



**Minutes of the National Church of England Academy
Trust General meeting, AGM and Local Academy Board meeting held on
Thursday 14 December 2017 at 6.00pm at the academy.**

Membership			
A = Absence	Governor Name	Initial	Governor Category
A	Mrs L Allen	LA	Parent Trustee
	Mrs C Ball	CB	PCC Foundation Trustee
	Mrs K Cowley	KC	PCC Foundation Trustee
	Mr C Dean	CD	Community Trustee
	Mrs J Eastwood	JE	Parent Trustee
	Mrs A Harmston-Hall	AHH	Parent Trustee
	Mrs E Hopkin	EH	Staff Trustee
A	Mrs H James	HJ	PCC Foundation Trustee
	Mr M Jobling	MJo	Ex Officio- Principal
	Mr A Johnson	AJ	DBF Foundation Trustee
	Mrs G Johnson	GJ	DALP Appointed Trustee
	Mr S Jones	SJ	Ex Officio -Executive Principal and Trustee
	Mrs K Mitford (chair)	KM	DBF Foundation Trustee, Member
	Mr B Marshall	BM	DBF Foundation Trustee
A	Mr J Oldfield	JO	Ex-officio Foundation Trustee, Member
	Rev J Pacey	JP	Ex-Officio Chief Executive Officer
A	Mr C Pickering	CBP	PCC Foundation Trustee
	Mrs S Tilford	ST	

In Attendance			
A = Absence	Staff in Attendance	Initial	Role
A	Mrs A Elway	AKE	Company Secretary and Clerk
	Mr A Paulson	AP	Associate Governor
	Mrs S Robbins	SR	Associate Governor
	Mrs D Clinton	DLC	Acting Chief Executive Officer
	Mr G Corban	GCO	Chief Operating Officer
A	Mr L Mosley	LDM	Chief Financial Officer

TRUST MEETING

Item No	Item	Action/ by who when
NCE/009/1718	<p>Introductions were made to the new Trustees; Mrs Allen, Mrs Harmston-Hall and Mrs Johnson.</p> <p>Apologies for absence Apologies for absence were received and approved from Mr Dean due to injury, Mr Johnson due to another commitment, Mr Pickering and Mr Paulson due to work commitments, Rev Pacey due to a family engagement and Mr Mosley due to illness.</p>	
NCE/010/1718	<p>Declaration of interest and any changes made since last declaration made There were no declarations of interest, either direct or indirect, for any items of business on the agenda. There were no changes to be made to any declarations previously made and all Trustees confirmed that their declarations of interest had recently been completed,</p>	
NCE/011/1718	<p>Term of office for chair and vice-chair In accordance with the Trust Articles of Association the chair and vice-chair of the Trust will be appointed annually with elections taking place at the advent term Trustees meeting.</p>	
NCE/012/1718	<p>Election of Chair The clerk requested nominations. Mrs Mitford was nominated and seconded. There were no other nominations. It was resolved to appoint Mrs Mitford as chair of the Trust for a year.</p>	
NCE/013/1718	<p>Election of Vice-Chair Nominations were requested. Mrs Cowley was nominated and seconded. There were no other nominations. It was resolved to appoint Mrs Cowley as vice-chair of the Trust for a year.</p>	
NCE/014/1718	<p>Minutes of the meeting dated 6 September 2017 The minutes of the meeting, having previously been received were agreed and signed by the chair.</p>	
NCE/015/1718	<p>Matters arising NCE/005/1718 Review of membership (see later agenda item) NCE/006/1718 Portfolio Team Membership (see LAB agenda)</p>	

