

**Company No. 7699775**

**THE FEDERATION OF ABBEY SCHOOLS ACADEMY TRUST**

Minutes of a meeting of the board of directors of the Company held at The Federation of Abbey Schools (Junior Building), Abbey Road, Darlington, County Durham DL3 8NN on 7<sup>th</sup> November 2018 at 5.00 p.m.

Chair:	Emma de la Motte	
Present:	David Bailey Jonathan Briggs Laurence Bryant Vicky Folkes Michael Fryer Rita Hall	Rachel Kershaw Nigel Little Clare Marley Catherine Stow Smith Peter Willson
Apologies:	Helen Parkinson Jodie Scott	Peter Bibby
In attendance:	Laura Hawksby (Clerk) Dianne Nielson (Business Team)	Kevin Shotton (Clive Owen LLP)

**1. Preliminary**

1.1. The chair noted that:

(a) in accordance with article 111 of the Company's articles of association (**Articles**), the meeting had been convened on not less than 14 clear days' notice (in writing and accompanied by an agenda); and

(b) in accordance with article 117 of the Articles, a quorum was present,

and therefore declared the meeting open.

1.2. The chair reminded those present that the meeting had been duly convened to consider and, if thought fit, approve certain proposals in relation to the approval of the accounts and the convening of the annual general meeting (**AGM**) for 2018.

1.3. The chair also advised that there was an item of Any Other Business: Deferred Entry/Admissions which the Board agreed to consider later in the Agenda (Minute 4 below refers).

## **2. Approval of accounts**

- 2.1. Draft directors' report and accounts for the Company's financial year ended 31<sup>st</sup> August 2018 (**Accounts**), were produced to the meeting, together with a letter of representation detailing matters required to be stated to the Company's auditors, in connection with their audit of the Accounts (**Letter of Representation**).
- 2.2. After careful consideration, it was resolved that the Accounts be approved and that the signing of the directors' report, the balance sheet and the Letter of Representation, by any of the directors, be authorised.

## **3. AGM**

- 3.1. It was proposed that an AGM be convened on 10<sup>th</sup> December 2018 to:
  - (a) receive the Accounts, together with the auditors' report on the Accounts; and
  - (b) re-appoint Clive Owen LLP as auditors to the Company for the financial year ending 31<sup>st</sup> August 2019, to hold office until the conclusion of the next AGM at which accounts are laid before the Company and to authorise the directors to determine their remuneration.
- 3.2. Accordingly, a draft AGM notice containing the above resolutions was produced to the meeting.
- 3.3. After careful consideration, it was resolved that:
  - (a) the AGM for 2018 be held on 10<sup>th</sup> December 2018, for the purpose of passing the resolutions set out in the draft AGM notice;
  - (b) the AGM notice be approved in terms of the draft produced to the meeting with approval being given to the time of the of the meeting being changed to 5.00 pm, and that the signing of this notice, by any director, be authorised;
  - (c) the AGM notice, once finalised and signed, be dispatched, together with copies of the signed Accounts, to all members entitled to receive the same, all directors and the auditors; and
  - (d) subject to their receipt at the AGM, a copy of the signed Accounts be filed with the Registrar of Companies.

## **4. Item of Any Other Business: Deferred Entry/Admissions**

- 4.1. The Item of Any Other Business was next considered by the Board. The Head Teacher verbally reported that the Academy had received a request for a Deferred Entry into the School which fit the current criteria for deferral.
- 4.2. It was resolved that the Deferred Entry be approved as it fit the current criteria.

4.3. Consideration was also given by the Board to the 'Blackwell' area not being removed from the current Admissions criteria for the School.

4.4. It was resolved that the 'Blackwell' area remain as already set out in the current Admissions criteria for the School.

**5. Close of meeting**

5.1. There being no further business, the chair declared the meeting closed at 5.40 pm.

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Chair