

THE COMPANIES ACT 2006

A COMPANY LIMITED BY GUARANTEE

ARTICLES OF ASSOCIATION

OF

THE WESTGATE SCHOOL

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INTERPRETATION

1. In these Articles:-

- a. "the Academies" means all the schools and educational institutions referred to in Article 4a and operated by the Academy Trust (and "Academy" shall mean any one of those schools or educational institutions);
- b. "Academies Financial Handbook" means the document with that title published by the Education Funding Agency and amended from time to time, on behalf of the Secretary of State;
- c. "Academy Financial Year" means the academic year from 1st of September to 31st of August of the following year;
- d. "the Academy Trust" means the company intended to be regulated by these Articles and referred to in Article 2;
- e. "Advisory Body" means a committee appointed by the Trustees pursuant to Articles 100-104 established either of representatives of one or more of the Academies or of advisors who will provide strategic support and capacity to advise the Trustees on the functioning of the Academies;
- f. "the Articles" means these Articles of Association of the Academy Trust;
- g. "Chief Executive Officer" means such person as may be appointed by the Trustees as the Chief Executive Officer of the Academy Trust;
- h. "Chief Inspector" means Her Majesty's Chief Inspector of Education, Children's Services and Skills or his successor;

- i. "clear days" in relation to the period of a notice means the period excluding the day when the notice is given or deemed to be given and the day on which it is given or on which it is to take effect;
- j. "Clerk" means the clerk to the Trustees or any other person appointed to perform the duties of the clerk to the Trustees, including a joint, assistant or deputy clerk;
- k. "Executive Trustees" means such person or persons if appointed by the Trustees to be a Trustee to act on their behalf and with executive powers, including any Principal and/or Chief Executive Officer;
- l. "financial expert" means an individual, company or firm who is authorised to give investment advice under the Financial Services and Markets Act 2000;
- m. "Local Authority Associated Person" means any person associated (within the meaning given in section 69(5) of the Local Government and Housing Act 1989) with any local authority by which the Academy Trust is influenced;
- n. "Member" means a member of the Academy Trust and someone who as such is bound by the undertaking contained in Article 8;
- o. "the Memorandum" means the Memorandum of Association of the Academy Trust;
- p. "Office" means the registered office of the Academy Trust;
- q. "Parent Trustees" means the Trustees elected or appointed pursuant to Articles 53 – 56 inclusive;
- r. "Principals" means the head teachers or heads of school of the Academies including any executive head teacher (and "Principal" means any one of these head teachers or heads of school);
- s. "Principal Regulator" means the body or person appointed as the Principal Regulator under the Charities Act 2011;
- t. "Relevant Funding Agreements" means the agreement or agreements entered into by the Academy Trust and the Secretary of State under section

1 of the Academies Act 2010 for the establishment of each Academy, including any variation or supplemental agreements thereof;

- u. "the seal" means the common seal of the Academy Trust if it has one;
- v. "Secretary of State" means the Secretary of State for Education or successor;
- w. "Special Educational Needs" has the meaning set out in sections 20(1) and 21(2) of the Children and Families Act 2014;
- x. "teacher" means a person employed under a contract of employment or a contract for services or otherwise engaged to provide his services as a teacher at one or more Academies;
- y. "the Trustees" means the directors of the Academy Trust (and "Trustee" means any one of those directors), subject to the definition of this term at Article 6.9 (e) in relation to Articles 6.2-6.9;
- z. "the United Kingdom" means Great Britain and Northern Ireland;
- aa. words importing the masculine gender only shall include the feminine gender. Words importing the singular number shall include the plural number, and vice versa;
- bb. subject as aforesaid, words or expressions contained in these Articles shall, unless the context requires otherwise, bear the same meaning as in the Companies Act 2006, as appropriate;
- cc. any reference to a statute or statutory provision shall include any statute or statutory provision which replaces or supersedes such statute or statutory provision including any modification or amendment thereto.

2. The company's name is **The Westgate School** (and in this document it is called "**the Academy Trust**").

3. The Academy Trust's registered office is to be situated in England and Wales.

OBJECTS

4. The Academy Trust's objects ("**the Objects**") are specifically restricted to the following:

- a. to advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing, by establishing, maintaining, carrying on, managing and developing schools offering a broad and balanced curriculum (“**the mainstream Academies**”) or educational institutions which are principally concerned with providing full-time or part-time education for children of compulsory school age who, by reason of illness, exclusion from school or otherwise, may not for any period receive suitable education unless alternative provision is made for them (“**the alternative provision Academies**”) or 16 to 19 Academies offering a curriculum appropriate to the needs of its students (“**the 16 to 19 Academies**”) or schools specially organised to make special educational provision for pupils with Special Educational Needs (“**the Special Academies**”);
- b. to promote for the benefit of the inhabitants of the areas in which the Academies are situated the provision of facilities for recreation or other leisure time occupation of individuals who have need of such facilities by reason of their youth, age, infirmity or disablement, financial hardship or social and economic circumstances or for the public at large in the interests of social welfare and with the object of improving the condition of life of the said inhabitants.

5. In furtherance of the Objects but not further or otherwise the Academy Trust may exercise the following powers:

- a. to draw, make, accept, endorse, discount, execute and issue promissory notes, bills, cheques and other instruments, and to operate bank accounts in the name of the Academy Trust;
- b. to raise funds and to invite and receive contributions provided that in raising funds the Academy Trust shall not undertake any substantial permanent trading activities and shall conform to any relevant statutory regulations;
- c. to acquire, alter, improve and (subject to such consents as may be required by law) to charge or otherwise dispose of property;
- d. subject to Articles 6.6-6.8 below to employ such staff, as are necessary for the proper pursuit of the Objects and to make all reasonable and necessary

- provision for the payments of pensions and superannuation to staff and their dependants;
- e. to establish or support, whether financially or otherwise, any charitable companies, trusts, associations or institutions formed for all or any of the Objects;
 - f. to co-operate with other charities, other independent and maintained schools, academies and institutions within the further education sector, voluntary bodies and statutory authorities operating in furtherance of the Objects and to exchange information and advice with them;
 - g. to pay out of funds of the Academy Trust the costs, charges and expenses of and incidental to the formation and registration of the Academy Trust;
 - h. to establish, maintain, carry on, manage and develop the Academies at locations to be determined by the Trustees and in so doing shall have regard to the respective ethos and mission statement of each Academy;
 - i. to offer scholarships, exhibitions, prizes and awards to pupils and students former pupils and former students, and otherwise to encourage and assist pupils and students and former pupils and former students;
 - j. to provide educational facilities and services to students of all ages and the wider community for the public benefit;
 - k. to carry out research into the development and application of new techniques in education and to their approach to curriculum development and delivery and to publish the results of such research, and to develop means of benefiting from application of the experience of industry, commerce, other schools, educational institutions and the voluntary sector to the education of pupils and students in academies;
 - l. subject to such consents as may be required by law and/or by any contract entered into by or on behalf of the Academy Trust, to borrow and raise money for the furtherance of the Objects in such manner and on such security as the Academy Trust may think fit;
 - m. to deposit or invest any funds of the Academy Trust not immediately required for the furtherance of its Objects (but to invest only after obtaining