

Trustees Board Minutes

Meeting	Trustees Board	Date	Tuesday, 7th March 2023
Location	Executive Boardroom, Broadstairs College	Time	2pm
Membership	Tammy Mitchell (CEO), Graham Razey (Chair) (GR), Peter Troke (PT), Bernadette Lax (BL), Peter Goldsack (PG), Michael Ashley (MA), Alan Horton (AH), Barbara Conroy (BC), Rebecca Chatwin (RC)		
In Attendance	Chris Legg, Chief Financial Officer (CFO) Sharon Hollingsworth, Director of Governance (DG) Claire Edgeworth, Executive Support Officer (CE)		

	ITEM	COMMENTS	ACTION
1	Welcome and apologies for absence	The Chair welcomed everyone to the meeting. AH and PG joined the meeting virtually. No apologies were given. RC was welcomed to the meeting.	
2	Declarations of Interest	There were no additional declarations to the meeting other than those declared as standing.	
3	Minutes of the meeting held 6 th December 2022 including any confidential minutes	<p>The minutes from the meeting held on the 6th December 2022, were agreed to be an accurate record and will be duly signed by the Chair following the meeting.</p> <p style="text-align: center;">AGREED – Minutes from the meeting held on the 6th December 2022.</p>	

4	Matters arising not covered by this agenda	Bysing Wood have received the outstanding money from KCC.	
5	Chairs Communication End of Year Trustee Review meetings	The Chair will undertake the Trustee Review Meetings by the end of July 2023.	
6	Growth Plan Update – Due Diligence paper	Item 6 was deemed confidential and will form part A of the minutes.	
7	CEO Mid-Year Report	<p>Overview of Leadership</p> <p>Bysing Wood have received their projected GAG funding for next year and will be up by £300k. This figure is based on the number of pupils the year before. There is a shift in pupil premium funding and there is a growth in the amount of EHCPs, which is usual every year and there are more challenging children joining the schools. The CEO advised that there is a government plan to remove high needs funding and replace with a sum of money that will be distributed via a steering group, which will be made up of local leaders. The Trustees queried if this would be at a local level, but the CEO advised it will be a geographical group which will include all schools and there will be a committee to distribute the money. The Trustees discussed whether this would drive the need for more EHCPs but the CEO felt they will increase the threshold. Kent has 40% more EHCPs than statistical neighbouring counties.</p> <p>The national attendance level is 93.8%. Attendance at some schools has shown a significant decline. The CEO has been in and audited each school and the HT has produced a paper highlighting what they have done to increase attendance. The Trustees acknowledged that schools do need to look at levels of improvement, however during Trustee visits, it is evident children are celebrating being in school and are conscious of days lost. Parents are making the decision not to take their children into schools on occasions e.g., birthdays. The Trustees agreed they would like to see how the national trend has changed compared to the change in</p>	

