

SPIRITAN EDUCATION TRUST

Minutes 164th Board of Directors Meeting, 22nd May 2017

Directors Attending

Mr Joe Barrett
Mr Brendan Dillon
Dr Mark Fennell
Ms Mary Fulton
Mr Pat Kitterick
Justice Catherine Murphy
Dr Tom Whelan CSSp (Chairperson)
Mr Ronan White

Apologies

Mr Gary Abrahamian
Ms Siobhan Corry

In Attendance

Mr Ronan Barry, Spiritan Identity, Faith and Mission
Mr Tom Jackson, Company Secretary; Finance Officer
Mr Tom Sheridan, Executive Officer
Ms Maria McGuill, Administration Officer (Recording Secretary)

1 Prayer

The Prayer was shared among several attendees.

2 Preliminaries

Apologies had been received from Siobhan Corry and Gary Abrahamian.

Tom Whelan remembered fellow Director Siobhan Corry who is ill at present.

3 Minutes of Meeting of 24th April 2017

Clarification was sought around the correction as noted in the minutes (item 3) around the Licence Fee. It was agreed that it should read "No Licence Fee monies should be accepted by SET until such a time as all matters related to this have been resolved".

The corrected Minutes were approved.

4 Matters Arising

Directors were reminded to propose names of persons suitable for appointment to Boards of Management of Spiritan school. Directors who have names were asked to give them to Tom Sheridan at the end of the meeting.

5 Declaration of Conflict of Interest

There was no declaration of a Conflict of Interest in relation to any Agenda item.

6 Executive Report (inclusive of Education, Ethos and Finance)

Tom Sheridan took the Board through the Report.

- Appointment of Two Deputy Principals in Blackrock College;
- Development Education Planning day was held on 12 May. It was noted that over half of our schools have received awards by WorldWide Global Schools in Development Education;
- A range of bursaries from SET offered to staff members of SET schools wishing to undertake academic programmes relating to Spiritan School Ethos (including theology, chaplaincy, development education and other related fields). Detailed are posted on the website;
- Meetings with Schools' Boards of Management took place with Tom Sheridan who presented the draft Donations Policy, and, for their information as a stakeholder, the Strategic Plan for SET. Tom Sheridan visited the schools with Tom Jackson for their financial review.
- Areas highlighted for mention were the visit to London by Tom Jackson, Tom Sheridan and Paul Roche to a Trust responsible for a group of faith-based schools. This was found to be very informative to the extent that Tom Sheridan will visit one of the schools of the Trust with Ronan Barry at a later stage this year;
- The possibility of teaming up with some other Trusts to consider the possibility of creating an accredited leadership programme to build leadership capacity in faith-based schools. Tom and Ronan had a meeting with Brian Flannery, Education Officer for the Jesuits, to advance this work. A further meeting is scheduled before any decision can be reached.
- It was agreed that Tom would email a copy of the '*Strategic Plan for Trusteeship and Management of Catholic Post-Primary Education*', presented at ATCS Forum, on the 11th May 2017, to all Board members for their perusal.

8 Report from Finance Committee

(As the Chair of the Finance Committee had to leave the meeting early, it was agreed that this item could be dealt with at this stage.)

At the request of the Board Chairperson, Mary Fulton, Chair of the Finance Committee, guided this part of the meeting. The principal matter related to the presentation and approval of the SET Audited Accounts by the Board. The Auditors deemed it to be a clean audit. However, it was noted that the accounts were only received that day and needed to be filed before 31 May so as not to incur a penalty. Displeasure was registered by several Directors regarding the lateness of the completion of the Audit, resulting in the impossibility of these being examined in detail by the Finance Committee and by the Board. It was noted that the fault lay completely and entirely with the Auditors.

Some clarifications were sought with regard to the huge increase in expenditure in the last financial year. It was agreed that an analysis of the figures for that year is to be presented to the Board at the June meeting by Tom Jackson, and that these figures be submitted to the Directors in advance of that meeting.

Mary Fulton asked that the accounts now be approved and this was passed unanimously by the Board.

It was proposed by Catherine Murphy, seconded by Brendan Dillon – and accepted by the Board – that half yearly accounts be provided to the Board by the Finance Committee in future. It was also proposed

that, through the Finance Committee, the annual budget for SET would be presented to the Board for its approval.

Mary Fulton further notified the Board that a meeting of the Finance Committee took place and the 'Terms of Reference' should be with the Board for the next meeting. It was noted that more expertise was needed and therefore it was agreed that the committee could co-opt the relevant person(s) as they see fit.

Finance Officer Tom Jackson reported on the loan agreement that had been reached with St Mary's and the Spiritan Property and Finance Office. He also noted that the Finance Committee agreed that a second opinion be sought on whether Group Financial statements are appropriate. The Board was also informed that Group Auditors is to go to tender.

