

<b>Meeting</b>	EKC Schools Trust Trustees Board Meeting	<b>Date</b>	Tuesday, 3 <sup>rd</sup> March 2020
<b>Location</b>	Broadstairs College, Residential Building, Executive Office	<b>Status of minutes</b>	2 pm - 5 pm
<b>Membership in attendance (Trustees)</b>	Tammy Michell (TM), Jonathan Clarke (JCl), Graham Razey (GR), Chris Legg (CL), Jonathan Cresswell (JCr), Hannah Tudor (HT), Summer Macer (SM), Paul Wilson (PW).		
<b>In Attendance (Officers and observers)</b>	Sharon Hollingsworth (SH), Claire Edgeworth (CE)		

	<b>ITEM</b>	<b>COMMENTS</b>	<b>ACTION</b>
1	<b>Welcome and Apologies</b>	The Chair welcomed everyone to the meeting.  Apologies : Dave Butt (DB) Peter Troke (PT)	
2	<b>Declarations of Interest</b>	Nothing was declared	
3	<b>Minutes of the Meeting held</b>	No comments recorded.	

	<b>on [ 17<sup>th</sup> June 2019 ]</b>		
<b>4</b>	<b>Matters Arising</b>	No comments recorded.	
<b>5</b>	<b>Chair's Communication</b>	The Chair proposed SH as the Interim Director of Governance (Clerk) and this was agreed and ratified.	
<b>6</b>	<b>Chief Executive Officer's Report</b>	<p>The CEO's report was circulated prior to the meeting including appendices. The CEO advised that the 1<sup>st</sup> March to the 1<sup>st</sup> September would not look like a typical year and there are likely to be things undertaken at short notice but there would be a formal governance timetable. As this was the first Trustee Meeting, the Trustees were asked to consider what they would like in the CEO report in the future.</p> <p>The key points from the CEO report are:</p> <p>Four primary schools have officially opened under East Kent Schools Trust (EKST) on the 1<sup>st</sup> March 2020.</p> <p>The report included information on the governance structure and the Governance Clerk will talk about Scheme of Delegation (Appendix 1) in point 7.</p> <p>The governance structure diagram (Appendix 2) has been amended to name the schools and this is what has been signed up to with the RSC. Anything that needs amending going forward would need to go through formal resolution.</p> <p>The School Level Analysis Overview (Appendix 3) has been included for information and is a more in-depth overview and includes data. The CEO welcomed questions regarding the School Level Analysis Overview. The</p>	

Trustees felt it was very clear and highlighted our responsibility and the way forward is now key. This is the base level and is a good starting point. The CEO advised that the data is from 2019 and we are two teaching months in 2020 but these figures will not be shared until September. There is a mixed picture, one school is outstanding and three are rated as good. There are vulnerabilities at each school in different areas, and the CEO has been undertaking school improvement activities to support the outcomes. There are no predictions going forward as things can be very different from one month to the next and this needs to be measurable. There are assessment checkpoints throughout the year and the CEO asked with the Trustee's permission if she could work on school improvement and bring back to the meetings to discuss. A Trustee wanted to clarify that as a Chair of the Governors of one of the schools although the data comparison is interesting, it is about progressing and not comparing to the other schools. The CEO agreed this was not for comparison as they have significant differences and it is about improvement, and this is a starting point. Some schools have a very small cohort and it would be better to look at trends. Maths is an area of improvement in all four schools to different extents. A Trustee questioned whether someone was collating Trust level data behind the scenes and the CEO advised that the RSC looks at data per Trust. They do not collate as in terms of putting together but will look at typicality. The Trustees agreed that this would work with the Improvement Plan. The CEO and Chair will need to go to RSC every year and be questioned about the Strategic Plan. The CEO advised that the Trust can be subject to an Ofsted summary inspection and if a lot of a lot of EKST schools had an Ofsted inspection in a short period of time, they could also choose to Ofsted the leadership via letter and would add comments about the leadership.

