

**Company Number 09068195**

**BLESSED PETER SNOW CATHOLIC ACADEMY TRUST**

**Minutes of the meeting of the Trust Board held at St. Malachy School, Furness Place, Halifax on Tuesday 2 September 2014 at 6.00pm.**

**Present:**

Rev. Dr. J.D. Cortis (Chair & Foundation Director), Mr. P. Booth (Foundation Director), Mr. M. Henry (Foundation Director), Mr. K. Higgins (Head Teacher Director), Mrs. S. McManamin (Head Teacher Director), Mrs. A. McNally (Head Teacher Director), Rev. P. Nealon (Foundation Director), Mr. A. Quinn (Foundation Director), Mrs. F. Wilson (Foundation Director).

**In Attendance:** Dr. P. Brooke (Clerk), Mr. B. Parker, Mrs. C. Short (Bursar–Sacred Heart)

1. **PRELIMINARIES**

14/01 RESOLVED: that due notice of the meeting had been given and that a quorum was present.

Rev. Dr. J. Cortis opened the meeting with a prayer and all introduced themselves

It was reported that no apologies had been received

As required by the articles of association of the Company and of Section 177 of the Companies Act 2006, each Board member present with an interest in the business to be transacted should declare to the meeting the details of the nature and extent of the interest. There were no declarations made.

It was noted that there were no matters to be brought up under any other business:

2. **MINUTES AND NOTES OF MEETINGS HELD ON 5 JUNE AND 9 JULY 2014**

14/02 RESOLVED: that both documents were agreed as a true and accurate record subject to the Company Number being added to the top of each of them and the numbering of resolutions made at the meeting of the 9<sup>th</sup>. July 2014.

3. **MATTERS ARISING FROM THESE MINUTES AND NOTES**

a) **Approval of Commercial Transfer Agreement and Land Leases for St. John Fisher Catholic Voluntary Academy** –(min 13/03ii refers).

Chair reported that:

A number of changes have been made to these documents in conjunction with the legal Department of Kirklees Council. The Governors' sub-group have been contacted about this and were supportive of the changes. The sub-group was also consulted regarding a revised Supplemental Funding Agreement.

Each school has been issued with a revised Church Supplemental Agreement: multi model which included additions made by the Catholic Education Service (CES) following a revised DfE position and which became operational on the 1<sup>st</sup>. September 2014.

There have also been a number of emails from the DfE requesting further information:

- Key stage 4 results for St John Fisher - these have been provided
- Structure of the Trust- this has been provided
- Brief profile of the Chair of the Trust- this has been provided
- Lines of accountability-this has also been provided but will be reviewed later
- Arrangements for School Improvement Partner- It was agreed that the current arrangements within each school should continue for the time being but reviewed later.
- Projected Revenue Balance and Capital Balance to the end of March 2015 - St John Fisher has responded. St Malachy and Sacred Heart are dealing with this and will respond directly to the DfE.

The Chair has emailed Vicki Hair from Browne-Jacobson for an update on this and other related documents/issues concerning conversion and reported on the following as of the 27<sup>th</sup>. August:

#### **Land lease issues:**

- For each school there is a Supplemental Agreement from the Diocese for the main school site and 125 year lease from the local Authority for the Playing Fields.
- Lease for Sacred Heart to be signed. There is nothing outstanding.
- Lease for St Malachy is with the Local Authority for approval. Supplemental agreement is finalised.
- Both above schools require land transfers to move some old school playing field land which has now been built upon from the Local Authority to the Diocese. The two Heads to follow this up with Browne-Jacobson. *This issue now only concerns St Malachy School.*
- Lease for St John Fisher is with the Local Authority for approval with a few small points pending. Supplemental Agreement is finalized

The DfE requires confirmation that the leases have been signed by the 20<sup>th</sup>. September by one Director. Paper work to be sent to St John Fisher

#### **Corporate aspects:**

- St John Fisher: still negotiating the Commercial Transfer Agreement (CTA) with the Council which needed to be agreed by the 1<sup>st</sup>.September; signed document needs to be received by the DfE via the Diocese by the 8<sup>th</sup>. September but Kirklees Head of Legal services has not yet released it.
- St Malachy and Sacred Heart: CTAs have been agreed with the Council and they are now both ready to complete.

