



Minutes

Meeting	Board of Trustees
Date	27 September 2022

Attendance & Apologies

Trustees		Trustees	
Christopher Watt (Chair) CW	P	Duncan Nicholson (DN) Co-opted Trustee	P
Jamie Clarke (JRC)	P	Frances Craven (FC) Co-opted Trustee	P
Tim Foster (TF) Trustee	P	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

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

In attendance: Katie Fell (Clerk) (KLF)

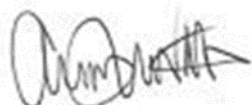
No.	Item	Action
1.	Welcome, introductions and apologies <ul style="list-style-type: none"> Welcome to the first meeting of the academic year 2022-23. There were no apologies received. CW reported that Amit Lakhani has stepped down as a Trustee due to work pressures working in cyber security during the Russia/Ukraine crisis. CW will step down from Knowles LGB but is able to remain in attendance until new governors are recruited. 	
2.	Declaration of interests <ul style="list-style-type: none"> None declared. 	
3.	Annual governance matters <ul style="list-style-type: none"> The updated TLT Committee Terms of Reference were ratified. Recent governor appointments for LGBs were approved for CE Academy, Sponne, Knowles and GAC. Trustees were asked to complete the annual statutory declarations and safeguarding compliance, and sign the Google Form to confirm as such. Apologies were given for any duplication of safeguarding documentation shared with LGBs but these are essential for their compliance records. 	
4.	MMA from 18th July 2022 <ul style="list-style-type: none"> Minutes from the board meeting on 18 July 2022 were reviewed and confirmed as an accurate record of the meeting. The chair signed the minutes electronically due to the meeting being remote. All actions were reviewed. Outstanding actions include finalising a date for JRC and CW to meet with Members, and the trackability of carbon savings which will be picked up by the new Estates Manager when appointed. EWS was looked at and agreed it was urgent but works did not happen in the summer and will be done October half term. Tove Trading company has been set up. 	
5.	CEO Report	

	<ul style="list-style-type: none"> ● A review of the academic year 2021-22 and a summary analysis of summer exams was reported. Largely pupils have done well in MAT schools in the summer exams 2022. Outcomes at EWS and Stantonbury were less strong and the Executive Team is working with schools to address this. ● Secondary headteachers are meeting with the Executive Team on 28 September to present their data and talk through their strengths and weaknesses, what support schools may offer one another, or identify support needed from the trust. ● A similar meeting with primary school leaders was held on 23 September which went well. ● Rushden Ofsted inspection was discussed and trustees were delighted to hear about a really positive outcome for the school. The draft report reads really well and the outcome was securely strong which is great for the school and the local community. This is a positive endorsement of the outgoing Principal and for staff who have worked hard to achieve this. TF (Rushden CoG) expressed thanks for support given to Rushden by the trust and for the recruitment of the new HT who has been an excellent appointment. ● The Ofsted inspection in the summer at Lord Grey was also very positive and leaders are very proud of the results and good outcome there. ● The GUTP were inspected and also rated good in the summer term. ● Further inspections are expected this academic year. ● Trustees were updated on staffing changes to the central TLT team with the HR Manager and Estates Manager having resigned recently. ● Darren Gelder is picking up an Executive Principal role to support CE Academy, and Matt Godwin has been promoted from VP to take on the Associate Principal role at GAS. The appointing panel were very impressed with Matt at the interview and he will be a good appointment. ● Jane Burton has taken on an Area Director role across Rushden and Huxlow as well as Director of Safeguarding for the trust. ● There were no further questions from trustees. 	
6.	<p>CFO Report</p> <ul style="list-style-type: none"> ● A reminder of key dates and finance deadlines around the annual audit and end of year processes was shared. The budget forecast return (BFR) was submitted on time in July although a week later the proposed national support staff pay award was announced which was much higher than expected. ● Details on budget risks and uncertainties were shared: support staff pay awards will have a significant impact on budgets this year. Potential changes to national insurance are still to be determined by the new government. Unless we have a significant change, the CFO advised Trustees against notifying ESFA about changes to budgets due to so many factors fluctuating at present and being out of our control. ● The Chair asked about some of the schools who are very close to break-even point and having a clear strategy on how to monitor and support those schools with the most vulnerable budgets. The CFO advised to wait for further clarity about the pay awards before deciding on the best course of action. JRC agreed stating that schools can't suddenly recoup what they have not been able to anticipate or plan for. Pay rises are quite substantial and a flat rate of £2K is proposed for support staff. Schools with lower paid staff will be disproportionately affected. ● It appears that the DfE is well aware of school budget pressures and is encouraging trusts to use reserves where they exist (this year) but it is not sustainable for 2023/24. ● The trust's overall reserves are in a healthy position and we may need to look at a one off payment to schools to help with energy costs if and when that occurs. ● SW is working with the SBMs to review budgets and awaiting further updates from the government about any support on offer. ● TLT has been awarded significant TCaF funding to support growth of the trust which will help with CE and Huxlow because there was no rebrokerage funding available. 	

