other Directors and appropriate committee chairs prior to deciding on a course of action. Any such action shall be reported to the next meeting of the Academies Trust.

51. The Chair of the Academies Trust Board is permitted to attend any committee meeting of the Trust and his/her attendance will be counted towards the quorum for that committee meeting.

#### **Appointment of Chair of Committee**

52. The Academies Trust Board will appoint a Director to chair each committee and will review that appointment annually. Directors may serve as committee chairs for consecutive years.

#### **Access to Board Meetings**

53. The Directors and the Company Secretary are entitled to attend all meetings of the Academies Trust and its committees. Responsibility for determining who else attends rests with the Board.
54. It is anticipated that members of staff shall be invited to attend all or part of a meeting to assist the Academies Trust Board and its committees in the consideration of issues before it.
55. Any person wishing to attend a Board or committee meeting as an observer shall seek consent from the Chair of the Academies Trust or committee through the Company Secretary or committee clerk. Such consent will not be unreasonably withheld. An observer shall have no right to speak at a meeting unless specifically invited to address the meeting. The Chair shall have the power to ask any observer to withdraw at any point in the meeting.

#### **Access to Information and Data Protection**

56. Publication of agendas, minutes and papers is governed by the College Data Protection Policy, the Freedom of Information Policy and Freedom of Information Publication Scheme. The documents listed in Appendix 3 are readily available for inspection under the Freedom of Information Publication Scheme.
57. The Academies Trust has published a Privacy Notice to inform Directors and Local Governing Body Members how it intends to use their data, which can be found at Appendix 6. Data is collected, processed, held and shared to enable effective administration of governing body membership.

## **Minutes**

58. Draft minutes of meetings shall be produced by the Company Secretary or committee clerk, approved by the Board or Committee Chair, and circulated to all those eligible to attend the meeting, usually within 14 days. Where substantial amendments are suggested by a Director or committee member, and agreed by the Chair, amended minutes will be issued.
59. Chair approved minutes shall be taken as authority to take action on any matter arising from the decisions of a meeting.
60. Minor amendments to Chair approved minutes will be made at the next meeting of the Board or committee either by alteration and initialling by the Chair of the minute book copy or by minuting the agreed amendment, or both.
61. The Board may determine that the whole or part of a minute is confidential in which case it will be recorded separately and will not form part of the published minutes. The published minutes will, however, record the existence of the confidential minute. The Board will regularly review the confidential minutes and consider whether the confidential status should be removed or whether the public interest in disclosure outweighs that confidential status. In doing so, the Board will consider the Academies Trust's Freedom of Information Publication Scheme.

## **Statements on Behalf of the Academies Trust Board**

62. Unless otherwise agreed by the Board in individual circumstances, formal statements on behalf of the Academies Trust or Local Governing Bodies will be made only by the:
  - Academies Trust Board Chair (or Vice Chair, in the Chair's absence, after consultation with the Chair and / or Executive Principal);
  - Local Governing Body Chairs, only after consultation with the Executive Principal and Academies Trust Board Chair (or Vice Chair, in the Chair's absence);
  - The Executive Principal, only after consultation with the LGB Chairs and ATB Chair (or Vice Chair, in the Chair's absence); or the
  - Company Secretary, only after consultation with the ATB Chair (or Vice Chair, in the Chair's absence).

