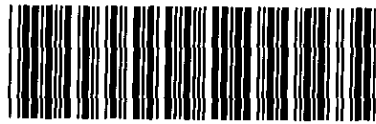


SEPARATOR SHEET

05189426

Minutes

THURSDAY	COMPANIES HOUSE BARCODE		
			
	RA4VGFE0		
RM	20/05/2021	#25	
COMPANIES HOUSE			
A15	24/04/2021	#242	
COMPANIES HOUSE			

Minutes of the Board of Governors AND St Dunstan's Abbey School Charity

Board of Governors

Friday 26 March 2021

Via Google Meet

Commencing at 14.00

T. J. Atkinson
14/3/2021



Present

Mr D Woodgate (DW – in the Chair)
Mr A Brett (AB)
Mr C Morton (CM)
Dr A Williams (AW)
Mr B Duncan (BW)
Mr R Light (RL)

Dr P Atkinson (PA – Vice Chair)
Ms S Coutinho (SC)
Mrs A Morton (AMo)
Mr S Plant (SP)
Mr R Chubb (RC)
Mr P Nunnerley (PN)

In attendance

Mrs J Hayward (JEH)
Mr C Irish (CSI – item 5 only)

Mr T Williams (TDW)
Mrs L Aubrey-Fletcher (LAF – minutes)

1 Apologies

1.1 DW welcomed everyone to the meeting – there would be a short break during the meeting. There were no apologies for absence.

2 Declarations of interest

DW CEO of ISBA
PA Parent of two children at the school, husband employed as a teacher
CM Working on projects not connected to PC with BNP Paribas (Strutt & Parker)
AMo Chartered physiotherapist – see pupils at her private clinic as required
LC Joint governor at St Boniface's RC College and Notre Dame School
SP Parent of a child at the school, Secretary and Registrar at Marjons
RC Parent of a child at the school
RL Parent of a child at the school

3 Minutes of the previous meetings

The minutes of the meetings held on 8 and 29 January 2021 were approved with no amendments

4 Matters arising from the meetings held on 8 and 29 January 2021

Item	Actions from meeting held on 8 January 2021	By whom
5.3	LAF to add the Covid-19 risk assessments to the meetings folder for governor perusal – completed	LAF
5.3	AMo would overview the Covid-19 risk assessments on behalf of governors as part of her H&S role - completed	AMo

Item	Action from meeting held on 29 January 2021	By whom
4.4	RL to send documents to JEH and ARC regarding online learning – completed 29 Jan 2021	RL
5.5	TDW to meet the residents of Park View to discuss the Prep School relocation with them - completed	TDW
5.5	Estates Committee to look at contingencies should the opening of the Prep school on 1 September 2021 prove to be impossible - ongoing	Estates Com
5.6	TDW to email the Head of DHSB to ascertain if they are interested in the Millfields site – email sent no reply received	TDW
5.6	RL has background information about the trust and will talk to TDW next week – completed 5 Feb 2021	RL
5.7.3	DW and SC to liaise with CSMV after consulting VWV - complete at least in respect of this stage of negotiations – update on Board agenda	DW/SC

6 Amendments to the Articles

6.1 The proposed amendments to the Articles would be discussed at the Board and AGM because of the set-up of the Trusts. The Articles are out of date and need to be rewritten to comply with current Charity and Company Law – this will be undertaken when the three charities are simplified and merged.

6.2 There was no longer a statutory requirement to hold a separate AGM as all business could be approved at Board meetings in future.

6.3 Removal of the age restriction – Article 10b and 11a – agreed unanimously.

6.4.1 Clarification of the terms of office of governors – Article 11 and 35 – agree unanimously.

6.4.2 A new clause to be inserted into Article 11, reading:

"Upon election governors will serve for a term of four years and will stand down at the annual general meeting four years from the date of their election. Governors can serve a second term of four years if re-elected and would then stand down from the board eight years after their initial election. Governors shall be elected to the Chair in accordance with Article 35."

"If the board exercises its powers to co-opt a governor in accordance with these Articles, between annual general meetings, such co-opted governor will submit themselves for election at the next AGM after their co-option; and will then serve a first four-year term."

"Exceptionally, the board may extend by a simple majority any governor's term of office by a maximum of one year."

6.4.3 Amendment 2: Article 35 to be replaced in its entirety with a new Article:

"The Chairman of the Board of Governors shall be appointed, by a simple majority, by the Board of Governors to serve as Chairman for a term of four years from the AGM at which they are appointed. The Chairman may be removed as Chairman by the Board of Governors at any time by a simple majority of the Board of Governors. The Chairman shall hold office either until his/her resignation or his/her ceasing to be a Governor (whichever shall first occur). Exceptionally, the board may extend by a simple majority a Chairman's term of office by a maximum of one year".

Action: TDW/LAF to amend the accounts and file at Companies House.

To Confirm THAT THE ABOVE RESOLUTION WAS PASSED ON
20th MARCH BY THE GOVERNORS OF THE 'PYMARITH LANE' AND ST DUNSTON'S ABBEY CATHOLIC CHURCH.

Tim Williams

Tim Williams

BRUCE AND CLERK TO THE GOVERNOR BOARD. 18/5/2017