The Trustees queried how the pockets of vulnerability will be managed

and how it would be looked at going forward? The CEO advised that as it stands at the moment the cycle will not change and the schools will remain in the same Ofsted cycle apart from Queenborough as there is a review of the Outstanding framework. The others will be inspected as they are due. On data, Bysing Wood is at risk of early inspection, as a desktop inspection could state it is vulnerable. The Chair asked if the data is where it needs to be and the CEO advised it could always be better and there are still areas of improvement. Each of the schools have an ambitious Head Teachers in terms of improvement but equally they all have areas that can be strengthened. The Trustees agreed that progress is key for all four schools and as a Trust we need to be mindful as we do not know what key stage 2 will look like this year, as schools are in the dark around how to measure and what it will look like. The Trustees felt that if we have vulnerable schools, then progress needs to be tight and evidenced. The CEO advised that all four schools have agreed to reviews on top of Ofsted reviews so that the CEO can identify any areas that need improvement. The first review was undertaken at Holywell and they had a maths review and the EKC Group Director of Maths attended so that the CEO could be confident that the progress is good. This was a very positive piece of work and there has been a lot of good work and they are in a better place than 18/19.

A Trustee queried that following the process of conversion to Academy, as the Local Governing Board Meeting is due to meet on Thursday, do they need to do anything else in terms of process. The CEO advised it will be automatic.

The CEO advised that guidance for Chairs in terms of process and how the year will be structured and activities from the Scheme of Delegation will be sent round. The CEO is just waiting to hear from KCC whether anything needs changing on the portal. The Minute Clerk will send

The Minute Clerk to send guidance pack to the Chair of Governors by the end of the week.

	<p>this pack by the end of the week.</p> <p>ACTION - The Minute Clerk to send guidance pack to the Chair of Governors by the end of the week.</p> <p>The CEO thanked everyone for attending the Strategy and Vision event and advised this is now in place on the website.</p> <p>Improvement Strategy (Appendix 4) is a short-term strategy. The CEO had to submit the strategic plan to the RSC along with the application and had to commit to sticking to it through conversion and through the academic year. The CEO advised how we work together is not changing hugely and these are the type of activities that the CEO will be checking and feeding back. The CEO asked if there is anything missing that Trustees would expect her to be reporting on? The CEO will be planning the next academic year shortly. One of the Trustees advised that he felt we need to go through the cycle and pick up anything new that arises.</p> <p>Trust Leadership Development Plan (Appendix 5) is a statutory duty and something the CEO must provide to be signed off and be part of. All layers of Trustees and governance need to improve and a list must be sent to RSC. The plan shows all activities that have been undertaken pre conversion and every now and then Trustees will be contacted to see if they had done anything that could strengthen these roles. The Minute Clerk will email Trustees to get up to date information regularly. A Trustee queried that there did not appear to be a lot for the CEO on the list and felt it would look like an omission if this was picked up.</p> <p>ACTION - The CEO to undertake something to strengthen her role. A Trustee queried if the CEO could have a buddy with another Trust. The</p>	<p>The CEO to add her development to the Trust Leadership Development Plan.</p> <p>The CEO to check what development is available for support staff.</p>
--	--	--

		<p>CEO is part of the Kent MAT Association and there is development there and has a buddy she contacts. A Trustee felt this needed to be added to the plan.</p> <p>A Trustee queried what development opportunities were available for school staff, as the list is very teacher led and not for support staff. The CEO advised that they had not raised anything. The Plan has been formed by knowledge of schools and data and there is not a lot available for support staff and it would probably have to be internal. A Trustee queried what is available for Teaching Assistants and the CEO advised it is usually in-house.</p> <p>ACTION - The CEO to see what is available for support staff.</p> <p>A Trustee advised that it is vital we consider the SEND Programmes when planning forward. The CEO advised the EKC Group Director of Send has done a lot of work around FE but is still waiting to hear about schools. A Trustee advised they had attended focus/steering groups and is waiting to hear further.</p> <p>The non-education support staff have set up their own network and attend the MAT Association and the EKC Group Director of Human Resources) has done same around H.R.</p> <p>The Chair asked if anybody else had any questions for the CEO and the Trustees did not have any further questions.</p>	
7	<b>Governance Report</b>	<p>Key Governance matters:</p> <p>The Governance Clerk had produced a report for the meeting today and</p>	

highlighted key areas from the report.

