

## Minutes of Directors' Extra Ordinary Meeting 1 September 2017 8am

Attendees : Mr P Lovern (PL) (Executive Head), Mrs H Bowman (HB) (Chair of Directors), Mrs S Cockayne (SC) (Director), Mr P Halifax (PH) (Vice-Chair of Directors), Mr G Wood (GW) (Director)  
Clerk: Mrs A Hodgson (AHod) (Director of Business Operations),

RC: Richard Crosse  
SM: St Mary's  
TH: The Howard

HLTA: Higher Level Teaching Assistant  
EYFS: Early Years and Foundation Studies  
TA: Teaching Assistant  
AEN: Additional Extra Needs  
HoS: Head(s) of School  
CEO: Chief Executive Officer

1. **Welcome, Prayer** - HB welcomed everyone to the meeting and PL led the prayer.
2. **Apologies** – Mrs A Howard, Mrs M Havelock-Crozier (MHC) (Director), Mrs C Humphries (CH), Director), Mrs J Smith (Director)
3. **Internal Audit Report** – PL presented the internal audit report received from Academy Advisory at 2am this morning. Whilst all felt that the report was initially disappointing there were aspects that were very positive and the issues highlighted were not previously unknown by the Directors. Most importantly, all payments are in accordance with the Trust's policies.
  - a. **Purchasing** – Report highlighted a lack of prior approval / evidence of best spend of the £9368 invoice from Moore Stephens for auditing costs. This was incorrect since the choice of auditors had been as a result of tendering and by Director approval
  - b. **Payroll** – It was agreed that the payroll reports are currently not fit for purpose and the Trust would work to either improve reports received from Stoke or seek to find an alternate supplier
  - c. **PSF** – Aho agreed that the PSF workflows were not currently working. This occurred when the software was moved from being cloud hosted to our own server and work had been booked on September 27<sup>th</sup> to rectify the situation and provide training for key personnel. PH suggested having Entrust or Mike Yeomans on site during that day, in case specific software / hardware access issues arose, to enable the most efficient use of the day.
4. **Gift Register** – GW examined and approved the gift register as at the end of the 2016/17 year.
5. **Business Chargecard** – GW examined and approved the chargecard statements.
6. **BACS daily limit** – Directors were asked to consider whether to raise the daily BACS banking limit from £20000 to deal with the additional payments that the Trust will need to make during the forthcoming building works. It was agreed that the limit would remain in place and the Trust would alert suppliers engaged in the work that invoices would be paid in £20000 portions.
7. **Procurement and Tendering Policy** – Directors were asked to review and approve the updated Procurement and Tendering Policy. It was agreed that a further statement would be added detailing that staff should be pre-approved to spend up to £20 on educational supplies, if required but that the Trust would reserve the right not to approve the expenses when presented for paying if it felt they were not in line with Trust spending policies or did not represent value for money for the Trust.

8. **Audit** – The Directors approved the continued use of Moore Stephens for the provision of external auditing for the Trust and Academy Advisory for the internal audit.
9. **Employment Contracts** – AHO explained that since the Trust had not made Stoke City Council (payroll provider) aware of the changes they were planning to make to the employment contracts, they had in the interim issued contracts in good faith to the Trust. If the Trust wished to alter these contracts it would involve cost to the payroll provider. Additionally, since employers are legally responsible for issuing contracts within six weeks of employees commencing employment, the fact that the Trust has not done so, puts it in a difficult position legally. It was therefore agreed that contracts that had been issued by the payroll provider to the trust would be issued to employees and that the Trust would agree its new contracts and employee handbooks and issue to Stoke with the intention that the new terms and conditions would come into effect with effect from January 2018.
10. **EFSA** – PL explained that a new Academies Handbook requirement is to share the Annual Letter sent to accounting officers with Directors. All letters sent during the 2016/17 academic year have been shared and will be emailed to all Directors.  
PL shared a letter received from EFSA to the Trust requesting that the Trust is found compliant during the forthcoming audit in respect of the areas highlighted as non-compliant at the previous audit.
11. **Voluntary Funds** –Directors were asked to consider whether to ask parents to make donations towards a voluntary fund that could be used to fund items such as D&T equipment, minibus fuel etc. This is common in many other schools. It was agreed that a voluntary donation of £10 per term per head would be requested and that this should be via a letter sent from Directors. HB and PH will work together on this.  
The performance of former pupils at A level and success at university entrance was also discussed. It was agreed that HB would write to them congratulating them on behalf of the Trust.  
This led on to a discussion regarding the formulation of an alumni. HB to investigate further.
12. **CEO Job Description** – Directors will meet on 11<sup>th</sup> September at 8am to discuss further.
13. **Head of School roles** – It was provisionally agreed that the Heads of St. Mary’s and Richard Crosse would be offered the position of Headteacher, on a range of points 8-14. To be formally reviewed and agreed on 11/9/17.
14. **Staffing** – Directors agreed that the Trust would advertise for a temporary part-time teacher for class 2 and that TA support could then be organised to support a child with AEN funding.
15. **Any other business** – It was decided that a further working party meeting would be held on Monday 11st September, at 8am.

**Dates of next meeting –**

Directors meetings

11 September 8am (see above)

Signed.....

Date .....

Heather Bowman – Chair of Directors

<b>Item</b>	<b>Action to be taken</b>	<b>Action by whom</b>	<b>Action by when</b>
3c	Arrange Entrust / M. Yeomans on site Sept 27 <sup>th</sup>	AHo	Before Sept 27th
11	To write letter to parents requesting voluntary fund donations	HB/PH	End of September
11	To write letter to individual former pupils who have had notable successes in their A levels	HB	End of September
11	Investigate setting up an Alumni	HB	