

Company Number: 07743523

Meeting title: Meeting of the Our Lady of Lourdes Catholic Multi-Academy Trust Executive Committee

Date and time: Thursday 17th October 2019 at 2:00pm

Location: At the Trust Offices, Loxley House, Nottingham, NG2 1RT

Membership

'A' denotes absence

Mr Ken Daly (Chair)
A Mr Nigel Stevenson
Mr Tim Harding
Mr Les Sullivan
Ms Sue Dryden (Vice Chair)
Fr Michael O'Donoghue
Mrs Susan Munro
Mrs Anne Recchia

In attendance

Mr James McGeachie (CEO)
Mr D Moore (Trust Finance Director)
Mrs K Rich (Company Secretary)
Mrs V Scott (Clerk to the Executive Committee)

Action

AT/01/19

Opening prayer

The meeting opened with the Trust prayer led by Mr Daly.

AT/02/19

Apologies for absence

Apologies for absence were received from Mr Stevenson who had a business commitment.

The Directors **AGREED** to accept the absence.

AT/03/19

Conflicts of interests and business & pecuniary interests

Mrs Munro advised that she was employed by Derbyshire CC. There were no declarations, either direct or indirect, for items of business on the agenda.

AT/04/19

Correspondence

Mr Daly shared 2 letters:

- **From Eileen Milner to Academy Trust Auditors** – Smith Cooper had acknowledged that the Trust were currently ahead on required work.
- **From Lord Agnew regarding EU exit preparations for Brexit** – Mr McGeachie advised that the Catering suppliers had contingencies in place for a No-Deal-Brexit; the Trust had communicated with staff and parents to signpost agencies and assistance.
- **Safeguarding Letter** – Mr McGeachie advised that Parental Complaints were now able to be escalated to the ESFA. He fully explained circumstances surrounding the letter to Directors. He emphasised that a current Parental Complaint was low-level. Mr Daly explained that the complaint related to 2018, however it was not looked into until 2019 and therefore 2019 regulations applied.

AT/05/19

Minutes of the previous meeting held on 17th July 2019

The minutes of the previous meeting held on Wednesday 17th July 2019 having been circulated on Trust Governor, were confirmed and signed by the Chair.

Matters arising

There were no matters arising. All actions had been completed or were to be discussed further in this meeting.

AT/06/19

Reports and Minutes of Sub Committee Meetings

➤ **HR & Pay Committee**

The minutes of the meeting held on 10th October 2019 were received, having been previously circulated on Trust Governor. Mr Harding presented the minutes and drew the Board's attention to the following:

- Review of Committee Membership due to the joining together of 2 previous Committees.
- The CEO's Pay Policy had been referred to the Board
- A Free Confidential Helpline was available for all staff – however any safeguarding issues raised would be taken further
- Confidential Item
- Mr Harding & Ms Dryden to feedback to Mr Daly on the CEO's Appraisal Process.

Q. The Directors enquired whether the Trust Appraisal Strategy was in line with that of the DfE.

A. Mr McGeachie advised that it was, however the process was still evolving.

➤ **Standards Committee**

The minutes of two meetings held on 19th July 2019 and 27th September 2019 were received, having been previously circulated on Trust Governor. Mr Sullivan presented the minutes.

Mr Daly thanked Mr McGeachie and the Central Team for the good results.

➤ **Finance & Estates Committee**

The minutes of the Committee meeting held on 30th September 2019 were received, having been previously circulated on Trust Governor. Mr Harding presented the minutes and drew the Board's attention to the following items:

- Procurement Advice – Mr McGeachie had informed the Committee that meetings with potential providers had been scheduled. Various options would be presented to the Finance & Estates Committee for consideration.
- A school – Mr Daly explained that a Consultant Surveyor would need to be appointed for proposed building contracts to support Mr Burrough.
- Budgeting Tool – this was now more fit-for-purpose
- Bespoke Accident Reporting System – Mr Burrough had developed a new system for logging accident information.

➤ **Audit & Risk Committee**

The minutes of the Committee meeting held on 30th September 2019 were received, having been previously circulated on Trust Governor. Mrs Munro presented the minutes and drew the Board's attention to the following items:

- Internal Audit – GDPR Audit a £3,500 quote was agreed by the Committee; Cyber Essentials – quoted had been provided by Infuse. Mr Moore had suggested that 1 secondary and 1 primary school would be trialled, Mr Ottewell would then roll-out the Audit across the Trust.

The Directors **RESOLVED TO AGREE** to the GDPR & Cyber Essentials Audit spending

AT/07/19

Legal and Regulatory

- **Statutory reporting (including updating Companies House)** – had been completed in time
- **Resignations and appointments** - Anne Recchia had been appointed as a new Director to the Trust; Les Sullivan had tendered his resignation from the Board as of the end of December 2019. Mr Daly sincerely thanked Mr Sullivan for his huge contribution to the Trust, and formerly to SNCAT and The Becket School.
- **Appointment of LGB Chairs** - Mrs Rich had circulated a list of newly appointed LGB Chairs. The Directors unanimously **RESOLVED** in favour of approving the appointments.
- **Code of Conduct for Governors (highlighted changes)** - there had been no changes to the Directors' Code of Conduct and one small change to the Governors' Code of Conduct. The Directors unanimously **RESOLVED** in favour of approving the change.
- **Declaration of Business Interests 2019-2020 (Hard Copy / Trust Governor Profile)** – Mrs Rich circulated this for Directors to complete.
- **Scheme of Delegation (2019-2020) (highlighted changes (2018-2019 attached for comparison purposes))**

Q. The Directors requested that the Scheme of Delegation (SoD) was amended to reflect the merger of two HR Committees.

A. Mrs Rich **AGREED** to make the amendment.

KR

Q. The Directors enquired as to the role of Trust Members.

A. Mr Daly advised that some training including an explanation of this was put in place?

Q. The Directors queried what the “charitable objects” were?

A. Mr McGeachie explained that a reference for this could be found in the Articles of Association.

Mr Daly **AGREED** to take the Board's concerns to the Chairs meeting.

