EKC Schools Trust

Trustees Board Minutes

Meeting	Trustees Board Meeting	**Date**	Tuesday, 17th November 2020
Location	Virtual meeting via Teams	**Time**	1 pm
Membership	Tammy Michell (CEO), Jonathan Clarke (Chair), Graham Razey (GR), Peter Troke (PT), *Hannah Tudor (HT),* Summer Macer (SM), Paul Wilson (PW), Bernadette Lax (BL), Peter Goldsack (PG)		
In Attendance	Chris Legg, interim Chief Financial Officer (CFO) Sharon Hollingsworth, Director of Governance (DoG), Claire Edgeworth (CE) - Notetaker		

**Italics denotes absence*

	ITEM	COMMENTS	ACTION
1	Welcome and apologies for absence	The Chair welcomed everyone to the meeting. One absence was noted: Hannah Tudor	
2	Declarations of Interest	There were no additional declarations to the meeting other than those declared as standing	
3	Minutes of the meeting held 22nd September 2020, including any confidential minutes	The minutes from the meeting held on 22nd September 2020 had been circulated prior to the meeting. There were no confidential minutes from the last meeting. The minutes were reviewed and approved as an accurate record. The remote e-signing of the minutes will be undertaken by the Chair following the meeting.	
4	Matters arising not covered by this agenda	There were no matters arising not covered by the agenda.	

5	Trust Survey Results	Following the CEO appraisal, the Trustees had asked for an update on how the implementation of the Trust had gone so far and a survey was undertaken. Due to the small sample, it was difficult to get an accurate understanding of responses by role but the CEO produced a paper which was circulated prior to the meeting with the results. The overall total was 6.5 out of 10 but it is felt this is a true reflection as due to the pandemic, external people have been unable to go into the schools and Business Managers are not working on school sites, and there have been people self-isolating or unwell. The CEO brought to the Trustee's attention that one individual scored a 1 against every question which was a concern. This has been raised with the Head Teachers but they are not aware of anyone that has raised concerns or are deeply unhappy in their work. Due to the way the survey was carried out, scores could not be related back to roles due to it being such a small sample. These results have been shared with the Chairs of the Local Governing Boards (LGB). The Trustees queried if somebody could have inadvertently answered incorrectly and the CEO advised that they had to click on the number of stars and pressed next, so this was highly unlikely. The CEO advised that the new Director of Operations is going to take a deeper dive into the results and discuss further with the CEO. The Trustees felt having the two lots of data was informative and that as we were only 6 months in, this was a good result. A Trustee queried if everyone had responded and the CEO advised that all the Head Teachers, all the Business Managers and all the LGB Chairs were invited to take part and they were invited to forward on to any relevant parties. We had 14 responses so we can assume that all the main parties responded. The Chair queried the implementation of a main Business Partner for HR and finance and whether this was from the EKC Group. The CEO confirmed this was the case and they were going to be the single point of contact. This has already had a positive impact and schools have fed-back that things are moving quicker. The CEO would like to see the results in 12 months to be past the 8 mark. The Trustees felt the survey had been undertaken at a difficult time and felt this gave a message of openness and support by obtaining the school's feedback. Trustees will be updated later in the year and final outcomes will be reviewed in CEO's Appraisal Panel. **NOTED: The Trust Survey Results**	