14/03 RESOLVED: to receive Chair's update on the conversion process

b) Financial support for the Trust: (from the meeting held on the 9<sup>th</sup>. July).

The Bursar at Sacred Heart is still liaising with the Leeds CMAT to explore financial support to their schools.

The Chair proposed that the Trust employs an accountant on a 3 day-a-week part-time basis (contribution from the three schools) via the 1% top slice from each school to work and support the head teachers and the school business managers/bursars but answerable to the finance/accountancy lead and the Trust Board. This would negate the need for individual accountants at each school. To make this a full time post the other two days a week would involve at and be paid for by St John Fisher Academy. Following discussion the proposal was accepted in principle subject to investigating the position of the existing accountant support arrangement for St Malachy (head needs to liaise with Mr Booth over this issue and inform the Chair and the other heads about the outcome).

14/04 RESOLVED: that the three head teachers commence the process of appointment of an accountant and consider the termination of the existing accountancy services.

c) HMRC issues (from meeting of 9 July)

The issue of two separate payroll providers submitting RTI and end of year processes using only one tax/PAYE reference is still not resolved. Kirklees have said that their systems can cope with combining the two sets of data but this is not ideal. Data returned from HMRC in relation to tax codes etc. would also create similar issues. It was agreed that it should be made to work in the first year but a longer term solution would be needed.

14/05 RESOLVED: that further discussion takes place at the next meeting

d) West Yorkshire Pension Fund issues (from meeting of 9 July)

Directors were reminded that St John Fisher has no pension deficit but the other two schools have. It was agreed that, initially, the deficit would be shared out among the three schools with the two primary schools ultimately paying the High school back

14/06 RESOLVED: to action this once conversion was approved

e) TUPE arrangements for Calderdale schools (from meeting of 9 July)

Calderdale has run updated reports after the August 2014 payroll but there are errors for both schools (particularly at Sacred Heart.)

14/07 RESOLVED: that both schools resolve these issues with the Council and e-mail Browne-Jacobson with the outcome

f) Directors of the Trust –(min 13/05 refers)

Six Foundation Directors have been appointed. The one vacancy is currently being pursued.

Three Head teachers have been appointed leaving one vacancy

14/08 RESOLVED: to acknowledge the appointment of Foundation Directors and Head teachers

There is a vacancy for one Staff Director. A discussion took place on how to resolve the appointment and on how to resolve reducing the number of Staff Governors on each Academy Council (1 required at St. Malachy and Sacred Heart and two required at St.

John Fisher). As existing Staff Governors have the right to see through their term of office, each Academy Council must ensure that only the one (or two for St. John Fisher) is able to vote. The Staff Governors will then need to nominate one of them as a Staff Director for the Trust Board

14/09 RESOLVED: the Chair and Heads to agree and implement the process for ensuring Staff representation at both Academy Council and Trust Board.

14/10 RESOLVED: the appointment of a Parent Director will be reviewed as the conversion process settles down.

14/11 RESOLVED: the appointment of a Director from Leeds Trinity University will be reviewed as the conversion process settles down.

14/12 RESOLVED: the Chair to submit the information to Browne-Jacobson and explore notifying Company's House.

g) Documents for Registration –(min 13/20 refers)

14/13 RESOLVED: the revised documents have been delivered and accepted by Company's House.

4. APPOINTMENTS

14/14 RESOLVED: to approve the following appointments each for a period of one year or until the Annual General Meeting of the Trust in September 2015

Chair of Academy Trust – Rev. Dr. J. Cortis  
 Vice Chair – to be nominated at next meeting  
 Finance / Accounting lead – Mr. P. Booth  
 Education lead – Mr. K. Higgins

14/15 RESOLVED: as agreed at the meeting of 9 July that Baker Tilly will be the auditors to the Trust

14/16 RESOLVED: to appoint Dr. P. Brooke as Clerk to the Trust Board

5. TRUST'S MISSION STATEMENT

This paper had been re-circulated prior to the meeting to remind what the three schools have agreed prior to the formation of the Trust:

14/17 RESOLVED: that there should be a summarised version of this statement which can be included in academies' policies as they are re-approved or developed.

