



**MINUTES OF ST TERESA OF CALCUTTA MAC BOARD MEETING  
Thursday 16<sup>th</sup> May 2019 at 1.00pm at  
Archbishop Ilsley Catholic School**

**Present:** Frances McGarry, Foundation Director (FM) - Chair  
Mary A Mills, Foundation Director (MM)  
John Ryan, Foundation Director (JR)  
Sean Devlin, Foundation Director (SD)  
Susan Hughes, Co-Opted Director (SH)  
Mary Higgins, Foundation Director (MH)

**In Attendance:** Gerardine Lawson-Lotarew, Senior Governance, SIPS  
Mark O'Connell (MOC)  
Glen Alexander, CSEL (GA)  
Michelle Smith, CFO (CFO)

Min No		Action
	<b>Opening Prayer</b>	
STM037/1819	<b>Welcome &amp; Apologies</b> The Chair welcomed everyone to the meeting and no apologies were received.	
STM038/1819	<b>Declarations of Interest</b> None declared.	
STM039/1819	<p><b>Urgent Additional Items</b> The Chair requested it was recorded the Board wished to thank everyone who supported the facilitation of the conversion process to achieve conversion on 1<sup>st</sup> May 2019. All three schools were now compliant in terms of governance and governing bodies were in place. <b>A member requested a letter was sent to the new CFO to recognise the contribution she had made in achieving the conversion.</b></p> <p><b>Action: GA to draft a letter for MS</b></p> <p>The Chair requested a letter should also be sent to all schools to recognise the work they had undertaken during the conversion process and the letter should come from the Board. <b>Members agreed in principle to support this and further discussions were held in relation to how the Board would be supported with administration and production of correspondence</b> in response GA confirmed there was work to be done around the Head Office functions and how the MAC would secure secretarial/administrative support. <b>The Chair added that, as an educational company, it was important to have support in place to secure good professional standards in all formal letters and documentation.</b></p> <p>GA said it was essential to establish how the CFO role would operate and suggested members may wish to reflect on this following the meeting and in preparation for the meeting next week with the Head Teachers. GA reported he was meeting the Head Teachers of the three schools on 17<sup>th</sup> May and he would</p>	GA

	<p>discuss this issue with them and report back to the Board. <b>A member said there was a variation between roles in relation to administrative support with the Clerk to the Board completing some tasks. The CSEL could do some of this work with the appropriate administrative support, but there would be a cost associated with this.</b></p> <p><b>Action:</b> GA to arrange for a letter to go to the schools. GA to review the administrative support with the CFO and Head Teachers in relation to how the system of support would work.</p>	GA
STMO 40/1819	<p><b>Minutes of Previous Meeting held on 20<sup>th</sup> March 2019 – Circulated prior to the meeting – Confidential Minutes to be tabled at the meeting.</b></p> <p>Discussions took place regarding the formal adoption of the Board following the conversion on 1<sup>st</sup> May 2019 and the roles were confirmed as:</p> <ul style="list-style-type: none"> <li>• Frances McGarry, Foundation Director</li> <li>• Mary Mills, Foundation Director</li> <li>• Sue Hughes, Co-opted Director</li> <li>• Mary Higgins, Foundation Director</li> <li>• Sean Devlin, Foundation Director</li> <li>• John Ryan, Foundation Director</li> </ul> <p>The posts of CSEL and CFO were confirmed as:</p> <ul style="list-style-type: none"> <li>• Glen Alexander, CSEL</li> <li>• Michelle Smith, CFO</li> </ul> <p>It was also clarified Mark McConnell was not a member of the Board but was in attendance. Nominations were sought for the Chair and it was agreed Frances McGarry would continue as Chair until September 2019 this was seconded by MM, MH and JR. Nominations were then sought for the Vice Chair and it was agreed that SD would remain as the Vice Chair.</p> <p><b>Actions:</b>  STM003/1819 - CFO Appointment – <b>COMPLETED</b>  STM007/1819 – Website – <b>Included on the agenda 16.5.19</b>  STM017/1819 – Website – <b>Included on the agenda 16.5.19</b>  STM022/1819– Declarations of Interest – It was agreed post conversion on 1.5.19 all forms would be re-submitted by members and the matrix completed. - <b>Carry Forward</b>  STM026/1819 – CFO appointment – <b>COMPLETED</b>  STM029/1819 – Top Slice – <b>Included on the agenda 16.5.19</b>  STM032/1819 – CSEL Report - <b>COMPLETED</b></p> <p><b>Lease - A member enquired if the issue with the lease at Archbishop Ilsey had been resolved</b> and in response GA confirmed it had.</p> <p><b>DBS/Safeguarding</b> – GA reminded members they would need to ensure their DBS, Safeguarding and Safer Recruitment training was up to date.</p> <p><b>Top Slice – The Chair reported that she had spoken to the CFO regarding a question raised at a previous meeting. The details of how the more equitable sharing of the top slice costs to each school was arrived at would not be available at this meeting.</b> GA reported the delay of one month for the conversion had caused a major issue with the budget and the CFO was not in a position to review finance but the CFO had produced a report for the Board today. GA confirmed the financial report would not be what members required and the future format of reports would need to be agreed by the Board.</p> <p><b>Sue Hughes arrived at 1.30pm</b></p>	

