

Company Registration Number: 09174154 (England and Wales)

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**SAINT NICHOLAS OWEN CATHOLIC MULTI ACADEMY COMPANY**  
(A Company Limited by Guarantee)

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**ANNUAL REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 AUGUST 2017**

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**SAINT NICHOLAS OWEN CATHOLIC MULTI ACADEMY COMPANY**  
**(A Company Limited by Guarantee)**

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**REFERENCE AND ADMINISTRATIVE DETAILS  
FOR THE YEAR ENDED 31 AUGUST 2017**

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**Members**

Barberi and Newman Academy Trust  
Cathedral House  
St Chad's Queensway  
Birmingham  
B4 6EU

**Trustees**

J Griffin, Chair  
J Rowe, Vice Chair (appointed 31 October 2016)  
C van Vliet, Principal and Accounting Officer  
D Finucane  
D Harris  
D Kehoe  
S Horan (appointed 1 September 2017)  
P Berry  
B McArdle  
M Millward  
P Parry  
C Piggott  
G Taylor-Smith  
A Harlow (resigned 6 November 2017)  
T Hammond (resigned 1 September 2017)

**Company registered number**

09174154

**Company name**

Saint Nicholas Owen Catholic Multi Academy Company

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**SAINT NICHOLAS OWEN CATHOLIC MULTI ACADEMY COMPANY**

**(A Company Limited by Guarantee)**

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE COMPANY, ITS TRUSTEES AND ADVISERS  
FOR THE YEAR ENDED 31 AUGUST 2017**

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**Advisers (continued)**

**Company secretary**

K Wilcox

**Academy Senior Leadership Team (at 31 August 2017 unless stated)**

<b>Name</b>	<b>Position</b>	<b>Academy</b>
S Horan	Principal (from 1 September 2017)	Hagley Catholic High School
T Hammond	Principal (1 September 2016 to 31 August 2017)	
K Morris	Vice Principal (from 1 September 2017)	St Ambrose Catholic Primary
S Horan	Vice Principal (from 1 September 2016 to 31 August 2017)	
E Yates	Chair of Academy Committee	
E Brocklesby	Principal (from 1 September 2017)	St Joseph's Catholic Primary
A Dickinson	Acting Executive Head (1 January to 31 August 2017)	
I Clubley	Principal (1 September 2016 to 31 December 2016)	St Mary's Catholic Primary
H Stewart	Vice Principal	
P Parry	Chair of Academy Committee	St Wulstan's Catholic Primary
A Carry	Principal	
J McCole	Vice Principal	Our Lady of Fatima Catholic Primary
S Price	Chair of Academy Committee	
O O'Beirne	Principal	St Mary's Catholic Primary
J Broomfield	Senior Assistant Principal	
C Beech	Chair of Academy Committee	St Wulstan's Catholic Primary
K Savage	Principal	
S Edwards	Vice Principal	Our Lady of Fatima Catholic Primary
P Kennedy	Chair of Academy Committee	
C van Vliet	Principal	
D O'Connor	Vice Principal	Our Lady of Fatima Catholic Primary
L Cemm	Chair of Academy Committee	

**Independent auditors**

Moore Stephens LLP  
Chartered Accountant and Statutory Auditor  
35 Calthorpe Road  
Edgbaston  
Birmingham  
B15 1TS

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**REFERENCE AND ADMINISTRATIVE DETAILS OF THE COMPANY, ITS TRUSTEES AND ADVISERS  
FOR THE YEAR ENDED 31 AUGUST 2017**

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**Advisers (continued)**

**Solicitors**

Howes Percival LLP  
Oxford House  
Cliftonville  
Northampton  
NN1 5PN

**Principal and registered office**

Hagley Catholic High School  
Brake Lane  
Hagley  
Worcestershire  
DY8 2XL

**Bankers**

Lloyds Bank plc  
PO Box 1000  
BX1 1LT

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**SAINT NICHOLAS OWEN CATHOLIC MULTI ACADEMY COMPANY**  
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**TRUSTEES' REPORT**  
**FOR THE YEAR ENDED 31 AUGUST 2017**

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The Trustees present their annual report together with the financial statements and auditor's report of the charitable company for the year 1 September 2016 to 31 August 2017. The Annual Report serves the purposes of both a Trustees' Report, and a Directors' report under company law.

