

BD/33Mins (02)

DOMINIC BARBERI MAC

MINUTES OF THE 33rd DIRECTORS MEETING

HELD ON WEDNESDAY 13 DECEMBER 2017 AT ST. GREGORY THE GREAT

| | | |
|-----------------|---|--|
| | <p>Present: Paul Concannon (F) (PC) Gerald Crown (Parent) GC David Forster (F) (Chair)DF Adam Hardy (Diocesan Education Service) (AH) Fraser Long (F) FL Peter Morrissey (F) (PM) Father Mervyn Tower (F) (FMT)</p> <p>Apologies: Maureen Jackson (Governance Manager, Company Secretary) (MJ)</p> <p>In Attendance: Georgina Paton (Chief Financial & Business Officer) (GP) (left after item 5) Kathy Smith (Clerk) (KS)</p> <p>The meeting opened at 6.30 pm.</p> | |
| <p>1</p> | <p>Opening prayer/statement of Catholic life, welcome, apologies - DF</p> <p>FMT opened the meeting with prayer. Directors agreed that GC would chair the meeting until DF arrived; GC welcomed everyone.</p> <p><u>Catholic Life</u></p> <p>FMT advised that he had met with Sean Taylor (ST)(RE Lead - St Gregory the Great School (SGTG)); performance management had gone well at St Gregory's Primary School, there had been slight improvement in the right direction. FMT reported that there had been a Mass for Year 7 but not the whole school. Directors agreed that Whole School Mass should be developed so that it is held at the beginning and end of each term. FMT stated that all the primary schools within the DBMAC hold a whole school Mass for their children and that should be followed through when those children come up to St Gregory's.</p> <p>FL reported that Section 48 at Blessed George Napier (BGN) couldn't have been better and perhaps best practice could be shared. AH advised that INSET at the beginning of next term would be an ideal opportunity to map out a timetable for whole school mass and school events. GP advised that INSET is scheduled for 18th and 19th December and not 4th January 2018 and content may have been organised already. FMT stressed that it is important for the Catholic life of the school, and builds the whole community. Directors agreed that Mass is the most</p> | |

| | | |
|---|---|----|
| | <p>important element of Catholicity; DF arrived at 6.37pm and took over as Chair.</p> <p>FMT further advised that the annual DBMAC carol service led by SGTG did not take place and primaries had been disappointed. AH asked for clarification with regard to who had cancelled, FMT confirmed it was SGTG; FMT stated that SGTG had lost Catholic focus. Directors agreed that the carol service should be discussed at the Principal's meeting during the summer term.</p> <p>FL reported on the difficulties he initially encountered at BGN; including a painful period of transition, children learning to behave, and staff, some of whom were not familiar with the importance of Mass, also had to re-visit it. Directors agreed that it is an important and significant step to re-introduce regular whole school Mass at SGTG.</p> | |
| 2 | <p>Declarations of Urgent Business arising since publication of the Agenda (advised to the Chair in advance) - DF</p> <p>DF advised that the Admission Arrangements for the academic year 2019/20 should be discussed and approved at this point. 'Admissions Policy' had been previously circulated to all Directors. Directors approved the policy subject to approval from the Diocese. MJ will submit the policy to the Diocese.</p> | MJ |
| 3 | <p>Verbal declaration of Business/Pecuniary interests - All</p> <p>There were no business or pecuniary declarations of interest declared in any item on the agenda.</p> | |
| 4 | <p>Minutes of the meeting of 18th October 2017 and matters arising (BD/33Ag(02) attached) – DF</p> <p>The minutes of the 18 October 2017 meeting were agreed and signed.</p> <p>Alternate payroll – GP advised that a new HR/Payroll system would be in place by April 2018. Currently GP and her team, are having to investigate payroll errors whilst already paying a contractor to do that.</p> | |
| 5 | <p>Catholicity & Ethos Committee <u>Catholic Life – STANDING ITEM - FMT</u> Directors agreed that there was little to add as this item had been fully discussed earlier in the meeting.</p> <p><u>Minutes of the Meeting of 8th November 2017 (BD/33Ag (03) attached - FMT</u> Minutes of the Meeting of 7th November 2017 had been previously circulated to all Directors.</p> <p><u>Relationships and Sex Education Policy for approval (BD/33Ag (04) attached - FMT</u> Relationships and Sex Education Policy for approval 'CES – A Model Policy for Relationships and Sex Education' had been previously circulated to all Directors. Directors approved the policy.</p> | |
| 6 | <p>Report from Strategic Working Party from 31 October 2017</p> <p>Elizabeth Lutlieier, FL and GP had met to explore possible staffing structures for</p> | |

