



BUTTSBURY JUNIOR SCHOOL

Company No: 07601846

Minutes of Members' General Meeting, 28 September 2021, 6.30pm, virtual meeting via Zoom

Present:	Simon Harbrow	Member
	Steven Kew	Member
	Steve Lague	Member /Chair of Trustees (Chair)
	Michael McGowan	Member
	Ashton Parker	Member
	Hemen Tseayo	Member
Also in attendance:	Adam Breathwick	Community Trustee / Vice Chair of Trustees
	Andy Gilbert	Community Trustee
	Adam Graves	Deputy Headteacher
	Sue Julian-Ottie	Governance Professional, Juniper Education
	Aaron Mears	Parent Trustee
	Ann Robinson	Staff Trustee (ex officio) / Headteacher
	Svetlana Warhurst	Parent Trustee (<i>joined, 6.50pm</i>).

A Welcome

Those present consented to the meeting being recorded for the purpose of minute-taking.

1. Welcome from Chair of Trustees & introductions

The Chair of Trustees welcomed Members to their first meeting and explained that the main purpose of the meeting was to engage Members about the proposed new Articles of Association and Funding Agreement as well as to introduce the Trustees and agree the arrangements for the Annual General Meeting (AGM). The Chair of Trustees explained that, although it had been advised that the Trust Board could approve the new governance documents, Trustees had felt that it would be appropriate to discuss them first with Members. Those present introduced themselves. The Headteacher and Chair of Trustees warmly thanked Members for volunteering for the role.

2. To receive apologies for absence

There were no apologies from Members as all Members were present (meeting was quorate; quorum being 4; 6 Members being present). An apology was accepted from Jenni Hamilton-Morris (Trustee), and it was noted that Svetlana Warhurst would be late.

3. To elect a Chair for the meeting

Members elected Steve Lague (Chair of the Trustees) as the Chair for the meeting.

4. Notification of any other business

There was no other business raised.

5. To declare any conflict of interest with items on the agenda

Ashton Parker declared a potential conflict of interest with item 8 as he was friends with a partner at Edmund Carr. Members agreed that Ashton should abstain from voting on that item.

6. To declare receipt of any gifts and / or hospitality

There were not any declarations.

B Strategic

7. To discuss whether to approve the new governance structure for BJS as proposed by the Trust Board (to approve the new Funding Agreement and Articles of Association)

7.1. The Chair reported that 4 days after he had submitted BJS's proposed new Articles of Association to the Education & Skills Funding Agency (ESFA), a new model had been published. The Chair had re-submitted BJS's proposed new Articles of Association based on the latest model and the ESFA's approval was now pending. The Chair explained that there was very little difference between those 2 versions of the Articles of Association, with the key change being that AGMs had been made mandatory. The Trust Board had already decided to hold AGMs; therefore, this did not make any material difference to BJS.

7.2. The Trust Board had been advised that updating the Articles of Association would necessitate updating the Funding Agreement. The proposed new Funding Agreement was based on the latest model.

7.3. The Chair reported that the Trust Board had appointed himself, in his capacity of Chair of Trustees, as a Member (following ESFA advice that this was permissible) to provide continuity between Members and Trustees and, given that he had worked on changing the governance documents, to sign the Funding Agreement and Articles of Association. In response to queries from Members, the Governance Professional confirmed that under the latest model Articles of Association the majority of Members could not be Trustees whereas under BJS's original Articles of Association all Members had been Trustees. This appointment was ratified by Members.

7.4. Members approved the proposed new Funding Agreement and Articles of Association.

8. To approve the appointment of Edmund Carr as BJS's Auditor for 2021/2022 as recommended by the Trust Board

The Headteacher reported that Edmund Carr had been appointed as BJS's auditor for 2020/2021 and had provided a very thorough and satisfactory service; hence, the Trust Board was recommending that Edmund Carr should be re-appointed for 2021/2022. Prior to this, the School had used Price Bailey as its auditor since becoming an academy; however, in 2019 the School had discovered that the audit documents had been

falsified. Price Bailey had failed to provide the School with reassurances that this would not reoccur and had failed to apologize or offer a fee reduction. The Members approved the appointment of Edmund Carr as BJS's auditor for 2021/2022 (Ashton Parker abstained. See discussion under 5).

9. To discuss and agree the format / date of the Annual General Meeting

The Chair proposed that the AGM should be held on 14 July 2022. This was approved by Members **(ACTION: All)**. Members discussed whether the AGM should adhere strictly to the statutory agenda items or to use the opportunity to engage with other stakeholders. It was noted that the latter would incur more work for the School, Members and Trustees. The Headteacher reported that, when BSJ had held AGMs in the past, stakeholders had been invited but had not attended. Members agreed that the AGM would just conduct its statutory business and not invite stakeholders other than Trustees. Members agreed that the situation with the Covid-19 pandemic would determine whether it took place face to face or virtually. In response to Members' queries, the Governance Professional explained that the Members would not need to meet to approve the Annual Accounts prior to the AGM; that the Trust Board would approve the Annual Accounts and present it to Members at the AGM.

(Svetlana Warhurst joined the meeting, 6.50pm).

C Business

10. To note & act on reminder to complete new Members' Business Interest Form for Business Interest Register 2021-2022

11. To note that Members will be asked to sign to indicate that they have read, understood & agree to comply with BJS's Trustees' & Members' Code of Conduct

12. To note & act on reminder to complete new Members' Data Consent Form for 2021-2022

The Headteacher was pleased to report that all forms cited above had been received from all Members.

13. To note & act on reminder to sign to indicate that you have read at least Parts 1 & 2 of the Department for Education's latest Keeping Children Safe in Education

The Headteacher asked Members to email her to confirm that they had done the above so that this could be recorded in the School's log **(ACTION: All)**.

14. Any other business

There was no other business. The Chair thanked Members for attending the meeting.

(Meeting closed at 6.56pm).

Summary of decisions

1. Funding Agreement & Articles of Association approved (see 7.4).
2. Edmund Carr appointed as BJS's auditor for 2021/2022 (see 8).
3. Date & format of AGM agreed (see 9).

Summary of Members' Action Points

All

1. To attend AGM on 14 July 2022 (see 9).
2. To email Headteacher to confirm read KCSIE Parts 1 & 2 (see 13).

Minutes Approved

Signed by Chair: Date: