

BISHOP OTTER ACADEMY TRUST

Minutes of the Meeting held on Thursday 25th April 2022 at 12.30pm

(Held via Zoom)

Present: Jenny Barnard-Langston (JBL) – Chair
Trevor Cristin (TC)
Matt Davis (MD)
David Etherton (DE)
Lesley Hurst (LH)
Martin Lloyd-Williams (MLW)
Claire Rivers (CR)

Apologies: Christine Bartley (CB)
Stephen Paynter (SP)

Welcome to all

Declarations of interest

LBL declared she has two new temporary roles as Chair of Forest Row and Chair of Brighton and Hove Connected Hub.

Apologies for absence

Apologies were received from Christine Bartley, Stephen Paynter was also not in attendance.

Minutes of last meeting

Members reviewed the minutes of the meeting held on 24th March 2022 and approved that they were a true reflection of the meeting. The minutes of the members meeting dated 1 April 2022 were noted.

• **Minutes approved**

Clerk

Matters arising (not covered elsewhere on the agenda)

DE confirmed the articles of association and new trustee appointments had been submitted to companies house.

JBL advised she would like to appoint a Vice Chair for the board of trustees, as good practice. JBL will also be looking at allocating roles to trustees, such as Finance, Risk and Audit Committee members, safeguarding lead etc. If trustees are interested in specific roles they should advise JBL.

MLW asked if SP had an opportunity to meet with DE and Wendy Cooke to discuss the concerns raised at the last meeting. DE advised they are hoping to arrange this very soon, due to the Easter break there has not been an opportunity. DE also noted BLLP are happy to discuss any concerns with SP. It is also proposed the external auditors will be preparing the annual pension statement and annual accounts. JBL advised SP will be reviewing the financial readiness and report back to Trustees any concerns.

JBL and DE noted we will be applying to companies house for the trusts financial end of year to be changed from 30 April to 31 August.

• **Consider and appoint roles to Trustees**
• **Report back to Trustees regarding the trusts financial readiness/systems/practices**

JBL
SP

- **Apply for year end to change from 30 April to 31 August**

Clerk

CEO/Executive Headteacher Report

DE advised the trust will be approaching the associate scheme slowly to ensure due diligence and the right decisions for the trust are made.

A new CEO report format will be provided once schools join the trust. JBL added the report will need to ensure it has all the information trustees need to be informed of and should be called CEO report to save confusion. Executive Headteacher report can be included in the report, as required.

- **New CEO report format once schools join trust**

DE

Progress on school site issue raised by Solicitor

DE advised the trust solicitors were liaising with the site trustees (church wardens) to resolve the matter. Unfortunately, it could not be resolved in time due to the Easter break, which was the reason for pushing back St Nicolas and St Mary's conversion date.

TUPE Meeting at STAP

Union recognition

Union recognition was discussed at the TUPE meeting. The unions were pleased the trust are actively ensuring a union recognition scheme is in place.

DE recommended the trust put in place the Model Agreement for Academies in England which will be an agreement between trustees and the unions. This will be at a cost of approx. £1000 to the trust. TC agreed it would be normal practice to have such an agreement in place and it would be hugely reassuring and important for staff to feel they have their rights protected. JBL noted the importance of Trustees being familiar with the agreements.

Trustees agreed to adopt the model agreement, noting there is a termination period of 12 months.

- **Communicate with union and staff the adoption of the model agreement**

DE

At the St Andrews TUPE meeting staff raised concerns of the change in pay date (from 24th of the month to the last working days of the month), in light of the raising cost of living. It was felt that the last week of the month would be financially difficult for some whom had payments coming out at the beginning of the month. JBL confirmed staff had said it could be managed if provided with enough notice.

Trustees agreed they do not wish to cause any financial difficulties to staff and to keep consistency agreed for DE/SP/JBL review and decide if the pay date can be kept the same, noting to staff that this may have to be revisited in the future to fit with how the finances run for the trust.