6	CEO Termly Update	The CEO provided an update paper prior to the meeting and this was circulated to Trustees. The CEO feels that there has been positive progress around CPD and ways of working and development of curriculum design despite the Covid situation. The Trust is also leading on the implementation of the statutory Sex and Relationships curriculum and this is forming part of a larger piece of work around Personal Development curriculums. The interim arrangement for finance and the new Director of Operations are now working as single points of contact and to strengthen relationships and ensure strong oversight for the Trust. The CEO advised that there is nothing significant in the contextual data. Pupil Premium for Bysing Wood has increased from the January census which is believed to be due to the impact of Covid. Attendance is still a significant concern. Overall attendance at Holywell has gone up for the early part of year and the CEO met with the Head Teacher to look at this and it was felt this was due to parents not being able to take the children on holiday, as the Head Teacher usually gets requests to take the children out of school. The Head Teachers have asked the CEO to investigate whether they were able to designate a week within term time, where parents could choose to book a holiday and the legalities around this. The idea would be that the Trust would set the holidays so the pupils did not miss out on their school days. There is a possible risk reputationally. At this stage it is just an investigation and the CEO will bring back to the Trustees if it is a possibility. The Trustees felt that the idea about planning a week's holiday in term time was a good idea as children benefit from this time. The Trustees were aware that following a High Court case the Local Authority were currently not issuing fines to parents. The fines are often significantly less than the reduction in holiday prices and therefore they have not proved a successful deterrent. The CEO advised that Queenborough have had to shut due the number of Covid cases and the CEO is due to discuss this with the RSC after the meeting. The CEO made the decision as she did not feel it was safe to stay open. A full paper setting out the detail of the closure has been circulated to the Trustees. The CEO advised that she had taken the decision to talk to the RSC as she felt the Head Teacher was trying to deal with enough and trying to support her staff. The Trustees felt that this was an example of how we add value to the schools, as the CEO has been able to support the Head Teacher at this difficult time. The Trustees agreed with this and one Trustee advised that he had previously been a Chair of Governors at a school and had not been supported by KCC and the support the CEO is giving is invaluable.	

		The CEO shared Appendix A - Update on COVID 19 Situation in the Trust prior to the meeting. This paper will be circulated with the minutes. **NOTED: The CEO Termly update**	
7	Trust Growth Plan **(Confidential Item)**	This item was considered confidential and will form Part A confidential minutes	
8	Trust Development Plan	The DoG provided a Trust Development paper and a Trust Development Plan as an appendix prior to the meeting and this was circulated for the Trustees comments and approval. The DoG discussed the Trust Improvement Plan that had been formed following the completion of a self-evaluation form by the Trustees. The results had been discussed at the AGM prior to the Trustee Meeting and the DoG asked for comments. The plan looks at new Trustee induction and follows through to development. As the Trust evolves there will be new training opportunities arise. The Chair felt that liaison with the schools was important so that they can see what they do. The CEO advised that the Chairs of the LGB's requested some more information regarding the EKC Group and GR is providing a session outlining the roles and responsibilities and queried if over a period of time whether there should be opportunities for LGB's and Trustees to have short meetings. The Chair agreed he could host one session. The Trustees felt this would be beneficial. The Trustees advised that they are unfamiliar with the schools in the Trust and would like to visit the schools once the pandemic has finished. The Chair agreed this would allow the Trustees to be more objective. The DoG agreed that this is important, and this is in the plan for Trustees to visit schools and attend school events. The DoG and new Director of Operations, SM, have met to look at this and will work up a model for approval. The Trustees discussed whether as they cannot visit the schools currently, whether they could send something electronically to the schools acknowledging all their hard-work during this period. The CEO advised this had been mentioned in the RAC Committee and was going to discuss later in the meeting. The Trustees were in agreement and the CEO will draft the letters and the Chair will sign. **AGREED: CEO to draft letters to the schools and the Chair to sign.**	**SM/DoG**

		The Chairs queried if they needed to do anything around the Trust Improvement Plan and the DoG advised she will liaise with the CEO and CFO to get this set up in the New Year as a Teams session. The Chair asked the Trustees if they were in agreement to adopt the plan and the Trustees unanimously agreed. **AGREED: The presented Trustee Development Plan**	
9	Trust Code of Conduct	The DoG advised that the Trust needs to adopt a Code of Conduct and this needs to be maintained to set clear expectations and behaviour. The Code of Conduct presented to the Trustees was drawn up from the National Governance Association best practice model and aligned with the Trust policies and procedures. The Code of Conduct sets out the purpose and relationship of the leadership team of the Trust and Trustee roles. This document is important for all Trustees and potential new Trustees. This document needs to be in place for the ESFA Audit. If the Trustees agree the Code of Conduct today, the DoG will arrange for this to be sent round for the Trustees to sign individually. This will then be sent round annually in September. **AGREED: The Trustees unanimously agreed to adopt the Code of Conduct.. The DoG to circulate the Code of Conduct for Trustees to sign individually.**	**DoG**
10	Financial Regulations update	Following some recent developments to EKC Schools Trust's business cycle and an updated Academies Financial Handbook, the Financial Regulations are now requiring updating. These updates were taken to the RAC Committee this morning and were presented to the Trustees for their approval. The CEO took the Trustees through all the updates. Copies of the updated Financial Handbook had been previously circulated to Trustees earlier in the year. The proposed changes are set out below: 1. New section J8 – purchasing of alcohol (prohibits purchase of alcohol using Academy funds except for religious events). 2. Expansion of section M3 to include the Trust's responsibilities for the planning and oversight for capital projects (We have to advise the ESFA if we are acquiring or disposing over a certain level).	