| | | |
|---|--|----|
| | <p>SGTG linked to financial savings. Having benchmarked support staff salaries against other similar schools it became clear that SGTG support staff are overpaid. AH asked for a 3 year projection indicating the loan repayment (currently standing at £500K) and savings made. SGTG owes £1M to the primaries within the DBMAC, funding was allocated from the primaries' budgets to help pay the loan. FL advised that the curriculum is also expensive and requires review. AH asked to be invited to the next meeting on 16th January 2018</p> <p><u>Executive Principal's Review – FL</u></p> <p>FL confirmed that all schools had since submitted reports for Pupil and Sports Premium. Performance Management had been completed in all primaries. FL attended the Principal's meeting in Kidlington, they are looking at software for reporting accidents and incidents and looking for a common data proforma across all schools.</p> <p>Schools are raising budget concerns as they do not know what they have in their budgets. GP advised that there had been a freeze on posts and there was no payroll officer in post. FL stated that he had advised schools to go ahead with any purchases if there is an impact on progress and attainment. Directors asked if all Principals had attended, FL confirmed that they had and that he wanted them driving the SIP and SEF.</p> <p>FL confirmed that Calvin Pike had been instructed to carry out a governance review at SJ. AH asked if Alison Beasley could be contacted to carry out a Safeguarding audit at the school; FL to action.</p> | FL |
| 7 | <p>Finance, Staffing, Resources Committee</p> <p><u>Minutes of the Meeting of 29th November 2017 (BD/33Ag (05), to follow- GC</u></p> <p>'Draft minutes of the FSR meeting held on 29th November 2017' had been previously circulated to all Directors. CHECK THIS</p> <p><u>Audited Annual Accounts and Directors' Report (BD/33Ag (06) to follow, /GP/DF</u></p> <p>GC advised that the Auditors had attended the Finance, Resources and Staffing Committee held last week and confirmed that the committee had fed back with regard to specific areas of high financial risk, identifying a lack of financial control. Directors asked for examples, GC quoted one school that had purchased table and furniture without raising a purchase order. GP advised that the financial manual states that anything purchased above £5K should be carried out through the tender process. GP explained that she had a spreadsheet of issues and will draw up an action plan based on those issues. GP distributed some copies around the table.</p> <p>GP circulated the final draft to those present 'Financial Statements for the year ended 31 August 2017 – Final Draft', confirming the good news that the original deficit of £800K had now turned to a £42K surplus. Directors acknowledged that it was important that SGTG continues to make savings. PC asked if the audit is</p> | GP |

expecting the debt to be repaid this coming financial year, and would the report be sufficient to release the DBMAC from its formal notice. AH acknowledged that the Diocese are happy with the schools' financial state; and suggested that governance structures across all DBMAC school should now be the priority.

External Auditors Management Letter (BD/33Ag (07) to follow – GP

GP advised that following the presentation to Finance, Resources and Staffing Committee, there would be less key findings formally included in the letter to the DBMAC.

Executive Principal's contract – GC/GP

GP advised that she is waiting for ESFA to come back to us on this.

Accounting Officer's (Executive Principal's) report – FL

There was nothing further to report, this item had been included within item 6 on the agenda.

Approval of Catering Tender – GP

'Executive Summary of Procurement of Catering Services for the DBMAC' had been previously circulated to Directors' prior to the meeting. The Procurement and Contracts Manager Virginia Moffatt (VM) recommended that:

- Caterlink, as the strongest provider, be awarded a 3 year contract with each academy school.
- For SGTG, SJT, STM the contract would comment on 1st April 2018 and the TUPE process would then begin in January 2018.
- For SJF, OLC, OLL and SJC the contract would commence on 1st September 2018 with the TUPE process beginning in May 2018.
- Due diligence to commence to assess options around investment, and repayment options for each school
- Subject to a 2 week standstill in accordance with OJEU rules to allow any challenge to the process
- Award of contract to be announced on 2nd January 2018

GP advised that schools are expected to save money from this exercise. Directors noted that the cost per meal would be £2.10 against a cost of £2.20 within maintained schools.

Directors voted on the proposal:
'To accept Caterlink as the preferred provider'

DF declared the vote carried, subject to standstill requirements and satisfactory due diligence. The paperwork was then signed by DF, FL and GP.