## **Propriety of Action**

63. The Master Funding Agreement, clause 72 states that the Academies Trust shall appoint an Accounting Officer and shall notify the Secretary of State of that appointment. In addition, clause 73 states that the Academies Trust shall abide by the requirements of and have regard to the guidance in the Academies Financial Handbook published by the Education Funding Agency.
64. The Accounting Officer must take personal responsibility (which must not be delegated) for assuring the board that there is compliance with the Academies Financial Handbook and the funding agreement. The Accounting Officer must advise the board in writing if, at any time, in his or her opinion, any action or policy under consideration by them is incompatible with the terms of the articles, funding agreement or the Financial Handbook. Similarly, the Accounting Officer must advise the board in writing if the board appears to be failing to act where required to do so by the terms and conditions of the handbook or funding agreement. Where the Board is minded to proceed, despite the advice of the Accounting Officer, the Accounting Officer must consider the reasons the Board gives for its decision. If, after considering those reasons the Accounting Officer still considers that the action proposed by the Board is in breach of the Articles, the funding agreement or the Financial Handbook, the Accounting Officer must notify EFA's Accounting Officer immediately, and in writing.
65. Directors have a right to seek independent advice where they consider it necessary to ensure the propriety of behaviour of the Academies Trust Board. Such advice will normally be sought from the Academies Trust's legal advisers or another appropriate professional service (eg Governance advisers) through the Company Secretary. However where a Director believes that consultation with the usual advisers would be inappropriate, and is prepared to state the reasons for this belief, he/she is entitled to request the Company Secretary to seek advice from an alternative source. Where the reasons put forward for such a view are fair and valid the Company Secretary should not refuse such a request and the Academies Trust will ensure that sufficient budget is available for the Company Secretary to procure such advice.

## **Amendments**

66. The Company Secretary will keep these Standing Orders under review and suggest amendments as appropriate. Individual members may also suggest changes. All amendments must be approved by a meeting of the Academies Trust Board, except where they are covered directly or indirectly by statute, in which case such changes will be activated without delay.

## **New College Durham Academies Trust**

### **Composition of the Academies Trust Board**

- Sponsor Directors (up to 8) – nominated by New College Durham
- Co-sponsor Director - nominated by Durham County Council
- 2 Parent Directors elected by the parents of each Academy
- Co-opted Directors (up to 2 at the discretion of/appointed by the Board)
- Local Governing Body Chairs unless these are otherwise Directors of the Trust

**Quorum** is any 3 Directors or 1/3 board if greater

Term of office is 4 years and can be reappointed/re-nominated

### **Composition of Consett Local Governing Body**

- Chair nominated by the Academies Trust Board
- Principal
- Up to 5 members nominated by the Sponsor
- 1 member nominated by the Co-Sponsor
- 2 Staff members, one elected by the teaching staff, one by support staff
- 2 Parent members elected by parents of students enrolled at the Academy
- Chair of Parents' Forum to be co-opted onto the LGB

**Quorum** is any 3 members or 1/3 membership if greater

**Meetings frequency** twice each term

Term of office is 2 years and can be reappointed/re-nominated

## **Composition of NDA Local Governing Body**

- Chair nominated by the Academies Trust Board
- Principal
- Up to 6 members nominated by the Sponsor
- 1 member nominated by the Co-Sponsor
- 2 Staff members, one elected by the teaching staff, one by support staff
- 2 Parent members elected by parents of students enrolled at the Academy
- Chair of Parents' Forum to be co-opted onto the LGB

Quorum is any 4 members or 1/3 membership if greater

Meetings frequency twice each term

Term of office is 2 years and can be reappointed/re-nominated

### **Directors' and Local Governing Body Members' Expenses**

The scheme for the payment of expenses to Directors and Local Governing Body (LGB) Members, for costs incurred as a result of their directorship and/or membership of the local governing bodies, is set out below.

1. Travel, subsistence and other expenses reasonably incurred by a Director or LGB Member in the carrying out of his/her duties will be reimbursed by New College Durham Academies Trust or its academies. Any query as to the reasonableness of any sum likely to be expended by a Director or LGB Member should be clarified with the Company Secretary or LGB Chair prior to the expense being incurred.
2. Reimbursement of costs shall be authorised by the Company Secretary or appropriate LGB Chair, in respect of LGB Members' expenses, or the Company Secretary or Chair of the Board of Directors, in respect of Directors' expenses, on completion of the appropriate form and production of relevant receipts.
3. Attendance allowances (ie. payment for attending meetings) shall not be payable.