	<p>MOC said there would be specific financial information that needed to be presented to the Board as the Board had to know the financial position of all schools as part of due diligence.</p> <p><b>Resolved:</b> <i>The minutes were accepted and signed as a true representation of what occurred at the meeting to be retained by the MAC.</i></p>	
STM041/1819	<p><b>Succession Planning, Senior Leadership Role - Confidential Minute not for publication</b></p>	
STM042/1819	<p><b>CFO Report – Papers circulated at the meeting</b></p> <p>The CFO joined the meeting at 1.30pm</p> <p><b>A member expressed thanks on behalf of the Board to the CFO and her team who had worked extremely hard over the last few weeks to achieve the conversion.</b></p> <p>The Finance Report and MAC Update, MAC 4/12<sup>th</sup> Accounts Overview, Tasks, Monthly, Budget Plans for Holy Souls, Archbishop Illesley and Holy Trinity were presented to members.</p> <p>The CFO confirmed the closing down of the accounts and liabilities had been sent to BCC who would confirm by 1.7.19 the reserve figure and this would go into the MAC account by the end of July 2019. The CFO confirmed the budgets had been signed off by the individual schools and a summary had been prepared for the Board, the MAC 4/12<sup>th</sup> Accounts Review paper was circulated and the carry forward/deficits confirmed.</p> <p>The CFO reported historic invoices had been received from Acivico for Holy Trinity Catholic School and the CFO alerted members that the other schools in the MAC may have the same issue.</p> <p><b>Future Reports</b> – The CFO sought clarification from members regarding the future format of Finance Reports and circulated a template report. MOC asked if this was the report format schools would have and in response the CFO said she had completed mapping and all schools would be the same and this information would feed into the MAC. The CFO confirmed she was meeting the Business Manager at Archbishop Illesley and DRB to ensure the information was fed through to the MAC. MOC clarified the Board would require a summary only and in response the CFO confirmed the report could be consolidated and only the necessary information reported. <b>The Chair suggested that an executive summary was required to give the Board the headline figures including risks and opportunities.</b></p> <p>A discussion followed about the actions taken to effect savings in preparation for 2020. MOC clarified the SFA were clear and they expected the books to balance even though the forecast was not good. MOC reported he had met the SFA and there was challenge in relation to the reserves. The CFO reported the SFA letter showed the schools that were in deficit and the schools auditors' letter had been scrutinised. The SFA had sent a detailed report which the CFO had passed to the auditors.</p> <p>Holy Trinity – GA raised an issue about the expansion of Holy Trinity SLT and enquired if it was necessary for any proposals to change the structure to be presented to the Board for approval.</p> <p>In response MOC clarified if the changes were within the budget no approval was required. If expansion was outside of the budget and there were cost implications any proposal would need to come to the Board and this was where the CFO role would be key in presenting such proposals to the Board. <b>A member commented on the pay scales for schools and the schools being aware of what</b></p>	

