

**Minutes of the St Teresa of Calcutta MAC Board Meeting held on
Thursday 17th July 2025 at 12.00pm**

Present: Frances McGarry, Foundation Director, Chair
Mary Higgins, Foundation Director (MH)
Andrew Kennedy, Foundation Director (AK)
Andrew Cullinane, Foundation Director (AC) – *Attended virtually.*
Christopher Price, Foundation Director (CP)
Mary A Mills, Foundation Director (MM)
David Whale, Co-Opted Director, (DW)
Janet Tibbits, Foundation Director (JT)

Apologies: Collette Burge, CFO

In Attendance: Professor Paul Ryan, CEO
Gerardine Lawson-Lotarew, Assist Governance Manager (GP)
Liz Walker, PA to the CEO (LW)

Opening Prayer

STM041/170725 Welcome and Apologies

The Chair welcomed all to the meeting. Apologies had been received from the CFO.

STM042/170725 Declarations of Interest

DW declared an interest in Michael Duffy Partnership Limited and no other declarations were made. The GP had notified the Chair in advance of the meeting that as a matter of future governance was included on the agenda the GP would withdraw from the meeting at the point of discussion if required.

STM043/170725 Election of Chair and Vice Chair – *Papers circulated prior to the meeting*

The Chair reported that Sean Devlin, Foundation Director and Vice Chair had resigned from the Board with effect from 23rd June 2025. Directors requested that thanks were given to SD for his contribution to the Board including the time committed by SD. The CEO advised the MAC would arrange for a gift to be sent to SD in recognition of services to the MAC. *(CEO/LW left the meeting at 12.04)*

The GP advised the Board that the nomination papers for the Vice Chair had been sent to Directors via email and nominations sought with a closing date of 16th July 2025. In addition, the nominations papers for the position of Chair had also been sent to Directors via email and nominations sought with a closing date of 16th July 2025. The Chair reported to the Board that AC had been shadowing the Chair as part of the succession planning which the Board had been aware of.

The GP reported to the Board that one nomination had been received for the position of Chair for AC. At this point AC was requested to leave the meeting (**AC left at 12.06**).

The Directors discuss the nomination, and all Directors agreed unanimously to elect AC as Chair of the Trust Board with effect from 1st September 2025.

AC was requested to return to the meeting (**AC returned at 12.10**) and the outcome of the election was confirmed with AC accepting the appointment for the period of one year from 1st September 2025. There being no questions it was

Resolved: *AC was duly elected as Chair of the STOMAC Trust Board from 1st September 2025.*

The GP reported one nomination had been received for the position of Vice Chair for MM. MM was requested to leave the meeting. (**MM left the meeting at 12.01**).

The Directors raised a query that a second nomination for the position of Vice Chair had been sent. The GP could not confirm this had been received but notified the Board a nomination had been received after the deadline which had been void. The Directors confirmed that there had also been a nomination for JT sent at the same time as the nomination for the Chair. At this stage JT was requested to leave the meeting. (**JT left the meeting at 12.05**)

The nomination for JT was evidenced by the GP and confirmed this had been received within the designated timeline. The nomination was accepted, and the two nominations were discussed and put to a vote.

Voting forms were issued to Directors and a voting form completed on behalf of AC, with AC's permission. The result was checked by the GP and an independent verification check was also conducted by the CEO.

Following the vote, it was confirmed that JT had been elected as the Vice Chair with a majority vote. JT and MM were advised of the outcome of the election and invited back to the meeting (**MM/JT returned to the meeting at 12.25**) where the outcome was again confirmed and JT was appointed with immediate effect. There being no questions it was

Resolved: *JT was duly elected as Vice Chair of the STOMAC Board for a term of one year.*

STM044/170725 Chairs Urgent Actions

The Chair reported that the actions from the extraordinary meeting held on 23.6.25 had been given to AM (Amy Majhu) from the Diocese and AM had responded in relation to capital but had not presented anything new. The CFO had contacted the head teachers regarding the issues raised at the due diligence meeting on 23.6.25 and the good news was that safeguarding issues raised have had the money allocated and the work had been arranged, so the board would like to extend thanks to the CFO.

STM045/170725 Urgent Additional Items

None were tabled.