Consideration was briefly given to thinking about the formal launch of the Blessed Peter Snow Trust. It was agreed that there should be a Mass for stakeholders followed by a social event.

14/18 RESOLVED: to discuss and finalise details at the next Trust Board meeting

## 6. SCHEME OF DELEGATION

This draft document was circulated prior to the meeting and has been gradually built up through membership of the academies forum. Some points relating to health and safety were added. Document is based on the principles of subsidiarity at academy level but with clear lines of accountability.

There are three suggested committees – Finance, Pay and Personnel, Standards in Learning and Teaching, and Mission. An Audit committee at Trust Board level is also proposed. Concern was expressed on the impact of the number of meetings will have on board members and hence where possible meetings could be joined.

14/19 RESOLVED: to approve the Scheme of Delegation and for this to be presented at each of the next Academy Council meetings to inform the structure and lines of accountability

14/20 RESOLVED: that each Academy Council was responsible for its own committee structure.

14/21 RESOLVED: that minutes of Academy Councils and their committee meetings together with the termly Head Teacher's report to their Academy Council were e-mailed to the Chair for circulation to the Trust Board

## 7. ANNUAL WORK PLANNER

This was circulated prior to the meeting. A number of changes were made and this will be revised and re-issued by the Chair. Dates for the first term were agreed (See Minute 13)

## 8. MEMBERSHIP OF COMMITTEES OF TRUST BOARD

14/22 RESOLVED: that the membership of committees will be

### Finance, Pay and Personnel

Fr. Nealon, P.Booth, S. McManamin, K. Higgins, J. Cortis, A. McNally and A. Quinn

### Mission

F. Wilson, B. Parker (subject to appointment), M. Henry, J. Cortis, A. McNally, S. McManamin, K.Higgins

### Standards in Learning and Teaching

S. McManamin, A. McNally, K. Higgins, P. Booth, B. Parker (subject to appointment), J. Cortis

### Audit

M. Henry, F. Wilson

## 9. PLANS FOR APPROVAL OF FIRST BUDGET 2014-15

Budget needs to be submitted to EFA/DfE six weeks after conversion date (1<sup>st</sup>. October 2014)

14/23 RESOLVED: for the Trust Board to approve the three academies budgets for 2014-15 on Wednesday 5 November 2014

10. DBS CLEARANCE FOR TRUST MEMBERS

Chair reported that the latest DfE guidance state that Trust Board members do not need to be DBS cleared if they have already gone through the process in their role as Governors

11. INFORMATION SHARING AGREEMENT – KIRKLEES COUNCIL

14/24 RESOLVED: the headteachers of Sacred Heart and St. Malachy to check if a similar document exists for Calderdale Council.

14/25 RESOLVED: the Information Sharing Agreement needs to be considered and approved at Academy Council level

12. ANY OTHER URGENT BUSINESS

There was none

13. DATES OF FUTURE MEETINGS

14/26 RESOLVED: to hold full Trust Board meetings at 6 pm on:  
Wednesday 1 October 2014 at Sacred Heart-Sowbery Bridge  
Wednesday 5 November 2014 at St. John Fisher- Dewsbury  
Monday 19 January 2015 at St. Malachy-Halifax

14/27 RESOLVED: To hold a Standards meeting at 6pm on Monday 10 November 2015 at St John Fisher.

14/28 RESOLVED: to hold a Finance, Pay and Personnel meeting at 6 pm on Tuesday 18 November 2015 at Sacred Heart.

14. AGENDA, MINUTES AND RELATED PAPERS

14/29 RESOLVED: that no part of these minutes, agenda or related papers be excluded from the copy to be made available in the Academies.

15. CLOSE OF MEETING: There being no other business the Chair declared the meeting closed at 8.40 pm.