		3. New section E2 – Trust attitude and responsibilities for borrowings (Trust approach to borrowing and we need to be more explicit. We have to get permission to take on overdrafts, loans or lease). 4. New section H3 – Trust's responsibilities for novel, contentious and repercussive transactions. (To make sure we are not undertaking anything that is not in our remit or that will impact on other Trusts or schools in the area). 5. New section K5 - sets out the Trust's responsibilities for making special payments (staff severance, compensation and ex-gratia payments to staff). 6. Replace Section I4 to cover write-off of debts and new Section i5 to cover the issuing of guarantees. (ESFA want to make sure we are not issuing guarantees that we should not be issuing). 7. New section A3 to cover anti-bribery and fraud. (This is covered in the sections in the Financial Regulations). This is about us being conscious about attempted fraud. The new financial regulations will come into force from the date of Trustee approval. The Trustees questioned whether the possible introduction of a week's holiday in term time as mentioned in section 6 could be considered repercussive. If this was adopted we might need to look at this but the CFO felt this was more aimed at financial decisions and not strategic ones. **AGREED: The Trustees unanimously agreed the updates and implementation of the presented Financial Regulations**.	
11	Minutes of the Trust Committee Meeting's: RAC – 30/09/20 Finance – 02/11/20	The Committee Chairs outlined the discussions from their respective meetings. The minutes had been circulated prior to the meeting. <u>RAC Committee – Chair PG</u> The Chair advised that the minutes attached to the agenda were from the inaugural meeting of the committee. The committee had reviewed the Risk Register and individual risks and undertook a deep dive on more pertinent risks which will be looked at further in the next meeting. The internal Auditors, William Giles, were appointed and will look at the outcome following the ESFA audit. The Committee also discussed and looked at the landlord responsibilities and had an update from the EKC Group Director of Estates. A further RAC committee meeting was held on 17^{th} November prior to the Trustee Meeting to go through the draft unaudited Financial Statements. <u>Finance Committee – Chair PW</u>	

		The Chair advised that most of what had been discussed was covered in the CFO update and during the AGM. The meeting had registered that the accounts were unaudited and there are delays with KCC in terms of valuations and from the Pension Actuaries. Although the CFO does not have a final position on the management accounts, in principle there is £800,000 carried forward but this must finalised. The accounts show we are in a good position, but we need a full year to understand all the costs and implications. The ESFA Finance and Governance Review is due to take place on the 1st December. The CEO had advised that the Government was providing £80 per pupil as part of a catch up fund and the first part of this payment has been received. There has also been discussion around supporting disadvantaged children and how this money is spent and the focus will be on language development and the Committee will monitor how this is spent.	
12	Any other business	1. The CEO advised that the DFE are putting equality and diversity high on their agenda and we are expecting new guidance. The CEO wanted to raise this as a priority and whether this should be an agenda item on one of the Committees or the Trustee Board. The CEO acknowledged that on our Trustee Board and in the leadership in our schools we are not very diverse and we need to look at how we actively recruit a reflective range of the community we serve. The Chair agreed this was a very important piece of work we need to engage with. The CEO and Chair to discuss how to take this forward outside the meeting. **AGREED: CEO and Chair to meet to look at equality and diversity.** 2. The CFO advised that the RAC Committee Meeting needs to be moved from February to January to agree the accounts and there will need to be an Extraordinary Trustee Meeting to approve them. **AGREED: The DoG to arrange an ETM in January 2021.**	**CEO and Chair** **DoG**
13	Matters considered confidential	Item 7 - Trust Growth Plan	
14	Date and time of next meeting	Date and time of next meeting 2 March 2021 at 1.30pm	

There being no further business the meeting closed at 14.20

Signed: .

Print JONATHAN CLARKE.

Dated: 27th January 2021.