

Confirmation of Eligibility for Governors and Directors of the Chester Diocesan Academy Trust (CDAT)

Ref Articles no. 68-80 of the Articles of Association (adopted December 2024)

Disqualification of Directors

68. A Director must be aged 18 or over at the date of election or appointment. No current pupil [or current student] of any of the Academies shall be a Director.

69. A Director shall cease to hold office if they become incapable by reason of illness or injury of managing or administering their own affairs.

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

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

(a) they have been declared bankrupt and/or their estate has been seized from their possession for the benefit of their creditors and the declaration or seizure has not been discharged, annulled or reduced; or

(b) they are 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 they are 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 they cease 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 178 of the Charities Act 2011 (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 they have 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 they were responsible or to which they were privy, or which their conduct contributed to or facilitated.

75. A person shall be disqualified from holding or continuing to hold office as a Director or a member of a Local Governance Committee if they have not given the undertaking required by Article 45A [(or Article 103) as applicable].

76 Not used.

77. A person shall be disqualified from holding or continuing to hold office as a Director where they have, at any time, been convicted of a Serious Criminal Offence.

78. After the first Academy has opened, a person shall be disqualified from holding or continuing to hold office as a Director if that person does not provide the Chair with a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997 or if such a certificate discloses information which the Chair considers would make

that person unsuitable for their role. 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.

78A. A person (including the Chair) shall be disqualified from holding or continuing to hold office as a Director if that person:

(a) refuses to consent to any checks required by the Secretary of State under the provisions of the Funding Agreement, the Education (Independent School Standards) Regulations 2014 or otherwise; or

(b) is found to be unsuitable to be a Director by the Secretary of State under the provisions of the Funding Agreement or the Education (Independent School Standards) Regulations 2014.

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

Disqualification of those on committees including the Local Governance Committees (local governing body)

80. Articles 68 to 75, Articles 77 to 79 [and Articles 97 to 98B (which relate to Conflicts of Interest)] also apply to any member of any committee of the Directors, including a Local Governance Committee, who is not a Director.

Anyone proposed or already serving as a governor who is disqualified for one of these reasons must notify the Clerk or the Chair immediately.