



Minutes

Meeting	Trustees - Board Meeting 6
Date	18 July 2022

Attendance & Apologies

Trustees		Trustees	
Christopher Watt (Chair) CW	P	Amit Lakhani (AL) Co-opted Trustee	Ap
Jamie Clarke (JRC)	P	Frances Craven (FC) Co-opted Trustee	P
Tim Foster (TF) Trustee	Ap	Gary Foote (GF) Co-opted Trustee	P
Jo Chitty (JC) Trustee	P	Trust representatives	
Thomas Schilling (TS) Co-opted Trustee	P	Sue Wagstaff (SW) CFO	P
Duncan Nicholson (DN) Co-opted Trustee	Ap	Tracy Routledge (TR) Estate Manager	P
		Martin Lawrence (ML) TLT Member	P

(key: P=Present, Ap=apologies received, A=absent)

In attendance: Katie Fell (Clerk) (KLF)

No.	Item	Action
1.	Welcome and apologies to be recorded <ul style="list-style-type: none"> Martin Lawrence (ML) Member was welcomed to the meeting. Apologies were recorded for Tim Foster (TF), Amit Lakhani (AL) and Duncan Nicholson (DN). The meeting was declared quorate. 	
2.	Declaration of any personal or business interests <ul style="list-style-type: none"> None 	
3.	Minutes and Matters Arising from the board meeting on 21 March 2022 <ul style="list-style-type: none"> Minutes from 15/05/22 were reviewed by Trustees and confirmed as an accurate record of the meeting. All actions were reviewed and marked as completed. The chair signed the minutes electronically due to the meeting being held remotely. 	
4.	Estate Manager's Report <ul style="list-style-type: none"> The chair informed the Trustees that Tracy had handed in her notice and would be leaving the Trust in September. He thanked Tracy and wished her well in the future. 	
4.1	<ul style="list-style-type: none"> The annual summary report on H&S compliance in MAT schools was shared. Still waiting for external reviews to be completed for EWS and Stantonbury, scheduled for September, which will lead to a full report in the autumn. 	
4.2	<ul style="list-style-type: none"> An update on the Stantonbury School capital projects was provided. This covers funding and confirms s106 funding from the LA. STA have submitted a planning application for disposal of the playing fields although this will be at least a year until we know the outcome. Further planning applications to be submitted later in the year as per the masterplan. Aim to start in April 2023. School have reduced their PAN. Trustees queried where the s106 funding came from and this was explained. 	
4.3	<ul style="list-style-type: none"> Three projects requiring additional uplifts to funding were discussed - the 	

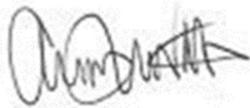
<p>4.3.1</p> <p>4.3.2</p> <p>4.3.3</p>	<p>outcomes noted below:</p> <ul style="list-style-type: none"> ○ Rushden Academy - inflation price increase agreed. ○ Sponne School - inflation price increase agreed. ○ Knowles Primary - as described in the paper for £24,751 – agreed by trustees. Also agreed that the contribution required by the school was fair and appropriate. <ul style="list-style-type: none"> ● Trustees discussed how best to ensure the risk funding is protected in the future. ● Trustees recognised the need to build reserves and maintain contingencies. It was recognised that costs have escalated post-pandemic but hoped that building bigger contingencies at the start would be helpful. It was asked if it would help if the planning for the project could start earlier? It was explained that TLT needs to wait for confirmation of DfE funding prior to allowing projects to proceed – regardless of their status. Another factor is that once having gone to tender, prices are only held for 30 days at the most at the moment so having two sets of tender stages would be more costly. It was agreed that this process would be reviewed by SW. ● TR recommended that £100k of work at Stantonbury could be removed from this year’s projects, which may be able to be met within the master planning process and would free up funds within SCA to mitigate risk of price increases on this year’s projects. Note that this sum could be retained to use at Stantonbury if needed in the future for similar projects. Trustees agreed to adopt this approach. 	
<p>4.4</p>	<ul style="list-style-type: none"> ● Trustees were asked to support and approve a Carbon Scheme at EWS South utilising retained funding from 2020/21 SCA projects. Both EWS and GAC have viable schemes but EWS one is affordable with GAC to follow at a later date. Trustees thought the paper was clear. ● A proposal was also presented towards asking for pay back from schools as part of the scheme, generated from their savings – e.g. 1/3 of savings to repay to TLT to add to future capital schemes. Trustees queried the figure in the paper but management fees had not been included and should have been. A Trustee asked if we can track the cost reduction effectively? The plan is to do this through our external energy and carbon partners. Trustees asked for trackability to review if savings have been made to ensure integrity of the project. ● DECISION: Trustees approved the EWS scheme going ahead with 50% payback in the next 3 years. There should be an agreement in writing upfront with the school. ● ACTION: SW/TR to draw up an agreement. ● A last minute item regarding an EWS scheme on north site involving landscaping and remedial work to the bus bay parking on south schemes was brought to the board. Initial allocation was £85,000 to encompass both schemes which Trustees had already approved. Revised quotes require £185,000. TR recommends that the £85k is used to do the stepped area on north. Trustees requested that further scrutiny was needed prior to meeting this huge increase in materials. ● Trustees asked JRC to review this with SW when further information becomes available. Paper has not been presented since this has only just occurred. ● TR left the meeting at 17:39pm. 	<p>JRC to review</p>
<p>5.</p>	<p>CEO Report</p> <ul style="list-style-type: none"> ● The CEO shared the summary report highlighting key achievements and milestones this academic year. ● Discussion regarding the recent Ofsted inspections at GAD, GAS and Lord Grey. Trustees were pleased to hear the inspections had gone well and leaders and governors had felt well prepared and supported by the trust. ● Jane Burton will pick up the role of Director of Safeguarding for the trust in September. ● ACTION: Jane will make contact with Jo Chitty and Frances Craven as preparation for the role in September. 	<p>KLF/JB</p>