Saint Nicholas Owen Catholic Multi Academy Company (Company) operates five primary schools (St Ambrose – Kidderminster; St Joseph's – Stourbridge; St Mary's - Brierley Hill; St Wulstan's – Stourport on Severn and Our Lady of Fatima – Harborne) and one secondary school (Hagley Catholic High – Hagley) across the West Midlands area to the south west of Birmingham. Each primary school has the capacity to accommodate two hundred and ten pupils and the secondary school can accommodate (including post 16) one thousand and sixty-six pupils. The total potential combined pupil population of Saint Nicholas Owen Catholic Multi Academy Company is therefore two thousand one hundred and sixteen (2,116). At September 2017 the combined actual pupil population on roll as recorded in the school census on 1st October 2017 stood at two thousand and eighty-seven (2,087).

#### **Structure, governance and management**

##### **CONSTITUTION**

Saint Nicholas Owen Catholic Multi Academy Company is a company limited by guarantee and an exempt charity. The charitable company's memorandum and articles of association are the primary governing documents of the academy company. Saint Nicholas Owen Catholic Multi Academy Company is one of many Catholic multi academy companies that operate within the umbrella of the Birmingham Diocese of the Catholic Church. This umbrella is partially administered by the Catholic Church through an associated charitable trust which is the Barberi and Newman Academy Trust (Company number 8183803). Saint Nicholas Owen Catholic Multi Academy Company consequently has a single member which is the Barberi and Newman Academy Trust. Power to appoint the majority of the Trustees / Directors of Saint Nicholas Owen Catholic Multi Academy Company is, however, held by the Diocesan Bishop under articles 46a and 50. The majority of trustee responsibilities are delegated to its Directors within the Articles of Association, Master Funding Agreement and Scheme of Delegation. A copy of these documents can be found on the company website <http://www.stnicholasowen-mac.org.uk>

A list of the Trustees / Directors is included in the Reference and Administrative Details on page 1. This list identifies the Trustees / Directors that were in post at the time the accounts were signed. Some of these were appointed after the financial year end of 31st August 2017 and these are identified by a \* prefix. There are also Trustees / Directors who were in post at year end 31st August 2017, who are not listed on page 1. Their details can be found on page 22 as part of a full list of all resignations and appointments.

##### **MEMBERS' LIABILITY**

Each member of the charitable company undertakes to contribute to the assets of the charitable company in the event of it being wound up while they are a member, or within one year after they cease to be a member, such amount as may be required, not exceeding £10, for the debts and liabilities contracted before they ceased to be a member.

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**TRUSTEES' REPORT (continued)**  
**FOR THE YEAR ENDED 31 AUGUST 2017**

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**TRUSTEES' INDEMNITIES**

For the period ended 31st August 2017 the Company purchased insurance cover to protect its Members, Trustees / Directors, Academy Representatives and Officers from claims arising from negligent acts, errors or omissions occurring whilst on Trust / Company business. This cover provided up to £3,000,000 in aggregate claims in any one year. From 1st September 2017 this insurance equivalent cover is provided under the Government's Risk Protection Arrangement for Academy Trusts (RPA). The cover provides up to £10,000,000 in aggregate claims in any one year.

**METHOD OF RECRUITMENT AND APPOINTMENT OR ELECTION OF TRUSTEES**

Full details are set out within the Articles of Association which detail the type, number and process of appointing Trustees / Directors. The minimum total number of Trustees / Directors is three but there is no maximum specified (Article 45). All Trustees / Directors must, upon appointment or election, sign a written undertaking to the Founder Member, the Diocese of Birmingham Trustees (Birmingham Roman Catholic Diocesan Trustees who are registered as a body corporate under Part 12 of the Charities Act 2011 - Registered charity number 234216) and the Catholic Diocesan Bishop (Article 45A). The form of that undertaking is set out as Annexure 2 of the Articles.

Subject to Articles 46 to 49 the Company shall have the following 'Directors':

- such number of Foundation Directors so as to constitute a majority of the Directors by at least two from time to time and shall be appointed under Article 50. No such Foundation Director shall be or become an employee of the Company;
- a maximum of two Staff Directors appointed under Article 50B;
- two Parent Directors appointed under Articles 53-56B;
- a maximum of two of the Principals of the Academies may be appointed as a Director under Articles 51A and 52;
- the Executive Principal (if any) appointed in accordance with Article 57A shall be a Director;
- The Company may also have up to three co-opted Directors appointed under Article 58.

The first Directors shall be those persons named in the statement delivered pursuant to sections 9 and 12 of the Companies Act 2006.

Future Directors shall be appointed or elected, as the case may be, under these Articles of Association.

