

**Minutes of the Full Governing Body Meeting
held via video link on
Tuesday 7 December 2021 at 6.00pm**

Present:

Dr J Powell (Chair)	Dr B Naylor
Mr I Colling (Head Teacher)	Dr N Dixon
Mrs S King	Mr N Arnold
Mr G Ellis	Mr C Harte
Dr M Pobjoy	Miss H Pike

Apologies:

Mrs L Aird
Mr J Bilson
Mrs H Tudor-Price (Deputy Head)

In Attendance:

Mrs W Willie (Clerk)
Mr T Hollis (Deputy Head)
Mrs M Fenner (Business Director) (left at 6.40pm)
Mrs L Martindale (new Deputy Head, not yet in post)

ACTIONS:

1.	SEN visit to be arranged through Mr Hollis/Mr Colling	Mr Harte
2.	Future FoMCS meeting dates to be provided to Mrs Willie for circulation	Dr Dixon
3.	Scheme of Delegation to be finalised	Mrs Willie
4.	All governors to read the Academy Trust Handbook 2021	ALL
5.	Website to be updated with details of the Chairs' Committee	Mrs Willie
6.	Governance Review Report to be circulated once received	Mr Colling
7.	Declarations of Interest Forms to be raised with senior staff	Mr Colling
8.	Action Plan to be drafted following receipt of ESFA report	Mr Colling
9.	TORs to be finalised	Mrs Willie
10.	All policies to be finalised and sent to school office	Mrs Willie
11.	Dr Naylor to be registered as a Community Governor effective 1 February 2022	Mrs Willie
12.	Parent and Staff Governor vacancies to be advertised in the new year	Mrs Willie
13.	Risk Register to be updated prior to the next meeting	Mr Colling
14.	Management Accounts and Risk Register to be standing agenda items	Mrs Willie

The meeting was held via Microsoft Teams due to Covid-19.

1. Welcome & Apologies for Absence

Dr Powell welcomed everyone to the meeting and introduced Ms Jasmine Shackleton and Ms Charlotte Toemaes who will present the accounts on behalf of Ellacotts. Apologies as noted above which were accepted. Dr Leitmeir, Mr Brown and Mr McLaren-Dobbie were noted as absent. Governors were informed the Mrs Janet

Dingvean had resigned as a Member of the Academy Trust on 5 November 2021 and that Mr Andrew Anderson, Foundation Member, intended to resign following the AGM.

2. Declarations of interest in respect of any items on the agenda & notice of any amendments to the Register of Interest

None.

3. Presentation by Ellacotts LLP, Auditors

Ratification of Trustees' Report and Financial Statements for the period ended 31 August 2021

All governors had been provided with the draft annual report prior to the meeting which was also shared on screen. Ms Toemaes stated that there were no significant changes which impacted on the accounts. Ms Toemaes asked that governors advise if there are any amendments to the Trustees' information. It was confirmed that the accounts are ready to be signed with everything in line with the Academy Trust Handbook. Ms Toemaes briefed on the accounts with the following highlighted:

- There are no incidences of irregularities to report.
- It is a clean, unqualified report with no issues arising.
- Governors should be aware that the contributions for pensions liability has increased significantly.
- Costs are broadly consistent with the previous year.
- The school is in a healthy position with an in-year surplus of £574,008 going forward.
- No Related Party Transactions or Declarations of Interest to report.
- It was recommended that a Cybercrime Policy be adopted.

Audit Results Report to the Board of Trustees Year Ended 31 August 2021

Ms Shackleton briefed on the Audit Results Report which was displayed on screen. The following was noted:

- The auditors confirmed they are issuing a clean unqualified audit opinion.
- Mrs Shackleton briefed on the key areas of risk noted from page 5 onwards.
- Page 10 Recommendations to Management. It was confirmed that there are no significant points of concern. Management responses to be incorporated into the document before it is submitted to the Education & Skills Funding Agency (ESFA).

Mr Ellis asked with regard to the fixed asset adjustment detailed on page 14, what was the reason for applying the adjustment. Ms Shackleton clarified that these are additional capital items not included on the register. **Mr Ellis asked if this work relates to the new build.** Ms Shackleton said yes, this work has been completed and this has been accrued. **Mr Ellis asked what happens in regard to depreciation.** Ms Shackleton stated there should be no depreciation until the asset has come into use.

