

Minutes from the Board Meeting of The Pope Francis Catholic Multi Academy Company (PFMAC)

**Wednesday 27th November 2019, at 6.30pm
Held at Blessed George Napier Catholic School (BGN), Banbury**

Directors present: Paul Concannon (PC) (Chair) (Foundation Director), Fraser Long (FL) (Principal Director), Tony O'Donnell (TOD) (Foundation Director) and Adrian Waters (AW) (Foundation Director)

In attendance: Kathy Smith (KS) (Clerk)

1. Opening Prayer

PC opened the meeting with prayer.

2. Welcome & Apologies

PC welcomed everyone to the meeting, informing Directors that Fr. Richard Walker had now resigned as a Director. Directors thanked him for his contribution and commitment to the work of the Board. KS asked Directors to consider and approve the Terms of Reference (TOR) previously circulated via Governor Hub. KS advised that the Dominic Barberi Multi Academy Company (DBMAC) had renewed their TOR adapting the model National Governors Association (NGA) template and suggested that the PFMAC incorporate their current TOR into the NGA model: **Action: KS**

Directors **approved** a change of name for the current 'Finance' Committee to 'Finance and Audit' with immediate effect.

Apologies were received and accepted from:

Lorna Buchanan (LB) (Principal Holy Trinity/Director)
Michael Robarts (MR) (Foundation Director)
Clare Smith (CS) (Principal St Joseph's/Director)
Mary Shurrock (MS) (MAC Business Manager)

3. Declarations of Interest/Annual Register of Interest

All those present completed the Annual Register of Interest, KS will chase the other Directors for their completed register. There were no declarations declared in any item on the agenda.

4. Minutes of previous meeting (9th July 2019)

Chair of The Board of Directors: Mr Paul Concannon

The minutes of the meeting held on 9th July 2019 were agreed as an accurate record of the meeting, signed by the Chair and filed.

5. Matters arising

There were no matters arising, all actions were either included on the agenda for further discussion at this meeting or had been completed.

6. Election of Chair and Vice Chair

PC was re-elected Chair and AW re-elected Vice Chair. Directors questioned whether a quorum of 50% was sufficient to elect to both positions, noting that there was no reference to the quorum required within the terms of reference: KS checked the Articles of Association and found Directors to be compliant.

7. Code of Conduct

The following documents had been previously circulated via Governor Hub:

- CODE OF CONDUCT FOR DIRECTORS IN A MULTI ACADEMY TRUST COMPANY
- Code of Practice for Directors and Academy Representatives November 2019 (forms Annexe 111 of the Code of Conduct for Directors in a Multi Academy Trust Company)

Directors approved the Code of Conduct and **agreed** to review it at the next PFMAC meeting in March 2020, given that other schools are due to join the MAC in April 2020: PC then signed the Code of Conduct.

Those present signed pages 3 and 8 of the Code of Conduct and KS will chase those absent for their signatures. **Action: KS**

8. Correspondence

The following letters had been previously circulated via Governor Hub:

- Letter to Nick Tomkins (NT) – Blessed George Napier Catholic School (BGN) Expansion plans
- To note letter from ESFA dated 19th July 2019

Directors noted that the letter to NT had been discussed in depth at the Finance and Audit Committee held prior to this Board meeting. The expansion to provide an additional two forms entry in each year group is likely to cost around £6.6M, with a potential contribution of £100K from BGN, to be allocated from the school's reserves. PC advised that Toni Guest (TG) of the Diocese is aware of the extension and is reviewing the plans; a meeting with TG, NT, Directors and a Quantity Surveyor is scheduled for next week.

Directors **agreed** that the Board would not seek additional funding over and above the budget and expected all costs to be met within the £6.6M allocation.

Directors noted the letter from the ESFA, and had taken action with regard to:

- Implement an Audit Committee

- The School resources management self-assessment (SRMSA) had been completed and fully discussed within the Finance and Audit Committee earlier this evening. Directors **agreed** to benchmark the SRMSA against that of the DBMAC for direct comparison at their next Finance and Audit Committee meeting.

The letter prompted a brief discussion around unqualified teachers and whether a policy should be in place to ensure they move to qualification within a specific time frame. FL advised that at BGN unqualified teachers usually take the position of Instructors, which fits the school structure well and are not necessarily required to qualify.

9. Oxfordshire MAC Working Group update

PC confirmed that discussions are ongoing with the Diocese, Local Authority (LA), ESFA and Regional Schools Commission (RSC) to find a solution to the lease at St Gregory the Great (SGG) in Oxford, until that is resolved other schools in the DBMAC are unable to transition to the PFMAC, given that their joint finances are supporting SGG.

