

Minutes of the Meeting held on

Monday 6 February 2023

(Held via Zoom)

Present: Jenny Barnard Langston (*JBL*) – *Chair*
Christine Bartley (*CB*)
Wendy Cooke (*WDC*)
Trevor Cristin (*TC*)
Matt Davis (*MD*)
David Etherton (*DE*)
Lesley Hurst (*LH*)
Archdeacon Martin (*ADM*)
Claire Rivers (*CR*)
Caroline Byrne (*Clerk*)

Apologies: None

1. Welcome and Opening Prayer

JBL welcomed all to the meeting and MD opened the meeting with prayer.

2. Declarations of interest

No new interests were declared.

3. Apologies

It was noted WDC needs to leave the meeting at 7:20pm.

4. Minutes of previous meeting

The minutes of the board meeting on 15 December 2022 were approved and the minutes of the meeting on 17 December 2022 were approved with the following amendment: Change ‘teacher school hub’ to ‘hub of educational excellence’.

Trustees noted the minutes provided for information.

5. Matters Arising

There were no matters arising that is not already covered in the agenda.

6. FARC update

6.1. BLLP agreement

CB advised the FARC members had discussed the BLLP agreement and agreed in principal to continue for a further year. It was noted the BLLP relationship had been very beneficial this past year.

6.2. Internal control

CB provided an update following the FARC meeting in January and advised:

- The committee had agreed the internal scrutiny programme on 25 November, since then the programme had been amended slightly to alter the schedule and ensure the appropriate auditors are appointed to remain compliant.
- The FARC will provide an overview of any internal scrutiny undertaken to the board with assurance of expertise.
- BLLP have been asked to complete internal scrutiny, according to the current schedule 'cash' and 'bank' processes should have already been reviewed. It was noted the program was a bit behind and there is some urgency for the review to be carried out.
- Risk register:
 - The FARC agreed fraud should be added as a financial risk.
 - The pupil numbers risk has been downgraded; further information has been requested.
 - TA recruitment and retention had been added due to their rate of pay.
 - Two risks had been raised due to the production of management accounts.
 - A set of manual accounts have since been produced and circulated to the FARC to help mitigate this risk.
 - Highlighted the current risk due to the Trustee with financial expertise vacancy.

6.3. Finance planner

The finance planner provides one place for all finance related tasks and show the current priorities at a glance.

7. CFO Report

WDC confirmed BLLP have agreed to continue the relationship for a further year and their CFO would be attending the office this week to schedule in internal scrutiny for the remainder of this term.

7.1. Management accounts

WDC has provided an up to date set of accounts to FARC members following their meeting on 25 January 2023 which provides a better picture of BOATs current balances. It was noted staffing is the current biggest overspend with a deficit due to the pay increase carried forward. Next month's accounts will show a clearer picture of the salaries budget. Any queries relating to the management accounts can be emailed to WDC.

MLW highlighted each set of accounts were presented quite differently which makes it very difficult for trustees to compare and see a true reflection of the current status of the trusts financial situation. WDC confirmed the date at which the accounts are prepared has a large impact on balances of accounts as there can be a gap between receiving income to monies being reconciled with the bank statements. MLW also requested clarification of what 'other income' includes.

- **Provide a breakdown of 'other income' to Trustees**

WDC

CB noted management accounts are being uploaded on a monthly basis and can be looked at between meetings.

MLW asked what mechanisms are in place for trustees to be informed when the trust is in a critical financial situation as it was noted the current balance of £11,805.00 is quite low. DE confirmed Trustees would be informed immediately, and a plan put in place.

MLW asked the timescale for filling the current trustee vacancy to mitigate risk. JBL confirmed it is a high priority and was being looked at to fill as soon as possible.

MLW also suggested the risk register be shared with all trustees.

- **Share the risk register with all trustees**

Clerk

WDC confirmed the £20k + relates to the breakfast/after-school club income which is received termly.

7.2. Pay proposal update

Schools are finding it increasingly difficult to recruit TAs partly due to low pay compared to other sector jobs. It was noted WSCC and some other trusts are considering the rate of pay for support staff. DE to review TA pay and bring a proposal to trustees for consideration.

- **Review TA pay and bring proposal to Trustees for consideration**

DE

MLW noted any benchmarking and proposal must be affordable and sustainable.

7.3. TCAF

DE advised trustees the DfE required an audit on the expenditure of the TCAF funding. The auditors have completed the audit to be signed off and will then be submitted to the DfE. An audit was unexpected and the cost for an audit will be built into funding in the future.

8. CEO

DE highlighted the uncertainty in education with the school bill being dropped and the white paper remaining as well as the prospect of a general election likely to slow down the number of conversions.

8.1. Industrial action

No update.

8.2. Financial management and governance self-assessment (FMGS) audit

The audit went well, a large quantity of documents were provided and the two main recommendations were to; establish a sound internal control framework and to fill the financial trustee vacancy.

Trustees approved the FMGS for submission.

8.3. School resource management (SRM) self-assessment checklist

CB requested clarity on how trustees can be assured actions were fully implemented where we have marked the action as part or partially met. DE confirmed trustees would be updated on the status of these actions at the next meeting.

- **Provide status update on SRM self-assessment actions at next FARC/Board meeting.**

DE

The check list can also be used as a tool for the finance trustee interviews.

Trustees approved the SRM self-assessment checklist.

8.4. Growth update

DE noted schools are not as far forward about becoming an academy as was hoped, with some schools on hold. BOAT are following up on conversations following the diocesan MAT roadshow and DE had visited one governing body and will be speaking with a group of heads at end of term. DE will be attending the WSCC MAT event on 9 March 2023.