	<p><b>payments are made to staff and progression arrangements, this was key when considering appointing staff.</b></p> <p>MOC referred members to the Scheme of Delegation. The CFO confirmed the Scheme of Delegation, Risk Register and Policies were all presented to the Steering Group in December 2018 together with the Financial Handbook and these should be distributed to the Board to review. MOC said it was essential the Head Teachers understood what their financial limits were and in response the CFO confirmed that once the Board had approved these the schools would be advised. <b>The Chair requested that schools should also hold a register of interest.</b></p> <p><b>Action:</b> The CFO to distribute the Scheme of Delegation, Risk Register and Financial Handbook to members.</p> <p><b>Action:</b> The CFO to ensure schools hold a register of interest.</p> <p><b>The Chair asked the CFO what was required and how could the Board best support in this.</b> In response the CFO requested copies of the Boards Minutes, clarification of the style of report the Board required from the CFO and named members on the Board that the CFO could go to.</p> <p><b>Action:</b> Confirmation of Report Style.</p> <p><b>Action:</b> Minutes of Board meetings to be sent to CFO.</p> <p><b>Action:</b> Named members for CFO</p> <p>There was a discussion regarding the member's governance folders and it was agreed SH, SD and JR required folders and copies of the policies.</p> <p><b>Action:</b> CFO to provide folders to members</p> <p><b>Risk Register</b> – MOC confirmed this would need presenting to the Board during this term. <b>Action:</b> CFO to provide the Risk Register for the next meeting</p> <p><b>Trustee Forms</b> – The CFO presented the forms to members and requested these were completed and returned to her.</p> <p><b>FMGS Questions</b> - The CFO presented the FMGS and requested these to be completed online. MOC said it was not necessary for all members to do this; members should, however, periodically check compliance.</p> <p><b>Insurance Policy</b> – The CFO reported it had been agreed to take risk protection from the FSA and insure the school buses as one policy.</p> <p><b>Engineering Insurance</b> – The CFO was collating details from schools, the schools were currently continuing with the provider they had in place. The CFO reported a quote had been requested from Solihull MBC who appeared the most competitive and the CFO confirmed she had shared the insurance policy with the schools.</p> <p><b>Letterhead</b> – A member requested a font change to the diocese logo.</p> <p><b>URN</b> – The CFO reported issues with the URN and reported the DfE had not told the Exam Board, today was the census day with the funding being driven by the census, so this could be an issue.</p> <p><b>Bank Accounts</b> – The CFO reported the bank accounts had not been registered on the new MAC account, the CFO had spoken to the bank and all monies had been paid into the Archbishop IIsley account so the CFO would need to resolve this with the bank and transfer the money to the MAC.</p>	<p>CFO</p> <p>CFO</p> <p>Chair GLL Chair</p> <p>CFO</p> <p>CFO</p>
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	<p><b>Lettings</b> – The CFO reported the school fund and lettings sit aside from the Archbishop Ilsley account separately but audit and the DfE require all accounts to sit centrally.</p> <p><b>The Chair formally recorded thanks to the CFO and the CFO left the meeting at 14.15.</b></p>	
STM043/1819	<p><b>CSEL Report – Paper circulated at the meeting</b>  GA presented his report and highlighted the following to members:</p> <ul style="list-style-type: none"> <li>• MAC Expansion – GA reported work was required on expansion of the MAC. MH gave a brief overview of the current position with the Rosary and LCVAP funding for the boiler work.</li> <li>• MAC Finances – already discussed with CFO present</li> <li>• Schemes of Delegation – already discussed with CFO present</li> <li>• Feedback from Head Teachers – A summary of the meeting with the Head teachers was attached with the CSEL report and members were referred to this. GA confirmed in relation to item 13 of the paper SH would be the named Director for the Section 48 Inspection. MOC highlighted to members there was Section 48 training for governors.</li> <li>• DPO - GA reported he had met with Judicium in relation to the provision of an independent DPO the notes from GA's meeting were included in the CSEL report and members were referred to this. The CFO had confirmed there was sufficient funds in the conversion grant to cover the cost of the service and GA confirmed he would be discussing this with the Head Teachers. <b>A member enquired if the service was cheaper than Warwickshire Council which had been discussed previously</b> and in response MOC said if using Warwickshire, the Board/schools would be required to do a lot of the work themselves. GA was seeking approval from the Board to proceed with using Judicium and it was agreed.</li> </ul> <p><b>Resolved: The Board approved the use of Judicium as DPOS.</b></p> <ul style="list-style-type: none"> <li>• Website – GA reported this was operational and would be populated with the school policies which was a statutory requirement. <b>The Chair confirmed she was happy to read through the policies in a manual format. The Chair queried the Exclusions Policy and whether as a MAC the Local Authority still had an involvement in exclusions</b> and it was confirmed the Local Authority would still have an involvement and this service would be paid for.</li> <li>• Feedback from CSEL – GA reported the Diocese was arranging meetings for the CSELS and GA would be attending. GA reported it would be appropriate to have something similar for the Chairs. GA reported he had authorised the CFO to attend the relevant.</li> </ul> <p><b>St Teresa of Calcutta MAC Board Structure, Paper circulated at the meeting</b>  GA presented the proposed Board structure and suggested the constitution should be 9 Directors. GA recommended there should be two committees these being Standards and Resources which would both require a Chair. The Standards Committee would be responsible for performance of each of the schools in the MAC including results, teaching and learning and Catholic Life. The Resources Committee would be responsible for human resources issues and audit. GA recommended the Board members would be jointly responsible for safeguarding and catholic life but individual areas of responsibility would be:</p> <ul style="list-style-type: none"> <li>• HR – Mary Higgins</li> <li>• Safeguarding – Mary Mills</li> <li>• Teaching &amp; Learning – Sue Hughes</li> <li>• Standards – Frances Mc Garry</li> <li>• Finance, Estates and Health &amp; Safety – John Ryan</li> </ul>	

