



## Full Board of Trustees

Remote meeting held on TEAMS due to Covid-19 Pandemic social distancing requirements

19<sup>th</sup> July 2022 – 18:00

### MINUTES

**Present: Kim Taylor (Exec Head), Mark Williams, Sue Bailey (Chair of Trustees) , Rebecca Berton, Wayne Palmer**

**Present remotely: Billy Mollison; Julie Perry, Rebecca Ward**

**In Attendance: Julia Macintosh (HoS SCA); Genevieve Cowcher (Finance Manager); Anthony Upshall**

**In Attendance remotely: Helen Nicholls (Clerk)**

No.	Minutes	Actions
1.	<p><b>Welcome and Apologies</b></p> <p>Quoracy - Quoracy confirmed as more than 50% of trustees were in attendance</p> <p>Chari introduced Anthony Upshall as a visitor, he was a trustee pre pandemic and has been a member since, but due to being recalled to work during the pandemic was unable to commit to the post of trustee at the time.</p> <p>The chair also recognised the presence of Julia Macintosh at the meeting and presented her with a gift and thanked her for her tremendous contribution to the school, she extended the thanks of the board for her service at Spring Common.</p> <p>Julia explained that she had only come on a temporary contract and wouldn't have stayed if she hadn't loved it. She thanked everyone for their trust in her over the years and appreciated the support she had received from the Exec Head and the varying trustees over the years.</p> <p>Julia thanked everyone again and confirmed that she feels she is leaving the school in good hands. Julia left the meeting at this point</p>	
2.	<p><b>Declaration of Pecuniary Interests</b></p> <p>None received</p>	
3.	<p><b>Approval of Minutes for:</b></p> <p>The Board of Trustees' meeting 25<sup>th</sup> May 2022. The minutes of the 25<sup>th</sup> of May were agreed to be an accurate representation of the meeting and were approved by the board.</p>	
4.	<p><b>Matters Arising and Agreed Actions Update</b></p> <ul style="list-style-type: none"> <li>• Risk Log Working party update – The working party haven't had a chance to meet again but did speak during the latest FPP meeting. The working party will meet again in the new term.</li> <li>• Update from Strategy day – The Chair thanked all trustees for their attendance and expressed that it was a useful meeting. She explained that there is a need to look at plan and documents and would suggest that in the near future a team</li> </ul>	

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	<p>gets together and discuss some of the ideas that came out of the conversation. The Chair confirmed that she will send a copy of the slides and recorded comments. She proposed a small group meet to produce a draft document. JP confirmed that she would like to be part of the group and has some ideas and reflections she would like to bring to this. She explained she is keen to document key KPI's and indicators so these can be monitored going forward. BM and the Exec Head also confirmed their wiliness to be part of this procedure.</p> <ul style="list-style-type: none"> <li>• De-amalgamation business plan update – The DFE confirmed that a business plan was not required. However, whilst the school is under a needs improvement rating this process would trigger an Ofsted inspection, so the Exec Will not recommend this course of action for the time being.</li> <li>• Scheme of delegation working party update – The working party decided that no massive changes are necessary but some of the categories need refinement. The Chair suggested that because trustees are happy with the statements themselves, and only some moving is required internally, she would like to run with the current document. A Trustee explained that the document they use show's information flows and feels we can add this information in to our document as we move along. As the scheme should be reviewed annually, it can be tweaked going forward as required. The chair proposed that she makes the amendments needed for this year, and then brings the scheme of delegation back to the board at the next meeting. The Exec Head explained to those not on the working party that there are some messy areas with regards to areas of responsibility, and some overlaps that don't work well, but agreed that we go ahead the scheme as it is with only minor changes.</li> </ul>	
5.	<p><b>Board of Trustee Membership</b>  Review and record appointments, resignations, and vacancies  The Chair asked Antony to give a brief synopsis of his experience as an introduction to the board. He explained his experience in IT over a number of sectors including within the NHS and some education background. He explained he is also a magistrate and a trustee of the MS society. He indicated that he would like to be voted back in as a trustee if the board agrees.  The chair asked him to leave the room whilst the remaining trustees discuss his potential membership.  The Chair asked for any questions or comments. She explained that she had maintained contact and feels he has a lot to offer as a trustee.  The Exec Head – expressed that he is part of our community and offers something outside of our current board experience. Another trustee IT strategic background is very helpful and seems like a worthwhile appointment.</p> <p><b>Decision:</b> Anthony was voted in as a trustee by a majority show of hands.  Other trustees nearing end of term include WP, who will stay on until end of the summer term and take part in a handover regarding performance review. IY also at the end of his term of office. The chair asked WP to consider becoming a member.  Vacancies still exist and Chair will approach local companies for potential new trustees.</p>	
6.	<p><b>Finance</b>  <u>Items to follow up from FPP meeting 28<sup>th</sup> June</u> - The only item is the budget. FPP meeting discussed and reviewed the budget. Proposals were approved by all committee members and of the board members have been brought up to speed with regards to the current situation. The paper being presented this evening asks for approval of the outcome of the current year, the upcoming budget and the forecasts for the next 2 years. In summary</p>	