- **Review if pay date can be kept to 24th of the month**

DE/SP/JBL

Policies

Child Protection and safeguarding policy

DE noted the policy is based on the template provided on the key for trust leaders and a clear policy is needed to be in place prior to the first school joining the trust. The policy will need to be reviewed annually as the rules change regularly. DE advised it includes Appendix 3; allegations of abuse made against staff. The safeguarding handbook is for information and does not need to be approved by trustees as it is operational.

CR suggested an addition to include safeguarding in the curriculum to ensure all children are considered and help prevent any difficult situations.

MLW noted the absence of vulnerable adults in the policy and questioned if we need to include something to cover them also. DE suggested if a vulnerable adult was working or volunteering at an academy a separate risk assessment would be completed. JBL wondered if it would be best reflected in the staff handbook. CR agreed a risk assessment would be best practice but agreed it could be referred to in another document and cross-referenced back.

DE noted there was some duplication in the child protection and safeguarding policy and the low-level concerns policy that was approved at the last trustee meeting and suggested amalgamating the policies together. The trustees agreed in principle for the final version to be circulated to trustees.

- **Review and include curriculum safeguarding in policy.**
- **DE to look at where best to add a section on safeguarding vulnerable adults**
- **Combine low level concerns policy with the child protection and safeguarding policy and circulate final version to trustees**

DE/CR/MD
DE
DE

Data Protection Policy

DE reported we will need to ensure the trust is registered with the ICO and has paid its data protection fee to the ICO before the conversion date.

DE noted the need to agree a Data Protection Officer. It was suggested the CFO take on this role in the short-term and in due course this could be given to a third party, or as a swap with another MAT. DE asked if this may be something other MATs may consider. TC suggested it be brought to the MAT CEO meeting for discussion.

DE noted parents in maintained schools have the legal right to free access to their child's educational record. In academies they do not. It is proposed in the policy that parents do maintain this right. All trustees agreed it is best to remain open and transparent and to allow parents the legal right to accessing their child's records.

DE advised it would be good practice to appoint a trustee as safeguarding lead. Trustees to consider role and advise JBL if interested or JBL to assign role.

- **Register with ICO and pay data protection fee**
- **Assign role of safeguarding lead to a trustee**

CFO
JBL

Privacy notices

DE advised further information is required at school level and privacy notices will be brought to the next trustee meeting.

- **Privacy notices to be brought to next trustee meeting**

DE

Statement of procedures for dealing with allegations of abuse against staff.

The statement of procedures for dealing with allegations of abuse against staff is included in Appendix 3 of the child protection and safeguarding policy.

External Audit contract

Auditors have been approached to tender their interest, to date we have received two expressions of interest to perform the trusts external audit. CB has advised JBL that she has experience of carpenter box and have found them to be professional and competent and aware they specialised in academy work. DE recommended trustees do not appoint auditors until we have had the opportunity to ask more firms to tender. The national 'Academy Road Show' is on Wednesday and there may be firms interested there.

DE noted trustees appoint the auditors in the first instance and it is reviewed/approved by members thereafter.

JBL requested SP is kept up to date on the tender and appointment of auditors.

- **Approach more firms to tender for external audit**

DE

Finance, Audit and Risk Committee Proposal

DE presented the Finance, Audit and Risk Committee (FRAC) proposal which is based on the national Governance Association model policy. FRAC will need to become two separate committees if turnover exceeds £50m. Turnover of STNM and STAP is approximately £3-4m so the trust would have to have approximately 25+ schools. The Committee will meet three times a year. The first item for FRAC to look at will be to put together an annual schedule.

JBL appointed SP to lead the committee and would like at least two other trustees to join the committee. Trustees to advise JBL if they would like to be a member of the FRAC committee or alternatively JBL to allocate roles.

- **Assign role of FRAC members to trustees**

JBL

Risk Register

BOAT risk management policy

The risk management policy is based on the guidance from the charity commission and ESFA. Once this policy is agreed the risk register can be compiled and brought to the next meeting. Appendix A show example risks from the charity commission.

