



**Minutes of the St Teresa of Calcutta MAC Board Meeting held on
Thursday 1st December 2022 at 1.00pm at Archbishop IIsley Catholic School**

- Present:** Frances McGarry, Foundation Director, Chair
 Mary A Mills, Foundation Director (MM)
 Mary Higgins, Foundation Director (MH)
 Sean Devlin, Foundation Director (SD) Vice Chair
 Andrew Kennedy, Foundation Director (AK)
 John Ryan, Foundation Director (JR)
- Apologies:** David Whale, Co-Opted Director, (DW)
- Did not attend:** Susan Hughes, Co-Opted Director (SH)
- In Attendance:** Professor Paul Ryan, CSEL
 Collette Burge, CFO
 Gerardine Lawson-Lotarew, Assist Governance Manager (GP)
 Paul Crossley, HR Business Partner, HR Services for Schools, BCC (PC)
 Baljit Lolay, Employee Relations, HR Services for Schools, BCC (BL)

Minute No	
	Opening Prayer
STM096/011222	<p>Welcome & Apologies</p> <p>The Chair welcomed all to the meeting apologies were received from DW and these were accepted. No communication had been received from SH and the Chair agreed to speak to SH. ACTION: CHAIR</p>
STM097/011222	<p>HR</p> <p>The CSEL confirmed there had been no issues with the current HR services received from Birmingham. The CFO agreed and suggested it would be beneficial to retain the current HR services in particular with the new schools joining the MAC who were currently using BCC HR services. The CFO also suggested this would be helpful in relation to the future TUPE process of the new schools.</p> <p>The Chair referred to the expectations of the MAC in wanting a gold HR service and this meeting the MAC's requirements. The Chair highlighted there had been an issue with acquiring the equality statement and the MAC had still not got this for the MACs accounts. This was required to ensure the MAC was meeting its obligations under the Equality Act and without this statement it did not reflect well on the MAC. This was something that would be required as part of the service from a holistic HR service.</p> <p>A Director enquired if there were alternative HR providers. The CSEL confirmed the Diocese were keen for the MAC to look at private HR providers. The Chair noted this and expressed a desire that Birmingham HR provision would continue to upskill.</p>

HR Presentation – HR Services for Schools, Birmingham City Council - *PC and BL joined the meeting at 13.25*

PC and BL were welcomed to the meeting and invited to present. PC confirmed BCC had around 200 schools with a HR team of fifty staff covering 18,000 employees across the city. PC confirmed the priorities of HR mirrored the priorities of the MAC. Schools would be mapped in line with the white paper. PC shared a presentation which detailed the HR relationship with schools that included who'd be a boss, staff costs or asset, HR critical friend, restructuring, collaboration and people.

A Director noted that BCC serviced 200 schools and enquired how many were there within Birmingham. In response PC confirmed this was around 300-400.

A Director enquired if there were any other companies providing a HR service to schools in Birmingham and the Director highlighted that HR required an understanding of the catholic ethos of the MAC and this was a priority. In response PC confirmed there were other providers and BCC was currently working with other catholic MACs.

A Director highlighted one of the benefits of BCC HR was the work undertaken with other agencies such as the Teacher Associations and Trade Unions particularly in relation to policy development which could be customised to the MAC. In response PC confirmed work was currently being done to realign policies from January and this was in collaboration with the trade unions. There had been some cosmetic changes and the policies made simpler. In addition, there were new policies in particular wellbeing and the inclusion of domestic abuse. ***MM joined the meeting at 13.35***

A Director highlighted that as a catholic MAC there was link with the Diocese and they were keen for the MAC to use their key policies. It would be beneficial for there to be a collaboration between the Diocese and BCC to establish what would work best with Birmingham catholic schools. PC clarified that BCC would want a safe legal start to point for any policy, the MAC could adopt the policies, or these could be modified with assistance, but BCC would remain as close to legal requirements as possible. The Chair highlighted that all the schools within the MAC had a raft of policies fit for the school be it CES or BCC policies but for the new MAC these had not yet been developed, so the safeguarding and whistleblowing policies had been adopted and appendices added to reflect the MAC requirements.

The Chair referred to pay where the context had changes and the Chair felt there was a policy vacuum as policy development had not yet happened and this was a likelihood across all policies within the MAC. In response PC offered assistance and clarified HR would engage with the MAC on their requirements. The Chair confirmed the MAC would want any pay policy to cover all grades of staff and include new posts. In response PC highlighted the policies developed by BCC referred to community schools and other schools could choose the length to which they adopted these.