1. Amended Articles.

Article 19 - the Annual General Meeting will be held in the academic financial year.

Articles 46a, 46b and 50 - These articles advise the maximum number of Trustees that can be appointed.

Article 64 - this Article sets out the term of office for Trustees.

2. Scheme of Delegation - The Governance Clerk advised this needs to be formally approved. At the last meeting the Trustees were happy with the draft Scheme of Delegation . This has now been agreed by the RSC and the Governance Clerk asked if this can be ratified.

All the Trustees approved the adoption of the Scheme of Delegation and these were ratified.

Committee Structure - The Governance Clerk proposed that the Committee

Structure now needed to be formally approved. It is proposed that there will be 4

meetings in a year and in the September meeting, key business matters will be

discussed. The other three meetings will focus on operational matters. One

strategy event will be held in November The Governance Clerk proposed that

following the MAT conversion, the following committees were set up:

Finance committee - CL, DB and JCr. It was noted that DB had not

attended the

last meeting but he had seen the minutes. It is proposed that there will be three

Finance Meetings annually.

Risk, Audit and Compliance Committee - PW, SM and PT. It is proposed that there

will be three Risk, Audit and Compliance Committee meetings annually.

CEO Performance Management Committee - GR and HT and this will be held

annually.

The Trustees were all in agreement with these appointments and these were ratified.

A Trustee queried whether the Strategy Event and November Trustee Meeting will be the same thing. The CEO advised that in the proposal, there would be one day in November where we would hold the AGM, Trustee Meeting and the Strategy and Vision Event.

A Trustee queried how dates would be arranged for the sub committees to meet. The Governance Clerk advised she will draw up the dates so that these committees feed into the Trustee Meetings. There are also specific dates for finance returns and the meetings need to be in line with these as well. The CEO advised that Trustees will be contacted in terms of trying to find the most suitable days of the week and times, to make it as easy as we can but certain dates have to happen outside of our control e.g. sign off. Schedule will be a rolling year in advance. The CEO advised that the CFO will add the dates provided by ESFA to the overview.



3. The Company Secretary details have been amended and have been accepted by Companies House.
4. The Director appointments have been accepted by Companies House.
5. Statutory registers - the following statutory registers are in place:
  - Register of Members
  - Register of Directors
  - Register of Persons with Significant Control declaration
  - Register of Interests
  - Register of Gifts and Hospitality

The CEO wanted to clarify that the term Director and Trustee are interchangeable. It was decided to use the term Trustees but all Trustees are Directors of the Limited Company and Trustee of the Trust Board.

6. Appointment of Chair - At the last meeting Trustees agreed the Chair and Vice-Chair and this is in place until the September meeting.
7. Risk Register and Business Continuity Plan - these are in place and will be monitored by the Local Governing Body. Risk registers have been produced and the CEO is due to discuss these shortly as they need to be separate documents but there are quite a few inter-dependencies. The CEO will send this round before the next meeting. A Trustee queried the inter-dependencies between the Trust and the schools. The CEO advised that anything that is identified by the Local Governing Body as a risk and is considered by the Trust to be a significant risk, this will go on the Trust Risk Register. The Trust do not want every risk on their register as the schools are

		<p>managing and each school is unique.</p> <p>A Trustee wanted to know how the Trustees will know the schools are compliant. The CEO advised that there are several tiers. The response is delegated to the Local Governing Board and they will need to record their monitoring as per the Scheme of Delegation. Safeguarding compliance will be looked at by the CEO during her visits. The Director of Estates has the Compliance Register and he will send information each month and undertake checks on his visits. We have delegated the responsibility back to the schools.</p> <p>A Trustee queried who will do the safeguarding check. The CEO advised that she will undertake this at the moment as the external from the school, but in the Scheme of Delegation there should be a Safeguarding Governor who should complete a report.</p> <p>The Chair questioned what would be the best way for this information to come across so it can be scrutinised. The CEO will check them as they came out and then collate one report for the Trust Board. If the Trustees need more information, they can request this.</p> <p>The Trustees were in agreement with this.</p> <p>8. Cycle of Business and Dates of Meeting-The Governance Clerk will be progressing this after the meeting and will send round.</p> <p>ACTION - The Governance Clerk to send round the Dates of Meetings.</p>	<p>The Governance Clerk to send round dates of meetings.</p> <p>The Governance Clerk to check Governors liability and circulate.</p>
--	--	---	--