Rebrokering St Joseph's Primary, Carterton (SJC)

PC advised that the ESFA and RSC had been informed that we were aiming at a date of 1st April 2020 for SJC to move into the PFMAC, adding that this would give sufficient time for HR/Payroll systems to align with the PFMAC and for SJC's finances to be scrutinised in depth by MR. **Action: MR**

St John's Banbury (SJB) update

PC confirmed that the school had since been placed in special measures by Ofsted and an academy order imposed upon the school. Directors noted that the Ofsted report has now been made public and is available to download. MR will scrutinise the school's finance which is currently running with a balanced budget. **Action: MR**

10. Shared promotion of Catholic Ethos/Update from Schools (reports from Principals)

The following reports had been previously circulated via Governor Hub:

- Principal's Report to the PFMAC Board Meeting Wednesday 27th November 2019 (BGN)
- Headteachers' report Holy Trinity Catholic School Academy Committee November 2019 (HTC)
- Headteacher's Report St Joseph's Catholic School Academy Committee November 2019 (StJB)

FL reported on the Feast Day Mass at StJB which was well attended by children from schools within the PFMAC. Directors discussed whether an Ethos Committee was required to promote Catholicity across the PFMAC. FL advised that practising Catholic teachers from SJB had now moved to HTC which would support their further development and their Year 5 children had led the collective worship assembly. Whilst at StJB the year had begun with Mass and an annual blessing of the classroom.

FL explained that PFMAC Heads meet on a monthly basis, to discuss Catholicity and Ethos as part of that meeting and explore how schools can support each other. Directors **agreed** that there was no requirement for an additional committee at this stage.

FL confirmed that BGN has the 4th best Value Added (VA) in Oxfordshire and is in the top 15% nationally for VA. Progress 8 is +0.67 and Attainment 8 is 54 which Directors noted is outstanding. Directors asked FL to pass on their thanks and appreciation to staff for their continued commitment to the school and its students. **Action: FL**

Directors noted that the independent review of EYFS at StJB had indicated positive ongoing practice, had identified areas for further development and actions had been implemented. Focus in on increasing the level of challenge and providing wider opportunities for reading and writing. Given that Ofsted is no longer using inhouse data HTC has removed the autumn data assessment point, thus no data was available to report back on.

Directors recognised priority placed on staff well-being and welcomed initiatives in making staff feel valued in all PFMAC schools. Directors discussed how schools make new staff feel welcome and how they communicate the culture of the school to new staff.

Directors thanked LB, FL and CS for their reports and continued commitment to Catholic Education.

11. Finance

- Scheme of Delegation – to note

Directors noted that the scheme of delegation had been posted to school and the PFMAC website and that governors should be reminded of its existence at the beginning of every academic year.

- Annual Financial and Directors Report – to approve

Directors advised that Auditors from Cooper Parry (change of name from Whitley Simpson) had attended the Finance and Audit Committee prior to this Board meeting. The report was almost finalised and will be circulated for full approval during the week. **Action: AW**

12. Safeguarding

Directors questioned how they would know if Safeguarding is effective in every school. FL advised that the Annual Safeguarding Report submitted to the LA will now be available online, however, it had not yet been made available to schools. Directors **agreed** that they should receive a copy of all schools annual safeguarding reports, along with a report of any internal/external review that had taken place. Directors questioned how they could view the annual safeguarding report observing that until the online tool had been received, they would not know if a report could be downloaded.

Action: FL will chase all PFMAC schools to request a pdf once the report is complete.

FL confirmed that safer recruitment training had been held yesterday for staff and governors from PFMAC, StJB, SJB, FL and JH had attended.

Directors noted that there were no significant safeguarding issues to report.

13. Performance Management

FL confirmed that Performance Management had taken place at BGN and he will chase HTC and StJB to ensure theirs was complete. **Action:** FL

14. Health and safety

FL reported that health and safety is the responsibility of all employees and job descriptions had been reviewed to reflect this. Directors noted that there are improved health and safety links between the Board and the Local Academy Committees (LAC) due to the new software package in place. FL confirmed that health and safety analysis and data is presented to the Head's meeting for discussion and action if necessary. FL advised that staff are currently investigating levels of access for all available software and exploring options to ensure IT equipment is stored safely and accounted for.

15. Training feedback

TOD confirmed that safelog has enabled online health and safety training, adding that a number of staff, including Trevor Buzzard (BGN IT Manager) had completed the training modules.

16. Any other business

AW advised that he would be circulating the skills audit to Directors and the LACs for their completion, KS would then provide the analysis. **Action:** AW/KS

17. Dates for next meetings

17th March 2020 and 7th July 2020

18. Closing prayer

PC closed the meeting with prayer at 7.30pm

19. Effectiveness and Impact of Meeting

- Strategic decision to review TOR and incorporate current ones with new NGA model TOR
- Changing remit of Finance Committee to include Audit to ensure compliancy with Academies Financial Handbook
- Adopting Code of Conduct which includes Code of Practice for Directors and Academy Representatives
- Expansion of school to include 2 extra forms entry and taking measures to ensure the project stays within the allocated budget
- Director providing due diligence of budget for schools joining the PFMAC
- Taking account of staff well-being across the PFMAC

- Discussion around finalising Annual Financial Statements and Directors' Report
- Exploring measures to ensure the Board questions the effectiveness of safeguarding in all schools within the PFMAC
- Ensuring Directors, Governors and Staff are appropriately trained in safer recruitment and implementing systems to track when a refresher course is due
- Improved Health and Safety links have been implemented to ease the flow of communication between the Board and Local Academy Committees (LAC)

KS 2nd December 2019