

# MINUTES OF MEETING

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**School:** Edwalton Primary  
**Meeting title:** Special meeting of the governing body  
**Date and time:** Wednesday, 2 September, 2015 at 6.15pm  
**Location:** At the school

**Membership**  
'A' denotes absence

	Mrs S Dawson (chair)
A	Mr S Dare (vice-chair)
A	Miss L Paget
	Mrs C Fraser
A	Mr J Baddley
	Mr J Grant
	Vacancy (co-opted)
	Mr G Anderson
A	Mrs L O'Raw
	Miss L Shanahan
	Mrs J Le Mare
	Mrs N Elenor
A	Mrs E Godber
	Mr B Owens (headteacher)

**In attendance**

A	Miss J Hodgkinson (associate member)
	Miss J Waldrom (minuting secretary)

## **GB/51/15 Preliminaries and apologies for absence Action**

Governors were thanked for attending the meeting at short notice and it was confirmed that due notice had been given and that a quorum was present.

Apologies for absence were received from Mr S Dare, Mrs L O'Raw, Mr J Baddley, Miss L Paget and Mrs E Godber.

It was

### **resolved**

that the governing body consent to the absences.

Mrs Dawson reported that the meeting was called to approve documentation relating to the academy conversion process which had been previously circulated in draft form and no objections received.

## **GB/52/15 Declaration of interest**

There were no declarations of interest, either direct or indirect, for items of business on the agenda.

## **GB/53/15 Minutes of special meeting held on 16 July, 2015**

The minutes of the special meeting held on Thursday, 16 July, 2015, having been previously circulated, were approved as a true record of the meeting.

**Conversion – Governing body to note and approve Supplemental Funding Agreement, Commercial Transfer Agreement and Scheme of Delegation and/or any changes made to these documents since last review**

It was noted that Edwalton Primary School (the “School”) intended to convert to an Academy under the Academies Act 2010 (the “Conversion”), the target date for conversion being 1 October, 2015.

It was noted that an existing multi-academy trust, Flying High Trust (the “Academy Trust”) would be responsible for running the school after the Conversion.

It was further noted that it would be necessary for the Academy Trust to enter into a supplemental funding agreement with the Secretary of State relating to the running of the school as an academy, (the “Funding Agreement”), a draft of which was produced to the meeting, and which had been approved by the Department for Education.

Mrs Dawson reported that the supplemental funding agreement had not changed, and this was

**approved**

by all governors present.

It was noted that on Conversion the Academy Trust would be granted a 125 year lease of the site of the school by the Local Authority (the “Lease”).

As part of the conversion process, the governing body of the school and/or Local Authority (“LA”) would need to transfer the School’s assets, contracts and employees to the Academy Trust. Accordingly, it was proposed that all contracts and assets used in the running of the School be transferred to the Academy Trust (in return for the Academy Trust agreeing to assume various liabilities and obligations) under a commercial transfer agreement to be entered into by the Academy Trust, the governing body of the school and the Local Authority (the “Commercial Transfer Agreement”), the latest draft of which was produced to the meeting and which had been agreed with the Local Authority.

Mrs Dawson reported that minor changes had been made to the commercial transfer agreement since circulation to governors, and it was not in a final format although both previous versions had been approved by the Local Authority.

In response to questions from governors, she clarified the situation regarding excluded assets and stated that the document could be approved by governors at a later date prior to conversion.

Governors

**agreed**

that finalisation and approval of the commercial transfer agreement would be delegated to Mrs Dawson (chair of the governing body).

Governors

**agreed**

that Mrs Dawson would liaise with Browne Jacobson (solicitors) regarding documentation relating to the academisation process.

The headteacher reported that the agreement regarding the woodland would remain, although there was no written documentation regarding this.

The headteacher would ascertain at a meeting the following week whether the £25,000 conversion grant was time limited.

**HT**

Mrs Dawson would contact Nick Layfield to confirm the cost of solicitor's fees.

**SB**

It was noted that the scheme of delegation did not require final approval at this meeting, and could be approved at a later date.

**GB/55/15**

**Financial position – Governing body to note financial consequences of proposed conversion**

The headteacher had considered in detail the financial implications of conversion and had previously set out the financial position.

Having regard to the financial information which had been previously provided, the governing body concluded that conversion to academy status would be in the best interests of the pupils who attended the school.

Mrs Dawson reported that a large amount of financial information in a question and answer format had been placed on the school website for parents, and that new parents would be directed to this.

Mrs Dawson would contact the solicitors the following morning to report the outcome of the meeting and they would then forward final documentation to the Department for Education.

**SD**

Communication to parents was discussed, and Mrs Dawson would ascertain from the solicitors the following day whether parents could be told of the date of conversion to academy status.

**SD**

The headteacher suggested that parents were informed by newsletter, and Mrs Dawson suggested a governor newsletter to all new parents.

**SD**

**GB/56/15**

**Academy documentation and the formal proposal to proceed to convert to academy status**

Governors

**resolved**

that having considered:

- the outcome of the consultation exercise
- the impact of the conversion on equality, special needs, admissions and exclusion policies, and
- the financial implications of the conversion.

It was in the best interests of the school to convert to academy status in accordance with the Academies Act 2010.

Governors considered the terms of the Funding Agreement, the Commercial Transfer Agreement and the Scheme of Delegation (the "Conversion Documents") and

**resolved**

that it was in the best interests of the school to approve and any governor was authorised (where relevant) to execute the Conversion Documents on behalf of the governing body.

The headteacher was authorised to approve any further amendments deemed necessary on behalf of the governing body.

**GB/57/15 Any other business**

There was no other business for discussion.

**GB/58/15 Determination of confidentiality of business**

Governors considered whether anything discussed during the meeting should be deemed confidential. It was

**resolved**

that nothing discussed was of a confidential nature.

**The meeting closed at 6.35pm.**

Signed .....(chair)      Date .....

JW/jag