BL highlighted the MAC as the employer could make decisions on the pay policy and refer to any benchmarking that may be available. The Chair acknowledged this but added that whilst the decision-making process was the responsibility of the MAC the groundwork required was beyond the MAC's expertise. PC suggested the process could be made easier and HR would find a process that worked for the MAC. The CFO highlighted that the MAC was used to having job values graded, but with teachers these

	<p>were prescriptive and with any new roles there was no experience of where these would fit.</p> <p>A Director clarified the MAC was a growing interest in economies of scale with six schools currently which would eventually grow to twenty schools, so what did PC see as the benefits of the HR service and being unified. In response PC suggested it was about streamlining and eliminating duplication.</p> <p>The CSEL identified there was a difficult twelve months ahead and relationships needed to be built with flexibility and a closer relationship. The MAC had been clear about the service level agreement and the need for value for money.</p> <p>The Chair thanked PC for recognising the implications of the distinctive values of the MAC and for the support received with the three new schools. The Chair referred to the accounts and reiterated the responsibility for monitoring equality and protected characteristics. A request had been made to HR last year for assistance and the MAC had received some statistical analysis but what was provided did not have any meaningful commentary. In terms of equal pay and gender it would be appropriate for the MAC to have a statement and the MAC also required some benchmark of what good would look like. The Directors thanked PC and BL for attending and PC and BL left the meeting at 13.49.</p>
STM098/011222	<p>Declarations of Interest FMG declared being a Governor at Holy Souls Catholic Primary School. MM declared being the Chair of the Local Governing Board at Archbishop Ilsley School.</p>
STM099/011222	<p>Chairs Urgent Actions No Chairs actions were reported</p>
STM100/011222	<p>Minutes of the previous meeting held on 13th October 2022 – Circulated prior to the meeting The minutes from 13th October 2022 were reviewed and no amendments were made. It was</p> <p>Resolved: <i>the minutes were approved to be signed by the Chair and retained by the MAC</i></p> <p>Actions: STMO83/131022 Business Interest Forms – Carry Forward STMO83/131022 Party Related Transaction Forms - Carry Forward STMO83/131022 Directors Contact Details – Carry Forward STMO84/131022 Membership – Closed STMO84/131022 External Review - Carry Forward STMO86/131022 SEND – Closed STMO87/131022 Minutes – Closed STMO89/131022 CSEL Report - Closed STMO91/131022 Director’s Training – Closed</p> <p>No confidential minutes were tabled these were deferred to the next meeting.</p>
STM101/011222	<p>Finance – Papers circulated prior to the meeting</p> <p>The Chair thanked everyone for all the work completed to get the accounts in order. The CSEL reported the auditors had been complimentary of the work done so thanks were extended to the CFO and the head teachers.</p>

	<p>JR reported a lot of work had been completed and the MAC now had a healthy surplus. There were also several recommendations to keep the MAC more proficient. Discussions had included how difficult the accounts were to read. All Directors had visibility of the accounts on GovernorHub. The budget had been impacted by the pension deficit but important movement in funds of £1.2 million and after stripping out pensions the MAC had overall £7m. The total revenue was £1.9 million (£1.1m) restricted revenue reserves and GAG to be used. Reserves should be under 20%.</p> <p>JR was very pleased looking back two to three years when the situation was very different. The committee discussed GAG, and it was confirmed the MAC was sharing resources. The Trust owned the reserves in the balance sheet on page 23, cash was £7 million but this amount came with an explanation that Birmingham City Council had not yet taken salary pay.</p> <p>The CFO referred Directors to page 38 that showed the breakdown by school which was bolstered by £30k carried forward from BCC. A Director highlighted the schools were still able to budget and decide what path they wanted to take, and they had worked hard on this. In response JR acknowledged that there was real ownership demonstrated.</p> <p>The Chair requested if there was a timetable of items that needed checking and perhaps this should be on the resources committee. The CFO confirmed there was contracts register and timetable of items in the audit which were left from last year and recommendations was to fine tune what the MAC was doing. The Chair referred to the purchase orders and in response the CFO reported when paying the MACs own invoices these were paid quickly. The CFO confirmed it was good practise to raise a purchase order at the time of ordering. The Chair agreed this was a good recommendation, but this was something for the resources committee to consider. In response JR acknowledged this but suggested this item should not be overengineered but look at the medium and high risks. In response the CFO confirm the invoices had to be approved and signed off and there had to be a capitation bid if buying. There being no further questions it was</p> <p>Resolved: <i>the audit report 2022 was received and accepted and the Annual Accounts and Financial Statements were received and approved by the Board.</i></p> <p>A Director sought clarification if the CFO required any support. In response the CFO requested the continuation of the service from Michael Duffy Associates. The board discussed this, and agreement was given. There being no further questions it was</p> <p>Resolved: <i>Approval was given for the continuation of the finance support from Michael Duffy Associates.</i></p>
STM102/011222	<p>STOMAC Strategic Plan - Circulated prior to the meeting via email</p> <p>The CSEL thanked SD and Father Peter Conley for their help with this. The strategic plan was being presented today for sign off. One area of the framework in relation to what happens next would be divided into a number of sub strategies that fitted into the action plan and include KPI's to demonstrate how this was going to be achieved. A Director requested a copy of the plan was sent to them. ACTION: GP</p> <p>The Chair acknowledged this was a good strategic framework, but the Board did not yet know what the MAC's priorities were and in the sub strategies the devil would be in the detail. The Chair added the MAC needed the priorities in particular</p>

