



A family of schools
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Wolds Learning Partnership

Minutes of the Annual General Meeting held at Woldgate School and Sixth Form College on Monday 16 December 2019 at 7.10pm

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Present		In Attendance		
Alan Shadrack	(Chairman)	Jonathan Britton	Chief Executive Officer (until 7.58pm)	(CEO)
Jenny Carpenter		Stephen Burley	Trustee	
Philip Lewis-Ogden		Graham Cook	Trustee	
Mike Whytock		John Sinclair	Trustee	
		Julia Thomson	Trustee	
		Karen Taylor	Trustee/Chair of the Finance and Audit Committee	
		Gary Sheen	Chief Financial Officer (until 7.58pm)	(CFO)
		Helen Walker	Personal Assistant to the CEO (until 7.58pm)	(PA)
		Jo Brighton	Head of Personnel & Staff Wellbeing (until 7.58pm)	(HPSW)
		Sallyanne Pearson	Clerk	(Clerk)

AFH Academies Financial Handbook
the Board Board of Trustees
DfE Department for Education
DYET Diocese of York Education Trust
Longcroft Longcroft School
MPS Melbourne Primary School
NLE National Leaders of Education

PJS Pocklington Junior School
SBPS Stamford Bridge Primary School
SRMA School Resource Management Advisor
TMWS The Market Weighton School
VA Virtual Attendance
Woldgate Woldgate School and Sixth Form College

			Action
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1	Welcome, Apologies for Absence/Consent		
	<p>The Chairman welcomed everyone to the Meeting. Around the table introductions were undertaken. Apologies were received, with consent, from Robert Hall.</p> <p>The Chairman requested the inclusion of the following item as part of the evening's business: Withdrawal of the DYET as a Member from the WLP MAT/Amendments to the Articles of Association. Item to be included in Any other Urgent Business.</p>		
2	Election of Chair		
	Alan Shadrack was duly acknowledged and noted as Chairman.		
3	Declarations of Interest		
	<p>Completion of 2019 to 2020 Pecuniary/Declaration of Interest Form</p> <p>The Clerk requested the Members complete the same. Responses were collated.</p> <p>Declaration of Interest to the Evening's Business</p> <p>Item 9: Jenny Carpenter and Alan Shadrack.</p> <p>It was agreed that Item 9 would be discussed at a General Meeting of the Members immediately following the evening's business.</p> <p>Any other Urgent Business: Jenny Carpenter</p>		
4	Minutes of the AGM held on 17 December 2018		
	<p>The following items were provided to all persons invited to the AGM, in the Agenda Pack, for their prior review and scrutiny: (1) Non-Confidential Minutes of the AGM held on 17 December 2018 (2) Confidential Minutes of the AGM held on 17 December 2018</p> <p>Non-Confidential Minutes of the AGM held on 17 December 2018</p> <p>The Minutes were agreed to be a true and accurate record and were signed by the Chairman.</p> <p>Confidential Minutes of the AGM held on 17 December 2018</p> <p>The Minutes were agreed to be a true and accurate record and were signed by the Chairman.</p>		
5	Action Plan and Matters Arising		
	Non-Confidential Minutes of the AGM held on 17 December 2018		
	Action points from the Annual General Meeting : Monday 17 December 2018 at 7.10pm		
	Action	Person(s) Responsible	Status

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1	The CEO to send the Governance Advisor his presentation for circulation	CEO/GA	Noted as Complete
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Confidential Minutes of the AGM held on 17 December 2018

Action points from the Annual General Meeting : Monday, 17 December 2018 at 7.10pm

Action	Person(s) Responsible	Status
1. Confidential Action	CEO/GA	Noted as Complete

6 Update from the CEO

The following item was presented to the AGM for their review and scrutiny: (1) PowerPoint Presentation : CEO and Head of Teaching School Report : 2018 to 2019 (tabled item 1)

The CEO presented to the AGM. The following, additional, key points were noted:

- the ethos of the WLP MAT was noted to include, and retain, each individual school's bespoke identity to allow for a conglomerate of community schools to serve the communities within which they are rooted
- the current composition of the WLP MAT was outlined with further details surrounding existing collaborative working relationships with alternate schools and identification of prospective schools for admittance into the WLP MAT being noted
- current successes from such collaborative working relationships were outlined with it being noted that such schools were pending Section 5 OFSTED Inspections
- commendations were noted to the Leadership and Governors of PJS following their attainment of Good with Outstanding features in their recent OFSTED Inspection following a historic grading of Requires Improvement
- an Executive Summary of SBPS, MPS, PJS and Woldgate were provided with the CEO detailing feedback from recent OFSTED Inspections, outcomes /assessment outcomes, leadership, pupil engagement/wellbeing and identifying areas of strengths and areas for further focus
- reference was made to the introduction of a Curriculum Model at PJS, SB and Melbourne, with a view to disseminating such principles across all WLP MAT Primary Schools

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- a Whole Trust Assessment Pack was reported to be a direction of travel for the WLP MAT to allow for quicker identification of barriers to learning
- financial forecasting regarding School to School support was provided with explanation surrounding works from the CEO as a NLE being noted
- Areas of focus for the WLP MAT were noted to include:
 - Achieving 'above average' national outcomes at all Trust schools
 - the sharing of assessment data
 - leadership succession planning to allow for further development of personnel
 - retention of experienced leadership personnel through collaborative working across the WLP MAT as a whole
 - stabilising external financial influences to schools
 - closer collaborative working relationships between all Headteachers and the WLP MAT Central Team
- financial constraints were outlined including historic deficit legacies

The Members made reference to the fall in assessment outcomes and challenged whether one particular cohort was having a particular impact on the same. The CEO explained there was not but a collective focus to new curriculum structures going forward was required to provide stability and cohesion across all Schools. Reference was made to PJS' assessment outcomes with it being explained that an increased level of added value to pupil's learning journeys were required owing to the shorter timespan in which they attended the School. The impact of the successful reputation of PJS was also identified with in-year migration being outlined.

