



Board of Directors' Meeting

**Thursday 3rd October 2024 at 5.00 pm
at Queen Elizabeth Sixth Form College, Vane Terrace, Darlington.**

MINUTES

Directors present:	Zoe Beach, Iain Clyde, Tim Fisher (CEO) and Michael Garmston.
In attendance:	Lisa Marron: Chief Operating Officer (Inicio Academies) Glen Hart: Chief Financial Officer (Inicio Academies) Sam Kochaniec: Schools HR Manager (Inicio Academies) Laura Hawksby: Trust Governance and Policy Officer (Inicio Academies)

Item	Description of discussion	Action by
1.	<p>Election of Chair</p> <p>The Governance and Policy Officer sought nominations for the position of Chair of the Board of Directors for the ensuing Academic Year.</p> <p>Governors RESOLVED that Director Iain Clyde be appointed Chair of the Board of Directors for the ensuing Academic Year.</p> <p><i>(Note: Director Iain Clyde in the Chair for the remainder of the meeting.)</i></p>	Governance & Policy Officer
2.	<p>Election of Vice Chair</p> <p>Nominations were sought and received for the position of Vice-Chair of the Board of Directors for the ensuing Academic Year.</p> <p>Governors RESOLVED that Director Emma Chawner be appointed as Vice-Chair for the ensuing Academic Year, subject to her agreement to re-appointment for this Academic Year.</p>	Governance & Policy Officer
3.	<p>Welcome, Introductions and Confirmation Quorum Present</p> <p>The Chair welcomed Directors and those present to the meeting of the Board of Directors of Inicio Academies.</p> <p>The Governance & Policy Officer confirmed that a quorum was present.</p>	