CIF Bids update –GP

GP advised that the deadline had been extended and all schools have 2 bids each going through. Directors noted that Principals had been requested to write a letter of explanation, stipulating why they need the work carried out.

| | | |
|---|---|-------|
| 8 | <p><u>Pay Committee: Minutes of the Meeting of 29th November 2017 (BD/33Ag (08), attached – PM</u></p> <p>‘Draft minutes of the Pay Committee held on 29th November 2017’ had been previously circulated to all Directors. GC advised that 2 schools were sent back – St Josephs’ Carterton and St Thomas Moore, on the basis that their submissions lacked sufficient detail to process. GC explained that the committee had discussed formulating a common format for all schools to complete for next year.</p> | |
| 9 | <p><u>Audit Committee</u> <u>Minutes from the Meeting of 15th November 2017(BD/33Ag (09)attached - GC</u></p> <p>The draft minutes of the meeting held on 15th November 2017 had been previously circulated to all Directors.</p> <p><u>Report from Director for IT – GC</u></p> <p>GC advised of a 3 month free trial pilot of ‘proformas’ software package, currently used by the Diocese. GC explained that the pilot scheme will provide an opportunity to evaluate the system. AH reported that it saved 6 -8 weeks admin time when the system was implemented at the Diocese. GP also advised of on going discussions regarding ‘Arbor’, a replacement for SIMS.</p> <p>GC confirmed that Sam Adams (SA), DBMAC IT Manager, is working 2 days per week for the DBMAC , and has already installed servers at OL and SJC. SA has raised concern at not being able to access SJF, some Directors reported on similar instances at SJF.</p> <p><u>General Data Protection Regulations (see Mins item 5) - GC</u></p> <p>GC reported that he had asked SA to investigate how we handle the GDPR across the DBMAC. AH advised that training will be provided for Principals and that an action plan should then follow in each school. GC advised that SA had stated that there is a lack of IT security within the DBMAC and he had therefore asked him to investigate and report back with a gap analysis. Directors asked if there is a requirement for a Data Protection officer, GC confirmed that there is.</p> <p><u>Health & Safety, report from Director for H&S – STANDING ITEM - GC</u></p> <p>GP advised Directors that Carl Simpson (CS) does not have the capacity to provide support throughout the DBMAC schools, his key focus is on health and safety and ensuring that all schools are health and safety compliant. PC explained that schools would like to be clear with regard to what service is being provided and for how much; FL and GP will discuss.</p> <p>Directors were informed of a complaint from a parent at SJC with regard to clearing snow at the school. The school has more than one entrance, not all of them were cleared, but the main school one was, and parents had been directed to use the main school entrance.</p> | FL/GP |

| | | |
|----|---|--|
| | <p><u>Safeguarding, report from Director for Safeguarding – STANDING ITEM – DF</u> <u>Details of LAC Safeguarding Reps and Audits undertaken (BD/33Ag (10)</u> <u>attached</u> ‘Safeguarding Representatives/Audits’ was previously circulated to all Directors prior to the meeting, there was nothing further to report.</p> | |
| 10 | <p>Standards & Achievement Committee <u>Minutes of the Meeting of 22nd November (BD/33Ag(11), attached - FL</u> ‘Draft minutes of the Standards & Achievement Committee meeting held on 22nd November 2017’ had been previously circulated to all Directors.</p> <p><u>SIP Procurement for primaries – DF</u> AH advised that the DES are in the process of training Deputy Headteachers in how to carry out Performance Management (PM). AH confirmed that there are huge disparities in the quality of target setting, which should be set in line with school direction. PC advised that he had carried out PM with FL and Tara Davies (Principal of Our Lady’s) and found PM of that individual to be good. AH wanted to ensure rigour across the process. Directors discussed the use of School Improvement Partners (SIP) and how the relationship can become too friendly with the Principal, whilst at the same time the process requires external expertise. AH advised that a school should wait for Associate Headteachers to be trained before taking on a SIP.</p> <p><u>SGTG Update – FL</u> There was nothing further to report, this item had been previously discussed through the meeting.</p> <p><u>Executive Principal’s report on School Improvement- FL</u> There was nothing further to add, this item had been previously discussed under item 6 on the agenda.</p> <p><u>Pupil Premium & Sports Premium, report from Director for PP & SP – FL</u> There was nothing further to add, this item had been previously discussed under item 6 on the agenda.</p> <p><u>Off site Visits Policy for approval (BD/33Ag (12) attached – FL</u> ‘Off-site visits and learning outside the classroom policy’ had been previously circulated to all Directors prior to the meeting; Directors approved the policy.</p> <p><u>Statement on British Values for website for approval 9 BD/33Ag (13) attached - FL</u> ‘The requirement to promote British Values’ had been previously circulated to all Directors. Directors commented that the statement did not make sufficient reference to Catholicity. AH advised that there is a statement on the CES website which could be used and adapted to include our references. FMT and FL will meet and discuss and submit a report for the next Standards & Achievement Committee meeting.</p> | <p>FL/FMT Standards & Achievement Committee</p> |

