

Minutes

PART A

TRUSTEES MEETING

Thursday 21st November 2019 at 8.30 at Sandbach School

	Item	Action points
	<p><u>Present and Chair's Welcome</u></p> <p>Present as Trustees: J Savage, J Cowell, J Hill, R Dakin, G Merry,</p> <p>In attendance: J Barber, L Robertson, D Osborn, F Johnson (Howard Worth)</p> <p>Apologies, S Burns, S Isherwood. P Sharpe</p>	
	<p><u>Minutes of 19th September 2019</u></p> <p>Accepted as a true record.</p> <p>Action points:-</p> <p>JC had been unable to complete the risk register due a bereavement but would do this for the next meeting.</p> <p>JB reminded JC that PS had offered to help with the register as he had experience in this area.</p> <p>JB had sent CW the details on the special orchestra.</p> <p>JH had reviewed and updated the articles this was a separate agenda item.</p> <p>There was yet to be feedback from CW regarding what HQME other hubs provide which are successful.</p> <p>LR had circulated the related party declaration forms in September, three had yet to be returned, and JS asked that those trustees who had not yet returned their forms do so.</p>	<p>JC complete the risk register</p>

	<p>LR produced an updated skills matrix for the board which was circulated.</p> <p>JB informed the board that the 2 pupils who were initially struggling on the sixth form course had now settled and were happy with the workload of the course.</p> <p>The previous evening had been the launch for the second year of the course this had gone very well. One of the parents had raised concerns about the potential workload of the pupils, one of the pupils who had initially struggled spoke to the parent and explained that once they had organised themselves, taking into account the ten free sessions they were quite happy and did not feel under any pressure.</p> <p>JS asked how many had attended, JB replied that there were 6 external and 5 internal students. He felt that there would be between 9 and 10 that would apply. JC asked what the maximum capacity JB was told the board it was 12.</p> <p>As the reputation of the course was spread by current pupils and their parents no problem could be seen in recruiting future students.</p> <p>JB went on to say that 2 year 13 music students have already been made offers from music conservatoires to start in September 2020.</p> <p>JS said that he had signed the bank mandate. LR asked if this had gone to the bank. DO explained that it hadn't yet as he wanted this to be approved by the board before SB signed the form. The trustees confirmed that they agreed that JS become a bank signatory.</p>	<p>DO to file mandate with the bank</p>
	<p>Howard Worth</p> <p>FJ presented an overview of the statutory accounts. Income had risen from £861,867 in 2018 to £931,684. Costs had also increased this was partly due to an increase in tutor costs in line with increased income</p>	

from schools and also event costs such as The Snowman and Wallace & Gromit.

There was a surplus of £12,909 (£7,496 2018), increasing the reserves slightly, the trust was in a healthy position.

JC asked about depreciation and where the purchase of instruments were shown in the accounts. **FJ** and **LR** explained that when instruments were purchased they were treated as an asset and depreciated over a number of years. It would be wrong to post the full cost as an expense in the year of purchase when it's useful life was a number of years.

JC said that she felt the figures were easier to follow this year and to compare to the previous year. **FJ** explained that the allocation of income and costs were now consistent and clearly shown. **LR** also pointed out that the previous year's accounts showed a 12 month period compared to a 5 month period due to the change of the year end.

JS asked that as the trust's finances were healthy was there anything that was need in the office, there had been a tight control over back office costs in the previous few years to ensure the stability of the trust. **LR** suggested that Simon Greasby would benefit from a new computer which would enable him to perform his job more efficiently. **JB** agreed to look into this.

JC suggested that marketing and **PR** were looked into. **JB** pointed out that the trust was engaging 98.9% of the schools with the current marketing strategies. **LR** pointed out that for the 1st time the trust had promoted an event in the local chronicle, Simon Greasby had put the Noteworthy orchestral event in the paper to attract children.

JC then suggested that market research could be done on children and music which could be used as a tool when approaching funders and partners.

