

**MEETING OF MEMBERS**

**BOLTON IMPACT TRUST**

**FRIDAY 8 OCTOBER 2019 AT 11.00 AM AT YOUTH CHALLENGE**

**Present:** B Atkinson (BA), K Davies (KD) and T Grimshaw (TG)

**In Attendance:** Paul Hodgkinson (PH) - Executive Head Teacher, R Leonard (RL) - Vice-Principal, D Smith (DS) - Finance Director and E Stoddard (ES) – Clerk to the Board

**1. WELCOME AND APOLOGIES FOR ABSENCE**

No apologies for absence had been received; all members were present.

**2. ELECTION OF CHAIR**

**Agreed:** That Tony Grimshaw be elected as Chair of the Members Board

**TONY GRIMSHAW IN THE CHAIR**

**3. DECLARATION OF INTEREST**

No declarations of pecuniary interest were made.

**4. NOTIFICATION OF ANY OTHER BUSINESS**

There were no items of Any Other Business notified at this stage.

**5. TO APPOINT A NEW MEMBER**

It was proposed that Keith Davies be appointed as a Member.

**Agreed:** That Keith Davies be appointed as a Member

It was noted that there were now three Members serving on the Members Board, who were also Trustees. PH stated that it would be good practice to recruit two further Members who were not also Trustees. It was suggested that S Hincks be approached with a view to becoming a Member rather than a Trustee. SH was currently extremely busy in her role as Head Mistress at Bolton School Girls Division so may welcome a Member role as this would require less time commitment. SH already had a thorough knowledge of the Trust so would be well suited in this position. BA stated that he would also be happy to be appointed as a Member only. It was suggested that this proposal be considered in future once another Trustee had been recruited to fill BA's position. PH reported that he had received a Trustee application and was currently discussing this with the Chair of Trustees. TG asked if any further contact had been

made with the Academy Ambassadors. PH stated that this had previously been put on hold, but this could now be option that could be revisited.

**Action:** PH (contact S Hincks)

## **6. TO APPOINT TRUSTEES TO THE TRUST BOARD**

The Clerk reported that D McKeon and M Sidebottom's term of office as Trustees were due to expire in March 2020 and it was proposed that these re-appointments be approved. PH stated that he had spoken with DMc and MS and both had confirmed that they were happy to continue for a further 4-year term of office.

The Clerk advised that the composition of the Trust Board needed to be reviewed as a result of recent changes to the membership of the Members' Board. It was proposed that S Hincks be appointed as a Member Appointed Trustee, rather than a Co-opted Trustee, retaining her current term of office (17/02/2022). However, if SH agreed to become a Member rather than a Trustee this would leave a Member Appointed Trustee vacancy.

The Clerk referred to Article 57, which read: 'Providing that the CEO agrees so to act, the members may be ordinary resolution appoint the CEO as a Trustee' and proposed that P Hodgkinson be appointed as a Member Appointed Trustee in line with Article 57.

As T Grimshaw and K Davies were now Members of the Board it would not be appropriate for them to re-appoint themselves as Member Appointed Trustees. It was therefore proposed that they be changed to Co-opted Trustees and this be approved at the next Trust meeting.

Following these changes, the composition of the Trust Board, in line with the Trust Board Terms of Reference would be as follows:

### **Member Appointed Trustees:**

M Sidebottom  
D McKeon  
S Hincks  
K Halliwell  
P Hodgkinson

### **Co-opted Trustees:**

K Davies  
T Grimshaw  
B Atkinson  
Vacancy

**Total: 9 Trustees**

- Resolved:**
- i) To re-appointment D McKeon and M Sidebottom as Trustees for a four-year term of office
  - ii) To appoint S Hincks as a Member Appointed Trustee, retaining her current term of office
  - iii) That P Hodgkinson be appointed as a Member Appointed Trustee
  - iv) That T Grimshaw and K Davies be appointed as Co-opted Trustees at the next Trust meeting on 10 December 2019

## **7. TRUST MEETING MINUTES**

It had been noticed that the minutes of the Trust & Members Board meeting held on Tuesday 11 December 2018 did not reflect that this was a joint meeting and it was proposed that the minutes be updated.

