



MINUTES OF ST TERESA OF CALCUTTA MAC BOARD MEETING
Thursday 21st May 2020 at 1.00pm held Virtually

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

Apologies: None

In Attendance: Glen Alexander, CSEL (GA)
 Mark O'Connell (MOC)
 David Bagley, DRB (DB)
 Collette Burge, CFO (CB)
 Colin Crehan, Interim Accounting Officer (CC)
 Gerardine Lawson-Lotarew, Senior Governance, SIPS

Minute No	Opening Prayer
STM058/1920	<p>Welcome & Apologies The Chair welcomed everyone to the meeting and no apologies were received. It was noted that during the current COVID 19 pandemic the Board agreed to hold Board Meetings in place of the committee meetings with Board meetings focusing on issues addressed by the Committees. It was therefore agreed this meeting would focus on finance and JR as Chair of Resources Committee would chair this meeting. It was</p> <p><i>Resolved: All Directors agreed JR would chair the meeting</i></p>
STM059/1920	<p>Declarations of Interest No declarations were made.</p>
STM060/1920	<p>Minutes of previous meeting held on 26th September 2019, 20th January 2020 and 7th May 2020 – Minutes not circulated The Chair confirmed approval of the minutes from the meetings held on 26th September 2019, 20th January 2020 and 7th May 2020 and any confidential minutes would be deferred and approved at the next non-virtual Board Meeting. It was</p> <p><i>Resolved: the minutes of the meetings held on 26th September 2019, 20th January 2020 and 7th May 2020 would be deferred to the next non-virtual meeting.</i></p>
STM061/1920	<p>Finance – Papers circulated prior to the meeting DB reported the projected reserve had slightly reduced due to stock buy in for September and reimbursement from insurance, this would be reflected in the May accounts. The Chair highlighted at the Board meeting held on 7th May DRB and the CFO presented Management Accounts to March showing a projected in year deficit for the MAC and the Chair was seeking clarification whether the Resources Committee had any reporting obligation in relation to the deficit and also in relation to the Pupil Premium accounting error. In response DB confirmed the in year deficit would be an issue next year however with the current 'lockdown' schools had not been spending as much. Those schools such as Archbishop Ilsey who relied on lettings income, had been hit hard and in particular with the closure of the swimming pool the school had been sensitive to COVID19.</p>

The Chair sought clarification on actions being taken to address the deficit as it was important the Board were fully informed of the current status recognising the April Management Accounts just available showed a further deterioration in the projected in year deficit for the MAC. In response DB confirmed the consolidated projection had been completed but there were still system issues, however the system should generate information in a common format. DB confirmed the data would be circulated after the meeting but there was still an in year surplus balance.

A Director enquired if Archbishop Ilsley had set a deficit budget, and what was the school proposing to do to ensure it would be able to set a balanced budget. In response CB confirmed the school had set the budget with a surplus for next year. CB reported some savings made through staff changes such as employing NQTS and the loss of staff on UPS3. CB reported the lettings management company was charging £35k per annum and the school had taken the decision to end the contract, with the school taking on administration of the lettings. CB reported peripatetic music was costing the school £45k per annum and the school was establishing ways of offering some subsidy but not at the current level.

A Director sought clarification whether the music was offered to all pupils or just FSM pupils. In response CB confirmed the school sought contributions from students but these were low so the process required strengthening. CB confirmed the school had an element of lettings income which could be at risk so the estimation had been reduced by one third as the school had lost income of £40k from the swimming pool.

The Chair sought clarity of the overall financial picture and in response DB confirmed there was an in year surplus at Archbishop Ilsley, Holy Trinity had balanced and Holy Souls had a surplus, the MAC also had a surplus so there was a cumulative surplus. DB reported the KPIs had been included in the information circulated to Directors to enable the Board to review comparisons across the schools. DB provided assurance that despite the current in year projected deficit the MAC had a carry forward surplus reserves sufficient to cover the position. Projected carry forward year end reserves would be based on March MA year end projections and April MA year end projections. The Chair noted again the importance of including an element of reserve building into the annual budgeting exercise in order to be able to withstand shocks and unforeseen circumstances.

The Chair sought confirmation of the timeframes for the submissions of financial information and in response DB clarified the forecast outturn was complete and there was one to complete in July.