**POLICIES AND PROCEDURES ADOPTED FOR THE INDUCTION AND TRAINING OF TRUSTEES**

New Trustees / Directors and Academy Representatives are formally written to on appointment and supplied with relevant details on Governance as well as a copy of the Scheme of Delegation and information from the Birmingham Diocese. They are given access to a dedicated web portal which contains presentations from past training events, information, material and links to key documents and policies.

Training is also available from both internal and external providers. This is made available and Trustees / Directors and Academy Representatives are encouraged to attend. Opportunities for key governance members to meet others and senior teams are made available as well as contributing to strategic leadership through targeted group meetings of Academy Committee Chairs and school Principals.

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**TRUSTEES' REPORT (continued)**  
**FOR THE YEAR ENDED 31 AUGUST 2017**

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**ORGANISATIONAL STRUCTURE**

The Board of Trustees / Directors have the ultimate responsibility for Saint Nicholas Owen Multi Academy Company. Where appropriate, duties are either delegated to a Directors committee or to (an) Academy Committee(s). The key delegation to Academy Committee level is set out within a written Scheme of Delegation.

The Accounting Officer is also a Principal Director of the Company and has ultimate responsibility for the financial operations and controls in place. Delegation of financial responsibility is set out within the Company's Financial Regulations and more specifically in the Scheme of Financial Delegation (Financial Regulations – Appendix N).

The role of Finance Director / Principal Finance Officer is incorporated into the post of MAC Business Director who reports directly to the Chair of the Board of Trustees / Directors.

Leadership and Management across the Multi Academy Company is delegated by Directors to the Senior Leadership Team of each Academy.

The Board of Trustees / Directors maintains overall control for:

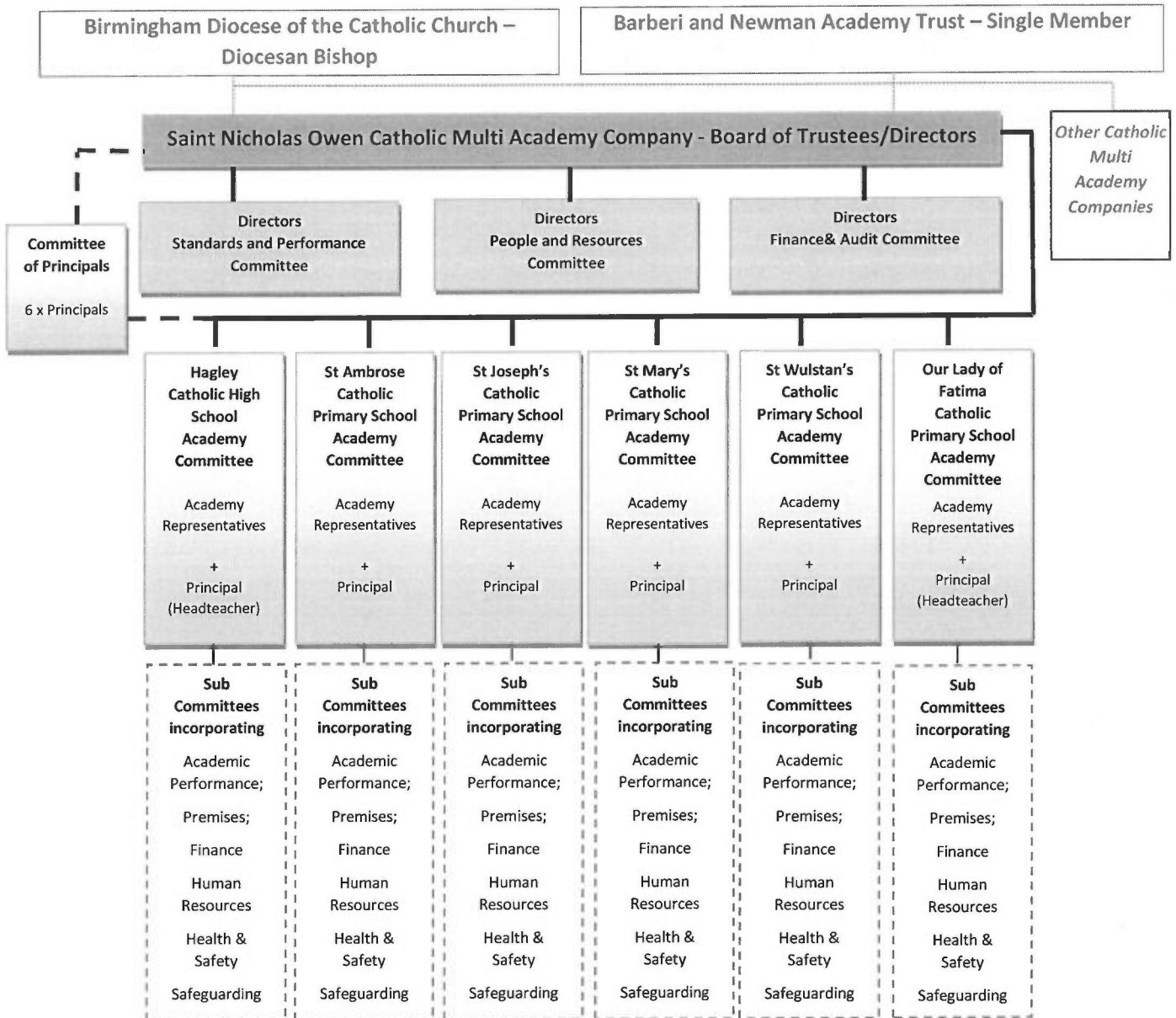
- the activities and performance of the Company.
- the appointment of Directors (see Method of Recruitment and Appointment or Election of Trustees / Directors above) and Academy Representatives.
- the appointment of key senior management such as academy principals / vice principals and the Business Director
- significant external partners and major contracts.
- the approval of annual financial statements, statutory accounts, statutory returns and budgets.
- the approval of key corporate policies
- ratifying policies and procedures implemented within the Company.