The trust will also use the DfE's MAT Assurance Framework and Confederation of School Trusts (CST) to identify potential areas of risks in more detail, as well as risks at St Nicolas & St Marys and St Andrews.

The trustees agreed the policy.

- **Compile risk register with guidance from MLW and SP and any suggestions from MAT CEO's forum**

DE

Board of Trustees

Local Governing Body

DE and JBL are in discussions regarding onboarding a trustee from St Andrews. JBL and DE to discuss further with the interested person and will report any updates back to trustees.

Scheme of Delegation

St Andrews have some queries on the scheme of delegation. DE to provide St Andrews with further clarity and guidance. If any suggested changes are raised, they will be brought back to the trustees.

TC noted in light of the latest white paper, there is a push towards localism within MAT's and to be aware that it may change in the future.

DE noted academies will have control over their spend, but it is the trusts responsibility to safeguard resources and the academies responsibility, as always, to remain within the budgets set.

Finance update

TCAF, Support Grant, EFA funding allocation pack update

The TCAF claim for £75k has been approved. Invoices will be submitted this week for the funds.

The support grant of £25k per school has been received. Payments can now be made to solicitors. The Education Skills and Funding Agency (ESFA) funding allocation pack has been provided for St Nicolas & St Mary's. It has the old conversion date, which will need to be changed.

BLLP time and use

Due to the Easter break there has not been much use, this will be provided at the next meeting.

- **Provide BLLP time and use spreadsheet to next trustee meeting**

DE

Staffing

St Nicolas & St Marys leadership update

Governors have appointed Andy Lincoln as Headteacher of St Nicolas and St Mary's. The appointment will be effective from when the school joins the academy. Governors will be looking at filling the Deputy Headteacher role next.

BOAT CFO

DE reported a job role has been created for the CFO role which will be looked at in greater detail with DE/SP. DE note the DFE are clear if a MAT is significantly large the trust need to appoint a CFO with relevant qualifications. Over the next two years BOAT will be working in partnership with IRIS and BLLP which will provide support and guidance. It was agreed the appointment of CFO would be a two-year contract and trustees will review the requirements needed in the CFO role at that time.

- **Review CFO role in two years**

All

AOB

MLW is available to attend the BOAT celebration at St Andrews on 5th July. DE to lock in date.

CR will be an apology for the next trustee meeting on 23 May. JBL asked trustees if they are unable to make a meeting to read papers and provide any comments to her prior to the meeting.

JBL noted it would be useful to meet face to face for some of the trustee meetings at Church House. Clerk and DE to draw up planner for next academic year and book in face-to-face dates at Church House

- **Confirm date for St Andrews celebration**
- **Prepare planner for next academic year**

DE
Clerk/DE

Date of next BOAT meetings

The schedule of meetings and key dates agreed as below:

DATE	MEETING	ATTENDEES
Monday 23 rd May at 12:30pm via zoom	Trustee Meeting	All
Thursday 23 rd June at 12:30pm via zoom	Trustee Meeting	All
BOAT ACADEMISATION DATES AND CELEBRATIONS		
Wednesday 1st June 2022 (during half term)	AGREED TARGET DATE FOR ST NICOLAS & ST MARY'S JOINING BOAT	
Monday 6th June Approx. 2:00pm-3:30pm at St Nics	ST NIC'S JOINING BOAT CELEBRATION	Trustees to confirm availability.
Friday 1st July	AGREED TARGET DATE FOR ST ANDREW'S JOINING BOAT	
Tuesday 5th July Or Wednesday 6th July (PM) Approx. 2:00pm-3:30pm at St Andrews	ST ANDREW'S JOINING BOAT CELEBRATION	Trustees to confirm availability.

Closing Prayer

The meeting closed in prayer and wise words, and JBL closed the meeting at 1:36pm.



Jenny Barnard-Langston
Chair of Trustees