- Catholic Life – Sean Devlin - It was confirmed the local governing boards would have responsibility for their schools in the event of an inspection but SD would receive a copy of the report.

**A member sought clarification where the responsibility for performance management for Head Teachers would rest** and in response GA confirmed it would rest with the CSEL. GA confirmed he had completed this for the Head Teachers of Holy Trinity and Archbishop Ilsley but not Holy Souls. GA reported to members he would present the PM outcomes to the relevant Committee to approve.

GA presented the proposed meeting schedule for the Board meetings for 2019-2020. **A member requested a meeting was scheduled for July 2019 for the budget. Following discussions, it was agreed Thursdays at 1.00pm were preferential for Board meetings.**

**St Teresa of Calcutta Ethos – Paper circulated at the meeting**

From the paper circulated members engaged in a discussion about the content and the vision of courage, compassion and vocation. It was agreed to further explore our shared vision and values at the Board's meeting with Headteachers.

**Development Plan – Paper circulated at the meeting**


GA reported from the paper on three key areas:

- **Expansion** – achieving beyond 3000 pupils, currently this was 2100. Discussion about the Rosary School joining in 2020, the diocesan plan, Lumen Christi and growing the Board.
- **Raising Standards** – Improving P8 measures, look at science, Safeguarding, Successful Section 48, collaboration, focus on culture, character and currency, securing catholic life across the schools.

