

## MINUTES OF THE REIGATE LEARNING ALLIANCE MEMBERS' ANNUAL GENERAL MEETING HELD ON TUESDAY 28 JANUARY 2025 @17.30

Members present: Mr Michael Jones (Chair)  
Ms Cathy Lynch  
Mr Richard Heberden

In attendance: Ms Pat Frankland - Chair of Trustees  
Mr Spencer Bowen - Vice Chair of Trustees  
Mr Stephen Hewes - Trustee  
Ms Yvette Robbins - Trustee  
Mr Nick Clark – Executive Principal / Co-opted Trustee  
Mr Chris Whelan – Chief Executive Officer / Trustee  
Ms Kim Saw – Director of Finance

### 1. ELECTION OF CHAIR

The members proposed and seconded for Mr Michael Jones to chair the meeting.

The members accepted the short notice of the meeting (13 days instead of the prescribed 14 days).

### 2. WELCOME & APOLOGIES

The Chair welcomed everyone to the Annual General Meeting (AGM).

Apologies were received from the following members – Mr Charles Hardy and Mr Ian Fortune.

Apologies were received from the following trustees – Ms Christine Downton, Mr Farouk Durrani, Ms Kate Fulker and Mr Gerard Weide.

### 3. DECLARATION OF INTERESTS

No declarations of interests in respect of the agenda were received. The Chair confirmed that the meeting was quorate.

### 4. MINUTES

Members RESOLVED to approve the minutes of the annual General meeting held on 23 January 2024 as a correct record of the meeting (Paper 1).

### 5. MATTERS ARISING

The Chair noted that the DfE's revised model Articles of Association which were adopted by the Trust last year included an inaccurate definition of "quorum". The Articles define a quorum as "a majority of Members present in person or by proxy and entitled to vote

upon the business to be transacted”. The Chair asked the Chief Executive to query with the DfE whether this should read as “a simple majority of total Members”.

#### 6. APPOINTMENT OF EXTERNAL AUDITOR – BUZZACOTT LLP

Following the review of the performance of the external auditor Buzzacott LLP undertaken by the Audit & Risk Committee at its meeting on 19 November 2024 (Paper 2), Members approved their re-appointment to undertake the Trust’s financial statements audit for the year ended 31 August 2025.

#### 7. PRESENTATION OF THE FINANCIAL STATEMENTS for the year ended 31 August 2024

The Financial Statements for the year ended 31 August 2024, approved by the Trust Board at its meeting on 3 December 2024, were made available to Members for information purposes (Paper 3).

Members noted the financial performance of the Trust shown in the audited accounts.

Members noted and welcomed the continuing strong financial position of the Trust.

#### 8. MEMBERSHIP OF THE TRUST

The Chair informed the meeting that Mr Ian Fortune wished to resign as a member of the Trust from 1 January 2025. The Chair asked for the minutes to record thanks to Mr Ian Fortune for his many years of significant contribution as a governor of Reigate College, a governor of Coulson College and a member of the Trust.

Ms Cathy Lynch informed the meeting that she would remain as a member for this year but would not be able to continue next year.

#### 9. COLLEGE / TRUST PERFORMANCE

Members received a report from the Chief Executive summarising performance to date against the ten agreed Strategic Aims and KPIs for the College and Trust (Paper 5).

Members noted and welcomed the good progress made against the College’s strategic objective and KPIs as confirmed in the report.

The Chair requested that the annual Self-Assessment Review of Governance be circulated to Members. The Chair of Trustees confirmed that Members had received the latest SAR which was carried out by an external party, and the next SAR which will be carried out by the new Governance Professional will be circulated to them.

#### 10. STRATEGY PRESENTATION / DISCUSSION

Members received a presentation from the Chief Executive and Executive Principal covering the following topics:

- Ofsted
- College SAR and KPIs
- DfE review of curriculum
- Proposed changes to Academies

- Significant events
- Sustainability

The presentation was noted.

#### 11. APPOINTMENT OF NEW MEMBERS

The Chair noted that a protocol is required for the recruitment and appointment of members. He requested that he discuss this with the new Governance Professional as soon as they are appointed.

#### 12. ANY REQUIRED RESOLUTION

No other resolution required for this meeting.

#### 13. DATE OF NEXT MEETING

TBC for January 2026