A Director highlighted a request has been sent to GA in relation to information on music lessons at Archbishop Ilsley and whether the school could identify what percentage of pupils were FSM from this information could it be established if the budget could provide music for FSM. In response CB confirmed £45k had been left in the budget so anything the school could reduce for non-FSM students would boost the year end figure. **ACTION: GA to provide information requested as per email.**

GA reported catering at Archbishop Ilsley was an issue and CB confirmed part of the in year deficit was due to catering. GA confirmed Holy Souls and Holy Trinity catering contracts were due for renewal and this was an opportunity to review catering provision across the MAC. CC confirmed Holy Trinity outsourced catering until April 2021. CC advised Directors schools could make claims to the DfE during the current

COVID 19 for up to £50k. CB confirmed this had been considered and CB had a list of expenditure that had been incurred as a result of the COVID 19, this included the costs of laptops and postage for sending packs to homes. CB reported the claims could only be made for loss of income and CB would put a case forward to the DfE.

ACTION: CB to prepare submission for DfE.

Directors discussed catering and agreed as a MAC collectively it may be possible to secure more favourable rates for the catering contracts particularly in the light of future expansion. **The Chair acknowledged this was something the MAC and schools should be preparing for with regards to all contracts and the work of reviewing contracts should be happening now.** MOC requested to be kept advised of developments as other MACS had done this and MOC may be able to assist with this.

ACTION: CB to keep MOC advised of progress

CC reported the catering SLA at Holy Trinity provided for an adjustment to the fee during COVID 19 which would equate to a one third reduction of the cost, and this was one of the reasons the school was ending with a surplus. DB confirmed following a discussion with Cityserve a reassurance had been given that no school would be 'out of pocket' and schools would be charged for the funding received in the budget.

CC confirmed the cleaning contract with Cityserve contained the same clause. CC reported Holy Trinity had a precarious financial history and there was real caution when appointing businesses. Also in terms of staffing a number of fixed term contracts had been due to expire at Easter and the school had taken a difficult decision not to renew contracts and this had contributed to some financial 'claw back'.

The Chair sought assurance whether there was anything that could have been done or should have been done in terms of finance. In response CB confirmed this was difficult because of the COVID 19 situation and had this not occurred Archbishop Illesley would not have lost the revenue it had. DB confirmed there was also a shortfall on pupil premium, and in addition the school had not been able to realise any savings on the cleaning contract. CB added the government had instructed schools to continue to pay suppliers during the COVID 19 pandemic so this had to be done.

A Director noted the context of the three schools was very different and recognised CB had made significant strides and ambitious plans to build the service and capacity. Holy Souls had made savings but when looking at staffing in terms of the age profile of staff these were very different. It made it very difficult to effect any staff savings without incurring redundancy costs.

The Chair reassured Directors the right approach had been taken in dealing with this issue and there was no impropriety, furthermore there was nothing in the Academies Financial Handbook that indicated this had to be reported.

DB advised Directors the Board would need examples of what had been done to address the issue and any impact on accounts had been recorded. **The Chair highlighted the Board had worked hard to recover £150k and it had not been possible to recover all of this and there was £70k outstanding but the Board were comfortable if challenged and could explain the situation. The Chair was mindful this was public funds and the Board was accountable. A Director noted work had been done by Archbishop Illesley and the school was still reviewing contracts so there had been an impact. A Director confirmed the process and subsequent actions had been minuted and the CSEL investigation was to hand**

for any OFSTED inspection or scrutiny and this could be appended to the minutes.

CB reported Archbishop Ilesley had approved the budget on 20.05.20, Holy Trinity would approve the budget on 24.06.20 and Holy Souls had yet to set a date for approval. **The Chair requested all budgets to be with the Board by 2nd July 2020 for approval on 9th July 2020. The Chair also requested an overview of where external scrutiny would focus next. ACTION: CB to ensure budgets are submitted to the Board for approval by 2nd July 2020**

DB confirmed prior to the pandemic there was a reciprocal arrangement where DB would audit another MAC and that MAC would audit St Teresa of Calcutta MAC. DB explained the focus of the audit would be around susceptibility of schools to fraud and this would satisfy the EFSA. CB requested authority to use DRB to undertake the audit. **Directors questioned the cost involved in providing this service, and it was agreed that the discussion would take place later in the meeting once DB had left the meeting to avoid any conflict of interest.**

Risk Register

The Chair raised the issue of the risk register and audit of health and safety. In response a Director advised safeguarding was a key item for review. A Director added safeguarding was a standing item on Board meetings and the Board looked at the risk as part of a 'watching brief'. CB advised the risk register would need updating and schools currently undertaking risk assessments would need to report this to the risk register. There was a discussion amongst Directors regarding the risk assessments in the light of the current COVID19 and the requirement for risk assessments to come to the Board. Directors were concerned about the volume of information relating to safeguarding that had been issued and Directors expressed concern about the 'influx' of disclosures when schools re-opened. It was agreed to revisit this item.