The Board, in the performance of its duties, pays due regard to the advice and information provided by its supporting committees including Academy Committees.



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**TRUSTEES' REPORT (continued)**  
**FOR THE YEAR ENDED 31 AUGUST 2017**



**SAINT NICHOLAS OWEN CATHOLIC MULTI ACADEMY COMPANY**

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**TRUSTEES' REPORT (continued)  
FOR THE YEAR ENDED 31 AUGUST 2017**

Standards and Performance	People and Resources	Finance and Audit
<b>Key Responsibilities:</b>		
<ul style="list-style-type: none"> <li>• Educational performance</li> <li>• Educational standards</li> </ul>	<ul style="list-style-type: none"> <li>• Human Resources</li> <li>• Buildings and Grounds</li> <li>• Health, Safety and Wellbeing</li> </ul>	<ul style="list-style-type: none"> <li>• Financial Planning</li> <li>• Financial Performance</li> <li>• Financial Management</li> <li>• Risk Management</li> <li>• Compliance</li> <li>• Internal Control</li> <li>• Value for Money</li> </ul>
<b>Core Functions To:</b>		
<ul style="list-style-type: none"> <li>• consider the Catholic ethos of the SNOMAC schools and make recommendations to sustain, nourish and develop it.</li> <li>• make recommendations to the Board and to the individual School Committees on issues relating to the educational character and mission.</li> <li>• receive and consider reports from the appointed School Improvement Partners and to implement recommendations</li> <li>• To have strategic oversight of standards and performance across all Saint Nicholas Owen Catholic Multi-Academy Schools including the following aspects:-               <ul style="list-style-type: none"> <li>○ Safeguarding</li> <li>○ Achievement and Progress for all groups of learners</li> <li>○ Pupil Premium, Gifted &amp; Talented and Special Educational Needs</li> <li>○ Whole School Reviews (External and Internal)</li> <li>○ Progress and Achievement data at all levels: external and, as appropriate, internal</li> <li>○ Ofsted and Diocesan inspections and reports</li> <li>○ School Development / Improvement Plans</li> <li>○ School Profiles and Self Evaluations</li> <li>○ Staff, Parent and Learner Questionnaires</li> <li>○ Target Setting for End of Key Stage Statutory Testing / Public Examinations</li> <li>○ Curriculum and Assessment policies and practice</li> <li>○ Reporting to parents</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>• review the staffing structure for each Academy .</li> <li>• ensure good personnel practice is employed.</li> <li>• ensure the selection and induction of all new staff is professionally and rigorously carried out.</li> <li>• ensure that the professional development needs of all staff are being properly addressed.</li> <li>• to act as first /review panel for business relating to staff pay and conditions and redundancy.</li> <li>• ensure compliance with safer recruitment procedures.</li> <li>• review the relevant personnel and staff related policies and procedures.</li> <li>• ensure appropriate consultation with recognised trade unions and other recognised representatives.</li> <li>• ensure health and safety compliance with current regulation.</li> <li>• ensure relevant and effective communication with the communities served.</li> <li>• ensure a unified approach is applied to communications with the media.</li> </ul>	<ul style="list-style-type: none"> <li>• consider indicative grant funding to assess its implications for the Company.</li> <li>• perform the initial review of the annual budget and make recommendation to the BoD.</li> <li>• contribute, to the formulation of each Academy's Development Plan.</li> <li>• receive and make recommendations on the broad budget headings to be adopted each year, including the level and use of reserve funds.</li> <li>• monitor and review expenditure to ensure compliance with financial plans and the regulations of the ESFA.</li> <li>• monitor and review financial policies &amp; procedures.</li> <li>• review the Draft Statutory Annual Financial Statement and Reports of the Company and recommend for acceptance.</li> <li>• make recommendation to the BoD in respect of capital expenditure.</li> <li>• approve the awarding of any contracts or purchase orders over set limits.</li> <li>• ensure that the Company receives value for money from all goods and services procured or contracted.</li> <li>• review the Company's internal and external financial statements and reports to ensure that they reflect best practice</li> <li>• monitor the integrity of the financial statements of the Company.</li> <li>• consider and advise the BoD on the Company's annual and long-term audit programme.</li> <li>• to make recommendations regarding the appointment, reappointment and removal of the external auditor.</li> <li>• discuss with the external auditor the nature and scope of each forthcoming audit and the findings of the audit once completed.</li> <li>• consider all relevant reports by the Accounting Officer, any internal/external auditors.</li> <li>• monitor the implementation of action to address adverse control findings.</li> <li>• review the effectiveness of the Company's internal control system.</li> <li>• review the operation of the Company's codes of practice.</li> </ul>

