

**ST JOHN RIGBY COLLEGE  
EXTRA ORDINARY MEETING  
OF THE FULL GOVERNING BOARD  
HELD AT 6PM ON TUESDAY 7<sup>th</sup> NOVEMBER 2023  
VIA ZOOM**



**MINUTES**

*The core functions of the corporation board include:*

- *Preserving and developing the college's educational character*
- *Setting and communicating the college's strategy and goals*
- *Holding executive leaders to account for the educational performance and quality of the college, and for the performance of staff*
- *Exercising effective control to ensure that funds and assets are protected, the organisation remains solvent and legal obligations are met*

Business commenced at 6pm.

Meeting closed at 7.06pm.

The meeting opened in prayer.

Pam Tate (Vice Chair) took the Chair.

The meeting was quorate.

*Meetings of the Board shall be quorate if the number of Governors present is at least 40% of the number appointed, including at least 4 Foundation Governors (Article 10 (4) refers).*

<b>Governors present:</b>		
Pamela Catherall	Foundation Governor	Yes
Philip Collier	Foundation Governor	Yes
Mark Higgins	Foundation Governor	Yes
Pam Tate (VC)	Foundation Governor	Yes
Catherine Morgan	Foundation Governor	Yes from 6.11pm
Mark Dumican	Foundation Governor	Yes
Kate Watts	Staff Governor	Yes
Chris Chandler	Staff Governor	Yes
Peter Cudlip	Parent Governor	Apologies
Madison Bryan	Student Governor	No
Anne White	Co-opted Governor	Yes
Peter McGhee	Principal	Yes
<b>In Attendance:</b>		
Sophie Gardiner	Clerk to the Governing Board (Wigan Governor Services)	Yes

Pam Tate opened the meeting and thanked Governors for their attendance. On reflection it had been right to call an extra ordinary meeting to give Governors time to consider the implications of the changes to the Board's membership. As volunteers, the time and commitment that Governors gave to the college was not underestimated. No Governor should feel under pressure to take on additional roles and responsibilities.

On behalf of the Board, Pam formally recorded a vote of thanks for Simon Dale who had served on the Board since 2006. Simon's length of service and dedication to the college was commendable and a formal thank you would be arranged in due course.

At the previous meeting, Peter Cudlip had considered taking on the role of Audit committee Chair but had since rescinded this due to work commitments. He would however remain on the committee.

The purpose of this meeting was to appoint a Chair and Vice Chair to the Board and to ensure that the committee membership and appointments of committee Chairs was compliant with Governance procedures.

6.11pm Catherine Morgan joined the meeting.

## 1. Apologies and consideration of consent to absence

Apologies had been received in advance of the meeting from Peter Cudlip and were accepted by the Board.

Staff members who were not Governors, had not been expected to attend.

The Student Governor had not been invited.

## 2. Election of Chair & Vice Chair

Pam Tate invited an open discussion, during which the following comments were made and considered:

- The Board must seek a viable arrangement with least disruption.
- Proposal for Pam Tate to be appointed as Chair and as the Chair of Finance and Resources Committee and that a new Audit Committee Chair be appointed. *Noting that the Chair of the Board must not be the Chair of the Audit committee.*
- Recognition that some Governors were unable to commit more than they already did and this was appreciated.
- Anne White had indicated her willingness to take on additional roles – proposal for Anne White to be appointed as Chair of the Audit Committee supported by existing Audit Committee members who had a strong skill set and were experienced. Pam Tate to provide support where required.
- Good chairing was essential, specific skills would be brought to the committee by existing members.
- Arrangements were expected to be short term, as on academisation, the Audit function would not sit locally. Governance arrangements would be reviewed should academisation be delayed.
- The Board discussed and considered the assurances that were in place to support Governance. The audit work plan and cycle of work was set annually and did not vary much and the annual report would be completed by the end of November to be approved by the Board in December.

Q Can you please clarify – must the Board have a Chair of Governors?

A The Clerk clarified that there must be a Chair in place.

Following discussions, Pam Tate was nominated for the position of Chair of the Board.

**Resolved** – Pam Tate was elected unanimously.

There ensued a further discussion regarding the position of Vice Chair. Considerations were given to succession planning and skill building for Governance roles.

Governors considered rotating the role of Vice Chair.

The Clerk advised that in accordance with Article 6.4 – *‘The Chair and Vice Chair shall hold office for such period as the Governing Body Decides’*.

The length of term of office was not determined but would be reviewed regularly.

