

RANGE HIGH SCHOOL

Minutes from the Annual General Meeting of the Members held on 10 December 2015

Members Present: Mr I Burton, Mr J Rimmer, Dr K Russell, Dr M Thomas, Ms G Williams

Also Present: Mr C Trollope (Community Governor)
Mrs J Gordon – Clerk to the Governors

Background

The Academy Trust is constituted as a charitable company limited by guarantee and is registered with Companies House. As a legal entity in its own right, the Academy Trust is, for example, able to enter into contracts in its own right, to hold land, employ staff and to be a member and director of other companies. Because the Academy Trust is both a company and a charity, the governors are also directors and charitable trustees and need to therefore comply with obligations under company and charitable law.

The Academy Trust of Range High School was formed by the individuals who signed the Memorandum of the company when it was first created. As governors have left the governing body new members have taken their place on the Academy Trust. The Academy Trust, as a company, entered the Funding Agreement with the Secretary of State and is legally responsible both to the Secretary of State and to parents/pupils for the running of the Academy.

The internal management of the school is the responsibility of the governors who exercise the powers and carry out the duties of the Academy Trust.

The liability of the members of the Academy Trust is limited, as with any company limited by guarantee, by the amount of the guarantee undertaken by the member (this is set at £10 in the Articles of Association).

The functions of the members of the Academy Trust include:

- Overseeing the achievement of the objectives of the company
- Taking part in Annual and Extraordinary General Meetings
- Appointing some of the governors
- Signing off the company's financial accounts and annual report
- Power to amend the Articles of the company and, ultimately, to remove the governors/directors

Overall, members usually have much more limited practical involvement in the management of the company than the governors.

1. **Declaration of Interest**

There were no declarations of interest.

2. **Current Members of the Academy Trust**

Dr Graham Butcher's term of office as a parent governor ended on 27 November 2015 and Mr Jonathan Sellick tendered his resignation from his post as staff governor with effect from 10 December 2015. Therefore the current members of the Academy Trust are as follows:

- Dr Mervyn Thomas (Community governor and Chair of Governors)

- Mr Jim Rimmer (Community governor and Chair of the Finance & Buildings Committee)
- Dr Katrin Russell (Parent Governor and Chair of the Safeguarding & Leadership Committee)

It was **AGREED** at the full meeting of the governors to follow previous practice and have the Chairs of Committees, a staff member and the Chair and Vice Chair of the full governing body appointed as Members of the Academy Trust. The new Members are:

- Mr Ian Burton (Parent governor and Chair of the Resources Committee)
- Dr Ruth Chapman (Parent governor and Chair of the Teaching & Learning Committee)
- Ms Gill Gentles (Staff governor)

1. The Minutes from the last Annual General Meeting had been circulated to governors with the Agenda. They had been agreed, signed and discussed at the full meeting of governors held on 26 March 2015.

2. **Articles of Association**

The Articles of Association, which came into force in November 2011, were considered to be still relevant for this academic year. No changes are required.

3. **Funding Agreement**

There have been no changes to the Funding Agreement since conversion to Academy Status in November 2011.

4. **Accounts 2014/15 + Annual Return**

The audited accounts for 2014/15 had been prepared by Moore & Smalley and presented to both the Finance & Buildings Committee (19 November 2015) and the full governing body (10 December 2015) for discussion and agreement. **The Members received the fully audited accounts and they will now be submitted for publication to Companies House.**

Information held by Companies House can be accessed by other organisations and the general public.

5. **Auditors**

Moore & Smalley are the school's auditors. They were appointed for a 3-year period ending 31 December 2017; therefore, no further action is necessary at this stage.

6. These Minutes will be discussed, agreed and signed at the next full governors meeting (24 March 2016).

Signed _____

Date 24 March 2016