<p>4.</p> <p>5.</p> <p>6.</p> <p>7.</p> <p>8.</p>	<p>Apologies for absence and their acceptance</p> <p>Apologies for absence were received and accepted from Directors: Emma Chawner, Geoff Liddle, Mavis Lord and Professor Graham Wynn.</p> <p>Directors RESOLVED that apologies for absence be noted and accepted from Directors Emma Chawner, Geoff Liddle, Mavis Lord and Professor Graham Wynn.</p> <p>Notification of items of urgent other business</p> <p>There were no items of urgent other business.</p> <p>Declaration of personal and pecuniary interests:</p> <p><u>Complete / Review the Register of Interest</u></p> <p>Directors and those present noted that that they would update the Register of Interests at the beginning of the Academic Year and throughout the year to declare any relevant business and pecuniary interest and close family relationships between Members or Directors and/or Members or Directors.</p> <p><u>To declare any personal or pecuniary interests in any matters arising from the agenda of the current meeting.</u></p> <p>Directors and those present were reminded that they should declare any personal or pecuniary interest in any matters arising from the agenda of the current meeting. No declarations of interest were made.</p> <p><u>Code of Conduct</u></p> <p>Directors were reminded they had signed the 'Directors Code of Conduct' upon appointment.</p> <p>Approval of Minutes / Matters Arising</p> <p>Consideration was given to the draft minutes of the Board of Directors' meeting held on 27th June 2024, a copy of which is retained on file. All actions contained within the minutes had been completed.</p> <p>Directors RESOLVED that the Minutes of the Boad of Directors meeting held on the 27thJune 2024 be approved as an accurate record and duly signed by the Chair of the Board.</p> <p>PART B: Business Items For Discussion</p> <p>Chair's Report</p> <p>The Chair verbally reported that since his last report he had visited The Rydal Academy and undertook a learning walk, spoken to the Head Teacher and Designated Safeguarding Lead (DSL) building upon further</p>	<p>Governance & Policy Officer</p>
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	<p>knowledge of the school. He would be visiting Hurworth School later in the Autumn Term.</p> <p>The Chair advised he attended the National Governors Association (NGA) national conference on the 12th July 2024. As part of this he attended a workshop looking at Trust level safeguarding and understanding safeguarding issues across a Trust.</p> <p>Directors RESOLVED that the Chair's report be noted.</p> <p>9. Membership Document:</p> <p>a) Approval to the appointment of Director – Tarryn Lloyd Payne</p> <p>Directors considered and, if thought fit, the approval of the appointment of Tarryn Lloyd Payne as a Director of the Company with effect from the 3rd October 2024); and written resolution to be circulated to the Members of the Company to approve the Director appointment with effect from the 3rd October 2024. It was noted that Tarryn Lloyd Payne had consented to be appointed as a Director.</p> <p><u>Written Resolution</u></p> <p>There was produced to the meeting a form of written resolution of the Members of the Company to approve the Director Appointment with effect from the 3rd October 2024.</p> <p>Directors RESOLVED to:</p> <ul style="list-style-type: none"> • Approve the Written Resolution in the form produced to the meeting and send it to every eligible Member of the Company following the meeting for it to be passed. • That Weightmans LLP be instructed to make all necessary and appropriate filings of the Company at Companies House subject to the Written Resolution being passed. <p>b) Approval to the appointment of General Governor QE Local Governing Body (Debbie Knivett)</p> <p>The Governance & Policy Officer reported upon and approval was sought to the appointment of Debbie Knivett as a General Governor on QE Local Governing Body.</p> <p>After careful consideration Directors RESOLVED to appoint Debbie Knivett as a General Governor on QE Local Governing Body.</p>	<p>Governance & Policy Officer</p> <p>Governance & Policy Officer</p> <p>Governance & Policy Officer</p>
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<p>c) Approval to the appointment of General Governor Hurworth School Local Governing Body (Marcus Dempsey)</p> <p>The Governance & Policy Officer reported upon and approval was sought to the appointment of Marcus Dempsey as a General Governor on Hurworth School Local Governing Body.</p> <p>After careful consideration Directors RESOLVED to appoint Marcus Dempsey as a General Governor on Hurworth School Local Governing Body.</p>	<p>Governance & Policy Officer</p>
<p>d) Approval to the Reappointment of Laura Snowdon (General Governor) Longfield Local Governing Body</p> <p>The Governance & Policy Officer advised that Governor Laura Snowdon of Longfield Local Governing Body had consented to continue as a General Governor at the end of her terms of office and approval was therefore sought to her reappointment.</p> <p>Directors RESOLVED that Governor Laura Snowdon be reappointed as a General Governor on Longfield Local Governing Body.</p>	<p>Governance & Policy Officer</p>
<p>e) To note the appointment of Governor Tracey Tyler as General Governor QE Local Governing Body as of 29th September 2024.</p> <p>It was noted by the Board that Governor Tracey Tyler had been appointed by Directors as of the 29th September 2024 as a General Governor of QE Local Governing Body, having previously been a Parent Governor on that Local Governing Body.</p>	<p>Governance & Policy Officer</p>
<p>f) To note the appointment of Lucy Clark as Support Staff Governor Hurworth Local Governing Body as of 18th September 2024.</p> <p>It was noted by the Board that Governor Lucy Clark of Hurworth Local Governing Body had consented to continue as a Support Staff Governor at the end of her term of office, and there being no further candidates following an election process for the position, was duly re-appointed as of the 18th of September 2024.</p>	<p>Governance & Policy Officer</p>
<p>g) To note appointment of Angela Cleasby Support Staff Governor & Victoria Foster Teaching Staff Governor Longfield Local Governing Body as of 1st September 2024.</p> <p>It was noted by the Board that Angela Cleasby Support Staff Governor and Victoria Foster Teaching Staff Governor at Longfield Local Governing Body had been duly appointed into these posts as of the 1st September 2024, there being no further candidates following an election process.</p>	<p>Governance & Policy Officer</p>