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this will show that SCA has a deficit and RMA a strong surplus, some actions have been agreed around this and some further require agreement during the meeting.

Ratification of the budget – The finance manager explained that this has been a difficult budget process as going through years of change. Additional capacity with Huntingdon college and new school coming online. These will increase both costs and income. The key thing will be the risks to the budget for next year. She explained that there are some big challenges unknowns, and these are around inflation and pay awards.

We have based salary budgets on a planned for 3% inflations tailing off to 2% in the final forecast years. Guidance came out this afternoon that a rise of 8.9% for new teachers and 5 % for experienced teachers and leaders. So the budget is now under increased pressure. We may get additional funding, we don't know if this will be passed onto us, for example this year's additional funding was not passed across by the County Council. We don't know what support staff pay rises will look like. I can recalculate the budget before submission on the 26<sup>th</sup>, but would suggest that we run as they are.

The Chair asked if it would be possible to have an extension and bring back for approval before submission. The finance manager explained that this wouldn't be possible, as budget has to be in next week, and every academy will be in the same position with this late release of their guidance.

The Exec Head confirmed that the budget is only as good as the information held on the day it is submitted, we will continue to work on the budget and will make amendments as we go forward. She recommended that we submit as the Finance Manager proposed.

A trustee added that it is the trustees responsibility to maintain financial order and enquired about the trust's reserve policy and the Finance Manager confirmed that the trust holds 200K in reserve. The trustee asked if the budget being submitted means the trust will move below this surplus level, to which the Finance Manager confirmed it did not. A trustee made the point that the school should run lean as every pound in reserve is money taken away from our learners. They Asked if the costs of appointment of Head Teachers and Co-Heads have been costed into the budget and the Finance Manager confirmed this is the case.

The Exec Head explained that at SCA there are some pupils that have severe needs and who require a number of staff members. If we lost some of these children it has a very big influence on the budget, so have always run with a large reserve so we can cover staff costs if a pupil is lost. This will be the same for RMA where the risk is in having to provide alternative provision for pupils not in school.

A Trustee suggested that with multiple schools trustees will have to review the reserve policy again. Another trustee agreed that the reserves policy should be reviewed regularly and is key to ensure cash flow is in place.

The Exec head told trustees that the trust have worked hard to get to the position where there are reserves and a good cash flow.

A trustee mentioned that many trusts have a % reserve value which may be something to think of going forward. The Exec Head replied that this had been rejected by a previous board but could be looked at again.

A trustee asked the Finance Manager where the assumption that energy costs will reduce in year 2/3 had come from. The Finance Manager replied that this was through discussion at FPP there was a consensus that these costs will reduce in the mid-term. A Trustee asked when our energy contract is due for renewal. The Finance Manager confirmed that the contract is due for renewal in the next few months. She explained that the budget energy costs may be an underestimate of the cost and we may get more of a shock at the increase. She suggested that it may be worth hedging this shock with longer term contracts.