Philip Collier self-nominated for the position of Vice Chair.

**Resolved** – Philip Collier was elected unanimously.

The number of Foundation Governor vacancies was noted as a concern. Pam Tate advised the Board that she had started to consider ways in which the college could approach potential Governors and ways to further strengthen collaborative approaches and networks across local Catholic schools.

Noted - Committee terms of reference permitted the Board to appoint non-Governors into advisory roles.

### **3. Committee Membership**

The following committee membership was agreed in line with the committee Terms of Reference.

The Board **appointed** Anne White as the Chair of the Audit Committee and Pam Tate as the Chair of the Finance and Resources Committee.

#### **Finance and Resources Committee**

Pam Tate (Chair)

Pam Catherall

Mark Dumican

Peter McGhee

Advisers – Dominic Jones and Jim Winstanley

#### **Audit Committee**

Anne White (Chair)

Catherine Morgan

Peter Cudlip

Mark Higgins

Advisers – Dominic Jones and Jim Winstanley

#### **Quality and Standards**

Philip Collier (Chair)

Kate Watts

Madison Bryan

Pam Tate

Anne White  
Chris Chandler  
Peter McGhee  
Advisers – Nicola Craven and Paula Nolan

Pam Tate thanked Governors for their support and willingness to step up and to continue supporting leaders, staff, and the college.

The Board extended thanks to Pam Tate for her leadership.

#### **4. Standing Orders**

Pam Tate explained that the Standing Orders had been reviewed and some minor changes had been made to ensure compliance with Governance procedures.

**Resolved** – The Board approved the Standing Orders (effective from the date of this meeting).

#### **5. Academisation Update**

The Board had received a copy of an email prior to the meeting. The email was dated 20<sup>th</sup> October 2023 and was signed from Nicky Bevington and Sarah Ballinger from the Department for Education.

The Principal provided context. The email had been received following a meeting with the DfE representatives. Pam Tate, Philip Collier and Jim Winstanley had accompanied the Principal to the meeting. An equivalent meeting had taken place with representatives from Carmel College. Initially, all in attendance had felt that the elements raised in the email had been previously addressed.

The Board must now respond to the DfE questions within the email in order to support the application for academisation.

Subsequent to receipt of the email, the Principal and Pam Tate had met with the Archdiocese and representatives from Carmel College. The Archdiocese reiterated its support for the post-16 MAT and recognised the contribution it would make to school improvement as part of the CMAT.

A further meeting was scheduled with different representatives at the DfE. The Principal was confident that the college could address the DfE's concerns.

The concern for the college was that the deadline for conversion may potentially be affected by the national political climate (purdah ahead of a general election) if the momentum was not maintained. Ideally the submission of the application should be completed by early Spring 2024.

As part of the process, a 'shadow board' must be established. This would comprise of three members appointed by the Archdiocese (the Trustees) and one nomination from each college. An interim CEO (Chief Executive Officer) must also be appointed. Ongoing recruitment to a senior leadership post at St John Rigby would leave the college vulnerable should the Principal be nominated to undertake this role two days per week and Carmel College currently had an interim Principal in place.

The interim CEO would work on a weekly basis towards bringing about the academisation and would work with Trustees and the shadow board. They would understand the differences in the ways that the post-16 CMAT would work compared to other acadmies.

The options were that both colleges and the Archdiocese would propose a nomination to fulfil the role.

Carmel College had a strong candidate who was involved in setting up academies and would step aside when the permanent position of CEO was appointed to. It would be important that the interim CEO maintained impartiality.

The Board at SJR must make a formal proposal.

Comments and questions were invited:

Q When would the outcome of the meetings with the Archdiocese come back to the Board?

A The outcome would be communicated as soon after the meetings as possible, via email.

Q Would the representative from SJR nominated for the shadow board, still remain on the Board at SJR Board during the interim phase?

A Yes. It would be an interim role.

Q Would SJR lose out in anyway if the interim CEO was a representative from Carmel?

A The role would be predominantly one of administration to oversee the setting up of the academy. SJR should not expect to lose out in anyway, it should be a successful conclusion of the colleges coming together as equal partners.

It was noted that all agreements must be agreed by both Boards in both colleges.

The meeting drew to a natural conclusion and Pam Tate summarised the outcome of discussions. Governors were thanked for their attendance and contributions and ongoing support for the college.

## **6. Confidentiality**

No items were deemed confidential.

There being no further business to discuss, the meeting closed at 7.06pm.