

Minutes of a BEMAT General Meeting held on 24th November 2015

Item		Action
	<p>Procedural</p> <p>Members present – Fiona Constant, Fiona Hartley, Richard Ford, Adrian Rogers, Rob Robson, David Shelvey, Steve Stanbury, Peter Little, John Street</p> <p>Directors present –Lorraine Macdonald</p> <p>Others present – Sue Newman</p> <p>Apologies for absence – Mazars (BEMAT Auditors) had received notice of the meeting but sent apologies.</p>	
<p>1</p>	<p>The future of BEMAT</p> <p>A General Meeting had been arranged following a request from a Member to discuss the future of BEMAT. However, it was acknowledged that the situation within BEMAT had moved on considerably since this request was made and the Member concerned was content to withdraw the request for this discussion.</p> <p>At the request of the Members, Peter Little provided an update on the following issues:</p> <p>Appointment of BEMAT CEO designate – recruitment of a BEMAT CEO is currently underway. The interview process has started and announcement of the successful candidate should be made very soon. The employment start date will be no later than the start of the summer term.</p> <p>Local Governing Body for Robert Bloomfield Academy - A National Leader of Governance has been engaged to oversee the process of election and appointment of Governors to serve on a new Local Governing Body (LGB) for Robert Bloomfield Academy. A programme for this work has been agreed and it is hoped the new LGB will be in place by the end of term. In the meantime, the Board are fulfilling the responsibilities of the LGB.</p> <p>DfE Assessment visit – BEMAT have received notice of a DfE Assessment visit in early December to consider KS4 results and predictions for next year. BEMAT welcome the visit, which will provide independent feedback on the robust improvement plan already in place.</p>	
<p>2</p>	<p>The adoption of new Articles and the reconstitution of the membership and directors</p> <p>In response to questions from Members, it was confirmed that if the new Articles were adopted and resolutions 1, 2 and 3 agreed:</p> <ul style="list-style-type: none"> • the subscribers to the Company's memorandum of association shall cease to be Members in accordance with the New Articles (unless otherwise appointed). • the Members appointed by each Academy in accordance with Article 12c of the Existing Articles shall cease to be Members in accordance with the New Articles (unless otherwise appointed). • The existing Members would be replaced with three new Members – Carolyn Devereux (in accordance with resolution 2), one Member appointed by Bedfordshire East Schools Trust (in accordance with Article 12a of the New Articles), and the Chair of Trustees (in accordance with Article 12b of the New Articles). • The members proposed would not present any issues regarding LA influence. • The intention going forward is for each LGB to have at least 2 elected parent Governors, rather than having parental representation on the Board of Trustees. At present all BEMAT LGBs fulfil this requirement and it is the expectation that the new LGB for Robert Bloomfield Academy will also have this representation. 	

Members voted on the three resolutions contained within the notice for the General Meeting:

Special Resolution 1 - noting that the prior consent of the Secretary of State for Education (acting through the Education Funding Agency) had been secured, the amended articles of association attached to this resolution (the **New Articles**) be adopted with immediate effect as the articles of association of the Company and in substitution for, and to the exclusion of, the existing articles of association (the **Existing Articles**).

9 of 9 Members voted to accept this resolution. The resolution was therefore unanimously agreed, with immediate effect.

Special Resolution 2 - subject to the adoption of the New Articles, Carolyn Devereux is appointed as a Member pursuant to Article 16 of the Existing Articles and shall continue as a Member appointed in accordance with Article 15A of the New Articles.

9 of 9 Members voted to accept this resolution. The resolution was therefore unanimously agreed, with immediate effect.

Ordinary Resolution 3 - subject to the adoption of the New Articles, Peter Little and Lorraine Macdonald are designated as being Member appointed Directors pursuant to Article 50 of the Existing Articles and shall continue as Member appointed Trustees appointed in accordance with Article 50 of the New Articles.

9 of 9 Members voted to accept this resolution. The resolution was therefore unanimously agreed, with immediate effect.

Thanks were offered to all those people who had contributed to the work of BEMAT in the past.

I confirm that these notes have been agreed as a true record of the meeting:



Signed

Dated : 25th November 2015