DO said that some funds may be used to develop new income streams. **JB** told the board that he had been invited by the U3A to watch them perform a dance to a piece of music he had produced. They seem very

	<p>interested in music and have their own band, perhaps this may a source of new funding providing them with both lessons and instrument hire.</p> <p>FJ closed by suggesting that the board review the trustees report in the accounts for next year. She presented the Age UK Concern annual report which highlighted the core activities of the charity, detailing the goals for that year, what had been achieved or not and plans for future years. She said that although the trust's report included most of these, the format would be clearer.</p> <p>JC agreed that the format would be an improvement, better for both the public and funders to understand.</p> <p>At this point the accounts were approved unanimously.</p>	
	<p>Activity report/review of the milestone document</p> <p>JB recapped for the benefit of FJ. The trust had been working closely with the Arts Council throughout the year, following the data return in October 2018 and the subsequent feedback letter. The letter stated that whilst the trust was engaging with 80% of schools in Cheshire East this was beneath the National Average. Although it could be seen that this was partly due to conservative recording of the statistics on the trusts part there was room for improvement. Various steps were taken to increase numbers and by the end of the 2019 academic year the trust was engaging was 98.9% of the schools and colleges in the area.</p> <p>The Arts Council have been pleased with both the steps taken and the results achieved and we have been notified of a further year of funding. During 2020 there may be a bidding process for further funding, the work that has taken place this year will put the trust in good stead for this process.</p> <p>JC pointed out that if Labour win in the December elections things may change, music tuition may return to council control as it was previously.</p> <p>JS stated that he had been working with the musicians union and the councils and he felt that the councils were unlikely to want to take the service in house, although they have concerns about the security of the</p>	

<p>music teachers as self-employed individuals. Some hubs now taken on the model of a co-operative.</p> <p>JC suggested that this be covered in the risk register, with possible outcomes and action that can be taken to mitigate the effect.</p> <p>JS said that the trust should build relationships with the council, previously GM was on the board of the local council and suggested that a council member Kathryn Flavell who sits on Sandbach School board alongside her would be an ideal trustee for the trust as she is also a music teacher, she would be willing to retire and this person take her place.</p> <p>JC was pleased that the targets had been met (in some cases exceeded) but asked if this would continue.</p> <p>JB explained that currently engagement was above 70% this include some new schools with whom we hadn't previously engaged , who were doing first access , these schools may go on to do continuation tuition, also other schools will choose to do projects in the spring and summer terms.</p> <p>JC asked if the figures were tracked throughout the year JB reply that yes the software used showed the percentage of engagement at the current time.</p> <p>First Access grants not claimed would also be offered to secondary schools to fund transitional programmes, which would engage further primary schools. Also The Arts Council are happy if some schools do not engage with the trust as long as the trust can provide a valid explanation.</p> <p>JB then brought attention to Noteworthy the additional needs ensemble, which was launched on Wednesday 23rd October at Church Lawton School. We welcomed young people with a range of additional needs and spent the first part exploring musical games, giving the young people an opportunity to get to know each other, before having a much needed juice break. The session then continued with the ensemble creating their own composition based on their responses to a number of pieces they listened to. Throughout their composition, some students had the opportunity to play on instruments they had indicated they wanted to try when they signed up. Two of the young people are now engaged with 'cello and guitar lessons respectively.</p> <p>JB then went on to discuss our partnership working with Brighter Sound, following on from the 2018 / 19</p>	<p>JC to include in risk register</p> <p>DO to speak to possible new trustee.</p>
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	<p>programme of workforce development supported by Youth Music funding, the LMT is again working with Brighter Sound to deliver a programme exploring ways to engage, work with and learn from children in challenging circumstances. The programme for this year is focusing on young people who are 16 – 19 years’ old who have an interest in working within this sector. The first session is taking place at Cheshire College South and West in December aiming to engage 12 students.</p>	
	<p><u>Management Accounts/Cash flow</u></p> <p>LR had circulated these prior to the meeting.</p> <p>Management accounts</p> <p>She explained that currently a surplus of £25,549 was being projected an increase on budget of £12,403. This was partly due to unclaimed grants, the cancelation of the Orchestral Residential and revision of school tuition and associated costs.</p> <p>Cash flow</p> <p>The balance as at 31st October was £31,963 above predicted due to schools paying their tuitions invoices earlier than expected and a delay in receiving a number of purchase invoices which will be paid shortly.</p>	
	<p><u>Payroll</u></p> <p>A number of items were covered in relation to the payroll:-</p> <p>JB requested that following confirmation of another years funding from the Arts Council staff contracts be extended for another year to 31st August 2021. This was agreed unanimously.</p> <p>JB asked for agreement for Sally Dinnis to increase her contract by 3 hours for spring and summer this was to cover maternity leave. This was agreed unanimously.</p> <p>The Business & Resources board had put to the trustees that inflation increases be given to academic</p>	

staff at 2.75% and support staff at 2%. This was agreed unanimously.