Dr Powell asked in relation to the financial benchmarking comparison tables, if there is any indication of where the school should be aiming for. Ms Toemaes advised it is useful to see where the school sits against other schools and the information gives governors the opportunity to judge the school's reserves against other Trusts. **Mr Ellis asked if there is a penalty for holding high reserves.** Ms Toemaes said currently there is no penalty but there has to be a reason to hold significant reserves.

Approval of Annual Accounts 2020-21

It was proposed that the accounts be approved by the Full Governing Body (FGB) subject to any minor amendments. All governors voted in agreement with the proposal, motion carried.

Dr Powell thanked Ms Toemaes and Ms Shackleton for their presentations and Mrs Fenner and her team for their hard work in preparing the accounts. Ms Toemaes, Ms Shackleton and Mrs Fenner left the meeting.

4. Minutes of the meeting held 14 September 2021 & Review of Action Points

The minutes having been circulated were agreed as a true copy. Minutes deferred for signing.

Review of Action Points

Please refer to table above for new/outstanding actions. Mr Brown and Mr McLaren-Dobbie had completed an audit of the website with outcomes from the audit submitted to Mr Colling.

5. Minutes of the planning meeting held 2 November 2021

The minutes having been circulated were agreed as a true copy. Minutes deferred for signing. There were no matters arising.

Dr Powell said she hoped that senior staff had felt the meeting was valuable. Mr Colling said it had been useful to articulate the School Improvement Plan (SIP) in detail and engage governors with it and hopes that this will help inform the committees discussions. Mr Hollis agreed it had been useful to have feedback from governors, particularly from those in other committees.

6. Confidential minutes of the planning meeting held 2 November 2021

The minutes having been circulated were agreed as a true copy. Minutes deferred for signing.

7. Education & Skills Funding Agency (ESFA) Finance Management & Governance Review – points for action/discussion

Mr Colling reported that a governance review had been undertaken as detailed in section 5 of the Master's Report. The school had been randomly selected and a formal report is yet to be received from the ESFA following the review. Once the report is received, an action plan will be produced to address the points raised. Mr Colling referred governors to the recommended actions detailed in his report.

- **Academy Trust Handbook**

All governors were asked to read the current handbook, a copy of which is available on GovernorHub. **Action: ALL**

- **FGB standing agenda items: Management Accounts & Risk Register**

To date the Management Accounts have been posted on GovernorHub. However, it should be minuted that governors have received these so it is on public record.

The Risk Register should be reviewed at least six times a year, so this will be a standing agenda item on all FGB agendas, including planning meeting agendas.

- **FGB Planning meetings**

A recommendation noted in the Master's Report is to review the purpose of the planning meetings.

It was noted that the ESFA had questioned why only five FGB meetings were held last year and that if less than six meetings are held it should be stated in the accounts why this was the case.

- **Scheme of Delegation – *proposed for adoption***

Previously the Scheme of Delegation has been ratified by the Members at the AGM. However, this should be ratified by the FGB. It was proposed that the Scheme of Delegation be adopted as presented. All governors voted in agreement with the proposal, motion carried.

- **Role of the Chairs' Committee**

The auditor had questioned the role of the Chairs' committee as it is not listed as part of the governance structure on the website. The Chairs had discussed the committee and agreed that it is beneficial. Therefore, it was agreed that as Terms of Reference (TOR) are already in place for this committee, that it be formally added to the governance structure. **Action: Mrs Willie**

- **Declaration of Interest Forms**

Declaration forms should be published on the website and it is best practice that these forms are also completed by senior staff, although forms completed by senior staff do not have to be published. It was noted that this is different advice to that provided by the auditors. Mr Colling will raise this with senior staff. **Action: Mr Colling**

Report from ESFA to be circulated once received.

Action: Mr Colling

Mr Arnold asked if there are any sanctions that could be put in place by the ESFA if there are concerns about their findings. Mr Colling said that the ESFA can impose sanctions and potentially take over a Trust. The review is a check against the regulations in the Academy Trust Handbook to ensure the school is compliant. Mr Colling added that he believes the issues highlighted by the ESFA are low-level concerns but that these must be addressed.

Mr Ellis asked if the action plan would be presented to the FGB or go to committees. Mr Colling recommended that as the review focussed on governance and finance that the action plan be taken to the Finance Committee or Chairs' Committee.