		<p>9. Contract transfer update - information the schools have written to their suppliers and conversion has taken place. We have not had anything reported back. Following conversion Stuart will be looking at value for money and contracts.</p> <p>10. Insurance for MAT - The Trust have insurance in place via the Risk Assessment Assurance Scheme. The mini-buses, separate items and staff absence are also insured. The Trustee queried what was meant by Cultural Assets. The CEO felt this included things in the fabric which are protected items of some description. The Governors liability is £10m and a Trustee asked if this was usual. The Governance Clerk advised it was condition of transfer. The Governance Clerk to check if they are covered. The CEO thinks this covers governance. The Governance Clerk to circulate information.</p> <p>ACTION - The Governance Clerk to check Governors liability and circulate the information.</p>	
8	<p><b>Finance Update</b></p>	<p>The CFO provided a Finance report for today and highlighted the key points.</p> <p>The CFO has contacted five Auditors and is recommending appointing MacIntyre Hudson as the Trusts external auditors. In the CFO report he had given an overview criteria that he has based his recommendation on. MacIntyre Hudson have worked with Academies previously and have a lot of knowledge. They have also come out very reasonably priced. The Chair advised that he knows of them and they are very progressive and feels this would suit us.</p> <p>Trustees agreed the appointment of MacIntyre Hudson and this was resolved.</p> <p>The CFO recommended that the year-end reporting is shortened to 31.8.19 (1 February 2019 to 31 August 2019) and then restart to September 2020. This appeared a good way to go forward. Previously academies could</p>	

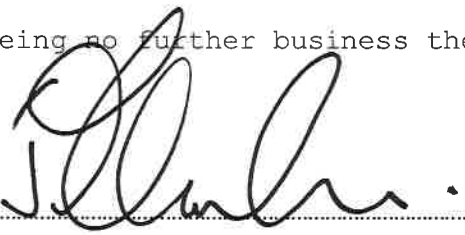
	<p>choose the year end date but this is no longer the case. The CFO will set short term budgets from April to September.</p> <p>A Trustee queried if you can roll back the account year and the CFO confirmed this was possible.</p> <p>All the Trustees were in agreement and this was resolved.</p> <p>Financial regulations (Appendix A). The CFO had included a draft version of EKC Schools Trust Financial Regulations. Trustees can email the CFO with any questions. The Trustees discussed that petty cash is an issue in schools as they cannot get rid of cash. Some schools have traveller children and their families only use cash. The CFO advised that PDQ machines have been installed at all the schools to try to steer away from having cash. The CEO advised that Primary schools do a lot of small fundraising so will deal with cash. The CFO is looking at trying to find other ways to overcome this.</p> <p>A Trustee queried that the authorisation levels are set to EKC Group levels. Head Teachers have an agreed limit of £10k, and the Local Governing Board have authorisation levels of £50k. One of the Trustees who is a Chair of Governors felt that £50k was an adequate level for the Local Governing Board. Trustees agreed that this needs to be split in to two - Trust level and local Governing Board level so there was a local Governing level and a Trust level. The CFO to amend.</p> <p>The Local Governing Board can authorise up to £50k and then over this the level should be in accordance with the Scheme of Delegation. The CFO to check. The CEO queried if capital money from a bid would overwrite these limits. A Trustee felt that a meeting would need to be held. Any monies received would be to the Trust not the schools and an internal process would need to be looked at.</p> <p>ACTION - The CFO to amend the authorisation levels and to check the Scheme of Delegation and then circulate the information by email.</p> <p>Trustees were in agreement subject to this change.</p> <p>Trustees agreed that as cheques are nearly obsolete, this can be removed from the Financial Regulations.</p>	<p>The CFO to amend authorisation levels &amp; check Scheme of Delegation &amp; send information.</p> <p>The CFO to remove cheque signing from Financial Regulations (Appendix 3).</p>
--	---	--