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A trustee suggested that the Pensions need to be added to risk register, in terms of employer contributions if our contributions are required to go up.

The finance manager informed trustees that the FPP committee might want to think about how we monitor our budget and look at challenges that come out of the environment. She suggested the need to become slicker in our response to change, and that we might have to run a rolling budget. Management accounts look at performance against budgets and may need to start looking at recalculations of risk mid budget. Some of these issues aren't enormous changes and are more about linking the impact of risks through to the budget.

A trustee suggested that it might be sensible to do this termly, rather than on a monthly basis to fit with meeting schedules with the importance on asking the questions. Where are we? what are the risks? and what do we need to do?

The Chair of FPP explained that the initial proposals had big deficits in the later 2 years of the forecast, and that some mitigations have been taken and there is an intention to perform a staffing review with the intention that these deficits don't persist. This is the basis we are proposing we move forward on this. Can I asked for approval of the board on the proposal being put forward today?

**Decision:** Trustees agreed the budget proposal as put forward by the finance manager.

The Finance Manager brought up the topic of having a designated reserve. The Idea is to ringfence a sum for re-development of the trust and moving to opening the new sites including at Alconbury.

Discussion followed debating how these funds would potentially be spent, the amount that should be ring-fenced and the controls that trustee want in place. No decisions were reached with the consensus to follow up at the next board meeting.

The finance manager proposed a temporary increase to milage rates paid to staff because of the cost fuel. This would impact a small number of staff traveling between Wisbech and St Neots. She explained that they would need to seek HMRC approval as it is above the rates prescribed by HMRC and she would need to follow up the tax implications with regard to this. The proposal asked for a raise of 20p on top of current rates.

A trustee asked what other organisations doing and how did you come up with the 20p increase. The Finance manager responded that the increase was based on the increased percentage on fuel budgets. She explained that this can wait until the autumn term as staff won't be using milage over the summer, so will bring back to next FPP committee. Trustees felt that 20p rise was quite extreme and more research is required.

The finance manager then spoke about the EAP scheme proposal She explained that the Trust will pay a small amount per employee This is within the Exec Head expenditure remit, but the price for all staff takes the trust above the P11D threshold, we would either have to prepare a P11D for every member of staff which would become very expensive and if this is the case we need to apply to HMRC for a settlement agreement. This would be an ongoing cost

A Trustee commented that it looks like there are two parts to this a subscription and using the flex subscription only would keep cost below the P11D threshold

The Exec head explained that the amount of money involved is a very small amount for a lot of benefits

The trustees discussed the range of discounts available to staff and their usefulness. The Exec Head stated the need to be competitive to our staff as an employer, and asked trustees to consider the wider offer, especially the Wellbeing Hub.