	<p>h) To note the reappointment of Governor Troy Turner as a Parent Governor on Rydal Local Governing Body</p> <p>It was noted by the Board that Governor Troy Turner of Rydal Local Governing Body had consented to continue as a Parent Governor at the end of his terms of office, there being no further candidates following an election process for the position and therefore being duly re-appointed as of today's meeting on the 3rd October 2024.</p> <p>i) Directors noted the following resignations:</p> <ul style="list-style-type: none"> • Governor Peter Armstrong Longfield Local Governing Body (31st August 2024) • Governor Julie Walker Longfield Local Governing Body (31st August 2024) • Governor Suzi Kirkbride Longfield Local Governing Body (31st August 2024) • Elaine Colclough Hurworth Local Governing Body (31st July 2024). <p>j) To note terms of office had ended for the following Governors:</p> <ul style="list-style-type: none"> • Governor Nick Gawthorpe Hurworth Local Governing Body as of 17th September 2024. • Governors Jenny Pan and Andrew Wilson as of 13th September 2024. <p>10. Terms of References:</p> <p>Further to Minute 8 (Board of Directors meeting 27th June 2024) Directors reviewed and carefully considered the following Terms of References:</p> <ul style="list-style-type: none"> • Finance & Resources • Standards • Board • Local Governing Bodies • Appraisal & Pay Committee <p>Directors were advised that the Appraisal & Pay Committee Terms of Reference would be further reviewed later in the Academic Year. Directors asked that any changes be brought back to the Board for their consideration.</p> <p>The Governance & Policy Officer advised that, in accordance with the Scheme of Delegation, the Local Governing Bodies' Terms of Reference would be taken to all Local Governing Body meetings in the Autumn term to be consulted upon.</p>	<p>Governance & Policy Officer</p> <p>Strategic Development Officer/ Governance & Policy Officer</p> <p>Governance & Policy Officer</p>
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	<p>Priority 6 – Provide a curriculum that inspires high ambitions and excellent achievements.</p> <p>The Chief Executive Officer (CEO) advised that progress information would be added as the Academic Year progressed and Directors asked if any specific challenges or achievements in meeting the strategic priorities would be included in future reports, to which the CEO confirmed there would be.</p> <p>Directors RESOLVED that the aims as contained within the ADEMSS report be approved and noted.</p> <p>14. Marketing Strategy</p> <p>The Chair of Trustees and Chief Executive Officer (CEO) reported upon the marketing & communications strategic priorities 2024-27. The marketing strategy linked to the Trust’s Strategic Plan. Key target markets and the customers of the Trust were identified within the strategy, with clear targets set out in the report.</p> <p>Directors questioned whether the strategy included social media as this was an important means of communication and the CEO confirmed that it did.</p> <p>Directors RESOLVED that the Marketing & Communications Strategic Priorities 2024-27 be approved.</p> <p>15. Longfield Trading Review and Recommendations</p> <p>The Chief Operating Officer (COO) provided a verbal report of a review that had been undertaken in relation to Longfield Trading and marketing all the facilities that it had to offer, as well as the potential for use by Academies in the Trust. She advised that a draft report was due to be taken to TET (Trust Executive Team) for consideration and would be brought back to the Board for consideration.</p> <p>Directors asked that once there was a clear offer of all the facilities that were available that this should be sent to local schools who potentially may find this of interest.</p> <p>Directors RESOLVED that the verbal report be noted, and the report be brought back to the Board after having been taken to TET for their views.</p> <p>16. Ratification of Trust Name</p> <p>Directors duly considered a written resolution to be sent to the Company’s Members to change the Company’s name to Northern Arch Learning Partnership. Directors approved the written resolution in the form produced to the meeting and to send to every eligible Member of the Company following the meeting to be passed. (separate minute available upon request).</p>	<p>CEO</p>
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<p>17.</p>	<p>QE Finalisation of Accounts – to note update on current audit position</p> <p>The Chief Operating Officer (COO) advised that QE was in the process of finalising its Annual Report and Financial Statements following its audit for the period ended 31st March 2024 and that they would be taken to the Finance & Resources Committee in December 2024.</p> <p>Directors RESOLVED that the report be noted.</p>	
<p>18.</p>	<p>Inicio Academies Risk Register</p> <p>Further to Minute 17 (Board of Directors 27th June 2024) Directors reviewed the Inicio Academies Risk Register. Directors advised that as there was no change in the level of risk there was no requirement for update on this review of the register.</p> <p>Directors asked if the Trust was required to have a Fraud Risk Register and the Chief Operating Officer (COO) advised that she would confirm.</p> <p>Directors RESOLVED that the Inicio Academies Risk Register be approved.</p>	<p>COO</p>
<p>19.</p>	<p>Committee Memberships 2024/25 Annual Review – Finance & Resources, Standards Committee and Appraisal & Pay Committee</p> <p>Directors undertook a review of the current memberships of the Finance & Resources Committee, Standards Committee and Appraisal & Pay Committee.</p> <p>Directors requested that the memberships for the Finance & Resources and Standards Committee currently remain the same for the 2024/25 Academic Year.</p> <p>The Governance & Policy Officer advised that in relation to the Appraisal and Pay Committee Terms of Reference, at least 3 Directors were required for its membership. This could not include the Chief Executive Officer (CEO).</p> <p>Directors RESOLVED that:</p> <ul style="list-style-type: none"> a) The memberships for the Finance & Resources and Standards Committee currently remain the same for the 2024/25 Academic Year. b) That Directors Zoe Beach, Iain Clyde and Michael Garmston form the current membership of the Appraisal & Pay Committee. 	<p>Governance & Policy Officer</p> <p>Governance & Policy Officer</p>
<p>20.</p>	<p>Policies: -</p> <p>For Approval:</p> <p>Directors carefully considered the Anti Bullying Policy (Schools).</p>	

