

Spiritan Education Trust

Minutes 171st Board of Directors Meeting, 16th April 2018

Directors Attending

Mr Gary Abrahamian
Ms. Siobhan Corry
Mr Brendan Dillon
Ms. Mary Fulton
Mr Pat Kitterick (Chairperson)
Dr Tom Whelan CSSp
Sr. Eithne Woulfe

Apologies

Mr. Brian Harvey
Ms. Caroline Lundy
Mr. Ronan White

In Attendance

Mr. Ronan Barry, Identity, Faith & Mission Officer
Mr Tom Jackson, Company Secretary, Finance Officer
Ms Sheila Lanney, Administration Officer (Recording Secretary)
Mr Tom Sheridan, Executive Officer

Note: Given the late posting of the March meeting minutes to the Directors Area, the Chair gave the Directors a few minutes to read same prior to opening the meeting.

1. Prayer

Ronan Barry led the opening prayer.

2. Preliminaries

- Apologies were received from Brian Harvey, Caroline Lundy and Ronan White.
- No conflicts of interest were declared.

3. Minutes of Meeting on 12th March 2018

The Chair briefly reprised key points from the minutes of the March meeting. As there were no amendments, the minutes were proposed, seconded and signed.

4. Matters Arising – not included in this Agenda

- Under Item 4
 - regarding the relationship between SET and BOMs of schools, the issues surrounding Clonkeen College were briefly instanced
 - there is need to clarify with the Members/PLT the contribution, if any, SET may be expected to make to the Provincial Chapter

5. Report from Finance Committee

Mary Fulton reported from the FinComm meeting of 10 April, as follows:

- SET administration fee: FinComm recommended to the Board that the current fee be accepted and that a 3-year income/expenditure forecast be prepared on the basis of SET's strategic objectives and mandate. This was agreed.

- SET Audit: The accounts have been completed to Tom Jackson's satisfaction and a draft audit report issued. FinComm agreed to recommend the report to the Board for approval and signing.
- CRA Registration and CHY Number: Three (3) of the schools/campuses have completed the registration process, another is in process and the final school has financial management challenges (see item on Templeogue below).
- Draft Lease from the Property and Finance Office: FinComm reported its concerns with the short term of the lease, the fact that SET would be required to put in place matching leases with each school and the possibility that schools would reject such short leases. Tom Jackson briefed the Board on previous incomplete attempts to put a lease in place. SET would require independent legal and taxation advices regarding the proposed lease and suggestions in this regard were noted, with a tender process agreed as proper procedure. The need to further understand the context for the lease viz. the longer-term objectives of the Congregation/Property & Finance Office, was strongly emphasised by the Board, with particular reference to the quantum of future financial resources (to be funded by the licence fees/lease rentals) required both by the Congregation and SET. The Board agreed that, as recommended, Tom Jackson would follow-up on the existing proposal for a follow-up meeting with the PFO to agree mutual objectives and the potential to revive the previous joint structure designed to deal with these matters.
- RBK internal controls reports:
 - Rockwell College: report is in final draft form following a request to RBK for some additional information and will issue shortly.
 - St. Michael's College and Junior School: BoM responses to the reports are awaited.
 - Templeogue College: Directors agreed that this should be next on the list given the historical and current financial management situation at the school. The Board expressed concern at the serious 2-year backlog in terms of financial reporting to SET, queried the manner in which the day-to-day financial matters are being handled and required that the detailed financial position of the school be ascertained as a matter of urgency. SET's efforts to support the school in this regard were noted, as were suggestions from Board members in this regard, with specific reference to a definitive timeline for action.
- SIMS: Tom Sheridan provided an update on progress.
- Consolidation: The Board noted FinComm's technical reservations regarding the MHC commentary, PwC's advice that consolidation is currently not required and its view that the position will require review in the context of new draft charities legislation.
- Status of Junior Schools: The Board was advised of an information meeting sought by Mason Hayes and Curran (Charities Group – governance & structure) in light of a request by the Members to MHC for advice on this matter.

The significant day-to-day financial oversight workload of FinComm was raised and the Board agreed to the need, from time to time, for a one-item cross-functional working group to address matters of wider financial and governance concern.

6. Report from Governance Committee

The Governance Committee has not met since last meeting. Tom Whelan briefed the Board on work in progress:

- The draft Education Committee terms of reference have been forwarded to the EdComm for consideration
- A SET donations policy, employee handbook, and code of conduct for BoD meetings are all in development, as is a proposed process for an end-of-year review of SET.

Reference was made to the need to address remuneration at school level in the wider context of schools' HR issues and SET's financial guidelines for schools. It was noted that another education trust may be experiencing similar challenges in relation to fee-paying schools whose staff have both DES and private contracts. It was also noted from RBK internal audit reports that a pattern may be emerging in this regard.

7. Report from Ethos Committee

- The ongoing Bawnogue project was highlighted.
- Dates for the next Pilgrimage to Paris are to be provided.
- Bursary Programme – 9 teachers did further education. The Bursary Programme is to be advertised again for 2018/2019.
- The Development Education Showcase 2018 will be held in St. Michael's.
- SET Chaplaincy:
 - 2 confreres have recently been re-assigned and a request for replacements is planned. 1 other is available on a part-time basis only. We need to go back and ask for two more.
 - We need to look closely at chaplaincy in schools. GA mentioned the reflection day on Wednesday 18th April for the lay chaplains.
- The next meeting is due to take place on 29th May 2018.

8. Report from Education Committee

There was no report from Education Committee.

9. Report from SET Office

This report is available on the Directors' Area. Key points highlighted by Tom Sheridan were:

- very recent initiatives by Junior Schools in relation to teachers' salaries and the length of their school year
- the BOD Induction on Saturday 14th and the excellent presentations by Sean Goan and Margaret Gorman (to be put up on website)
- Holy Family Community School, Rathcoole (joint trusteeship)
 - very good management team in place (currently interviewing for a third vice principal)
 - SET will liaise with Sr. Marguerite Ryan (Presentation Leadership) regarding ongoing trusteeship structures – the Board was reminded of the Deed of Trust.

10. Any Other Business as may properly arise

There was general discussion on the potential declining Spiritan influence in schools, and the task ahead for those concerned at various levels.

11. Date and Place of Next Meeting

Monday 14th May 2018 in SET Office, Kimmage Manor. The focus of the meeting would be a review of the Strategic Plan.

Chairperson: _____ Date: _____

Secretary: _____ Date: _____