	<ul style="list-style-type: none"> ● There is currently a gap with the HR Manager leaving but EPM is picking up the caseload and is supporting schools with challenging ER cases. The new HR system is still being reviewed and we are meeting SAM People regularly to progress this further. Trustees urged the CEO to keep pushing on the integration of data which is often a hurdle in new system implementation. ● There was a lot of estates and premises work completed over the summer term as planned. Current concerns and risks with the GAC sports hall subsidence were flagged as a significant risk and could be a big operational issue when repair work is undertaken. ● Another big risk is the lintels and roofs at LGA; they are of an age where they are starting to perish and one roof has dropped a couple of inches and is being monitored. Trustees asked how frequently condition surveys should be undertaken. They should be every 3-4 years, and would expect any remedial work to then feed into an updated report. ● HSE will start to inspect schools on asbestos monitoring which will be a priority area going forward and pending new appointments to this area. ● Trustees provided positive feedback in the new kitchen facility at Knowles which is looking great. ● Trustees were pleased to hear about the trading company being set up and thanked SW for her work on that. ● Trustees were reassured that Stantonbury will be added to the H&S compliance report. ● Thanks were recorded for JC and GF for volunteering to be directors of the new trading company in its set up phase. The aim is to appoint up to five directors so the trustees can step down over time. A new director with experience in education and Sport England is keen to join and will bring valuable skills. ● ACTION: JC and GF to meet with the new Director and talk over the SLA and operational plan. Tove Trading will be a trust wide commercial entity that will manage Stantonbury LC and Theatre but these will be part of a wider remit and not just for Stantonbury. TS was happy to attend the first meeting to represent views of the AIB and advised about ensuring a clear communication strategy and change management programme to facilitate the changes needed. ● The Chair thanked SW for setting up the trading company and to trustees JC and GF for stepping up as directors. 	JC, GF
7.	<p>Risk Management</p> <ul style="list-style-type: none"> ● SW and KLF have started training in the new system and transferring the Excel sheets into the system, and will continue to upload and share the new system with the Audit Committee at the meeting in October. ● Trustees asked if there were any new risks that have emerged since the summer results, JRC confirmed they are already in the Risk Register and being managed although we are waiting to move to the electronic version rather than updating the old excel sheets. ● It has been a useful process uploading the risks and checking that the risks are still current and that the mitigations and appropriate controls are in place. 	
8.	<p>Estate Management Report</p> <ul style="list-style-type: none"> ● A summary of H&S compliance issues was shared in the classroom. There is an opportunity to improve the process for monitoring when a new person is appointed to the role and SW suspects it has not been done as thoroughly since the Compliance Coordinator left earlier in the year. ● The full H&S update will go to the Audit and Risk Committee in the autumn. ● ACTION: SW will review the RAG rating with SBMs and check the ratings are correct. ● Trustees asked about the recruitment strategy for finding a new Estate Manager to overcome issues of finding the right calibre person and potentially broaden the scope of the role. An analysis of the role has been completed and we are looking at new routes to attract candidates. 	SW

	<ul style="list-style-type: none"> Trustees discussed the new cladding at Rushden (funded by SCA) which has had a beneficial impact on quality of teaching and learning with improved lighting and ventilation and improved the external appearance. SW will try to add some before and after photos of some of the SCA projects to share with trustees in the classroom. 	
9.	<p>Policies for approval</p> <ul style="list-style-type: none"> Date changes and straight forward amendments based on the Academy Trust Handbook have been made to policies. Trustees were made aware of the latest changes required and approved these changes. The following policies were duly ratified: <ul style="list-style-type: none"> TLT Scheme of Delegation 2022 TLT Finance Policy 2022 TLT Financial Scheme of Delegation 2022 TLT Charging and Remissions Policy 2022 TLT Procurement and Tendering Policy 2022 TLT Risk Management Policy 2022 The TLT Risk Management policy is an existing policy and there might be some things to change as a result of implementing the new risk management system. Trustees agreed to approve as is for now on the understanding that it might need a review later in conjunction with implementing the new system. Trustees requested more time to review the Reserves Policy, Fraud Policy and Data Protection Policy and agreed to provide feedback or approval by 4/10/22 via the classroom. <ul style="list-style-type: none"> A point of discussion regarding the reserves policy was raised in <i>4.1.1. Temporary loans to schools within the trust for extra-ordinary projects or short term cash flow issues</i>. Look for another term to avoid connotations for loan. ACTION: DN will look at wording used. TS suggested temporary cash flow advance. Discussed how this will be recorded, documented and tracked. Possibly add appendices to firm up arrangements. The data protection policy has been updated based on advice from the DPO and based on the model policy from our legal advisor. Appendices at the back would be updated by individual schools. Advised to have an overarching data protection policy for trust level and individual ones at school level. Safeguarding link trustees requested additional time to review the data protection requirements in KCSIE 2022 and ensure compliance in this new policy. ACTION: review policies and add comment on DP policy next Tuesday 4/10/22 	<p>DN</p> <p>Trustees</p>
10.	<p>AOB</p> <ul style="list-style-type: none"> There being no further business the meeting was declared closed. The Chair thanked trustees for their time and continued support. 	

Meeting closed at: 6:00 pm **Next Meeting: 7th November 2022 5pm**



Signed: _____
Chair of Trustees

Date: 07/11/2022

ACTIONS from this meeting		
ACTION	BY WHOM	BY DATE
Meet with the new Trading Company Director and talk over the SLA and operational plan.	JC, GF	ASAP
Review H&S compliance RAG ratings with SBMs	SW	7/10/2022
Review policies in the classroom and provide comment and approval	Trustees	4/10/2022
Review wording of Reserves Policy regarding section 4.1.1 (loans)	DN	4/10/2022