**The Chair said that Ofsted readiness and raising standards was an ongoing priority for all three schools. With regard to the OFSTED Grade at Holy Souls, the Chair added that the first monitoring report, in September 2018, confirmed that appropriate action had been taken and safeguarding was strong. The school was subsequently informed that a reinspection would not be necessary, provided academy conversion was completed within twelve months. The school's many strengths in teaching and learning were recognised in the initial report and in subsequent external reviews.** There was discussion between members about the position of Holy Souls and the possibility of requesting an inspection if the school was still classified as 'special measures'. The Chair clarified the old report would be wiped once the school became an academy but could still be found on the Ofsted site. There was discussion about the sponsorship arrangement and when this would end, which members believed would be when the school became an academy. MOC said it was a decision for the CSEL to report to the Board and clarify whether the sponsorship of Holy Souls was still needed. **The Chair suggested there could be mutual support amongst all three Heads** and in response SH said a report was required outlining the current position of Holy Souls and the Board could see if the schools were equal before a decision was made on the sponsorship.

- **Finance – members requested the 6<sup>th</sup> Form, Year 2 outcomes and EYFS was added to this section of the plan.**
- **Core Principles** – GA directed members to the final page of the report and the 6 principles outlined. **A member requested the new OFSTED Framework should be included. A member highlighted the drive was now to meet the needs of the students and the Chair added there should be commonality in terms of what every student needed when they left school.**

	<p><b>Members discussed the transition arrangements and which primary schools transition to Holy Trinity and Archbishop Ilsey and transport arrangements in the area which the Head Teachers were exploring.</b></p> <p><b>A member requested it was impressed on the Head Teachers that their school is their responsibility as they run the school. The member also asked that clarification was sought on who would cover for the CFO if she was off</b> in response GA said the Head Teacher of Holy Trinity needed to come to an understanding of what the CFO role was. <b>A member said the Head Teachers need to know what the role of the CSEL and the CFO was and then it was up to the Head Teacher at Holy Trinity to fill any gap left by the CFO. Members engaged in further discussion about the CFO role and how Holy Trinity would be supported when the CFO was working on MAC issues with the members recognising that the current Business Manager at Archbishop Ilsey could provide support.</b></p>	
STM044/1819	<p><b>Any Other Business</b> None discussed</p>	
STM045/1819	<p><b>Date and Time of Next Meetings</b></p> <ul style="list-style-type: none"> <li>• July 2019 – Date to be agreed</li> <li>• 26<sup>th</sup> September 2019 at 1.00pm</li> <li>• 30<sup>th</sup> January 2020 at 1.00pm</li> <li>• 7<sup>th</sup> May 2020 at 1.00pm</li> </ul>	
	<p><b>Closing Prayer</b></p>	
	There being no further business for discussion the meeting was closed at	

Chairs Signature:  ..... Date: 27/9/2025 .....

**BOARD ACTIONS LOG 2018-2019**

<b>Minute</b>	<b>Detail</b>	<b>Comment</b>	<b>Recommendation</b>	
STM022/1819	Declarations of Interest	GLL to prepare the declarations matrix for the MAC website. 16.5.19 – Declarations to be resubmitted and the matrix to be updated.	CARRY FORWARD	GLL
STM029/1819	Finance	GA to speak to the CFO regarding 5 months of top slice at 2.75% and 3.5% from September and clarify the costs per pupil, and what buffer had been built in.	CARRY FORWARD	GA
STM039/1819	Urgent Additional Items	GA to prepare a letter for the CFO to recognise the contribution she had made in achieving the conversion.	NEW	GA
STM039/1819	Urgent Additional Items	GA to arrange for a letter to go to the schools. GA to review the administrative support with the CFO and Head Teachers in relation to how the system of support would work. CFO to distribute the Scheme of Delegation, Risk Register and Financial Handbook to members. CFO to ensure schools hold a register of interest. Confirmation of Report Style for CFO. Minutes of Board meetings to be sent to CFO. Named members for CFO CFO to provide folders to members CFO to provide the Risk Register for the next meeting	NEW NEW NEW NEW NEW NEW NEW NEW NEW NEW	GA GA CFO CHAIR GLL CHAIR CFO CFO
STM042/1819	CFO Report		NEW	CFO