

AGM Minutes: Members and Directors
23 November 2016 8am

Attendees : Mr P Lovern (PL) (Executive Head), Mr C Hopkins (CHo) (Chair of Members), Mr J Bowman (JB) (Member), Mr D Grewer (DG) (Member), Rev S Davis (SD) (Member) (arr. 8.50am), Mrs H Bowman (HB) (Chair of Directors), Mrs L Brown (LB) (Business Manager), Mrs S Cockayne (SC) (Director), Mrs J Smith (JS) (Director), Mr G Wood (GW) (Director)
Clerk: Mrs A Howard (AH)

RC: Richard Crosse
SM: St Mary's
HP: Howard Primary

LAG: Local Advisory Group
PAN: Planned Admission Number
KPI: Key Performance Indicator

1. **Welcome, Introductions, Prayer** - CHo welcomed everyone to the meeting and everyone introduced themselves. CHo lead the prayer.
2. **Apologies** - Mr P Halifax (PH) (Vice-Chair of Directors), Mrs C Humphries (CH) (Director),
3. **Pecuniary Interest** - All Directors have completed the Pecuniary Interest forms, LB gave Pecuniary Interest forms to Members for completion. Statements of Assurance will be sent to JB and CH for completion.
4. **Minutes of last meeting** - The minutes were agreed as a true copy, with no matters arising.
5. **Approval of Annual Finance Accounts for the period 1 August 2015 - 31 August 2016** - LB explained that there had been various delays in receipt of the valuations of land by Birmingham City Council, the Pensions update and land and buildings valuations information from the EFA, so that the accounts were not yet finalised. This EFA information and pensions information has now been received, the Auditors will make adjustments dependent on this information and plan to have the final accounts ready in time for the meeting on 16 December. PL and LB reported that despite the early close down in September, the delay to the accounts had arisen as a result of the delay in information from the EFA and Birmingham City Council.
Members and Directors discussed the financial situation: although the finances will be satisfactory for the next 12 months, there will be a deficit in the future and a balanced budget will have to be set. GW and LB explained to Members that this has been discussed at Directors' meetings; although there is a carry-forward at present future forecasts suggest a deficit position if no action is taken. KPIs have been set to monitor and address this problem, aiming to increase pupil numbers and generate more income. DG asked whether a 3-year budget was in place and LB said she and PL were working on updating this at present. CH has been reviewing the staffing structure with PL and LB, as there are very high staffing costs of over 90% of the budget which is not sustainable. JB agreed that this reflects the situation in small schools and it was important to develop the range and depth of staffing. **Members' Challenge:** Directors were recommended to consider a sustainable staffing figure target to aim at and to build their arguments for staffing levels.
HB and JS expressed their view that it was important to protect teaching in the classroom and to be able to cover any staff departures and absences. On the positive side, PL expressed the view that the carry-forward was a good sum and the cash flow over the year has remained the same, so the amount in the bank has remained consistent. It was agreed that it had been a difficult journey over the past year, ensuring continuity when a number of staff were away on maternity leave and raising standards at HP with a high number of staff for 48 children. JS and SC agreed that HP was now a different school, much improved since joining Trust and increasing in pupil numbers. LB informed

Members that the schools are reviewing energy use and resources to reduce costs. GW expressed the view that there was capacity within the schools for increasing pupil numbers and it was better to attract pupils rather than reduce the number of teachers. He will produce dashboards to keep Directors informed of the current situation and the target the Trust is aiming for.

CHo agreed that many schools are in this situation and advised the Trust to discuss any financial problems with the Diocese. It is necessary to complete internal audits and LB will discuss with CHo the appointment of internal auditors who will conduct internal audits in the autumn and spring terms with a possible 'light-touch' day audit in the summer term before the external audit.

6. **Appointment of Auditors** - This will be decided at the December meeting, once the final accounts have been approved.
7. **Directors'/Trustees' Report** - DG considered this a fantastic report, with CHo agreeing that it was very clear. LB said she and PL found it a useful exercise. The report had been discussed at Directors' meetings and PL considered it a true reflection of a roller coaster year when staff and Directors had learned by their mistakes. DG asked about Directors' responsibilities and HB explained the different roles of the Directors who were encouraged to visit the three schools and report back to Directors' meetings about their areas of responsibility. Directors, PL and LB have an increased number of meetings to attend, including LAG meetings, but are working strategically to cover all the different areas. JB agreed it was important to audit skills and match up the individual to the skills required and was informed that two Directors had swapped roles during the year to better achieve this. DG asked whether governors had felt disenfranchised by the LAG arrangement and PL and SC explained that it had taken time to establish the correct format for the LAG, but two very successful LAG meetings had been held, with the agenda encouraging LAG members to understand their roles and responsibilities, ask questions and give information about their communities. They have been given information about data, the curriculum and school reports. This is considered to be a very strong and productive model, enabling dialogue to take place between the schools and their communities with representatives of parents, the Parish Council, PCC and the church involved. SD asked whether the present governance structure is working well and what changes in governance are included in plans for expansion. PL considered that the arrangements will remain the same for the core schools at present, but changes due to expansion would depend on the type of school joining Trust. A document is being prepared for Directors to present to new schools setting out the ground rules for joining the Trust.
8. **Directors eligible for re-appointment** - Directors serve for 4 years and there are no vacancies at present.
9. **Any other business** - SD raised the question of the difficulty of recruiting clergy to serve on MAT boards and CHo agreed that this was an issue; he considered that clergy should not serve as Chairs of the Board as there could be a conflict with their pastoral role in HR matters. JB recommended that a Chaplaincy be considered. It was agreed that it was important to keep the balance of representation of Church of England Members and that interviews appointing clergy should include a question about willingness to contribute to the local schools. JB thought there had been a weakness at Member level over the past year with regard to the number and attendance at meetings, but this has been addressed by establishing meeting dates for the coming year. CHo thanked everyone for attending and said that, although it had been a massive learning curve during the first year of operation, the Trust was in a strong position with a solid foundation for building on in the future and thanked all the staff and Directors for their hard work.
10. **Date of next meeting** – The Members and Directors will meet on Friday 16th December 8-9am to approve the final accounts. The date of the next AGM was set for 22 November 2017.

Signed.....

Date

Colin Hopkins - Chair of Members