



Company Number: 10561094
Annual General Meeting/23.01.20

Newcastle East mixed multi Academy Trust

Minutes of Annual General Meeting

DATE: Thursday 23 January 2020

TIME: 4.30pm

VENUE: Benfield School

Present:

Roger Alston OBE (Chair)

The Reverend Helen Gill (Proxy nominated by The Reverend Canon Stephen Herbert)

The Venerable Peter Robinson, Archdeacon of Lindisfarne – Chair of Newcastle Diocesan Education Board

Nigel Smith

Required quorum: 2. Members present on 23.01.20: 4. The meeting was quorate.

In attendance:

Debi Bailey (NEAT Chief Executive Officer – CEO)

Lisa Bilton (NEAT Director of Business Services – DBS)

Suzanne Hendey (NEAT Director of Governance), Clerk

Liane Atkin (The Dioceses of Durham and Newcastle Assistant Director of Education)

Charles Turvill (NEAT Chief Operating and Financial Officer – COFO)

Michael White (Vice Chair of NEAT Board of Directors)

1	Apologies for absence Apologies had been received from the Bishop of Newcastle. The Clerk confirmed that a proxy had not been nominated to attend on her behalf. Nicola Brannen, the trust's Church Ethos Director had also sent apologies as she had originally planned to attend.
2	Declaration of personal or pecuniary interest in any agenda item There were no conflicts of interest declared.
3	Agree any items of urgent business not on the agenda There were no items of urgent business proposed.



Company Number: 10561094
Annual General Meeting/23.01.20

4	<p>Minutes of Annual General Meeting held on 31 January 2019 and any matters arising</p> <p>The minutes of the previous meeting were agreed as an accurate record and signed by the Chair.</p> <p>The Chair drew attention to matters arising in relation to item 5:</p> <ul style="list-style-type: none"> • Governance: the Board had responded to the DfE’s recommendation that an additional director was appointed with legal expertise, which would also ensure the Board had an odd number of directors, and a proposal was to be put forward under agenda item 8; • Growth: the outcome of the consultation exercise with parents and stakeholders conducted by Archbishop Runcie CoE First School was that the school did not intend to join the trust.
5	<p>Receive the trustees’ report for NEAT for the financial period ended 31 August 2019</p> <p>The Members considered the trustees’ report and accompanying documents, which had been circulated in advance.</p> <p>The CEO presented key aspects of the trust’s performance in 2018-19 including:</p> <ul style="list-style-type: none"> • awarded research school status by Education Endowment Foundation (EEF) in Summer 2019 to embed evidence-based research in schools across the region; • support for schools in difficulty e.g. Hartlepool; • work undertaken to bring the trust’s values to life; • primary school performance: outperforming national average at Key Stage 2 despite lower baseline entry; • secondary school performance: small improvement in Progress 8 and Attainment 8 at Benfield compared with 2018, which was the greatest improvement within the LA, plus a 14% increase in GCSE English and Maths at grades 4+ – new headteacher and local governors were in position, school now acknowledges performance is not what it should be, introduction of new structure and processes to hold people to account, moderation process to ensure accurate predictions based on current student performance etc, however still a legacy of lack of quality first teaching; • the impact on Benfield in particular, given its surplus places, of the “churn” across the city caused by limited Pupil Referral Unit facilities and an ineffective Fair Access Protocol, which the trust had sought to address locally by creating a Lead Professional – Vulnerable Learners post to triage new vulnerable pupils to ensure a tailored support package in place; • attendance remained the greatest challenge for all schools: attendance improved in 2019 including a reduction in all schools of persistent absence, however there was a history across 2-3 generations for some families. <p>The Members questioned various aspects of the trustees’ report and related issues including:</p>



Company Number: 10561094
Annual General Meeting/23.01.20

	<ul style="list-style-type: none"> • the anticipated outcomes at Benfield at the end of 2019-20, which the CEO confirmed were expected to show an improvement in the Progress 8 measure to around -0.3; • the relationship between the mobility of the Benfield School population and pupils' academic outcomes, attendance and exclusions; • the reasons for the dip in attendance at Benfield in 2018, which the CEO considered to be the result of the school not having the right capacity in the right place at that time to address it; • the initial indications for attendance in 2019-20, which the CEO reported as having been adversely affected by a norovirus outbreak and a Metro strike in the local area therefore "shadow data" to exclude this impact was also being monitored to identify underlying trends, however Benfield's attendance level was 0.8% higher than the same time in 2018-19. <p>The CEO went on to present:</p> <ul style="list-style-type: none"> • how the trust's strategic aims had been reviewed and updated for the final two years of the 2018-2021 Strategic Plan; • future priorities <ul style="list-style-type: none"> - Ofsted: all schools expect to be inspected during 2019-20; - curriculum: development of curriculum leadership, progressing NEAT curriculum that embeds characteristics of the NEAT learner; - teaching and learning: teaching and research school, values-based appraisal, CPD, growing future leaders including delivering National Professional Qualifications for Middle Learners and Senior Learners from 2020; - whole-family work: embedding welfare windscreen, role of Lead Professional-Vulnerable Learners, bid for place-based change programme with Right to Succeed which has worked with similarly disadvantaged communities in Belfast, Blackpool and Manchester. <p>The Chair of Newcastle Diocesan Education Board expressed thanks and appreciation to the CEO on behalf of the Members for taking a lead role on many of these agendas and noted the positive developments in the trust's framework for school improvement. The Chair of the NEAT Board of Directors expressed that he personally had more confidence in the trust's performance and the Vice Chair of the NEAT Board of Directors commented that the Archdeacon's remarks reflected the similar views held by the Board of Directors.</p> <p>Ordinary resolution: The Members received the trustees' report for the financial period ending 31 August 2019 and accepted its contents.</p>
6	<p>Receive and adopt the audited annual accounts of NEAT for the financial period ended 31 August 2019</p> <p>The Members considered the audited financial statements, which had been circulated in advance.</p>



