

ANNUAL GENERAL MEETING



Minutes of the Annual General Meeting of Members held virtually on Tuesday 28 January 2021.

Members

Present in person: Christine Moss

Present by proxy: Andrew Goode

Julie Fisher

Others Present: Mary Foreman, Chair of Trustees;

Stuart Mansell, CEO;

Ian Ramshaw, Trustee, Chair of Finance & HR Committee;

Jan Neish, Governance & Compliance Manager/Company Secretary

Cathy Brown

Maxine Ward

(CHALLENGE APPROVAL)

Meeting opened 17:30; Chair – C Moss	
1	Welcome, opening remarks and apologies for absence 1.1 Apologies received from A Goode and J Fisher. Proxy voting forms have been submitted by these Members and shared with Co Sec and Chair. 1.2 The Chair welcomed those attending. 1.3 The 2020 AGM was delayed due to Covid-19 restrictions but going forward AGMs will be scheduled for January each year. There is no separate Trustees' report to Members but the CEO's Report December 2020 was provided with the agenda/papers.
2	To confirm the meeting is quorate Meeting quorate as 3 Members present in person or by proxy.
3	Declaration of interests None declared pertinent to this meeting.
4	Appointment of new Members 4.1 Resolution 1 (<i>special resolution</i>): To appoint Maxine Ward as a Member of OWN Trust: Agreed unanimously. 4.2 Resolution 2 (<i>special resolution</i>): To appoint Cathy Brown as a Member of OWN Trust: Agreed unanimously. 4.3 The Chair welcomed new Members and effected introductions. We are pleased to be able to welcome Cathy and Maxine to OWN Trust and look forward to working with them.
5	Minutes of the 2020 AGM Resolution 3: To approve the minutes of the AGM 16 June 2020 as a true and accurate record: Agreed unanimously.
6	Annual report and accounts Resolution 4:

	<p>To receive the annual report and accounts for the period ended 31 August 2020 as approved by Trust board 08 December 2020: Agreed unanimously.</p> <p>6.1 It was noted that the Trust's financial position remains strong and viable despite the delay to growth plans under lockdown. Members asked how the Trust plans to expand and if there were a range of schools in the Local Authority eligible/likely to join the Trust. The CEO is currently preparing a growth/opportunity summary that will be shared at all levels of governance. Nationally, there are 235 schools in the pipeline for sponsorship, but these are not in our locality. In order to recruit locally we need to develop a comprehensive offer of central services. We have established the basis of a strong central team with Trust Finance, Business, Governance, and Estates/Facilities managers. Essential to the offer will be an effective and attractive school improvement model which will be the next central service to be developed.</p> <p>6.2 The report and accounts have been submitted to the relevant regulatory bodies.</p> <p>6.3 Members asked how the Trust Board planned to discharge its duties regarding internal scrutiny. The CEO advised that the Audit & Risk Committee has identified a rolling programme of scrutiny areas based on our Risk Register and assessment of needs eg, an initial in-house IT audit has identified areas for further scrutiny. There is a very limited field of companies that offer a full range of audit procedures so contracts will be placed with several providers. As a small trust we buy in several core services, eg Payroll, HR, H&S, under service level agreements. This offers some validation of our internal systems. The Trust will take the DPO role in-house from September 2021 and we will use the current DPO provider to conduct scrutiny. Members enquired if the trust has considered a peer review approach to internal scrutiny and were advised we have investigated this.</p> <p>6.4 Members noted that the financial position of individual schools varies substantially and asked for further clarity. The CEO explained that one school has significant reserves on hand (from the Local Authority) to finance its expansion; one school's financial position has improved markedly in this financial year (2020-21) as it has benefited from the new Minimum Funding Guarantee.</p>
7	<p>Appointment of auditors Resolution 5: To re-appoint Azets (formerly trading as Baldwins Audit Services) as the Trust's auditors: Agreed unanimously.</p> <p>7.1 Members asked what approach the Trust is adopting to tendering for audit services and were advised the Trust believes a full tender process every five years is suitable. Clearly if there were a change in circumstances or any dissatisfaction with the service this would trigger a review and re-tender. To date the Trust has been impressed with the service offered by Azets and is satisfied the contract represents value for money.</p>
8	<p>Any other business No additional business was notified.</p>
9	<p>Closing remarks The Chair thanked those present for attending and extended Members' gratitude to all staff, trustees and local governors for their contribution to a successful year for the Trust.</p>
Meeting closed 18:15.	

Until formally ratification by a subsequent meeting of the Members these minutes should be regarded as an approved draft.