STM046/170725 Term's of References Board and Committees – Circulated prior to the meeting

The terms of reference for the Resources and Standards Committee were reviewed and one amendment was made to the Standards Committee terms of reference to remove Sean Devlin as Chair. No questions were raised it was therefore

Resolved: *to approve the Terms of Reference for the Standards and Resources Committees.*

The terms of reference for the Board were deferred pending updates following any updated information issued by the DfE/ESFA and would be tabled at the first meeting of the new academic year.

STM047/170725 Minutes of Previous Meeting held on 13th March 2025 – Circulated prior to the meeting

The minutes from the meeting held on 13th March 2025 were reviewed and no amendments were made. It was:

Resolved: *the minutes were approved to be signed by the Chair and retained by the MAC.*

Actions:

STM026/130325 Marketing Report – The CEO reported this had been completed. CLOSED

STM026/130325 A.I. – The CEO reported this had been completed. CLOSED

STMO73/110724 CEO Report – The CEO reported the parent survey had been discussed and reported to the Standards Committee. The pupil survey was awaiting analysis and would be reported in the autumn. CLOSED

STMO73/110724 Finance – The Chair proposed this action should be closed as it had not been completed so the board should move to dismiss this. All Directors agreed. CLOSED

STM002/211124 Governance - Included on the agenda.

STM007/211124 Code of Conduct - CLOSED

STM026/130325 CEO Report – The Chair acknowledged Emily Hume was doing an excellent job but raised the issue of SENCOS not being able to be released. ***The Chair enquired whether the CEO had spoken to the network.*** The CEO confirmed capacity had been built with three employees with SENCO responsibilities. The standards committee would review the impact of this.

STM027/130325 MAC Growth – Included on the agenda. - CLOSED

Minutes of the Extraordinary Meeting held on 23rd June 2025 – Circulated prior to the meeting

The minutes from the meeting held on 23rd June 2025 were reviewed and no amendments were made. It was:

Resolved: *the minutes were approved to be signed by the Chair and retained by the MAC.*

ACTIONS: The Chair had emailed AM and, copying others into the exchanges to avoid any misunderstanding or duplication of effort and thanking AM. The Chair had reminded AM of what was promised and requested the plans, but these had not been received ten days after the meeting and the Chair had sent subsequent emails which had been clear in the expectations. However, there was no new information on any plans but there were aims and aspirations to address the deficit.

The Chair highlighted that whilst it had not been helpful to the Board for AM to promise plans that were not available, the Chair had received the clarity requested. The Chair added that even a pessimistic calculation of the additional liabilities was not 30% of reserves.

The CEO reported AM had referred to approximately three HR issues still outstanding in the schools transferring into the MAC. **The Chair sought clarification if these were sickness or disciplinary issues.** The CEO confirmed it was a combination of both.

A Director suggested that if AM did not have the information on the deficit reduction planning the schools would. The Chair reported that this had been mentioned to AM, and it had been confirmed that AM had been working with the schools so the Chair had requested that AM should present these at the meeting on 23.6.25. The Chair understood that AM would be attending the meeting in possession of the plans. The Chair had not pursued the actions from the meeting until reading the minutes and the Chair had given AM sufficient time to address the actions and then emailed AM for the plans, but no new information was provided. **A Director reiterated the schools would have these, and they would send them to the MAC.**

A Director raised a query about the integrated curriculum planning that had been discussed at the meeting on 23.6.25 and sought clarification if these had been received. In response the Chair confirmed that they had not.

STM048/170725 Receive Final Approved Committee Minutes – Circulated prior to the meeting

Standards Committee final minutes 20.02.2025 – The minutes were presented and there being no questions it was

Resolved: to approve the standards committee minutes from 20.05.2025.

Report from Standards Committee Meeting 12.06.25 – The draft minutes from the standards committee meeting held on 12.6.2025 were noted and would be tabled for future approval by the Board in the autumn term once approved by the committee. **ACTION: GP**

Resources Committee final minutes 13.02.2025 - The minutes were presented and there being no questions it was

Resolved: to approve the resources committee minutes from 13.02.2025.