	<p>Directors RESOLVED that the Anti Bullying Policy (Schools be approved.</p> <p>PART C: Business Items for Information</p> <p>21. Accounting Officer Letter Academy Trust Handbook 2024</p> <p>Further to Minute 16 (Board of Directors 27th June 2024) Directors noted the letter to Accounting Officers from the ESFA (Education and Skills Funding Agency) regarding the new Academy Trust Handbook 2024. There were a small number of changes to the Handbook which were set out in the letter.</p> <p>Directors RESOLVED that the letter and changes be noted.</p> <p>22. Academy Trust Handbook 2024</p> <p>In relation to the above (Minute 21 refers) a full copy of the Academy Trust Handbook 2024 was provided for Director's reference purposes.</p> <p>23. Accounting Officer Letter ESFA Transfer into the Department of Education</p> <p>Directors noted the letter to Accounting Officers from the ESFA (Education and Skills Funding Agency) regarding the current functions of the ESFA transferring into the Department for Education.</p> <p>Directors RESOLVED that the letter be noted.</p> <p>24. Keeping Children Safe in Education September 2024</p> <p>Directors noted the Keeping Children Safe in Education (KCSIE) 2024 has been circulated to all Members, Directors and Governors to confirm they have read, understood and will adhere to KCSIE.</p> <p>25. To note the External Auditors' Audit Plan was circulated to Directors via email 03.09.24</p> <p>Directors noted that the External Auditor's Audit Plan had been circulated to Directors via email on the 3rd September 2024.</p> <p>PART D: Staffing Items</p> <p>26. Proposal for deleting Deputy CEO post from Trust Executive Team Structure and adding Executive Director of Education</p> <p>Further to Minute 25 (Board of Directors 27th June 2024) the Chief Executive Officer (CEO) reported further on the creation of the post of Executive Director of Education. In terms of the Trust leadership structure, it was proposed to remove the role of Deputy Chief Executive to be replaced with the role of Executive Director of Education. The</p>	<p>Governance & Policy Officer</p>
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	<p>core purpose of the role will be to work closely with the CEO, Headteachers/Principal and other key colleagues within the Trust to improve the quality of education experienced by students across the Trust. The timetable for the recruitment was noted by Directors.</p> <p>Directors RESOLVED that approval be given to the removal of the role of Deputy Chief Executive to be replaced with the role of Executive Director of Education.</p>	<p>CEO/ HR</p>
<p>27.</p>	<p>Salary proposals for CEO, COO and SDO</p> <p>The Chair of Trustees advised that consideration be delayed until the next Board meeting in December 2024, in order to obtain independent advice and a separate agreed process/policy for Executive Pay.</p> <p>Directors RESOLVED that consideration be delayed until the next Board meeting in December 2024, in order to obtain independent advice and a separate agreed process/policy for Executive Pay.</p>	<p>Chair/CEO/ HR</p>
<p>28.</p>	<p>Approval of documents for inspection</p> <p>Directors RESOLVED that the agenda, supporting documents and approved minutes be made available for public inspection with the exception of information concerning identifiable pupils, staff and/or teachers. Information relating to items 26 and 27 – staffing items would remain confidential in accordance with Article 125 a).</p>	<p>Governance & Policy Officer</p>
<p>29.</p>	<p>Time, and date of Directors' Autumn Term Meetings: (for information)</p> <p>Directors noted the dates and times of the following Director's Autumn Term meeting:</p> <p>Standards Committee – Wednesday 16th October 2024 at 4.30 pm – <i>(Note date updated since the meeting 20th November 2024.)</i></p> <p>Full Board of Directors – 12th December 2024 at 5.00 pm – <i>(Note date updated since the meeting – 18th December 24)</i></p> <p>Finance & Resources Committee – Thursday 5th December 2024 at 5.00 pm – <i>(Note date updated since the meeting – 11th December 2024)</i></p> <p>The meeting concluded at approximately 6.05 pm.</p>	

These minutes were approved by the Chair of the Board of Directors of Northern Arch Learning Partnership as follows:

on: 18 Dec 24 date

Signature: 

Print Name: J I Cyde

APPROVED