**Agreed:** That the minutes of the meeting held on Tuesday 11 December 2018 be amended as so to read (Trust & Members Meeting) in the title

## **8. FORMS TO BE SIGNED BY MEMBERS**

Copies of the following forms were circulated. Members were asked to complete and return the forms to D Smith.

- Code of Governance Agreement
- Safeguarding Self-Declaration
- Register of Business Interests
- Members' Skills Audit

TG reported that his company had remodelled the BIT Central Office space on a no profit basis and advised that he would complete the Pro-Forma Statement of Assurance to declare this work and return the signed form to DS.

## **9. REVIEW OF 2018-19**

DS reported that BIT had conducted an Annual Trust Review, as requested by the DfE. The review had included the following areas:

- The Trust's overall performance
- Financial Health
- Governance
- School Improvement
- People and Leadership
- Strategic Vision
- Capacity for Growth

The review had been submitted and a letter had been received in response from the DfE, which acknowledged the extremely successful Ofsted reports and had acknowledged the accurate self-evaluation that had taken place. The DfE would continue to monitor the Trust's financial position and priorities for the forthcoming year had been identified, which included strengthening governance and the financial position. KD stated that he felt the letter did not fully reflect the positive feedback at the meeting. KD informed Members that he had presented the Trust's priorities on behalf of Trustees as follows:

- Financial health
- Developing relationships with Bolton Council and other potential new partners
- Relationships
- Performance Management
- Support for the SLT team
- Growing reputation in the market
- Growing the business – identifying opportunities and risks

PH stated that he felt relationships with the Council were much improved and the Trust was now the default provider for DPS. TG stated that whilst this was positive, the Trust should still be mindful of any changes to LA personnel, which could have an adverse effect on this. TG asked if invoices were now being paid. DS confirmed that since the introduction of DPS these were being paid in a timely manner. BA asked for an update regarding Lever Park and DPS. PH reported that Lever Park and the PLC were still losing money but the DPS price had been set to account for this.

PH reported that the Business Development Group had met to discuss future opportunities and six strands of work had been identified. PH presented the Growth Plan Evaluation for 2019/20 as follows:

- Forwards Centre 8 places
- PLC 6 places
- Park School Annexe 24 places
- Youth Challenge 12 places
- Vocational Skills Centre 24 places
- Youth Challenge 24 places
- Additional centres in schools

Members were informed that only one of these growth opportunities would require premises as the other opportunities would use any space that was not currently being utilised.

PH stated that there was now potential for the Trust to make an operational profit, which would be invested back into the Trust. TG asked how the group's findings would be fed back to Trustees. DS stated that this would be via the Finance & Resource Committee meeting and the full Trust Board meeting as any proposals would require

Trustee approval. KD recommended that the proposals also be considered by the Risk & Audit committee to allow any risks to be identified and discussed. DS added that Trustees would also need to approve the Estate Strategy.

KD stated that the Trust would need to prepare a strategic plan for growth. PH reported that the ideas presented by the group were achievable but there was currently no capacity within the central team to support this. KD proposed that an extraordinary meeting of Trustees be convened to discuss this further. KD stated that he did not feel that this meeting needed to be clerked as a report would be presented for approval at the termly Trust meeting on 10 December 2019.

**Agreed:** That an extraordinary Trust meeting be convened on Wednesday 20 November 2019 between 5-7pm at Youth Challenge

**Action:** PH (inform Trustees of extraordinary meeting)

**10. DATE OF NEXT MEETING**

**Agreed:** That the next meeting of the Trust & Members to be held on Tuesday 10 December 2019 at 4.00 pm at Youth Challenge

**11. CONSENT TO ABSENCE**

All Members were present.

**12. ANY OTHER URGENT BUSINESS**

There were no items of Any Other Business.

**13. CONFIDENTIALITY**

**Agreed:** That none of the matters discussed at this meeting be designated as confidential in accordance with the Academy's Memorandum and Articles of Association.

With no further business the meeting closed at 12.00 pm

Signed as a correct record: \_\_\_\_\_

Date: \_\_\_\_\_

(Chair of Members Board)

**ACTIONS**

<b>Minute Number</b>	<b>Person Responsible</b>	<b>Action Required</b>
5	PH	Contact S Hincks
9	PH	Inform Trustees of extraordinary meeting