## Appendix 3

### **Governance documents readily available for inspection under the Freedom of Information Publication Scheme**

1. Standing Orders
2. Committee terms of reference
3. Code of Conduct for Directors and Local Governing Body Members
4. Articles of Association
5. Public Interest Disclosure Policy ('Whistleblowing')
6. Agendas\* papers and minutes\* of Academies Trust Board meetings including committee minutes
7. Register of Directors' and Local Governing Body Members' interests
8. Conflicts of Interest Policy
9. Chair approved minutes of Board and committee meetings

*This is not an exhaustive list of items available for inspection*



### New College Durham Academies Trust

#### Extract from the Articles of Association adopted 14 July 2011

#### Disqualification of Directors

68. No person shall be qualified to be a Director unless he is aged 18 or over at the date of his election or appointment. No current pupil of any of the Academies shall be a Director.

69. A Director shall cease to hold office if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.

70. A Director shall cease to hold office if he is absent without the permission of the Directors from all their meetings held within a period of six months and the Directors resolve that his office be vacated.

71. A person shall be disqualified from holding or continuing to hold office as a Director if—

- (a) his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
- (b) he is the subject of a bankruptcy restrictions order or an interim order.

72. A person shall be disqualified from holding or continuing to hold office as a Director at any time when he 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).

73. A Director shall cease to hold office if he ceases 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 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision).

74. A person shall be disqualified from holding or continuing to hold office as a Director if he 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 was responsible or to which he was privy, or which he by his conduct contributed to or facilitated.

75. A person shall be disqualified from holding or from continuing to hold office as a Director at any time when he is:

- (a) included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
- (b) disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or
- (c) barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006)

76. A person shall be disqualified from holding or continuing to hold office as a Director if he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.

77. A person shall be disqualified from holding or continuing to hold office as a Director where he 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 section 72 of the Charities Act 1993.

78. After the first Academy has opened, a person shall be disqualified from holding or continuing to hold office as a Director if he has not provided to the chairman of the Directors a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chairman or the Chief Executive Officer confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to whether a person shall be disqualified, a referral shall be made to the Secretary of State to determine the matter. The determination of the Secretary of State shall be final.

79. Where, by virtue of these Articles a person becomes disqualified from holding, or continuing to hold office as a Director; and he is, or is proposed, to become such a Director, he shall upon becoming so disqualified give written notice of that fact to the Secretary.

80. Articles 68 to 79 and Articles 97-98 also apply to any member of any committee of the Directors, including a Local Governing Body, who is not a Director.

## **New College Durham Academies Trust**

### **Trustee disqualification rules under the Charities Act 2011**

From 1 August 2018 there will be changes made to the current rules on the automatic disqualification of charity trustees.

Existing legal disqualifying reasons from acting as a Charity Trustee are as follows:

- Unspent conviction for an offence involving dishonesty or deception
- Being a person who has been removed from a relevant office by the Charity Commission
- Director disqualification
- Insolvency

The full list of wider offences and circumstances that will trigger automatic disqualification with effect from 1 August 2018 are as follows:

- Unspent conviction for specified terrorism, money laundering or bribery offences;
- Unspent conviction for contravening a Charity Commission Order or Direction;
- Unspent conviction for misconduct in public office, perjury or perverting the course of justice;
- Unspent conviction for attempting, aiding or abetting any of the above offences;
- Disobeying a Charity Commission Order;
- Being on the sex offenders register;
- Unspent sanction for contempt of Court; or
- Being a designated persons under specific anti-terrorist legislation.

## New College Durham Academies Trust

### Privacy Notice

#### How we use Directors and Local Governing Body Members' information (Collectively known as Governing Body information)

New College Durham Academies Trust has published a Privacy Notice on the Consett Academy website and the North Durham Academy website to inform people how we intend to use their data <http://www.consett-academy.org.uk/127/privacy-notice> and <http://www.northdurhamacademy.co.uk/246/privacy-notices>

New College Durham Academies Trust collects and holds data on the Directors and Local Governing Body Members to enable us to administrate your membership as a Director or LGB Member. Safeguarding our young people is an essential part of our business and the data collected enables us to achieve this by ensuring that all Directors and LGB Members are fit and proper people to serve as trustees and sit on the local governing bodies.