The Chairman wished to note his thanks and commendations to the CEO and all of the WLP MAT Central Team for their accomplishments and dedication.

7 Finance Update

The following items were provided, in advance of the evening's business, for prior review and scrutiny: (1) 2018 to 2019 Audited Financial Statements (2) AGM Annual Report and Financial Statements 16 December 2019 (High Level Overview) (3) Wolds Learning Partnership Audit Findings (including responses)
The following item was presented to the Board (1) CFO PowerPoint Presentation (tabled item 2)

2018 to 2019 Audited Financial Statements

The Chairman formally introduced the newly appointed CFO.

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The CFO presented to the AGM noting that appropriate presentations had also been made available to the Finance and Audit Committee (25 November 2019) and the Board of Trustees (9 December 2019). The following additional points were outlined:

- an improved surplus from normal operations was noted at £86,000
- an improved Cash Balance was noted at circa £700,000
- an improved Cash Balance was noted at circa £724,000
- Net Current Assets/(Liabilities) within a twelve month period were noted to have improved by circa 25% but remained in deficit
- Net Assets had increased with the acquisition of estate
- significant improvement to operating cashflow was noted with cash balances sufficient to meet the DfE recommendation of one month's payroll costs
- a weakened position on staff costs as a percentage of total expenditure was noted but explained to be within the DfE benchmarks
- the Members' attention was drawn to the increase in the WLP MAT's liability to the Local Government Pension Scheme and possible subsequent increase in pension contributions as well as increases to the teacher pay awards. Impact to the WLP MAT was noted if these elements rose
- Gross Income for the year was noted to stand at circa £10.8m but included items of income which were not related to normal operations
- the CFO noted an overall good level of control over the Trust's expenditure and provided explanation surrounding the increase in Gross Expenditure detailed

The CFO summarised that the financial position of the WLP MAT had significantly improved over the last 12 month period. A reduction of the WLP MAT's Net Current Liabilities was identified as an area of focus going forward.

The Members acknowledged an improved financial position compared with the previous year.

The Chairman noted his commendation to the CFO and the Accounting Officer.

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	Auditors Management Letter (including responses) No questions or comments were raised by the Members.	
8	Auditors	
	Change in Appointed External Auditors Noted	
9	Any Other Business	
	<p><i>Jonathan Britton, Gary Sheen, Helen Walker and Jo Brighton left the Meeting at 7:58pm</i></p> <p>Withdrawal of the DYET as a Member from the WLP MAT/Amendments to the Articles of Association The Declaration of Interest from Jenny Carpenter was noted. It was requested by the Members that Jenny Carpenter remain for the item. Discussions in this regard were undertaken. Jenny Carpenter remained at the Meeting</p> <p>The Chairman noted that the Board of Trustees had expressed their disappointment but acknowledged the Diocese's proposal to withdraw from the constitution of the WLP MAT. The Chairman explained that he had now contacted the WLP MAT's solicitors to address the same.</p> <p>The Chairman noted that the withdrawal of the DYET would be in contradiction to the WLP MAT's ethos and fundamental principles of inclusivity and celebration of local community schools. It was acknowledged that the Diocese had expressed a willingness to offer and accept minor Articles of Association with the WLP MAT, at such a time in the future, when a CofE school wished to join but financial implications of both withdrawal and then possible reinstatement was noted. The Chairman also noted that the DfE and the EESA had been informed of the likely withdrawal of the Diocese. The Chairman went on to add that, at a recent meeting held in Sheffield, the Deputy Regional Commissioner had expressed, on behalf of DfE, disappointment that the Diocese had decided upon this action and had volunteered to contact them to express this opinion.</p> <p>A Conflict of Interest was noted from Philip Lewis-Ogden, in his capacity as a Solicitor, in advance of him providing legal interpretation/guidance on the current Articles of Association of the WLP MAT.</p> <p>Mr Lewis-Ogden explained that the role of the DYET in the constitution of the WLP MAT remained relevant and necessary owing to the number of CofE Schools within the locality but acknowledged that the Articles of Association as currently drafted and the DYET's role was not reflective of the composition of the WLP MAT at this point in time.</p>	

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It was put forward that the Articles of Association contained a provision through which a 75% majority of Members entitled to vote could look to suspend the influence of the DYET until a CofE school wished to join. It was clarified that the current Articles of Association could remain in force with any provisions referencing the DYET/Diocese being suspended in their application. Extensive discussion was undertaken in respect of the same with it being proposed that if the Diocese maintained their stance on the withdrawal of the DYET from the WLP MAT constitution then the Diocese should be financially liable for the legal costs. The Members noted they wished to retain the DYET within the WLP Constitution.

Discussion surrounding the practicalities of suspending the DYET's influence and the need to appoint to the Board of Trustees was undertaken. The Chairman and Philip Lewis-Ogden are to address points raised and revert at an appropriately convened General Meeting as appropriate.

The AGM acknowledged the support of the Trustees to seek to suspend of the Diocese from the WLP MAT's constitution through appropriate amendment of the Articles of Association.

Chairman to compose correspondence to Claire Graham-Brown (Diocesan Deputy Director of Education) in conjunction with Philip Lewis-Ogden outlining commentary made at the AGM.

10	Date of Next Meeting	
	TBC	

Meeting closed at: 8:22

Signed: Alan Shadrack (Chairman)

Date

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