	<ul style="list-style-type: none"> The SEF/SIP has been rewritten to make it clearer. The 10 year horizon scanning plan has been updated and the 2 - 5 year strategic plan and 1 year operational targets have been refreshed. Standardised agenda templates for all MAT LGBs have been drafted and received positive feedback from CoGs. Will also include model templates for Headteacher's report (choice of 2); Safeguarding report (choice of 2); and Finance reports. 	
6.	<p>Consideration of schools joining the trust</p> <ul style="list-style-type: none"> Recorded in confidential minutes. ACTION: Arrange a meeting for JRC, CW, Members ML and GM to have an update on the TLT growth strategy. 	KLF
7.	<p>CFO Report</p> <ul style="list-style-type: none"> Budgets recommended by the Finance Committee were presented to Trustees for final review and approval. Detailed budget breakdowns per school in the MAT were shared, with the summary total to be submitted for the BFR. An overview was presented to trustees on the papers presented. BFR has been placed in the classroom for trustees to consider. Trustees asked about staffing underspends? Budgeted increases of 1% have led to these in many cases but a couple of schools exceed this. Question was asked around EWS ability to repay its debt – confident that surplus has been achieved this year that will repay most of it and it is likely that they will be completely debt free by 2023-24 or even earlier. Question was asked about LGA looking to make a deficit in 2024-25 – this is not a risk at this stage with what we know. 2022-23 looks strong. APPROVAL: Trustees confirmed approval of the budgets to be submitted for 2022/23 and the budget forecasts for 2023/24 and 2024/25 – i.e. the BFR return and the budgets can be loaded onto our finance system for 2022-23. Trading company papers were discussed. Company limited by shares would iron out most of our issues but will incur some costs to ensure this is set up appropriately. Trustees agreed to allow this to be set up as per the paper. This means we can be open for trading in September, releasing the school from the management of this. Governance of the company was discussed following legal and accountant advice. ACTION: Trustees agreed to offer their services, at least initially until permanent Directors could be found. Trustees were asked to send names for the company to SW in the next week or so. 	ALL
8.	<p>Safeguarding and SEND reports</p> <ul style="list-style-type: none"> Trustees were informed that NGH Consulting have completed safeguarding reviews in schools this term and reported positive findings. Further schools will be reviewed in the autumn term. Frequency of DBS checking process has been reviewed and guidance has been updated ready to roll out to schools for September 2022. FC reminded trustees that they need to consider what they need to know. Will review this after meeting with Jane in the new year. This will bring clarity to the role and comfort to trustees with high level information. 	
9.	<p>Risk Assurance</p> <ul style="list-style-type: none"> Raised recruitment last time and this has been added and is being addressed. Energy is a risk but we have highlighted this – an example was given for Huxlow in the papers. Locked in until 2024 with the majority of schools in the trust. Huxlow tied in for the next 2 years to ensure the same end dates. Construction costs have been highlighted above in SCA discussions and will consider ways to mitigate the risk and variance between initial quote and subsequent firmer quotes that then follow. Update on risk management software implementation software – training is in August and a strategic plan for its implementation is being worked up. It will be cascaded to our schools in phases. 	

10.	Governor changes for approval <ul style="list-style-type: none"> ● Jason Abbott and Sarah Matthews have agreed to stay on at Water Hall LGB. ● Additional Governor appointments highlighted in the attached sheet were all approved. 	
11.	AOB <ul style="list-style-type: none"> ● None. 	
12.	<ul style="list-style-type: none"> ● Meeting dates for the main board and all committee meetings were shared, and calendar invites will follow. Let KLF know if any problems. ● Main board will aim to meet face to face at least three times a year (September, March, July) with the remainder of the meetings being held online. ● A Member asked about governance review? It was clarified that this is in progress, hopefully in the autumn term. ● Trustees thanked our staff for all their work and asked these to be passed on. 	

Meeting closed at: 18:20

Next Meeting: **Main board 19th September 2022 (at Sponne / GUTP meeting room)**



Signed:

Date: 27/09/2022

Chair of Trustees

ACTIONS from this meeting		
ACTION	BY WHOM	BY DATE
Draw up an agreement to monitor trackability of carbon savings	SW/TR	Autumn 2022
Review works at EWS North and South and act on these	JRC	22/07/22
Jane Burton to make contact with FC and JC prior to starting new role in September	JB/ KLF	31/08/2022
Arrange meeting for JRC, CW, ML, GM	KLF	TBC
Trustees to confirm their availability to be directors of the TLT trading company	ALL to SW	31/07/2022