| | | |
|------------------|---|---------------|
| <p>11</p> | <p>Governance <u>Governance Review (Pike Report) - DF</u> Skills Audit – PC asked if we knew who had completed the audit; AH confirmed that 4s LAC had thus far completed the skills audit.</p> <p>DF suggested that Directors forego their link meeting on 16th January 2018 and utilise that as an extraordinary Board meeting to focus on governance and documentation; Directors agreed.</p> <p>Directors agreed to merge the Audit and FRS Committees commencing next term, this would assist in cutting down meetings and give Directors more time to do the work required. Directors agreed to leave the merging of other committees to FL and FMT to deal with.</p> <p><u>New documentation (ref: A. of A/Master Funding Agreement/Supplemental Funding Agreement/Church Supplemental Agreement/Scheme of Delegation – to note:</u> DF reported that the new documentation had come about as a result of the governance review. DF asked for agreement in principle to the new documentation and referred further discussion to the Extra ordinary meeting on 16th January 2018. Directors approved the documentation in principle.</p> <ol style="list-style-type: none"> 1. <u>Letter from Winckworth Sherwood (BD/33Ag(14) attached</u>– previously circulated 2. <u>Winckworth Sherwood Terms and Conditions 9 BD/33Ag (15),attach</u>– previously circulated <p><u>Reports from Link Directors</u> OLC – P Concannon – PC reported that new Principal Tara Davies is doing well, OLLW – G Crown had not as yet attended a LAC meeting at the school this term. SJC – F Long – FL reported that this school recently received an Ofsted inspection and is currently waiting for the final report before going public on the judgement. AH stated that no governors from this school had attended any training laid down by the Dioceses. Directors also noted that Local Authority training is available too. SJT – D Forster – DF reported that this school has an Ofsted readiness committee. They had also pointed out the difficulty in teacher recruitment in Oxfordshire and whether a process could be set up across the DBMAC to recruit across the DBMAC STM – P Morissey – PM was not here to feedback, SGTG – Fr M Tower – FMT reported that there are 2 new Foundation Representatives coming on board shortly. AH sated that it was an ideal time to ensure that reps attend training and an opportunity to ensure they are aware of their roles and responsibilities.</p> | <p>FL/FMT</p> |
|------------------|---|---------------|

| | | |
|-----------|--|-----------|
| | <p>SJF – G Crown – GC reported that this school had not received any marketing information from SGTG for their Year 6 children</p> <p><u>Gifts and Hospitality Policy for approval (BD/33Ag (16)) attached</u> ‘Gifts and Hospitality Policy’ had been previously circulated to all Directors. Directors approved the policy.</p> <p><u>Director and LAC Representative training</u> AH confirmed that the Diocese had organised training for governors across the DBMAC, although uptake and attendance had been poor. Directors acknowledged that if an individual is completing an application form to become a representative, which clearly requests that he/she complete training, then it is not unreasonable to expect that to happen. Governors are expected to monitor what is happening in school and should know their school and its characteristics. AH offered to set up a session to take in recruitment and roles and responsibilities of reps.</p> | AH |
| 12 | <p>AOB as notified in advance to Chair (ref item 12) GP to send an email to all principals informing them of the current financial position within the DBMAC, specifically, the good news about the surplus.</p> | GP |
| 13 | <p>Review of the effectiveness and impact of the meeting Directors felt that their discussions within the meeting had lacked strategic direction and had been too focussed on operational issues, agreeing that Directors should liaise more closely with LACs to improve communication, and empower them to take their own decisions.</p> <p>The discussion around catholic life was a helpful one, and once whole school Mass is re-introduced to SGTG, the impact should be widely felt.</p> <p>FL had confirmed he had held a positive meeting with all Principals within the DBMAC.</p> | |
| | <p>Dates of next meeting: 16th January, 28th March and 11th July 2018 both at 6.30pm</p> <p>Meeting closed at 9.05 pm with a prayer.</p> | |

KS 16th December 2017

Appendices (documents and reports discussed)

Actions from 13 December 2017 Meeting

| | Action (with completion date) | Outcome |
|----|--|---------|
| 2 | MJ to submit Admissions Policy to Diocese | |
| 6 | FL to contact Alison Beasley at the LA to undertake a Safeguarding audit at SJ | |
| 9 | FL/GP discuss what schools should expect from central services | |
| 12 | GP to send an email to all Principals informing them of the current financial position within the DBMAC | |

Actions from 13 September 2017 Meeting

| | Action (with completion date) | Outcome |
|----|---|---------|
| | DF to undertake Safeguarding visit with Chair of SGTG LAC | Ongoing |
| | GP to prepare application for a regional growth fund grant | Ongoing |
| | GP to arrange documentation for EP | Ongoing |
| 20 | MJ to work with BDES to set up appropriate training sessions | Ongoing |