NCE/016/1718	<p>Review of Membership</p> <p>It was noted that the Trust Board is now full following a period of recruitment. Mrs Mitford advised that Rev Pacey had been appointed as the temporary Curate of St. Mary's is therefore the ex-officio Trustee on the NCEAT Board. Mr Marshall enquired when a permanent appointment might be made with Rt. Rev. Porter advising that an appointment will be made when the right candidate is found.</p> <p>Mrs Mitford further advised that Mr Johnson had verbally tendered his resignation and when this is confirmed in writing she will contact the Diocese requesting nominations from foundation governors with finance experience.</p>	
NCE/017/1718	<p>Nottinghamshire Safeguarding Children in Education Checklist</p> <p>The checklist had previously been received and Mrs Cowley confirmed it been returned to the Local Authority. A copy of Mrs Cowley's latest safeguarding visit had been tabled. There were no questions regarding e document.</p>	
NCE/018/1718	<p>DALP Scheme of Delegation</p> <p>Trustees had received a copy of the updated Scheme of Delegation setting out the delegated responsibilities for each level of governance within the Trust. Mrs Mitford advised Trustees that they need to know what functions are dealt with by which layer of governance as this is likely to be a key feature in an Ofsted or MAT inspection. Trustees were advised that the document is reviewed and updated annually as necessary.</p> <p>Mr Jones advised that NCEAT is due a Section 8 inspection this academic year.</p>	
NCE/019/1718	<p>General Data Protection Regulation (GDPR)</p> <p>Mrs Elway advised that a GDPR team has been established in each academy and a full day training session has been attended. She and Mrs Bonser will be visiting each academy in January to start the process of reviewing what information is held in each academy, why we collect it, who has access to it, how long we keep it and how and when it is deleted. Whilst it is imperative that we adhere to the new regulations, this has to be balanced with a sensitive approach to workload. The main messages given to all staff will be of vigilance and ensuring that any personal data is confidentially and sensitively dealt with. In response to a question, Mrs Elway advised that Trustees and governors will also receive training.</p>	
NCE/020/1718	<p>DALP Recovery Plan</p> <p>Mr Corban advised that from a Trust perspective NCEAT is on-track to achieve its identified budget savings. Mr Jones confirmed that whilst the budget is tight, it is healthy and as the academy has been financially prudent for a number of years it is well placed to make the savings.</p> <p>Mrs Clinton advised that the Notts Schools Forum had declined the LA proposal to take a further ½% from the Designated Schools Grant. Mr Jones advised that had this been approved the academy would have lost £1478k from its budget based on last year's numbers.</p>	

NCE/021/1718	<p>Date and time of next meeting Tuesday 27 March 2018 at 6.00pm Tuesday 17 July 2018 at 6.00pm</p> <p>Next AGM scheduled for Tuesday 11 December 2018</p>	
NCE/022/1718	<p>Determination of confidentiality of business and Equality Act consideration Governors considered whether anything discussed during the meeting should be deemed as confidential and whether during their discussions any equal opportunities issues have arisen. It was resolved that there had been no confidential discussions</p> <p>The meeting closed at 6.17pm</p> <p>Signed.....(chair)Date.....</p>	

Mrs Flear and Mrs Hallam from Smith Cooper Auditors arrived 6.20pm

Presentation by Smith Cooper Auditors

Trust Audited Accounts 2016/17, Financial Statements, Audit Findings and Action Plan

Mrs Flear advised that it is her firms first year of doing NCEAT and Diverse Academies Trust (DAT) Audited Accounts and they have completed the full statutory accounts and regularity audit. She was pleased to advise that a non-qualified audit opinion has been given.

During discussions Mrs Flear advised that there had been no irregularity found but there had been an issue in the recording of land and buildings in the previous years' accounts which have affected the opening balances. The same error had occurred in DAT's Accounts. Smith Cooper had tried to locate the valuations used previously as the land had not been recorded on the balance sheet. This has entailed a £624k prior year adjustment having to be done.

Mrs Flear went through the Audit Findings Report paying attention to:

- All adjustments have now been made in the financial statements
- There is no consequence for cash with the opening reserve difference
- Paperwork has now been provided regarding the new boiler
- No fraud had been seen
- Appendix A – no significant deficiencies however there is a number of control/environment recommendations and management comments have now been received to address these
- All outstanding matters from the last audit have been completed
- All related party checks were confirmed
- The summary of audit differences recorded a few minor immaterial issues
- No issues had arisen from an irregularity sample undertaken
- The ESFA letters to the Accounting Officer should be received and reviewed by all Trustees. Mrs Elway will send these to all and add to the Spring Term agenda for action or confirmation as appropriate

Mrs Flear advised that the emphasis on governance gets stronger with each new version of the Academies Financial Handbook. Trustees must be appointed for skills shortages identified by the Board and Trustees are asked to ensure that executive pay levels are benchmarked and measurable. Mrs Clinton confirmed that this does take place across DALP for all senior appointments.