Report from Resources Committee Meeting 08.05.25 - The draft minutes from the standards committee meeting held on 08.05.25 were noted and would be tabled for future approval by the Board in the autumn term once approved by the committee. **ACTION: GP**

STM049/170725 CEO Report – Papers circulated prior to the meeting

Items of Strategic Importance – The CEO reported the following:

- Keeping Children Safe in Education should be published this month, with minimal changes.
- No decisions made on the future of EHC plans yet.
- Government unable to confirm how many pupils would lose free schools' meals under the new criteria
- Ofsted had confirmed they were aiming to start the new inspections from November.
- Attendance – **A Director raised a query on all schools' attendance data which did not appear to 'add up.'** The CEO would check this. **ACTION: CEO** **The Chair requested that it would be appropriate for the standards committee to see the focus of work and the impact on attendance.** **ACTION: CEO**

Draft Budgets 2025-2026 – The CEO reported the following:

- It was anticipated The Rosary could make a saving on the deficit, but the final figures were not currently available.
- St Joseph's had appeared to stop the downward trend in reception and the September figures were 25 (the previous year had been 18) so the school was anticipating additional income.
- Holy Souls had reduced the number of higher-level teaching assistants (HLTA's) from 9 to 4. The school was reducing from a two form to one form entry with the school being part way through the transition. Thirty children in Reception and Year 1, and 2 classes each in Years 2 and 3 with only twenty pupils in each class, Years 4, 5 & 6 had two classes in each year with twenty-eight children in each. Holy Souls currently had 310 pupils on roll and capacity for 360. This was fifty pupils short, which would be a loss of income of £191,827. Holy Souls were also reducing the number of teaching staff. Some temporary contracts would cease as the number of classes reduced.

The Directors discussed finance and the ability to move staff between schools. The CEO clarified the MAC would be able to do this from September 2025 as a way of avoiding radical options for reducing staff.

The Chair referred to previous discussions and the request for information on staff attendance. The Board had not previously looked at this and it would be useful to see the statistics to enable the Board to have oversight. The attendance statistics should include sickness absence as well. **ACTION: CEO**

A Director enquired if a shadow cash flow had been completed for the new schools joining in September. In response a Director clarified this had not been possible currently.

The Chair referring to the average teacher costs across the schools raised the issue of analysis of gaps in average salaries, including information requested previously on gender pay gaps and percentage difference between the lowest and highest paid.

ACTION: CEO. There being no further questions it was

Resolved: to approve the draft budget for 2025-2026.

Consolidated Budget Report June 2025 – Directors were referred to the report and there being no further questions it was

Resolved: the consolidated budget report was presented and noted.

Sustainability Report – The CEO reported:

- The MAC sustainability and climate action 2025-2028 was presented. The CEO extended thanks to the Business Manager for all the work in preparing this.
- The CEO reported that the Board would need to appoint a sustainability lead. Nominations were sought and MM was appointed as the sustainability lead.
- The CEO confirmed this would be 'rolled out' to schools in October 2025 once the sustainability Leads were in place. There being no questions it was

Resolved: to approve the Sustainability and Climate Action Plan 2025-2028

Report on Transition – No questions were raised.

Governance Report - The Chair requested that discussions about governance were deferred until the new Chair was in post. The Chair emphasised there had to be a separation between the PA's role and the governance role. The governance role was the responsibility of the

board. The Chair requested a paper was prepared for discussion for the board. **ACTION: CEO**