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**TRUSTEES' REPORT (continued)**  
**FOR THE YEAR ENDED 31 AUGUST 2017**

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**PAY POLICY FOR KEY MANAGEMENT PERSONNEL**

The Trustees/Directors appoint all senior positions at Vice-Principal and above within the Company.

For each school/academy this is all positions above that of Assistant Principal. At present such positions are primarily those of Principal and Vice Principal but at times this may be extended to other temporary posts above Assistant Principal level. Pay and remuneration for these positions follows established Education Sector norms. Principal/Vice-Principal pay ranges are set in accordance with national terms and conditions associated with school size (School Teachers Pay and Conditions Document and Guidance on School Teachers Pay and Conditions). Annual increments are awarded in accordance with a robust process of performance management that, at the level of Principal, requires final formal 'sign off' at Board level.

Each Principal is subject to a pay review annually and this is conducted by the respective academy committee supported by the company assigned School Improvement Partner and at least one Director. The recommendation of the academy committee is passed to the Board of Trustees/Directors for a decision in the autumn term.

In addition, the Board of Trustees/Directors appoint senior central officers. At present this is the MAC Business Director (Finance Director). Pay and remuneration for this post is set at appointment as a scale of four incremental points based on the NJC national pay scale for public sector workers within schools. Increments are awarded annually up to the maximum point on the range.

The Board of Trustees/Directors consider the recommendations of the respective national cost of living pay rise negotiating committees such as the School Teachers Review Board and award cost of living pay rises following an internal review and debate which will include an assessment of affordability.

**CONNECTED ORGANISATIONS, INCLUDING RELATED PARTY RELATIONSHIPS**

The Company through Hagley Catholic High School is associated with the Continu Trust. This is a not for profit body centred on the Wyre Forest and Hagley area which aims to foster effective working relationships and cooperation between local secondary schools.

See also our connection with the Barberi and Newman Academy Trust (Company number 8183803) and the Birmingham Roman Catholic Diocesan Trustees (Registered charity number 234216) set out in Constitution, Organisational Structure and Method of Recruitment and Appointment or Election of Trustees/Directors sections above.

**Objectives and Activities**

**OBJECTS AND AIMS**

Saint Nicholas Owen Catholic Multi Academy Company is restricted in its principal object and in its aims through a number of funding agreements with the ESFA and agreements including leases with the Catholic Church. Funding is granted to the Company by the ESFA in order to advance for the public benefit, education in the United Kingdom. This will include establishing, maintaining, carrying on, managing and developing schools (academies) which offer a broad and balanced curriculum. These schools (academies) will be conducted as Catholic schools (academies) in accordance with the Code of Canon Law of the Latin Church and the doctrinal, social and moral teachings of the Catholic Church as advised from time to time by the directives and policies issued by the Diocesan Bishop; so as to ensure that formation, governance and education within Saint Nicholas Owen Multi Academy Company schools and academies is based on the principles of Catholic doctrine, and at all times serving as a witness to the Catholic faith in our Lord Jesus Christ.