BOAT are keeping a tracker of contact with schools and have scheduled a couple of RE events which will be reaching out for other schools to join and share in these events.

It was reported there has been no contact from Brighton & Hove schools. DE will be meeting with 2 heads at the end of term. Governors will ultimately make any final decision. DE suggested the opportunity for 1-2 trustees to host a meeting with chairs of governing bodies. BOAT are currently collecting chair of governing bodies contact details.

MLW suggested Partnership and Growth be at the beginning of the CEO report as it is a top priority of the trust with a need to be a multi academy trust before the end of the summer term or at least a strong indication towards that. MLW would be happy to attend any meetings with heads.

- **Consider hosting a meeting with chairs of LGBs**
- **Put Partnership and Growth at the beginning of the CEO report**

JBL/Trustees
DE

MLW suggested the addition of a KPI on the number of schools in the trust in 1-2-3 years. If there is no movement sooner rather than later there is a risk of ‘why aren’t people joining’ to reputation.

CR asked how and if the trust were linking with schools further afield. DE noted some of the professional development courses were online so that it is accessible to schools that are not in close proximity.

CR suggested teachers of STNM consider completing an NPQ, which provides a fantastic development opportunity, with them only expected to be free for another few years. DE is will be completing and NPQ in Executive Leadership this year. CR also mentioned a number of other development opportunities that could be available with contact.

- **Recommend to STNM Headteacher more staff take up the free NPQ’s available**
- **Discuss potential development opportunities for staff**

DE
DE/CR

CR noted the results of the survey with staff was mostly neutral and suggested the facilitation of training opportunities would provide a more positive outcome.

DE advised the diocese have requested support with a school in East Sussex, the trust have planned carefully and are able to provide the flexibility and capacity to support the school in need. It has been noted East Sussex CC are very grateful for the Diocesan/BOAT support for a struggling school, which is hoped will go a long way in future discussions.

JBL declared her chairship of the LGB in which DE was supporting in East Sussex.

Trustees discussed the localities of schools which would fit BOAT.

9. Policies

9.1. Schedule of policies

The schedule of polices was noted.

9.2. Behaviour principles written statement

Trustees approved the behaviour principles written statement with the addition of reference to the PSHE and RSE policies.

9.3. Contingency business plan

Trustees approved the contingency business plan.

9.4. Covid & Long Covid Procedure

DE advised trustees the JCNC met in January and Unions have recommended the trust adopt the covid & long covid procedure. DE had noted at the JCNC the adoption of the policy could bankrupt the trust with up to 12 months full pay for staff. Trustees were concerned with separating covid from all other long-term illnesses. DE will consult with other trusts on the matter.

- **Consult with other trusts on covid policy and bring back to trustees**

DE

MD left the meeting at 7.21pm.

10. Local Governing Board appointments

10.1. STNM Local Governing Board membership

Trustees approved the updated terms of reference for the STNM local governing board membership.

10.2. Appointment of parent Governor Amy Jenkins

Trustees approved the appointment of Amy Jenkins as parent governor for a term of four years.

10.3. Re appointment of Helen Harvey & Sue Emberlin

Trustees approved the re appointment of Helen Harvey and Sue Emberlin for a further term of four years. These appointments were backdated to run consecutively from the date of their last terms expiry.

Helen Harvey to be appointed for 4 years from 14 December 2022.

Sue Emberlin to be appointed for 4 years from 18 November 2022.

- **Develop an induction pack for LGBs.**

DE

11. St Nicolas & St Mary CE Primary

11.1. Quality of education

No update.

11.2. Premises

DE advised trustees emergency repairs are being completed on the STNM roof to ensure it is watertight through the winter period. These repairs are temporary until we hear the outcome of the CIF bid.

There have been delays to the project of refurbishing the Ark due to insurance surveyor. The areas of risk are being managed confidently.

11.3. Safeguarding

Nothing to report.

12. Board of Trustees

12.1. Trustee vacancy

Trustees discussed the two current candidates for the role, DE to provide summary of candidates to JBL and JBL to follow up.

- **Provide summary of candidates to JBL**
- **Follow up with candidates**

DE
JBL

12.2. Membership makeup

It was noted that the trust currently only have three members, with Gabrielle Higgins sitting as both the Diocesan Corporate Member as well as a person appointed by the Diocesan Corporate Member. The DOCET Board have appointed Bishop Will the 'human face' of DOCET to allow for four members rather than three. Any fifth member would need to be appointed by members.

- **Prepare welcome letter for Bishop Will**

Clerk

13.AOB

JBL reminded DE to circulate target paperwork following the performance management meeting.

- Send performance management paperwork and target to panel

DE

14.Dates of next meetings (Appendix 1)

The dates of the next meetings are listed below.

15. Closing Prayer

MLW closed the meeting in prayer.

Appendix 1

Date of next BOAT meetings

DATE	MEETING	ATTENDEES
27 March 2023 St Nicolas & St Mary CE Primary, 6pm – 8pm	Board Meeting	All
20 April 2023 St Nicolas & St Mary CE Primary 10am – 11:30am	CEO Performance Review	Jenny, Claire and Archdeacon Martin
27 April 2023 Online, 12pm - 2pm	Finance, Audit and Risk Committee	FARC Committee Members
23 May 2023 Online, 6pm - 8pm	Board Meeting	All
19 June 2023 Online, 12pm - 2pm	Finance, Audit and Risk Committee	FARC Committee Members
10 July 2023 Church House, Hove, 6pm – 8pm	Board Meeting	All
4 December 2023 Church House, Hove, 6pm – 8pm	Annual General Meeting	All

The Chair closed the meeting at 7:37 pm



Christine Bartley

Chair, Finance, Audit and Risk Committee