Proposed Central Team Expansion

- The CEO reported no executive appointments could be made without permission from the diocese. None of the proposed appointments in the central team were executive positions.
- The CEO reported from the BDES briefing and the proposals for the CMATs. The Chair clarified some of the points highlighted at the BDES presentation and agreed to send Directors the PowerPoint presentation and the list of the current VA schools joining the MACs.
- The CEO presented the central team expansion to include an Estates Manager, HR Lead, Finance Assistant and Early Help Co-ordinator. **A Director expressed concern this would be employing a lot of new people within a relatively short time and did the MAC have capacity for this.** The CEO responded the MAC had looked at support and was gathering quotes for this support which currently stood at £7k. **A Director queried this amount as being too low and highlighted it would normally be a percentage of the salary. Directors enquired which companies had been approached for this work.** The CEO confirmed one of these was SATIS. **The Chair acknowledged the Early Help Co-Ordinator was needed but the Chair would like to see the Inclusion Strategic Leads plan, the impact to date, and where the Early Help Co-Ordinator would be located. The Chair was concerned about the need for some secondary school experience and the importance of pupil facing roles.** In response the CEO did not feel there was a need for concern. **A Director was concerned that the new staff would require induction amongst other things, and this created a lot of work. So, the Director was concerned and would welcome clarity on timelines.** A Director suggested there were individuals in the organisation such as senior leaders who would be looking after these new staff and not one individual person. **A Director enquired where the new posts would be based.** It was confirmed they would be 'hot desking' on site in the schools.
- **The Chair enquired if it was generally known about the resignation of the head teacher at Holy Trinity.** The CEO confirmed the head teacher had been telling people, so it was known. The CEO requested a volunteer from the Board to assist with the interviews for the new headship at Holy Trinity from January 2026. **ACTION: CEO**
- **A Director enquired if the Finance Assistant could be an apprenticeship.** The CEO agreed the MAC could look at this, but the costs associated with the role did include the on costs. **A Director sought clarification if these roles had all been included in the forecast.** The CEO agreed to check this. **ACTION: CEO**
- **A Director sought clarity about the salaries and whether these were on a range.** The CEO confirmed they were on a range in line with pay and conditions. There being no further questions it was

Resolved: to approve the central team expansion with a staggered recruitment of posts holding the governance role in abeyance.

The Chair requested the current seconded posts in relation to safeguarding and catholic life needed to be reviewed by the resources committee. **ACTION: CEO**

Marketing Update Executive Summary – The CEO reported from the paper presented. The Chair acknowledged good improvements made and hoped this would be an upward with increases in admissions. **A Director enquired who would be picking up the work now the interns had left and what was being done to increase admissions.** The CEO confirmed

training with head teachers in appropriate markets, keeping the website up to date. The next interns would pick up other priorities so it would be a continuum.

S1 Summary Summer 2025 – The CEO reported this had been presented to the standards committee.

ICT Board Report – The CEO reported this was for information with a few GDPR issues being dealt with.

Central Board Email Username Login Change – The CEO referred Directors to the paper and confirmed email addresses would be changing.

Update on BDES Meeting on 7.7.25 – This had been reported earlier in the meeting. There being no further questions it was

***Resolved:** the CEO Executive Summary was presented and accepted by the Board.*

STM050/170725 Annual Safeguarding Report

The CEO reported this had been discussed at the standards committee and there was no new information.

STM051/170725 MAC Growth Update

Already discussed earlier in the meeting.

STM052/170725 School Food Provision

The GP referred the board to the DfE guidance in that schools played a significant role in supporting pupils to develop healthy habits and behaviours that extend into adulthood. For many children and young people, school lunches also help with hunger and food insecurity which can have a significant impact on wellbeing and academic engagement. Governing boards have a crucial role in establishing a positive school food culture and a statutory responsibility to ensure adherence to School Food Standards.

Department for Education (DfE) guidance sets out the board's role which includes:

- Providing strategic direction – promoting a whole school food policy, ensuring school food is part of the board's monitoring programme and engaging with stakeholders to evaluate food culture and ethos.
- Holding school leaders to account – ensuring standards are met, all pupils gain equal access, and adequate resources are in place.
- Overseeing financial performance – monitoring take-up of school meals and ensuring catering contracts offer an appropriate specification and provide value for money.

Boards can access free training from the NGA in partnership with the DfE – A whole school approach to food although this may be delegated to Local Committees, Trust Boards have a statutory responsibility to ensure adherence to School Food Standards and are crucial in establishing a positive school food culture

STM053/170725 Risk Register - Verbal Update

The CEO reported there were no identified changes to the risk register. The register was available on Governor hub.

STM054/170725 Directors Training & Visits - Verbal Update

The GP confirmed the link for the Annual Certificate in Data Protection and GDPR training had been sent to Directors on 8th July. The GP requested that Directors confirm when the training had been completed to enable training records to be updated.