The Chair sought assurance that in relation to the risk register the Board could demonstrate professionalism if asked to explain decisions. The Chair referred to payroll in particular and sought confirmation why changing provider was not feasible. In response CB clarified that this would involve double input for payroll although CB confirmed the health and safety on line training was useful. The Chair noted the provider did cover health and safety risk and environmental risk and this could add value so from an internal scrutiny view this would be useful.

Directors discussed the issue of safeguarding and the information being sent daily from the DfE particularly in relation to risk assessments for opening schools. Directors agreed contingency planning could continue but this may be subject to change dependant on what the DfE advised. The Directors felt there was sufficient communication and collaboration between the safeguarding leads via Zoom. A Director added schools did not have to re-open on 1.6.20 the advice was that schools prepare and get ready to open. Directors agreed autonomy was given to the local governing boards, health and safety guidance was available and schools were ready to respond quickly and it was recommended all local governing boards meet before the pupils return to school to see and approve the plans for re-opening. The Director confirmed the Board was confident in the work of the LGBs on this issue.

A further discussion took place regarding opening schools and Directors noted a letter had been sent to parents by Birmingham City Council and it was felt the MAC should have a statement for all schools. Discussions focused around delaying risk

assessments and looking at the implications of opening schools particularly to certain ethnic risk groups as there was still a lot to consider.

MOC advised Directors that DfE guidance should be followed and schools should be supported. MOC added a meeting had taken place with the RSC and there was an understanding schools opening on 1.6.20 was not going to happen across the country. Each school needed to adapt for their community with a gradual integration of classes. MOC added that approximately 40% of parents may send children back but there was a high level of resistance.

DB left the meeting at 14.15

A Director requested schools considered the medical conditions of high risk groups.

MAC Growth

MOC reported the paperwork was with the DfE for the schools joining the MAC but the process had slowed down and this did need to be considered when the MAC was looking at other schools joining such as St Chads and St Josephs. MOC relayed information regarding St Chads and confirmed consultation with the community needed to be considered and would this be via email or letter with an opportunity to raise questions as the school could not have an open evening during the current pandemic.

MOC confirmed the paperwork would need to be completed by 8.6.20 and consultation by the first week of July so the timeline was tight. MOC added the additional funding had been set up so approvals had to be completed by July. If completed by July transfer could be September or October.

CC sought clarity on the timeframe and in response MOC confirmed the paperwork was required as early as possible before it goes to the HTB, if the timeline was too tight it made it harder to exercise due diligence so it was recommended to do as much as possible before the summer holidays. MOC noted the MAC was still developing central support services and Directors accepted this would involve extra work over and above what was already being done so this would add pressure.

MOC left the meeting at 14.27

Internal Audit Confidential item not for publication

STM062/1920

MAC Staffing

CC presented a proposal for building the central MAC team and infrastructure to support the MAC. CC confirmed the resignation of the Business Manager at Holy Trinity had informed the decisions in relation to staffing and MOC had identified a potential eight-month timeframe for on boarding new schools into the MAC. CC reported the website needed to be updated to make it more appealing so short term CC suggested paying honorariums to existing staff to support the MAC. CC also identified the school signage required changing.

A Director noted this matter had been discussed at the previous Board meeting and agreed. In response a Director clarified the issue had been discussed particularly around the employment of a Business Manager and the administration and who would be doing this as this was not down to the CSEL.

CC responded that with the resignation of the Business Manager at Holy Trinity discussions had taken place around what support was put in place for CB, not a

replacement for the Business Manager at Holy Trinity. The Business Manager's post was no longer required, but what was required was someone to work at Archbishop Ilsey, Holy Trinity and the MAC responsible for project management to on board new schools. There was also a requirement for admin support for the Accounting Officer and support with TCap so someone to perform these core duties over the course of a week was required. The cost would be £13k cheaper than the current Business Manager post.