Company Number: 10561094
Annual General Meeting/23.01.20

	<p>The COFO drew attention to the following within the financial statements for 2018-19:</p> <ul style="list-style-type: none"> • p.26-29 independent auditor’s report that the financial statements give a true and fair view and have been prepared in accordance with accounting practice and the Companies Act 2006 and that they were satisfied the trust is a going concern; and • p.29-30 independent reporting accountant’s report on regularity with an overall conclusion that nothing of concern or caution had come to their attention. <p>The COFO reported that the auditors had presented the financial statements to the trust’s Audit, Risk and Finance Committee. The Chair of the NEAT Board of Directors commented that there were very minor issues to report and the termly internal assurance reports had also provided assurance for the Board.</p> <p>The COFO highlighted the consolidated statement of financial activities and consolidated balance sheet on pages 31/32 and 33 respectively. The notes on page 54 showed the breakdown of fund balances at the year end by academy, the central team and the subsidiary company. Attention was drawn to the following points:</p> <ul style="list-style-type: none"> • Income: at £15.4m was £1.3m more than 2017-18 largely due to an increase in pupil numbers at Benfield (although there was also increased costs), teaching school grant and additional devolved capital from government; • Expenditure: at £16.4m was £1m than income, although this related largely to depreciation and pension fund charges, whereas operationally the trust had been at breakeven; • Balance sheet: the solid position for cash and net current assets and the impact of the trading company’s £691k in-year deficit (linked to depreciation and pension scheme liability) which accounted for most of the decrease in the trust’s funds; • Fund balances: the decrease in Benfield’s balance from -£295k to -£544k, largely as a result of the lagged funding associated with increased pupil numbers. <p>The Members questioned various aspects of the financial statements and received responses as follows:</p> <ul style="list-style-type: none"> • whether schools were working to the trust’s financial procedures, to which the DBS responded that the internal assurance compliance reports had increased from 58% to 90% over the period; • why the primary schools’ fund balances had decreased, which the COFO confirmed was due to surpluses beyond the target of one month’s operating costs being moved into central reserves; • whether headteachers agreed the level of fund balances, which the CEO clarified were subject to ongoing conversations to meet the needs of individual schools in addition to agreeing the school’s annual budget; • whether the basis for accounting for the pension scheme had changed, which the COFO confirmed was linked to a change in the discount rate which had increased the liability, although this was a paper liability underwritten by the DfE.
--	--



Company Number: 10561094
Annual General Meeting/23.01.20

	<p>The COFO drew attention to the emerging risk for the trust’s trading company regarding the Local Government Pension Scheme as the Tyne and Wear Pension Fund intended to treat the company as having “orphan status” which would potentially increase employer contributions by £100k. The Board of Directors considered this to be unsustainable and it was intended to discuss future options with the DfE.</p> <p>Ordinary resolution:</p> <ul style="list-style-type: none"> • The members received and adopted the audited annual accounts for the financial period ending 31 August 2019.
7	<p>Re-appoint Tait Walker LLP as external auditors to NEAT</p> <p>The COFO confirmed that this was the third year of Tait Walker’s engagement as external auditors. The Board of Directors wished to retain Tait Walker at this stage, however there was an option to review the contract annually and it was intended to review the situation again in 12 months. There was consensus amongst the Members to move to a new provider within a year or two.</p> <p>There was no proposal put forward to remove Tait Walker as the trust’s appointed external auditors.</p> <p>Ordinary resolution:</p> <ul style="list-style-type: none"> • The members formally confirmed the re-appointment of Tait Walker LLP as the trust’s external auditors until the conclusion of the next general meeting at which accounts are laid.
8	<p>Appoint an additional director</p> <p>The Chair reminded the Members of the DfE’s recommendation that the trust should add legal expertise to the Board and increase to an odd number of Directors. The Members considered the CV and short statement provided by Steven Strassheim to support his appointment. One of the Members noted that Mr Strassheim also had a track record in engineering and technology, in addition to legal expertise, which would be of benefit to the trust.</p> <p>Ordinary resolution:</p> <ul style="list-style-type: none"> • The Members agreed the appointment of Steven Strassheim as an additional non-executive director, subject to the usual statutory checks.
9	<p>Proposal to change the name of the academy to North East Academy Trust</p> <p>The Chair explained that the Board of Directors had proposed to change the trust’s name to North East Academy Trust to support its intention to grow beyond the Newcastle East area. The Clerk confirmed that no objections were likely to be made by Companies House or the DfE, however the trust’s solicitors had advised that the views of North East Learning Trust should be sought informally, given the similarities, and to avoid the potential for a formal objection to be lodged at a later date. Unfortunately, NELT considered the proposed name to be too similar, particularly as both trusts were Education Endowment Fund (EEF) research schools operating across the region.</p>



Company Number: 10561094
Annual General Meeting/23.01.20

	The Chair therefore confirmed that the proposed resolution was withdrawn and the Board of Directors was to consider alternative options.
10	Any urgent business There were no items of urgent business.

Meeting concluded at 18:00.

Signed.....*R.T. Alston*..... Date.....08/02/2021.....