

**The Spring Partnership Trust**  
**Final adopted minutes of the Annual General Meeting of the Spring Partnership Trust**  
**Held at Hayes Primary School at 6.45pm on Monday 29<sup>th</sup> January 2018**

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**Present:**

Mr C Lees, Chair  
Mrs J Nelson  
Mr S Narracott

**In attendance:**

Mrs J Brinkley

**Clerk:**

Miss K Crossley

**1. Apologies for absence, approval of absence, absence, constitution of the meeting**

1.1 Apologies for absence had been received from Mr Lane and were accepted by Members.

1.2 Members discussed the Trust's constitution and the Chair confirmed that the Trust would continue to actively seek a new Member to ensure that it had the recommended number of five Members.

**2. Pecuniary Interests and Register of People with Significant Control**

2.1 No pecuniary interests were declared.

2.2 The register of People with Significant Control had been updated and would be filed with Companies House.

**3. Minutes of previous meeting and Matters Arising**

3.1 The minutes of the previous meeting of Members of 17<sup>th</sup> July 2017 (appendix 1) were approved as an accurate record and signed by the Chair.

**3.2 8.4 BACs payment system (meeting date 17<sup>th</sup> July 2017)**

It was confirmed that internal monitoring visits included checks on all payment controls, including BACs, and that samples were picked and tested during internal and year-end audits.

**4a. CEO report**

4.1 Members thanked the CEO for the informative CEO report (appendix 2). There were no questions from Members on the report.

**4b. Chairman's report addressing the following areas:-**

- 1. Strategic leadership that sets and champions vision, ethos and strategy.**
- 2. Accountability that drives up educational standards and financial performance.**
- 3. People with the right skills, experience, qualities and capacity.**
- 4. Structures that reinforce clearly defined roles and responsibilities.**
- 5. Compliance with statutory and contractual requirements.**
- 6. Evaluation to monitor and improve the quality and impact of governance**

4.2 Members were referred to the Chairman's report (appendix 3). It was reported that three new Directors had been appointed since the end of the summer term, and all were actively contributing to the work of the Board in their areas of expertise. It was noted that one director had recently resigned, and that the Trust was actively seeking to recruit directors with expertise

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in education and IT. A discussion followed on the challenges of recruiting and inducting directors with appropriate skills and experience. Plans were in place to seek to appoint Directors, as well as Members and Local Committee Members, from within the parent bodies at Trust schools.

- 4.3 Members asked about the risks associated with ongoing difficulties in recruiting teachers, and were informed that all possible avenues were being explored to improve recruitment.
- 4.4 Members considered the means by which they held Directors to account, and were satisfied that appropriate information was received through the CEO and Chairman reports, as well as externally, for example through Ofsted reports and results of statutory assessments. Members agreed that the Chairman's Foreword, which had been included in the annual accounts for the first time for the year to 31<sup>st</sup> August 2017, was a very good and important addition to accountability.

**5. Directors activity and impact report**

- 5.1 Members were satisfied with the activity and impact of directors

**6. Composition of the Trust Board**

- 6.1 Members were referred to item 6 of the Chairman's report, detailing the composition of Trust Board. This matter had been discussed in minute 4.2.

**7. Receive Annual Accounts to 31.8.17 for TSPT and review Auditor's summary**

- 7.1 Members were referred to the Trust's Annual Report and Financial Statements to 31<sup>st</sup> August 2017 (appendix 5), the Audit Management letter (appendix 6) and the summary of income and expenditure (appendix 7). Members noted the increased complexity of the consolidated accounts, and asked whether the auditor had agreed to the reference in the Trustees' Report to 'true' figures which were not visible in the accounts. It was confirmed that this matter had been discussed with the auditor at the meeting of the Audit Committee, and the auditor had been satisfied with the disclosure.
- 7.2 Members thanked and congratulated the CFO for having achieved such a strong audit outcome in a year in which four new schools had joined the Trust, which had necessitated establishing good relationships with new HTs and School Business Managers. It was noted that there had been significant problems with the new Trust accounting software, which were in the process of being resolved.

**8. Approve reappointment of Auditor UHY**

- 8.1 Members approved the re-appointment of UHY Hacker Young as auditor. It was requested that the Trust inquire as to whether UHY Hacker Young implemented a partner rotation policy, **CFO to action**, and that consideration be given to rotating audit firms at an appropriate point. **Chair to action**

**9. AOB and date of next meeting**

- 9.1 AOB: none

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9.2 The next meeting would be held on Monday 16<sup>th</sup> July 2018 at 6:45pm at HPS.

**10. Confidential items**

10.1 None

Minutes might be confidential for the following reasons:-

- a) information relating to an employee or office holder, former employee or applicant for any post or office, or a pupil or their family;
- b) the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
- c) negotiations or consultation concerning labour relations between the Trust and its employees;
- d) any issue relating to legal proceedings which are being contemplated or instituted by or against the Trust;
- e) action being taken to prevent or detect crime to prosecute offenders;
- f) the source of information given to the Trust in confidence; or
- g) any other matter which, in the opinion of the Chair, is confidential or the public disclosure of which would prejudice the effective discharge of the Trust's functions.

The meeting ended at 7:30pm.

Signed: .....  
Clive Lees, Chair of Directors

Date:.....