STM055/170725 Review Policies – Circulated prior to the meeting

Safer Recruitment Policy – No questions were raised. It was
Resolved: to approve the Safer Recruitment Policy

Business Continuity Plan - No questions were raised. It was
Resolved: to approve the Business Continuity Plan

Managing Organisational Change – A Director queried the timeline for making minutes available. The CEO agreed to look at this. ACTION: CEO. No further questions were raised.
It was
Resolved: to approve the Managing Organisational Change Policy

Vexatious Complaints - No questions were raised. It was
Resolved: to approve the Vexatious Complaints Policy

Equality & Diversity Statement - No questions were raised. It was
Resolved: to approve the Equality & Diversity Statement

Data Protection Policy - No questions were raised. It was
Resolved: to approve the Data Protection Policy

Appraisal Policy Support Staff - No questions were raised. It was
Resolved: to approve the Appraisal Policy Support Staff

Appraisal Policy CEO & Teachers - No questions were raised. It was
Resolved: to approve the Appraisal Policy CEO & Teachers

STM056/170725 Any Other Business

The board requested that the Strategic Lead for School Improvement should be available for the next Board meeting on 18th September 2025 to present the data. **ACTION: CEO**

The GP reported the term of office for DW ended on 7th July 2025. The Chair sought confirmation DW was willing to extend his term of office, which DW agreed, and the board voted unanimously to re-appoint DW as a co-opted Director for a further term of one year until 6th July 2026. There being no questions it was

Resolved: to appoint DW as co-opted Director until 6th July 2026.

Confidential item not for publication

STM0575/170725 Date and time of next meetings

- Thursday 18th September 2025 at 1.00pm

There being no further business for discussion the meeting was closed at 14.15

Chairs Signature..... Date:

BOARD ACTIONS LOG 2024-2025

STM026/130325	CEO Report	School Improvement – SENCOS. The Chair suggested this would be CPD so it would be good to build in time for cover. The CFO highlighted that in terms of the budget the MAC needed to be mindful that this would be tight next year and none of the SENCOS were fully classroom based. The CEO suggested attending the next network meeting and see what support was required.		CEO	Carry Forward
STM048/170725	Committee Minutes	Report from Standards Committee Meeting 12.06.25 – The draft minutes from the standards committee meeting held on 12.6.2025 were noted and would be tabled for future approval by the Board in the autumn term.		GP	NEW
		Report from Resources Committee Meeting 08.05.25 - The draft minutes from the standards committee meeting held on 08.05.25 were noted and would be tabled for future approval by the Board in the autumn term.		GP	NEW
STM049/170725	CEO Report	Attendance – <i>A Director raised a query on all schools' attendance data which did not appear to 'add up'.</i> The CEO would check this.		CEO	NEW
		<i>The Chair requested that it would be appropriate for the standards committee to see the focus of work and the impact on attendance.</i>		CEO	NEW
STM049/170725	CEO Report	<i>The Chair referred to previous discussions and the request for information on staff attendance. The Board had not previously looked at this and it would be useful to see the statistics to enable the Board to have oversight. The attendance statistics should include sickness absence as well.</i>		CEO	NEW
		<i>The Chair referring to the average teacher costs across the schools raised the issue of analysis of gaps in average salaries, including information requested previously on gender pay gaps and percentage differences between the lowest and highest paid.</i>		CEO	NEW
STM049/170725	CEO Report	Governance Report - The Chair requested that discussions about governance were deferred until the new Chair was in post. The Chair emphasised there had to be a separation between the PA and the governance role. The governance role is the responsibility of the board. The Chair requested a paper was prepared for discussion for the board.		CEO	NEW
STM049/170725	CEO Report	<i>The Chair enquired if it was generally known about the resignation of the head teacher at Holy Trinity.</i> The CEO confirmed the head teacher had been telling people, so it was known. The CEO requested a volunteer from the Board to assist with the interviews for the new headship at Holy Trinity from January 2026.		CEO	NEW
		<i>A Director enquired of the Finance Assistant could be an apprenticeship.</i> The CEO agreed the MAC could look at this, but the costs associated with the role do include the on costs. <i>A Director sought clarification if these roles had all been included in the forecast.</i> The CEO agreed to check this.		CEO	NEW

		The Chair requested that the current seconded posts in relation to safeguarding and catholic life need to be reviewed by the resources committee.		CEO	NEW
STM055/170725	Policies	Managing Organisational Change – A Director queried the timeline for making minutes available. The CEO agreed to look at this.		CEO	NEW
STM056/170725	Any Other Business	It was requested that the Strategic Lead for School Improvement should be available for the next Board meeting on 18 th September 2025 to present the data.		CEO	NEW