Mrs Robbins expressed her surprise that the life of the buildings had been recorded as 20 years. Mr Corban advised that the DALP Head of Estates has commissioned condition surveys in each academy that will confirm the position and enable him in conjunction with senior leaders to produce a short and long range plan of critical works. When these are received it may be deemed that some buildings have a longer life expectancy than others and these will be treated accordingly.

Mr Marshall enquired whether the fixed asset error in last year's accounts needs an amendment. Mrs Flear advised that it is fully disclosable as a prior year adjustment and this has had to be done for both Trusts.

As last year, Trustees requested more time to view the Accounts before the meeting. Mrs Mitford and Mrs Flear advised that had the land issue not arisen this year, that would have been possible.

Mrs Mitford advised that in all her discussions the only areas of concern had been the boiler paperwork and the land/buildings valuation. She asked if Trustees wanted more time to review the findings or whether they were happy that she recommended approval of them to the Members. It was

Resolved

That Trustees were content that she signed them subject to a couple of minor typos.

The Trustees General Meeting adjourned at 6.40pm to enable the Annual General Meeting to take place.

Annual General Meeting of the National Church of England Trust

Members:

	Mrs K Mitford	Chair of Governors
A	Mr N Spraggins	Chief Executive, on behalf of the Southwell and Nottingham Diocese Board of Finance
	Vacancy	Incumbent
A	Mr J Rolph	Director of DAT
	Rt. Rev. A Porter	Bishop of Sherwood on behalf of Southwell and Nottingham Diocese Board of Finance
	Vacancy	Diocesan PCC appointment

In attendance:

	Mrs A Elway	Company Secretary and given proxy for Mr Rolph
	Mrs K Cowley	Vice Chair of Governors and PCC Foundation Trustee

Item No	Item	Action/ by who when
AGM/01/17	Apologies for absence An apology for absence was received and approved from Mr Rolph. He had signed a proxy vote for Mrs Elway to vote on his behalf for items on the agenda. Apologies were also received and approved from Mr Spraggins.	
AGM/02/17	Declaration of interest There were no declarations of interest, either direct or indirect, for any items of business on the agenda.	
AGM/03/17	Minutes of the meeting dated 13 December 2016 The minutes of the meeting, having previously been received were agreed and signed by the chair.	
AGM/04/17	Matters arising There were no matters arising.	
AGM/05/17	To approve the Annual Financial Statements for 2016/17 Rt. Rev. A Porter advised that Mr Spraggins had previously received the accounts and audit findings report and had no questions to raise. He had given his consent to approve them on behalf of the Diocese. Trustees had also given their approval at the earlier meeting. Members present were in unanimous agreement and it was Resolved that the statements could be signed by Mrs Mitford on behalf of Trustees.	

AGM/06/17	To confirm that Companies House information is up-to-date Mrs Elway confirmed that all returns had been completed as required and the list of appointed Trustees was correct.	
AGM/07/17	Resolution to reappoint Smith Cooper as Auditors Members noted that the omissions in the last audits by the previous Auditors were of concern but they are satisfied that these have now been rectified and it was Resolved To reappoint Smith Cooper as NCEAT (and DAT) Auditors for the 2017/18 financial year.	
AGM/08/17	Discuss appointment of new Members It was noted that there are two vacancies. Mrs Mitford suggested and it was Resolved that Mrs Cowley be appointed into the PCC Diocesan vacancy. The other vacancy is for the incumbent to fill. The temporary tenure of Rev Pacey's term of office was discussed and Mrs Elway was asked to contact the Diocese to ascertain if he will be appointed as a Member while he is in post as Rector of the Parish.	AKE
AGM/09/17	Date and time of next meeting It was confirmed after the meeting that the 2017/18 AGM will be held on Tuesday 11 December 2018 at 6.00pm in the Whiting Room.	
AGM/10/17	Determination of confidentiality of business and Equality Act consideration Governors considered whether anything discussed during the meeting should be deemed as confidential and whether during their discussions any equal opportunities issues have arisen. It was Resolved That there were no confidential items discussed. There were no Equality Act implications to consider.	

The accounts were signed by Mrs Mitford and Mrs Flear and Mrs Flear and Mrs Hallam left the meeting.

The meeting closed at 6.46pm and Rt. Rev A Porter left the meeting.

Signed.....(Chair) Date,.....