(Mary Fulton had to leave the meeting at this stage.)

7 Report from Governance Committee

To date the Governance Committee has had two meetings. Pat Kitterick has been elected as chairperson. Terms of Reference have been drafted and presented to the Board as 'Draft 3'. Pat has requested that the Board examine the document and he and the committee are open to any suggestions or comments. These can be submitted to Pat through the Board Chairperson, Tom Whelan.

The committee hope to have a robust set of Governance Documents by the end of the year. It was suggested that the document be put up on the SET website for viewing by the Board.

Reference was made to an item in the report from last month's meeting regarding the setting up of a Working Group tasked with considering the status of Junior Schools, Campus Committees and Halls of Residence. The parameters of the three issues were presented at the Board meeting of 24 April last, and were now read into the record:

- The status of Junior Schools in the Spiritan schools network: their charitable status; reporting requirements; the fact that they are not regulated by DES; BOMs do not have the protection of the Education Act when making decisions, etc.
- The status of Campus Committees (Blackrock-Willow; St Michael's; St Mary's): if such a frame is required; how best to serve common interests on a campus while respecting the complete independence of the reporting systems of the Finance Committees of their Boards of Management;
- The status of Houses of Residence (Rockwell; Blackrock): these are not regulated under the Education Act; BOMs probably have a similar exposure here to what they have in relation to the Junior Schools.

After a lengthy discussion, it was suggested that the issue around the Junior Schools was indeed a governance issue and of some urgency. The remaining two issues can be revisited later. Mark Fennell proposed that the Junior Schools status become part of the task of the Governance Committee and they would prepare a report for presentation to the Board. This was unanimously approved.

9 Report from Ethos Committee

Since Ronan White has been out of the country for the last 4 weeks, there has been no meeting of this Committee.

Broadly in relation to the work of the Ethos Committee, Brendan Dillon expressed a desire to praise all those involved in the organising of the Graduation Mass held in St. Michael's College the previous week, especially Paddy Moran CSSp who officiated. The work of the Spiritans throughout the world is vast and they should be very proud!

10 Review of School Budgets

Tom Jackson presented the finance reports from the schools. He noted that due to the recent untimely death of the Mel Timmons, Bursar in Templeogue College, the accounts would not be available until the next Board meeting. The accounts from St. Mary's had only been received earlier that day (22 May), and were therefore too late for inclusion in his Report.

St. Michael's Junior and Senior

Clean Audit, operating on a surplus. Very healthy figure in the band and cash reserve very good. Their request for an increase of 4.5% for the senior school and 3% for the junior school was approved by the Board.

Blackrock Campus (inclusive of Blackrock College, Willow Junior and Senior)

Clean Audit with an excellent report from Price Waterhouse Cooper. Very well run organisation with an excellent Campus Committee. Fee increase of 1% sought by Willow Junior and Senior approved by Board. No fees increase sought by Blackrock College.

Rockwell College

Clean Audit. They had a Revenue Audit earlier in the year. However, there were no matters to be perused and the Revenue are happy that all is in order. There are certain items pertinent to Schedule One regarding chimneys, and it was agreed that Tom Jackson would liaise with the Spiritan Property and Finance Office regarding these matters.

A question was asked about the progress regarding the fire escapes and whether work has commenced. Financing of this has been arranged with Bank of Ireland and AIB with half of the €400,000 being paid by the DES. However, there has been no contact from the school. It was agreed that Tom Jackson would write to the Board of Management on behalf of the Directors requesting an update on the situation.

A fee-increase of up to 5% was requested. However, this will not be implemented until 2018/19 but will be announced in October 2017. The amount was approved by the Board.

11 Board of Directors Induction (Feedback)

This item was held over from the last meeting due to time restraints.

There was a high level of satisfaction expressed with regard to the Induction Day for the Board. The first two presentations (on the Constitution by Alice Murphy from Mason, Hayes and Curran; and from Margaret Gorman, Eversheds-Sutherland on Education Law as it relates to Boards of Trustees, Directors, etc.), and Lucy Franks on governance and the inner workings of Boards of Directors. There was a consensus that Lucy Franks, HR with Eircom and Chair of Misean Cara, was most informative and interesting. It was suggested that she might be in a position at some time to speak to our Boards of Management in relation to the area of governance.

12 Any other business

Tom Whelan, Chairperson, thought that, at the end of a long and busy year for the Board and its newly formed Committees, invited the Directors to an end of year dinner – date and venue yet to be decided.

13 Date and Place of next meeting is Monday, 19th June 2017 (with Members), to be held at the SET Offices at Kimmage Manor.

Chairperson

Secretary

DATE: _____