The Directors fully **DISCUSSED** the SoD for 2019 . Mr Daly recommended that the Document was accepted as a working document for 2019

The Directors **RESOLVED** to accept the document. The vote was carried forward by 4 votes to 3.

AT/08/19

Diocesan Director of Education

➤ **Updates and questions**

Mr McGeachie explained that Peter Giorgio had advised that he would attend one Board meeting per year along with the new Episcopal Vicar.

AT/09/19

Report from Chief Executive Officer

His report having been previously circulated on Trust Governor, Mr McGeachie highlighted the following points:

➤ **Catholic Life Report**

➤ **Risk Register**

Q. The Directors enquired whether there was any further information on medicine supplies under a No-Deal Brexit.

A. Ms Dryden advised that the Health Sector were expecting issues in the first year of a No-Deal Brexit. She felt this would mainly apply to more specialised medicines.

Q. The Directors queried whether the SoD should feature on the Risk Register

A. Mr McGeachie agreed to review this.

➤ **Trust Strategy 2019-2022 –**

Q. The Directors enquired what a “virtual” classroom was?

A. Mr McGeachie explained that this could encompass Skyped lessons, shared hubs such as Google Classrooms; iPads etc.

Q. The Directors questioned whether this could also benefit Disadvantaged Learners.

A. Mr McGeachie informed her that it could definitely be of benefit to Disadvantaged Learners.

Mr Harding, Ms Dryden & Mr McGeachie **AGREED** to meet to revise the KPIs in order to establish critically important KPIs where the Board would like to monitor Development over the year ahead.

JWM

The Directors unanimously **AGREED** that the KPI relating to Governance would be dealt with by the Board.

AT/10/19

Finance Director’s Report

Mr Moore presented his reports which were tabled at the meeting, due to the late availability of information regarding Year-End position of all schools across the Trust.

In summary he highlighted the following points:

1. Year End Report:

Overall the Trust was able to report an In-Year surplus (along with Trust Reserves to bring forward)

2. GAG Funding

To be increased from September 2020; these were based on pupil numbers remaining unchanged for 2020. This represent a £1.2M increase for the Trust. However, the Finance Team intended to collect the Census Data now, rather than waiting until later, in

order to obtain more accurate figures for the Trust.

Q. The Directors asked how this was off-set against the Teacher Pay increase?

A. Mr Moore explained that so far there had been no indications from the ESFA as to how this would be covered.

Q. The Directors asked why there was a difference in the Per Pupil funding?

A. Mr Moore advised that some movement was built in to cover Deprivation Funding.

Q. The Directors questioned whether there was a guaranteed funding level for Primary Schools?

A. Mr Moore informed the Directors that there was not a guaranteed funding level for primaries.

AT/11/19

Director Visits to Schools

Mrs Rich advised that 18 dates for Director Visits had been identified.

Q. The Directors enquired as to what the first dates were.

A. Mrs Rich **AGREED** to re-circulate the dates to Directors.

KR

Q. The Directors queried whether there was any Guidance for Directors during a visit.

A. Mr McGeachie explained that the visits were put in place as for PR for the Trust. They were an opportunity for Directors to meet with a Headteacher and join a Staff Briefing to introduce themselves to staff in schools.

AT/12/19

Policy Review

➤ **Admissions Arrangements 2021-22 (Primary & Secondary)**

Mrs Rich advised that there was no Consultation this year.

The Directors

Resolved

Unanimously in favour of adopting the policies.

➤ **Expenses Policy for Directors and Governors**

The Directors

Resolved

Unanimously in favour of adopting the policy.

➤ **Complaints Procedure**

The Exec Position had been added to the flow-chart.

The Directors

Resolved

Unanimously in favour of adopting the policy.

➤ **Trust Safeguarding Statement**

One date change was identified from September to October.

The Directors

Resolved

Unanimously in favour of adopting the Statement, pending the above change.

➤ **CEOs Pay Policy (from HR & Pay committee)**

The Directors

Resolved

Unanimously in favour of adopting the policy

➤ **Safeguarding & Child Protection Policy (updated)**

Q. The Directors enquired whether this was a National Policy

A. Mr McGeachie advised that every Trust had to have their own.

The Directors

Resolved

Unanimously in favour of adopting the policy

AT/13/19

Date of Next Meeting

➤ **Monday 2nd December 2019 at 2:00pm**

➤ **Thursday 21st May meeting to be rescheduled by agreement to Wednesday 20th May 2020.**

AT/14/19

Determination of confidentiality of business

The Committee considered whether anything discussed during the meeting should be deemed confidential. It was agreed that 2 references should be redacted.

Closing Comments:

Mr Sullivan explained to Directors that the OFSTED advice was that for Cover Staff, Agency records of DBS etc. were sufficient; however, as the Trust worked to KCSE it's requirements were that Cover Staff must bring their DBS information when working in Trust schools.

Mr Daly requested expressions of interest from Directors for Charing the Standards Committee and also for the Safeguarding Director.

All to note

Mrs Scott **AGREED** to ask Mr Stevenson if he wished to remain on the HR & Pay Committee.

Mr Daly drew Directors' attention to the Training on offer.

Forward Agenda Items identified at the meeting:

- Audit outcome
- Procurement Outcome
- Mr Daly's Chairs meeting
- Scheme of Delegation

AT/15/19

Closing Prayer

The meeting closed with a prayer.

The meeting closed at 5.00 pm

Signed:.....(Chair)

Date:.....