

**BROUGHTON PRIMARY SCHOOL**

**MINUTES OF THE FULL DIRECTORS MEETING HELD ON WEDNESDAY 24 NOVEMBER 2021 @ 18:00**

**Present:**

Dr H Morgan	Mr P Graham
Mrs K Woodcock	Dr C Bateman
Mrs A Bewsher	Mrs A Jefferson
Mr K Kirkup	Mrs K Wilson
Mr P French	Mr R Dobie
Mrs G Wells	Mrs H Taylor

Dr H Morgan opened the meeting and introduced Mrs Sally Sapsford, Chair of the Governing Body at Fairfield Primary School. Mrs Sapsford attended the meeting to give our Directors an idea of what life is like as Chair of a Governing Body under LfL.

The following questions were asked:

**Q: Do you feel you have lost autonomy?**

**R: No. We see LfL as extra positive support. We are still in control.**

**Q: Have you experienced a difference of opinion between the 2 layers?**

**R: There has been 1 incident that has been questioned by LfL but when, as Chair of the Governing Body, the thinking/reasons why were given, everything was fine. It is felt the role of the Governing Body is really valuable and they are not there just to be delegated to. The Chair of the Governing Body meets with LfL once a month to update the Trust.**

**Q: How do you feel about another school joining LfL?**

**R: Positive. Broughton Primary School will totally be your own school, it wouldn't be a corporate takeover. Your motto would be kept, for example, and you could change your uniform only if desired. The 2 Chairs networking would be positive, it would bring another level of collaboration.**

**LfL reduces the workload of the Governing Body.**

**Q: Does LfL take away some of the business side?**

**R: Yes they do. It is reassuring they take that level.**

**Q: How do you feel about other schools joining?**

**R: The members of LfL have the children in their sight. If they lost sight of that the Governing Body would be worried. They can be questioned and held to account in the same way you do with your Headteacher.**

**Regarding Ofsted/DfE/ESFA – the buck stops with LfL.**

Mrs S Sapsford left the meeting and was thanked for taking the time to attend.

The meeting continued following the Agenda.

**2.1 Apologies**

Mrs G Hannah

**2.2 Declaration of Interests**

There were no declarations of interest.

**2.3 Minutes of the last meeting held on Wednesday 22 September 2021**

The Minutes were distributed prior to the meeting and were signed by the Chair as a true and accurate record.

**2.4 Matters Arising**

Safeguarding training was discussed for Directors and it was felt online training would be preferable.

**A: Clerk to make enquiries relating to the cost of online training compared to face-to-face training.**

**2.5 Correspondence**

Business Interest Forms will be discussed at the next meeting.

**2.6 Head Teacher's Report**

Mrs A Bewsher had prepared a Report which was distributed prior to the meeting. Mrs A Bewsher read through the Report and informed the meeting under a Section 106, relating to the 72 new houses to be built, school is to receive £250,000 from the developers to enable us to extend the school. It has been confirmed that we are the main catchment school therefore, this will not be split with Broughton Moor Primary School.

We held a Parent Consultation relating to joining the LfL and no one attended. We received 1 email from a parent that was replied to and we have heard nothing more.

There have been no further questions from staff since the Staff Consultation was held. There were no questions from the meeting relating to the Headteacher's Report.

**2.7 SDO Report**

Mrs H Taylor had prepared a Report which was distributed prior to the meeting. There were no questions.

**2.8 Reports from Committees and Responsible Directors**

**Curriculum & Pupil Welfare Committee**

Mrs K Wilson reported at the last meeting Mrs H Taylor, Miss K Lightfoot and Miss E Eve had presented a very information 'Life during Lockdown'.

**Finance & Staffing Committee**

Dr H Morgan reported the following matters were discussed at the last meeting:

❖ **ESFA Audit**

We sent over all the information required for the Audit on 09 November 2021 and we haven't heard back to date.

❖ **Year End**

We have a meeting scheduled for 09 December 2021 with the Auditors to sign off the accounts.

❖ **Responsible Officer**

Our Responsible Officer, Mr Paul Robson, has now retired and Mr S Lester from Fairfield Primary School has carried out an Internal Audit.

❖ **Finance Management Information**

This is received monthly from Mr D Moffatt and will be distributed to all Directors for their information.

**2.9 MAT Update**

To be discussed at the next meeting.

**2.10 OOSC Update**

Mrs G Wells reported. Numbers attending have increased and OOSC is just breaking even at the present time. Fund raising events are to be organised to help boost funds.

Mrs G Wells reported OOSC is vital to the school and it was felt we would lose pupils if it wasn't available. Could the OOSC come under the umbrella of the school to make it more financially secure?

A discussion followed and it was agreed Broughton Primary School would absorb the OOSC. This will be declared in the Due Diligence.  
Sincere thanks were expressed to the OOSC Board of Directors for their time and hard work.  
**A: Mrs G Wells to investigate all processes to dissolve the OOSC.**

## 2.11 Any Other Business

Dr H Morgan reported Mr S Lester, an experienced Auditor, had met with himself, Mrs A Bewsher and Mr D Moffatt to discuss the pending ESFA Audit and to go through the ESFA Pack we had received. Some items that need addressed are cosmetic, some need fixing and some we are non-compliant with. We are non-compliant with our Governance Structure – Trustees and Members.

Some of these items will be fixed automatically when we join the MAT but we do need to be seen acting on these items.

Dr H Morgan explained we needed Members urgently – Directors cannot be both a Trustee and a Member. The ideal structure would be 3/5 Members and then Trustees.

We can resolve this in 2 ways:

- ❖ Find independent people
- ❖ A short term option would be for a Trustee to step down and become a Member. A Member may still attend meetings if they wish but they won't have any voting rights. The Headteacher cannot be a Member.

Dr H Morgan had distributed information relating to Trustees and Members prior to the meeting.

Regarding External Auditors, a tender should be sent out every 5 years.

**Q: If a Trustee becomes a Member temporarily, can they return to being a Trustee once we have joined the MAT? Can they vote in relation to joining the MAT if they become a Member?**

**R: This would all be timing reliant and a lengthy discussion followed.**

Mrs A Bewsher formally resigned as a Member of Broughton Primary School.

Mr P French and Mrs C Bateman volunteered to step down as Trustees and become Members.

Dr H Morgan also reported an Audit & Risk Committee would need to be set up of which he cannot be the Chair.

The Scheme of Delegation is to be rewritten and Mrs G Wells is to act as Chair of the new Audit & Risk Committee.

Mr K Kirkup volunteered to join the Finance & Staffing Committee if required.

It was agreed during discussions Mrs H Taylor as Teacher Representative, would remain as a Trustee.

An Extraordinary meeting of the Full Directors will take place on Monday 29 November 2021 @ 17:00 to discuss the Due Diligence and the proposed Funding Model.

Meeting closed @ 20:40