8. **Master's Report**

Report dated November 2021 had been circulated and was taken as read. Mr Colling briefed on his report with the following noted and questions raised:

- Since the report was published the situation with regards to Covid had changed significantly, with a growing number of cases and the Omicron variant identified in Brackley. A number of communications have been issued to parents asking for test results to be reported to the school, resulting in the reporting of Lateral Flow Tests increasing from 25% to 65%. Mr Colling is due to meet with the Local Health Authority and Mr Colling is attending an outbreak meeting tomorrow to discuss whether Covid has been transmitted in school. Risk assessments will also be reviewed. At the highest point approximately 110 pupils had had a positive PCR test, with 70 reported yesterday and 84 reported today. Nine teachers and 3 members of the support staff have been off with Covid. There are also staff off with other medical illnesses, which together with those off with Covid, is impacting on Mrs King's workload in arranging cover. Mr Colling briefed on the actions taken to help colleagues with less staff in school. By the end of the week staffing should improve with staff returning from their isolation periods. Dr Dixon thanked Mrs King for her hard work in arranging cover. Dr Dixon also

thanked Mr Colling and senior staff for their hard work in difficult circumstances, adding that staff morale is as high as he could expect it to be.

- Mr Brownless, Marketing Assistant, is leaving at the end of this term.
- Initial interviews were conducted for the Business Director's role from a small field and the position will be readvertised. **Mr Arnold asked if there is any flexibility in Mrs Fenner leaving at the end of January.** Mr Colling said he could discuss this with Mrs Fenner but that it will depend on her personal circumstances.
- **Dr Powell asked about the Head of English vacancy.** Mr Colling advised that they had interviewed for the post but not appointed. Position to be readvertised in the new year. The two seconds in English are currently doing an excellent job under Mr Hollis's leadership.

9. Committees

a) Proposal re Committee Structure Finance, Resources & Personnel

- **Proposal document for consideration**

A document outlining the proposal to amend the committee structure and the reasons for this had been circulated. Mr Ellis briefed on the content of the document, advising that he and Mr Colling had reviewed the committees and Terms of Reference (TOR) in line with the requirements in the Academy Trust Handbook. TOR for the proposed committees had also been circulated.

It was clarified that the proposal is for a Finance, Resources and Audit, Risk and Assurance Committee to be formed and split from the Personnel Committee. The committee membership would remain as it currently is and both committees would meet on the same evening.

Mr Ellis confirmed that the Finance, Resources & Personnel Committee had agreed the proposal and recommended that this be adopted by the FGB. All governors voted in agreement with the proposal, motion carried.

- **Personnel Committee TOR for adoption**
- **Finance, Resources and Audit, Risk & Assurance Committee TOR for adoption**

It was proposed that the draft TOR be adopted as presented with it noted that amendments may be needed moving forward. All governors voted in agreement with the proposal, motion carried.

- **Additional finance committee members required**

All governors were asked to consider if they would join the committee in order to help ensure that meetings are quorate.

b) Review of Quorum Requirements

- **Proposal document for consideration**

Document 'Review of Quorum requirements in MCS Governor Committee TORs' had been circulated. Mr Ellis had reviewed the quorum requirements following a meeting which had not been quorate. Mr Ellis explained that the new quorums will ensure independent governance and clarified that Staff Governors are to be fully included in committee discussions. Dr Powell commented that it is also protecting Staff Governors. Mr Colling added that the auditors had referred to management override which is protecting the academies finances in relation to Staff Governors. Mr Ellis advised that when discussing audit and risk, all employees of the Trust must not take part in the meeting.

Dr Naylor asked if splitting the Finance Committee needs to be reflected in the TOR. Mr Ellis clarified that the finance and personnel meetings would be held back-to-back and would have the same committee members. **Dr Naylor asked if the committees would have the same chair.** Mr Ellis confirmed they can have the same chair.

With no further questions raised, it was agreed that the proposed quorums be accepted.

c) Committee Reports – minutes to be taken as read

• Finance, Resources & Personnel (15 November)

Minutes of the meeting had been circulated. Mr Ellis highlighted that Mrs Fenner is looking into governor access to the School Resource Management self-assessment checklist, a tool which the ESFA require the school to complete annually. Mr Ellis expressed that he felt it important that 5-year plans are in place for IT and Capital, in terms of funding and supporting the school in how they want to see the assets of the school improve.