The Chair confirmed work on the website was necessary and the proposal for IT (Website innovator) also made sense. However, the Business Manager role required more work and although Directors had received a person specification they had not received the job description so Directors needed to establish what was required for the future as at the moment it was unclear. A Director agreed with the Chair and confirmed they were not comfortable about the role. The Directors requested CC and DB leave the meeting during the discussion about the staffing.

CB and CC left the meeting at 14.48

Recruitment - Confidential Minutes not for publication

CC/CB re-joined the meeting at 14.55

The Chair confirmed following discussions the Board had agreed to define what the support would be using the resources within the MAC. In response CC requested clarification whether the recruitment of a Business Manager was being approved and admin support for CC from September. CB added that with the Business Manager at Holy Trinity leaving CB would require support with the financial work so that CB could move away from the day to day work and look at the strategic element.

A Director noted the Board had been advised the person working with the current business manager was competent with the day to day work. The Board needed a clearer JD for the role and the role would need to deliver more than the current support at Holy Trinity. ***The Director sought clarity if the current support at Holy Trinity could provide the support needed by CB and in response CB confirmed they could not.*** CB added in the secondary school there was a finance assistant who did the day to day processing of invoices and CB and the Business Manager at Holy Trinity authorised these plus the budgetary work, EFSA returns, bank reconciliations etc. CB added if this was being done for the two schools CB would be taking this on plus time at Holy Souls.

The Director therefore surmised that another Business Manager was required because there was so much to do and the Director sought clarity who would perform the admin tasks for CC. In response CB confirmed the new Business Manager post would cover 3 days' finance and 2 days admin. ***The Director reiterated the issues was not with the appointment but with what the post was required to do.***

CC confirmed the post would be a combination of the Business Manager, finance, support for CB, administration for CC and project management. CC confirmed the person would be performing multiple tasks but the original proposal for the post did not identify the allocation to each aspect of the role.

The Chair recognised the position was required and confirmed that the Job Description and Person Specification needed to be developed and consider further:

	<ul style="list-style-type: none"> • What specific tasks/activities (content and frequency) are required to support existing operations and free up CFO • What specific skills are the MAC looking to attract, train and retain for long term, future benefit of the MAC (accountancy qualified/part qualified?). • Maximise investment in recruitment process - opportunity to review existing accountancy activities/operations and current external services/cost. Consider bringing skills and capability "in house" now as part of this process? • Context of MAC possibly being smaller for longer and current budget constraints. Factor into current budget process/considerations for 20/21 and consider temporary/fixed term. <p><i>SD left the meeting at 3.00pm</i></p> <p><i>A Director recognised the work that had already been completed in schools and suggested it would be helpful if CB and CC liaised with JR and MH in relation to the job description and person specification as they had agreed to be on the interview panel. It was</i></p> <p><i>Resolved: The post of Business Manager would require further work before a recruitment process could begin.</i></p> <p>The Chair confirmed the Board had agreed to the business proposal for the IT (website innovator) and this was approved and an internal advert for the post could be placed with the CSEL and the AO managing this process.</p> <p>With regard to the MAC ICT Manager the Chair confirmed the rationale as value with low additional cost for enhanced value, the post supports delivery of efficiencies and future cost savings. The risk was low and an appointment could be made internally on a fixed term basis by the reorganisation of existing resources. The Board had therefore agreed the post of MAC ICT Manager was approved.</p>
STM063/1920	<p>Update Holy Trinity Expansion – Email sent prior to the meeting CC reported HT would start consultation with HR and BCC on expansion with all statutory work having been completed and submitted to stakeholders on 1.6.20. GA wished to extend thanks and praise to Holy Trinity for all the efforts over the last eight weeks and also for the work that had gone into the expansion.</p>
STM064/1920	<p>Policies for Review – Policies circulated prior to the meeting</p> <ul style="list-style-type: none"> • Complaints Policy – The model BDES Policy was presented and it was <p><i>Resolved: the BDES Complaints Policy was approved</i></p>
STM065/1920	<p>Any Other Business Risk Assessments – CC reported all Head Teachers were corresponding with parents but CC sought clarification who would sign the letter regarding re-opening of the schools. In response the Chair of the Board FMG confirmed this would be signed by the Head Teacher and the Chair of the Local Governing Board. At a later stage it may require a letter from the CSEL or the Board as the Board was providing strategic oversight. The Chair confirmed the guidance issued by the NGA was being used to inform decisions and the Board did not wish to restrict the Local Governing Board. In response GA sought clarification whether this should be verified as GA believed the CSEL and Chair of the Board should sign the letter. ACTION: GA to verify</p>
STM066/1920	<p>Date and Time of Next Meetings</p> <ul style="list-style-type: none"> • 4th June 2020 at 1.00pm