#### **The categories of Directors' and LGB Members' information that we collect, process, hold and share include:**

- Personal information (such as name, date of birth, home address, phone and email address, and where appropriate, your work address, phone and email address);
- Other personal information (such as bank details, for when you are claiming expenses);
- Special categories of data (such as gender, age, ethnic group, disability, religion, marital status and sexual orientation) for equal opportunity monitoring;
- Qualifications, skills and experience, including employment history;
- Register of financial and personal interests (such as paid employment, self-employment, directorships of commercial companies, significant shareholdings, elected office, trusteeships or participation in the management of charities and other voluntary bodies, public appointments (paid or unpaid), membership of professional bodies, special interest groups and trade or other associations, partnerships or consultancies (paid or unpaid) and whether you have provided goods and services to the company);
- Specifically for Directors, your name, title, role, date of appointment, nationality, date of birth, details of other directorships, your address and country of residence.

## **Why we collect and use this information**

We use Governing Body data to:

- Maintain the statutory registers of Directors and Local Governing Body Members;
- To register details of Directors' appointments and resignations with Companies House for the Company Register and published on the Companies House website (company number 7195175);
- To maintain the statutory Register of Interests to ensure transparency and identify possible conflicts of interest, that is to say situations where your interests may (or may appear to) influence your decision making;
- Enable us to administrate your membership of the Governing Body;
- Inform the recruitment and selection process so that we have a Governing Body with the necessary skills;
- Perform the necessary checks for eligibility to serve as a charity trustee (such as a DBS check and checking for automatic disqualification of charity trustees under Charities Act 2011);
- Reimburse your expenses under the Governing Body's Expenses Policy;
- NCDAT is committed to a policy of equal opportunities. This includes not discriminating under the Equality Act 2010, and building an accurate picture of the composition of the Governing Body to encourage equality and diversity. In order to monitor diversity effectively, it is necessary to collect personal information across all nine of the protected characteristics under the Equality Act 2010. Completing this Equal Opportunities Monitoring Form is voluntary. The information on this form will be treated in confidence and used for monitoring purposes only. It will be used to produce an anonymised report to assist with Governing Body succession planning.

## **The lawful basis on which we process this information**

We collect and use Governing Body information as we are required to do so by Company Law, Charity Law, by regulation of the Secretary of State for Education or as a contractual obligation under the funding agreements.

Directors are required to be registered with Companies House in accordance with Company Law.

The Department for Education requires details of the Directors and Local Governing Body Members to be registered on its database DfE Edubase.

Details of Directors, LGB Members and their interests are required to be published on the academies website as required by the Department for Education in the funding agreements.

## **Collecting this information**

Whilst the majority of information you provide us is mandatory, some of it is provided to us on a voluntary basis. In order to comply with data protection legislation, we will inform you whether you are required to provide certain Governing Body information to us or if you have a choice in this.

## **Storing this information**

Your data will form part of the register of Director and LGB Members and will be retained in your individual governor file for the period of your appointment plus 10 years after your membership ends.

Certain details such as your name, address, nationality, date of birth, occupation and term of office will be retained in the Register of Directors for the life of the company. Directors' details registered with Companies House will be retained by Companies House for the life of the company.

## **Who we share this information with**

We are required to share this information with:

- Companies House if you are a Director of NCDAT;
- Department for Education on the publicly available Edubase;
- Disclosure and Barring Service;
- New College Durham as lead sponsor of the academies and appointing body for Sponsor Directors and Sponsor LGB Members;
- Certain details are required to be published on the academies website;
- Internal and external auditors;
- Ofsted, Regional Schools Commissioner and other similar bodies.

## **Why we share Governing Body information**

We do not share information about Directors or Local Governing Body Members with anyone without consent unless the law and our policies allow us to do so.