Mr Ellis advised that Dr Pobjoy had been appointed as Vice Chair of the committee and thanked Dr Pobjoy for undertaking this role.

• Pay Committee (2 November)

Mr Ellis reported that the committee met to consider pay recommendations for teaching staff. Mr Ellis explained that the appraisal process was greatly improved and Mr Colling had demonstrated accountability.

Documents recommended for ratification:

◇ **Pay Policy**

It was proposed that the policy be adopted as presented. All governors voted in agreement with the proposal, motion carried.

Education & Welfare

➤ Curriculum & Standards (12 October)

➤ Pastoral (16 November)

Mr Harte briefed on the content of the minutes which had been circulated.

Documents recommended for ratification:

It was proposed that the following documents be adopted as presented. All governors voted in agreement with the proposal, motion carried.

◇ **Terms of Reference – no changes**

◇ **Child Protection & Safeguarding Policy – updated**

◇ **Admissions Policy 2023-24 - updated**

• Chairs' Committee (23 November)

The minutes were taken as read with no questions raised.

10. Governance

a) End of Term of Office

• Mr Jonathan Bilson, Governor Appointed by the Members, 31 December 2021

Mrs Willie clarified that Mr Bilson's reappoint is to be proposed to the Members at this evening's AGM.

- *Dr Ben Naylor, Parent Governor, 31 January 2022*

It was proposed the Dr Naylor be appointed as a Community Governor with effect from 1 February 2022. All governors voted in agreement with the proposal, motion carried.

Action: Mrs Willie

b) Governor Vacancies

Mrs Willie stated that there is currently one Staff Governor vacancy and up to three Parent Governor vacancies. As of 1 February 2022 there will be one Community Governor vacancy. Staff and Parent Governor vacancies to be advertised in the new year.

Action: Mrs Willie

11. Headteacher's Performance Management (HTPM)

Mr Arnold reported that the HTPM had been completed.

12. Health & Safety

a) H&S Committee (2 November)

Minutes had been circulated and were taken as read. Mr Ellis expressed that the work that had been done in relation to Covid was laudable. Mr Ellis advised that work is to be done in providing governors with assurance and evidence that required actions have been undertaken, which will be provided at the next meeting.

Mr Ellis highlighted the need for governor visits to review areas of the site, as well as to review paperwork. Mr Colling commented that currently they need to manage the risk of visiting the school. Health and safety reviews need to be carried out by governors, but in a safe way with Covid measures in place. **Dr Powell asked if it is possible to visit before or after the school day.** Mr Ellis agreed this was an option, although it is also recommended that governors meet with staff, which would have to be reviewed.

Mr Colling reported that a risk assessment has been reviewed in light of the recent Covid outbreak and asked if governors were in agreement for Mr Ellis to sign this off on behalf of the Governing Body, which is a requirement of the Health Authority. All governors were in agreement with this proposal, with no objections raised.

13. Any Other Business

a) Risk Register

The current Risk Register had been uploaded onto GovernorHub. Mr Colling explained that the register had been under review as senior staff want to reflect the current Covid outbreak. It is also felt that the risk of not being able to recruit a suitably qualified Business Director should also be added to the register. Mr Colling asked if governors were in agreement for these risks to be added to the register for review at the next meeting. All governors agreed with these additions. **Action: Mr Colling**

Miss Pike raised the issue of a potential risk relating to students' behaviour and how that can be picked up in the local community or by the local press. Mr Colling said he had had a meeting with colleagues to conduct a review on peer-on-peer abuse. Mrs Tudor-Price has been invited to work with someone from another Trust on this. Once the review is completed, governors will be invited to talk to pupils to get an overview of the culture. A report will be produced and this will lead to an action plan which will be presented to the E&W Committee.

b) Management Accounts

Accounts for Period 2 October 2021 had been shared on GovernorHub for all governors to review.

14. Date of next meeting

Tuesday 26 April 2022 6.30pm

Dr Powell thanked everyone for their work this year and reminded governors to advise Mrs Willie if they wished to join the Finance and Personnel Committees.

There being no further business the meeting closed at 8.50pm.

Signed..... (Chair)

Dated.....