		Trustees were in agreement with this change.  ACTION -The CFO to remove cheque signing (Financial Regulations Appendix 3).	
9	<b>Policies for Approval</b>	<p>The Policies had been circulated prior to the meeting and Trustees had responded with questions and amendments via email prior to the meeting and clean versions had been circulated with the agenda. The Trustees were asked to adopt these policies.</p> <p>The Policies to be adopted were:  Admission Policy  Charges and Remission Policy  Complaints Policy  Data Protection Policy  Disciplinary Policy  Equality and Diversity Policy  Grievance Policy  Health &amp; Safety &amp; Premises Policy  Safeguarding Policy  Code of Conduct Policy  Whistleblowing Policy</p> <p>A Trustee queried the Admission Policy and Admission Policy for Local Governing Board. The CEO advised this needs to be adopted for the local schools and amended accordingly. This is the only one sits in both but needs to be formally ratified at local level.</p> <p>Code of Conduct - A Trustee commented that there was no mention around social media in the Code of Conduct Policy. The CEO advised that this was referred to in the School's Acceptable Use Policy so felt it was covered. Trustees agreed this needed to be included and the CEO will</p>	<p>The CEO to amend Code of Conduct.</p>

	<p>amend the wording and make reference to the Schools Acceptable Use Policy. Trustees were in agreement with this.</p> <p>The CEO proposed that policies were sent out in June/July time and any updates could be circulated during the summer period, giving Trustees time to look at them. These could then be brought to the meeting in September to ratify them. The Chair was in agreement with this proposal. If there were any significant changes the CEO would prepare a paper to bring to the next meeting (particularly around safeguarding).</p> <p>Charges and Remission Policy - A Trustee felt this was contradictory as the policy states that if people cannot pay then the event might be cancelled, but also mentions voluntary contribution. The CEO advised that she had taken this from an exemplar from KCC as the wording was a 'minefield'. Trustees agreed to leave the wording as it is currently.</p> <p>A Trustee questioned that in the Disciplinary Policy it states that it will be kept on the file for 12 months and then will be moved on to another file. The Trustee queried how long will this be kept?</p> <p>Trustees agreed this needs amending to show this will be taken off the file after 12 months, however this would not be the case with safeguarding.</p> <p><b>ACTION</b> - The CEO to update this and the policy needs to reflect this.</p> <p>All policies were officially ratified, subject to these changes.</p> <p><b>ACTION</b> - The CEO to send to Nathan tomorrow and to go to the schools.</p>	<p>The CEO to amend the Disciplinary Policy.</p> <p>The CEO to send policies to be uploaded to website.</p>
--	--	---

10	<b>Any Other Business</b>	<p>The CEO advised there is a new funding formula arrangement for schools from April for maintained schools but not given to Academies until new financial year. The top up funding for 4 months of funding for our schools is not being given out and is not backdated. Other CEOs and Trust Boards have written to complain and the CEO wanted to raise this with the Trustees and seek permission to add her name to this. At this stage we do not need to do anything. A Trustee checked the figures and it was a difference of £100 per pupil which would mean a loss of £33 for 2000 pupils.</p> <p>Trustees are in agreement for the CEO to add her name to the complaint.</p> <p>Next Steps - A Trustee raised that we need to identify what our growth plans are for the next 12 months and the Trustees need to be involved in this. We have been approached by some more schools and the CEO advised that there are two schools who could not convert with the current four, and the CEO felt it would not be right to step away from them at this stage. It was agreed an online discussion could be held if needed. The CEO advised it takes 9 months from application to conversion and felt it would be unfair to make the two schools wait 18 months. KCC currently do four conversions a month and we have no control over what date we are given.</p>	
11	<b>Matters Considered Confidential</b>	Nothing identified.	
12	<b>Date of Next Meeting</b>	Date of next meeting - The CFO needs finance meetings in April and in June. The Governance Clerk to work with group to see when meetings can be met. Next meeting in July.	The Governance Clerk to advise of next meeting.

There being no further business the meeting closed at 15:49.

Signed:  .

Dated:  .