

**The Calder Learning Trust**  
*Including*  
**Calder High School**  
*Statutory Representation Report*  
*Full Governing Body Meeting*  
*January 14, 2014*

The purpose of this meeting will be to consider a report from the Co-operative College on the outcomes of the consultation joining a mutual co-operative membership charitable trust

- Governing Body is the decision maker for these proposals.
- Now falls to the Governing Body to make the decision about whether or not to implement the proposal.
- Statutory guidance defines the criteria to be considered by the decision maker as follows:

# Criteria

- That the Trust meets legal requirements.
- That consultation was adequate
- Evidence that the Trust:
  - Is likely to contribute to raising standards at the schools;
  - Is likely to promote community cohesion
- The reputation of Trust members and proposed trustees (where the trustees are specified in the proposals) is in keeping with the charitable objects of a Trust
- And not involved activities which could bring the schools into disrepute

- Decision Makers should consider how proposals will contribute to local diversity and national transformation strategies.
- In addition the nature of the co-operative trust is such that it strengthens and supports the school via the membership model and the partners who will contribute towards the future development.

- Report gives clear evidence that the Consultation Process was Adequate
- GB has previously agreed that requirements for consultation had been met and there was no serious disjuncture between the weight of opinion (which was supportive of the proposals) and the proposed action and they published Statutory Proposals

- A full, open and wide-ranging consultation has taken place on the proposals, with sufficient information and the allowance of adequate time for comment.
- Approximately 1360 consultation documents were distributed during consultation. Meetings were held for interested parties including staff, pupils, parents and the public.
- There were 29 response forms returned and 27 were supportive.

- A full report on the consultation was prepared and all responses were fully considered by the Governing Bodies prior to issuing the Statutory Proposal.
- The publication of the Statutory Notice was issued on November 22<sup>nd</sup> 2013 and the full 4 weeks statutory notice period was observed.
- Proposed Implementation date 1<sup>st</sup> February 2014

- Recommendation
- **It is recommended** that the Governing Body approves the Proposals as set out with the proposed Implementation Day of 1<sup>st</sup> February 2014. It also authorises the associated changes to the Governing Body Instrument of Government.



# Articles of Association

- A company is an incorporated body.
- There are rules and regulations to be formed for the management of its internal affairs and conduct of its business as well as the relation between the members and the company.

- Also records the rights and duties of its members and the company.
- The Articles of Association is a document contains the purpose of the Trust and the duties and responsibilities of its members defined and recorded .
- An important document which needs to be filed with the Registrar of Companies.

# Areas of Discretion to be decided upon

- **paragraph 11.4.2 (P6)**
- - in relation to the parents and carers membership constituency, do carers have to be registered in order to qualify for membership?;

- **paragraph 11.4.4 (P6)**
- - how close (in miles) to the schools should someone live or work to be eligible for membership of the local community constituency? Alternatively, many trusts leave it to the discretion of the Trustees to decide whether someone is eligible for membership of this constituency, regardless of where they live;

- **paragraph 12.2 (P7)**

- - how many people should the quorum requirement for general meetings be? Even organisations with a large membership often have a relatively low quorum requirement, as this ensures that there's a lower risk of meetings not being able to go ahead because they're inquorate. Under the constitution as drafted two thirds of the five membership constituencies must be represented at the meeting in order for it to be quorate. This means that at least one person from four of the five constituencies needs to be at a general meeting, so the absolute minimum number for the quorum is

- **paragraph 12.10 (P7)**
- - general meetings are usually called by the Board. However it is possible for members to call them if sufficient number of them agree to do so. How many members would the Trust like to be the minimum required to call a general meeting? This number could be set to be the same as the quorum requirement in rule 12.2 but it doesn't have to be;

- **paragraph 13.5.3 (P9)**
- - are the schools happy that a member of the staff constituency could potentially be Chair of the Forum?

- **paragraph 14.2 (P9)**
- - would the school like to set a maximum for the number of trustees?  
Most trusts choose not to, but a maximum could be included if you like;



- **paragraph 14.4.3 (P10)**
- - this sets out how many trustees there will be and who they will be. It currently states that each partner organisation shall appoint a Trustee. Doing this allows for other partner organisations to join in the future without the articles having to be amended on each occasion

- **paragraph 14.9.1 (P10)**
- - how long would you like the term of office for Trustees to be? The draft says 5 years, but it could be shorter or longer;

- **paragraph 14.9.3 (P11)**
- - as drafted, this obliges Trustees (other than the Head and Chair of Governors) to stand down for at least a year after they've served two full five year terms. This can be left as it is, or possible alternatives would be to increase the number of terms they can serve without having to stand down; increase the number of terms but perhaps shorten their duration; or to add in some discretion over whether they have to stand down at that point or not.

- **paragraph 15.1 (P11)**
- - what is the minimum number of times a year that the Trustees should meet?