DO then discussed the payroll policy, Love Music Trust previously had no payroll policy. **DO** had produced this policy based upon Sandbach school's policy.

PS who had been unable to attend had sent questions via email which **JS** asked on his behalf.

Clarification issues.

- 5.3 What does the term safeguarding mean? This was in relation to teachers specifically and will be removed
- Who is the Human Resources advisor referred to in the appeals procedures? Due to the size of the organisation this will be an external consultant.
- Have we had any appeals in the last 24 months? If so, what was the outcome? There have been no appeals
- Have we lost any person considered valuable to another organisation in the last 24 months, and if so do we know the reasons for leaving? Staff turnover is very low

Questions

- Do we have access to other equivalent organisations and the pay of equivalent jobs? If we have an appeal it is sometimes useful to know what pay for an equivalent job is being paid. However, this information may or may not be available and it may or may not be able to be shared. What is the status? Salaries have been based upon teachers pay and business support salaries. Other music hubs may be reticent in supply this information also music hubs tend to be unique, so it wouldn't be a straight comparison.
- Who is on the pay committee? I feel it would be beneficial for at least one committee member to know the sorts of pay that are applicable in other organisations that may be competing with talent when we try and recruit. E.g. Educational organisations. **JC** suggested that the Business & Resources board act as the pay committee which was agreed unanimously, **SB** is on this board and has knowledge of teacher and support staff salaries.

	<ul style="list-style-type: none"> • Could I suggest that the Board consider, if it is not already in place, in the event of a person leaving the organisation that a “leaving interview” is carried out. This can sometimes throw up issues, regarding pay levels. A host of other issues I accept may be <i>thrown</i> across the table so to speak, but it can give meaningful feedback on pay levels elsewhere if appropriate. It was agreed that a leaving interview should take place. • Do we have any equivalent jobs being performed by members of the opposite sex and are we confident that the rates of pay applied to them both are equivalent? If they are not I feel it appropriate that the pay committee should consider this matter. We do not have any equivalent jobs being performed by members of the opposite sex <p>JC asked that the terms of reference for the Business and Resource board be updated in respect of this.</p> <p>JS asked DO to update the draft policy and bring it to the next meeting.</p>	<p>DO to update the terms of reference and the payroll policy.</p>
	<p><u>Statutory filing</u></p> <p>DO stated that all filing was up to date.</p>	
	<p><u>Review of Articles of Association</u></p> <p>JH had reviewed and updated the Articles of Association, the original articles with the highlighted areas of amendment and an updated copy were circulated to the trustees prior to the meeting.</p> <p>The changes included:-</p> <ul style="list-style-type: none"> • Removal of the annual general meeting this is no longer a requirement since Companies Act 2006. • Increase of the maximum number of trustees from 9 to 12. 	

	<ul style="list-style-type: none"> • Increase the quorum for meetings from 1 to 3. • The retirement process of trustees was revised enabling retirement by rotation :- <p>32. (1) Subject to article 32(3), the Trustees in office at the date of the adoption of these articles shall be expected to retire at the first meeting of the trustees falling after the third anniversary of the date of these articles.</p> <p>(2) Subject to article 32(3), all Trustees appointed after the date of these articles shall retire by rotation, with each trustee expected to retire at the first meeting of the trustees falling after the third anniversary of their respective appointment as a trustee of the charity.</p> <p>(3) The retirement by rotation of any trustee as set out in articles 32(1) and 32(2) can be waived by the remaining trustees at their sole discretion. The Trustee appointed by Cheshire East Council and the head teacher of Sandbach School shall not be subject to retirement by rotation.</p> <p>(4) If a Trustee is required to retire at a general meeting by a provision of the articles the retirement shall take effect upon the conclusion of the meeting</p> <p>The updated Articles were agreed unanimously and Jon thanked for his work.</p>	
	<p><u>Sixth form course update</u></p> <p>This was covered in minutes and matters arising.</p>	
	<p><u>Any other business</u></p> <p>There was no other business.</p>	

The meeting came to an end at 10.30 am

The date of the next meeting 14th March 2020 at Sandbach School