	<p>our schools over the last 3 -4 years. The CEO will bring the information to the next Trust Board including a case study.</p> <p>The Trustees discussed the key challenges relating to the increasing change in the marketplace for recruiting staff, who want higher money, lower workload and flexible shifts. The CEO is working with the Kent MAT Association to look at a possible piece of work around a new Pay Policy for support staff. The Director of Operations is looking at recruitment and retention.</p> <p>The Trustees queried how the schools were impacted around industrial action. The CEO advised this was varied across the Trust. Details were provided and the approach to keeping education delivered was shared.</p> <p>The CEO advised that Queenborough are due an Ofsted inspection by July. They are hopeful that they will keep their rating of outstanding. Bysing Wood and Holywell are overdue an inspection. The CEO noted that all schools should maintain their current Ofsted judgement. CEO shared the support provided to each school for supporting their Quality of Education.</p> <p><u>Leadership Plan</u> Trustees noted the Schools Leadership Plan. The CEO advised that there had been a lot of training opportunities for each school and welcomed questions. Trustees noted the positive impact of the CPD.</p> <p><u>Health and Safety Compliance Paper</u> The Director of Estates had circulated a paper prior to the meeting and the CEO invited questions. The Trustees were comfortable with the report, there were no material concerns.</p> <p style="text-align: center;">NOTED: CEO Mid-Year Report</p>	CEO
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8	Director of Governance Report	<p>The Director of Governance (DG) circulated her report prior to the meeting.</p> <p>Regrettably, Chris Argent had stepped down from his Trustee role last December. Members are aware of the vacancy and will consider candidates for the position in due course.</p> <p>Following the departure of Chris Argent, Michael Ashley was elected Chair of the Finance Committee at the Committee meeting on 25 January 2023. There is currently a vacancy on the Finance Committee, and it is hoped we can attract someone with a finance background.</p> <p><u>Calendar of Trust Board and Committee Meeting Dates 2022-23</u></p> <p>The DG proposed a Governance Calendar of Meeting Dates that had been worked up in accordance with the Trust’s cycle of business. Trustees were asked to look at the dates and advise as soon as possible, if they could not attend any of the dates.</p> <p><u>Updated Terms of Reference</u></p> <p>The Finance and Risk, Audit & Compliance Committees have undertaken a review of their respective Terms of Reference. The key updates were shared with the Trustees prior to the meeting.</p> <p>Trustees agreed to delegate a level of expenditure to the Finance Committee, the Terms of Reference to include the following under section 3:</p> <p>‘Approve expenditure between £50,000 - £100,000 (within the approved Trust Budget)’</p> <p style="text-align: center;">AGREED: All presented amendments to the Terms of Reference for each Committee, including the above delegated level of expenditure to the Finance Committee</p> <p><u>Schools Resource Management Self-Assessment Tool 2022-2023 (SRMSAT)</u></p>	DG
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9	January Management Accounts includes Q1 re-forecast	<p>The January Management Accounts were circulated prior to the meeting.</p> <p><u>Budget</u> The two new schools that have joined the Trust in 2022 (East Stour and Palm Bay) are now fully included for the first full year since they became part of the Trust.</p> <p><u>Income</u> High needs funding has now caught up with the budget profile and the increased head count will result in above-budget monthly receipts. East Stour received an un-budgeted one-off grant towards remedial roof works and Bysing Wood received the outstanding KCC funding of £50,000 and showing above-budget levels of nursery income. These are the primary reasons behind the income variances. The majority of this money will be spent on teachers and support staff.</p> <p><u>Non Pay</u> There are some cost pressures due to increases in estates costs and some inaccuracies in the budgeting for catering supplies at East Stour.</p> <p>The only shift is due to planned reductions in reserves at some schools. We are allowing a one-year dip at Bysing Wood, as they have the additional pupils now, but will get the GAG funding next year. The rate per child will be increasing.</p> <p>The CFO invited questions.</p> <p style="text-align: center;">NOTED: January Management Accounts includes Q1 re-forecast</p>	
10	Feedback from Finance Committee Meeting 25/01/23	<p>The Chair of the Finance Committee gave a brief update from the last Finance Committee meeting and the minutes were circulated prior to the meeting.</p>	
11	CEO role in the Trust	<p><i>The CEO, CFO and CE left the meeting for this item. DG assumed the role of minute taker.</i></p>	

		<p>The Chair drew attention to the communication sent to all Trustees prior to the meeting regarding the proposal to change the employer of the CEO of EKC Schools Trust from EKC Group to EKC Schools Trust.</p> <p>The Chair presented the paper. Trustees discussed the rationale for the change of employer. It was noted that it is highly unusual (and not favoured by the Regional Director's Office) to have a CEO who is not employed by the Trust but agreed it had been a very positive strategy in setting up and developing the Trust.</p> <p>Trustees noted that they will be responsible for pay and remuneration of the CEO in accordance with the Trust Pay Policy and the recruitment of the role of CEO if the post became vacant.</p> <p>The Trustees will have to adopt three additional policies and monitor and approve them annually as part of the policy cycle:</p> <ul style="list-style-type: none"> • Recruitment Policy for the Trust • Performance Management Policy for central Trust staff including the CEO • Staff Attendance Policy for central Trust Staff <p>The CEO of the Schools Trust will become an EKC Group Governor and the CEO of EKC Group will always be a Trustee. The legal contract between the Trust and the Group will remain in place and continue to be reviewed when changes in legislation of Government Policy dictate.</p> <p>The CEO of the Schools Trust will continue to provide some services and support to EKC Group, in particular the running of EKC Group Nurseries and EKC Group staff will continue to provide service and support to the Trust as set out in Service Level Agreements.</p> <p>A Trustee questioned the transfer timeframe suggesting that it was a short period of time and sought clarification as to whether the formal statutory process could be achieved. The Chair confirmed that consent by all parties had been achieved consequently the transfer can be completed by the 1 April 2023.</p>	
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		Trustees were satisfied with the proposal and unanimously confirmed their approval. AGREED: To take the employment of Tammy Mitchell, CEO into the Trust on a full-time permanent basis via the TUPE process with transfer from 1 April 2023.	
12	Any Other Business	<i>The CEO, CFO and CE re-joined the meeting. CE assumed the role of minute taker.</i> MA suggested the formation of a small group of Trustees to discuss secondary provision. AGREED – DG to invite Trustees to become part of the panel.	DG
13	Matters Considered Confidential	Item 6 was deemed confidential and will form Part A of the minutes.	
14	Date and time of next meeting	Wednesday, 12 th July 2023 at 2.00 pm	

There being no further business the meeting closed at 3.40 pm.

Signed:



Print Graham Razey

Dated: 12 July 2023.