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	<p>The Chair of the FPP explained that this was just to cover tax point as it is within Exec Heads remit.</p> <p>The Finance Manager asked if the trustees would support us in tax arrangements if the level of benefit goes above that which requires a P11D, and if so are they happy for us to go ahead?</p> <p><b>Decision:</b> The trustees agreed to go ahead but with reviews of use in place so that if flexy benefits are not used then these can be removed. Trustees agreed that as a responsible employer we should be concerned with cost of living for our staff. A trustee suggested that this also adds to our offer for recruitment as an additional perk.</p> <p>GC left the meeting at 19:36</p>	
7.	<p><b>TLW</b></p> <p>Items to follow up from TLW meeting 23<sup>rd</sup> June 2022 – RB has taken over the chair of the TLW. Still some discrepancies in the information supplied from the schools, but interim head is new to post. A rise in incidents at SCA has now levelled out and need to make it clear what the TLW committee is for. Now AAG's are in place need to be more strategic. RB - asked for any trustees who want to join the committee to approach over the summer</p>	
8.	<p><b>Safeguarding</b> – The exec Head explained that there has been some monitoring following audits and some good process has been made at both schools. Some red flags will be removed when staff undergo training in September. She informed that trustees that a consultant has been found and that she will get back to us with regards to her suggestions for best practice moving forward.</p> <p>The Exec Head is still monitoring the 'My Concern' reports for both schools and prior to the arrival of the new Head for SCA has checked through all the historic reports and assured trustees that everything is in good order and that DSL's have a good understanding of this. A lot of time has been spent on this archiving process.</p> <p>An archiving process has also been started at RMA.</p> <p>Chair – the LA brought up some concerns around safeguarding outside of the remit of the safeguarding review, and DSL's have been reminded of this. Exec- head suggested good progress have been made on this. We have reviewed all our policies and educational visits have been reviewed.</p> <p>JP – has agreed to be the safeguarding trustee. Spent some time with KT and SB and have agreed that we will have termly meetings with safeguarding link governors at the AAG's. This is about the strategic and I will produce an annual statement to the trustees about what I have conducted over the year</p>	
9.	<p><b>Executive Head Report</b></p> <p>The Exec Head explained that it is too risky to try and de-amalgamate at this time as this will trigger an Ofsted inspection and it is important to get the school stabilised before any inspection takes place. RMA isn't due an Ofsted until end of 2023-24.</p> <p>She proposes that we have 2 Co-Heads of school and that these need to be an equal partnership not a senior and junior partner. The size of school in Wisbech will grow quite rapidly with the new school opening. She told trustees that the job descriptions have gone through EPM.</p> <p>A trustee asked if the Co-head for Wisbech would then be responsible for set up of the new school at Wisbech Green?</p> <p>The Exec Head Confirmed that yes they would be responsible and we would need a senior leader to guide new school through it's Ofsted inspection.</p> <p>She explained that the Co-heads would need to have an overarching plan for the 2 sites although they would each be based at a specific site. This is what Ofsted want to see, but they would both be responsible for the entire school, as it is one school. Its Important to</p>	

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	<p>remember that having one head hasn't worked and having a supporting head hasn't worked either. The strength will be in having 2 experienced leaders to move things forward.</p> <p>We need a document around resolving disputes between the two Co-Heads. We also need to look at the different skills needed at the SMEH and St Neots Site.</p> <p>Would like a working group to be an interview panel for both posts, and need to move quite quickly on this. But want both people to be interviewed by the same group. Ideally Interviews would take place in October and posts taken up in January.</p> <p>JP happy to support with interviews. SB and RB also happy to help. And would like support from RMA AAG.</p> <p><b>Decision</b> – Trustees agreed to start recruiting for Co-Heads at RMA and for a Head at Prestley Wood.</p>	
10.	<p><b>Risk Log</b> – JP to message working group around some amendments to the risk log she would like to see. She would like one risk amending around the green rating for reputation and branding identity. She also suggested the addition of a confidential risk around ongoing disputes</p>	
11.	<p><b>Trust Matters:</b></p>	
12.	<p><b>Policies and Documents for approval/review – none received for review</b></p>	
13.	<p><b>AOB:</b></p> <p>SB – now out of country until Oct 9<sup>th</sup>. Would like board approval that any business that need to be decided can be delegated in my absence to the vice chair. Will still be contactable but not available to be in person should anything need signing.</p> <p>Chair – thanked WP for his time as a trustee and looking forward to his decision on whether to stay on as a member.</p>	
14.	<p><b>Confidential Items</b></p>	
15.	<p><b>Date of Next Meetings</b></p> <p>Meeting dates for 2022-23 – Meeting dates – look Ok will try and attend in person and asked for these dates to be loaded into Horizons calendar ASAP. Chair suggested having a minimum attendance to live meetings and allowing hybrid meetings going forward.</p>	

Meeting ended at 20:13

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