	<p>in relation to SEND and Ebacs there was a sense of urgency. When a school needed to improve a term was a long period of time. In response the CSEL's proposal was for the KPI to come back to the board but they would be managed by the individual responsible for this. Some strategies were ready for consultation and anything missing in sub-strategies when these came to the board could be addressed. The Chair suggested the KPI's needed to be strong and timed to identify what success looked like.</p> <p>The CSEL highlighted some schools had been regularly monitoring the SIP what the Board did not have was the MAC overview. The Chair added that the MAC impact and collaborative working within the team was essential. A Director highlighted the board relied on the CSEL to monitor and tell the board whether the MAC was failing or succeeding.</p> <p>A Director highlighted there was a template produced by the Catholic Partnership for Boards which set out the key strategies that could be populated by the head teachers and this had a section which detailed what it would look like if the MAC was succeeding, and these were questions the board should be asking. The Director agreed to forward this document to the board. ACTION: MH There being no further questions it was</p> <p>Resolved: the Strategic Plan was presented and approved by the board.</p>
STM103/011222	<p>Receive Committee Minutes – Circulated prior to the meeting</p> <p>Resources Committee – JR reported the minutes were still in draft pending approval, but the discussions had been mainly about the accounts and some of this had been addressed under minute STM101/011222. Some discussion had taken place in relation to quotes for work and SCA funding. There had been a bid for playground funding. The CSEL confirmed that the bid was to make better use of outside space.</p> <p>The CFO reported the MAC had been advised it required landlord approval for the majority of projects. The CFO reported some requests had already been submitted to the Diocese, but the MAC was still awaiting a response.</p> <p>Standards Committee – SD reported there had been two amendments to the minutes which the GP was aware of. SD sought confirmation the daily phone calls in relation to external provision at Archbishop Ilsley were taking place. In response the CSEL confirmed they were. There being no questions it was</p> <p>Resolved: the committee minutes were presented and noted by the Board.</p>
STM104/011222	<p>CSEL Report – Circulated prior to the meeting</p> <p>The CSEL highlighted the following: -</p> <ul style="list-style-type: none"> • Outstanding Schools – The CSEL referred Directors to page 2 of the report Ofsted. There was a general discussion about the inspection of outstanding schools and the Chair referred Directors to the OFSTED Handbook and highlighted that Directors needed to know the contents. • The CSEL referred Directors to page 3 of the report Cybersecurity and reported training was in place. • Safeguarding – The CSEL reported the training would be a pre-recorded webinar for governors/trustees/directors focussing on strategic, not operational, issues as required by KCSIE. Directors could access this at a time convenient to them, training would be open for 2 weeks. A link and password would be sent to access the training.