	Closing Prayer
	There being no further business for discussion the meeting was closed at 15.10 (connection to meeting was lost at 15.10)

Chairs Signature:  Date: 27/9/21

BOARD ACTIONS LOG 2019-2020

Minute	Detail	Comment	Recommendation
STM052/1819	CFO Report	All Directors to activate MAC email accounts. 26.09.19 – Discussed Directors have not accessed their accounts yet as they remain unreliable. 30.01.2020 This issue was raised and the CSEL agreed to speak to the IT lead at Archbishop Ilsley to resend log on details to Directors.	Carried Forward ALL DIRECTORS
STM052/1819	CFO Report	Calendar/timetable of events to be prepared for the Board to establish the financial timetable and other events that had timelines attached	Carried Forward GA/CFO/GLL
STM054/1819	Admissions	Admissions to be tabled on the next LGB agenda for Holy Trinity.	Carried Forward GLL
STM067/1819	Finance	MOC to check if the Diocese had the land valuation for the schools	Carried Forward MOC
STM008/1920	Declarations of Pecuniary Interests	Clerk to collect the forms and formulate the Declarations Matrix for the MAC website. As at 30.01.20 there were still three forms outstanding and the Clerk agreed to email Directors for these.	Carried Forward CLERK
STM008/1920	Website compliance and Statutory Policies	GA to review Statutory Policy checklist with Head Teachers and update the Board at the next meeting on compliance and progress.	Carried Forward GA
STM008/1920	Skills Matrix	Clerk to email Directors the NGA Skills Audit for completion and following receipt the matrix was to be completed and presented at the next Board Meeting.	Carried Forward CLERK
STM032/1920	Minutes of Previous Meetings	The Board agreed the minutes from 2.12.19 would be reviewed by the Board meeting on 7.5.2020.	NEW CLERK
STM032/1920	IT Resources	CSEL to prepare the business case for presentation to the Resources Committee	NEW CSEL
STM035/1920	Internal Control Report	Procedure for determining executive pay to be agreed at next Board meeting.	NEW CHAIR/HR LEAD
STM035/1920	Internal Control Report	CSEL to ensure all future CIF bids were notified to the Board	NEW CSEL
STM035/1920	Internal Control Report	CSEL to ensure IR35 at MAC level is established.	NEW CSEL
STM035/1920	Internal Control Report	CSEL to ensure findings/actions within the Internal Control report were actioned and reported back to the Board.	NEW CSEL
STM036/1920	Risk Register	Risk Register to be tabled at next Board meeting for review	NEW CSEL
STM039/1920	Policies	Clerk to circulate the Safeguarding & Child Protection Policy for Schools & Education Services policy to Directors and obtain confirmation the document had been received and read. All other policies to be tabled at the next meeting for approval when quorate.	NEW CSEL/CLERK

Minute	Detail	Comment	Recommendation	
STM046/1920	Chairs Action	Clerk to update membership records to reflect new Director Chair to discuss with BDES to seek change to 13 th May.	NEW NEW	CLERK CHAIR
STM050/1920	Reports from Committees	Clerk to invite Colin Crehan to next meeting and future meetings	NEW NEW	CLERK CLERK
STM050/1920	Reports from Committees	Clerk to invite Head Teachers to the meeting on 4 th June	NEW	GA
STM061/1920	Finance	Music - GA requested to provide information on percentage of FSM students	NEW	CB
STM061/1920	Finance	CB to prepare submission for DfE for COVID19 funding.	NEW	CB
STM061/1920	Finance	CB to keep MOC advised of progress in relation to contracts review	NEW	CB
STM061/1920	Finance	CB to ensure school budgets are submitted to the Board for approval by 2 nd July 2020	NEW	CB
STM065/1920	AOB	GA to verify signatures on schools re-opening letters	NEW	GA