	<ul style="list-style-type: none"> • School Review Reports Appendix 1 – The CSEL reported that JPG Education had offered to do online training sessions for local governing bodies. The Chair requested that it should be established what the local governing boards had already done and focus on governors who would be in attendance when OFSTED visit. • Governance Reviews for Academy Trust – The CSEL referred Directors to page 4 and the forum’s partners Wrigley’s Solicitors work with Satis Education to provide a governance review service for academy trusts which assesses and reports on the governance function and provides targeted recommendations and support where action was required. • SIP Report – These were included in Appendix 1. The CSEL reported none of the schools within the MAC had a formal involvement with a school improvement advisor. There were ad hoc arrangements in place particularly with the HT appraisal. The Chair acknowledge that this was really important and asked whether, prior to the advert for the school improvement lead, an audit carried out to establish the relationship with BEP and was this not identified. In response the CSEL confirmed ad hoc arrangements were in place. The Directors engaged in a discussion relating to a school within the MAC and a number of questions were raised. The CSEL referred to the level of work of the head teachers and also the level of SEND pupils and the challenge for head teachers. The CSEL reported looking at how the MAC could improve provision and resources such as speech and language, education psychologists etc, but this was a real challenge. The CSEL confirmed work was continuing with JPG Education until the appointment of the school improvement lead. A Director highlighted colleagues in schools had been appreciative of the visit from JPG Education and the Chairs of the local governing boards needed to see the inspection reports. It was also recommended that the CSEL , Chair and Chair of the Standards Committee should see these for all schools. The Chair requested that the CSEL let the head teachers know the board approve of what they were doing and reassure them the board were asking for this to support them. The CSEL reported the IT Manager was trying to get a technical fix for the reports and there was a number of software companies the schools were working with. The Board clarified they did not need to know the fine details. A Director highlighted there was a lot going on in schools re catholic life, wellbeing and this was nice to read but it was not necessary for the board to read. The key areas of celebration and challenge was necessary but thank the schools for what they were doing. There being no further questions it was <p>Resolved: the CSEL report was presented and accepted by the Board.</p> <p>MM left the meeting at 15.18</p>
STM105/011222	<p>Risk Register – Circulated prior to the meeting</p> <p>Two of the Directors had attended the cyber training today and noted cyber security should be included on the risk register. It was confirmed this was already included but was currently shown as RED. A Director sought clarification when this would move from RED. In response the CSEL and the Chair confirmed this would never move from RED.</p>

	<p>The CFO reported a number of updates had been discussed at the Resources Committee and there were new risks to add. JR confirmed there were risks to review and this could be sorted in December and the register saved in a separate folder on GovernorHub. ACTION: GP</p> <p>There being no further questions it was</p> <p>Resolved: <i>the Risk Register was presented and accepted by the Board</i></p>
STM106/011222	<p>Director's Training & Visits – Verbal Update</p> <p>The Chair thanked all Directors for giving time to attend the OFSTED and cyber security training.</p> <p>Trust Assurance Framework – The Chair confirmed this had been circulated in addition to the link and sought clarification if Directors had an opportunity to look at this. The Chair suggested in the spring term it should be divided into sections so the board could confirm there had been a preliminary review. The Chair would look at this and pass sections to Directors.</p> <p>The Chair confirmed a visit to St Chad's would be undertaken in the new year. In addition, the Chair requested if anyone could go to St Joseph's this would be welcome as this was the only school that did not have a Director on the LGB. Please let the CSEL know if you are able to visit. ACTION: ALL</p>
STM107/011222	<p>Policies – Circulated prior to the meeting</p> <p>Investment Policy – This was presented and there being no questions it was</p> <p>Resolved: <i>the Investment Policy was approved.</i></p> <p>Accounting Policy - This was presented and there being no questions it was</p> <p>Resolved: <i>the Accounting Policy was approved.</i></p> <p>Risk & Control Framework Policy - This was presented and there being no questions it was</p> <p>Resolved: <i>the Risk and Control Framework Policy was approved.</i></p>
STM108/011222	<p>Any Other Business</p> <p>Confidential item not for publication</p>
STM109/011222	<p>Date and Time of Next Meeting</p> <ul style="list-style-type: none"> Thursday 2nd February 2023 at 1.00pm
	Closing Prayer
	There being no further business for discussion the meeting was closed at 1600

Chairs Signature: **Date:**

BOARD ACTIONS LOG 2022-2023

Minute	Detail	Item	Progress
STM083/131022	Review	Business and Pecuniary Interests – Directors were requested to complete the forms and return these to the GP.	01.12.22 GP to check current status of returns are outstanding
STM083/131022	Review	Party Related Transactions - Directors were requested to complete the forms and return these to the GP. Directors Contact Details - Directors were requested to complete the forms and return these to the GP Directors Contact Details - Directors were requested to complete the forms and return these to the GP.	01.12.22 GP to check current status of returns are outstanding
STM096/011222	Welcome & Apologies	No communication had been received from SH and the Chair agreed to speak to SH.	
STM102/011222	STOMAC Strategic Plan	A copy of the strategic plan to be sent to MH MH to forward template from the Catholic Partnership to all Directors	
STM105/011222	Risk Register	Risk Register to be saved in a separate folder on GovernorHub.	
STM106/011222	Risk Register	Directors to advise CSEL if anyone can visit St Josephs.	

Minutes of the STOMAC Board Meeting 01.12.2022 Chairs Initials: Date :