

Minutes of the Meeting held on

Tuesday 23rd May 2023

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*)

Apologies: Claire Rivers (*CR*)

1. Welcome and Opening Prayer

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

2. Declarations of interest

No new interests were declared.

3. Apologies

Apologies were received from Claire Rivers, whom had sent through comments on the meeting papers.

4. Minutes of previous meeting

The minutes of the board meeting on 27th March 2023 were approved.

Trustees noted the minutes from the FARC and JCNC. It was noted the JCNC was a positive and constructive forum, trustees are welcome to attend if they would like. JBL suggested it would be beneficial to seek other trusts CEOs take on matters raised by Unions which could be done at the diocesan trust meetings. DE noted the trust are awaiting to hear the outcome from WSCC consultation on TA pay. Recognition of LA service for sickness absence purposes (new recruits) will be brought to the June FARC for consideration.

DE advised the two main items discussed at the LGB were the Ark building refurbishment, which will need to be vacated for twelve months and eight classrooms moved to a temporary on site building. Both staff and governors have received it well. The LGB also discussed their finances in which St Nicolas & St Marys face a difficult scenario of reducing staff levels to ensure budgets are balanced. The headteacher at St Nicolas & St Mary has been excellent in taking a lead on this situation with support from the executive headteacher/CEO through benchmarking.

Recognition of LA service for sickness absence to be considered at June FARC.

DE

Circulate date of next JCNC meeting to trustees whom are welcome to join if they wish.

CBy

5. Matters Arising

The following updates were given from matters arising from the last meeting; 27th March 2023:

Paragraph ref	Action	Comments
6.1 Growth update	Check with JBL if she was happy with that level of information sharing.	JBL confirmed she is happy for trustees to be kept informed of the status and conversations being held with schools. Any sensitive information can be included in confidential minutes.
6.1 Growth update	Growth be a separate confidential paper at future meetings.	DE to circulate growth paper after the meeting and paper to be included as a separate confidential item at future meetings.
6.1 Growth update	DE to join the WS, ES and B&H Collaborative Network. CR to find out a contact.	DE has been invited to attend the next Sussex/Brighton and Hove Learning Collaborative Network meeting on 4 July 2023.
6.2 Update on support	Ask JBL for an update on potential candidates.	See agenda item 12.b
8.1 Schedule of policies	Procurement Rules and best value for money: to be presented at FARC	See agenda item 8.b
8.1 Schedule of policies	Scheme of Delegation: finance section to be reviewed and approved at FARC	See agenda item 8.b
8.1 Schedule of policies	Scheme of Delegation: to be reviewed and approved at next Trustee meeting	See agenda item 8.b
9 Financial Management and Governance report	Internal control assurance on next FARC and Trustee meeting agendas	First round of internal scrutiny reports received from BLLP covering five areas.
10 School Resource Management self-assessment action plan	School Resource Management Self-Assessment Action Plan to be brought back to Trustees to monitor progress of action plan.	See agenda item 9.
14 Dates of next meetings	Date for Trustee/STNM Governor informal meet.	Scheduled for Monday 10 July at 5:30pm (just prior to the next board meeting). Governors invited to stay for the board meeting as observers.

6. CEO Report

DE presented his report and highlighted the main items for trustees consideration were:

- The board co-opt a trustee with financial expertise as soon as possible – To be discussed under agenda item 12.b.
- Monitor establishment and outcomes of internal control – The first round of internal scrutiny reports have been circulated today and management comments will be provided at the June FARC.
- Drive opportunity for growth.
- Consider St Nicolas & St Mary leadership proposal (see item 6.1).

DE to provide responses to CR comments on CEO report to Trustees following the meeting.

Circulate responses to CR comments on CEO report to Trustees.

DE

6.1. St Nicolas & St Mary CE Primary leadership proposal

DE presented a proposal to create a temporary (12 month), part time post of Assistant Headteacher for St Nicolas & St Mary to increase capacity to allow for secondments, oversee the day-to-day building refurbishment project and have the capacity to work with schools joining the trust.

The role would also have a focus on curriculum development, provide professional development and retention for experienced staff as well as value for money as the estimated cost to school would be c. £1000 which would be taken out of the monies provided by KIER for leadership time on the refurbishment project.

Trustees raised the following comments:

- Concerned how it would be viewed by staff that the leadership structure was being increased whilst the support staff FTE was being decreased.
- Questioned whether another member of SLT was required, it was understood the Executive Headteacher/CEO would take on the role of managing the refurbishment project.
- Questioned if there would be additional costs to back fill contact time of the staff member.

DE confirmed that the leadership structure (FTE) was comparable to other schools which can be seen in the recent benchmarking report. The Ark project is taking a large proportion of time with a trust member needed to attend site meetings to discuss day to day issues of the project and suggested the CEOs time would be better spent overseeing the project at a high level. It was suggested the additional role would not deal with the project but release a proportion of a more experienced member of SLT's time to do so. DE highlighted he felt it worth taking the risk to approve the additional temporary leadership structure to have the capacity to generate income through secondments and provides the trust with a strategy for growth.

Trustees agreed to delegate the decision of the St Nicolas & St Mary Primary leadership proposal to the FARC. DE to articulate what the capacity will provide at a strategic level, release a consultation of the leadership proposal to staff and bring the proposal and staff comments back to FARC for consideration.

Present internal scrutiny reports with management responses to June FARC.	DE/WDC
Submit a St Nicolas & St Mary Primary leadership proposal to the FARC in June.	DE

6.2. Growth update

See confidential part 2 minutes

7. FARC update

7.1. Chair of FARC update

CB highlighted the two main risk areas identified at the FARC where the internal control timetable slipping due to an external trusts inability to schedule the scrutiny. This has now been resolved and five areas have now been reviewed and recommendations and managements comments will be reviewed at the next FARC meeting. Trustees are now also in receipt and comfortable with the scrutinisers background and qualifications showing their level of expertise. It was noted there are still a number of items allocated to others/trustee with financial expertise which will need to be looked at.

DE advised he is meeting with the CFO of BLLP to sign off on the BLLP agreement.

The other risk highlighted at the FARC; due to the financial issues all schools are experiencing the trust will be dipping into its reserves to cover the increase in utilities and staffing costs. The FARC raised the likelihood of 'inadequate reserves and cashflow' from 2 to 3 as a result of reserves being reduced.

7.2. CFO Summary

WDC noted the CFO summary presented to the FARC; with the following additions:

- Reserves will be used to cover the unexpected staffing costs and rise in utilities.
- The CFO has been working on the interim audit and budget for next year. Budgets have been set with a lump sum increase for support staff and 5% increase for teachers. All budgets have been cut, with very prudent spend planned for next year. Staff have been very supportive and understanding considering the circumstances.
- With the planned reduction in staffing the budgets are set to balance and the school will be looking at how they may generate additional income to be able to increase support staff FTE.
- The Headteacher is undertaking interviews with all support staff on temporary contracts to be considered after the half-term break.

- Management accounts for March have been uploaded. The CFO will upload April’s management accounts with commentary shortly.
- DE noted the CIF bid for roof repairs at St Nicolas & St Mary has been unsuccessful. DE has discussed with the consultants whom submitted the bid on behalf of trust and they will be appealing and potentially rebidding for the trust. The capital grant will be reserved to make any emergency repairs to patch up the roof until a time a bid is successful.

8. Policies

The following policies were approved with no changes:

- Capability of staff
- First aid
- Freedom of information
- Health & safety
- Uniform

Trustees approved the scheme of delegation subject to the removal of commentary and deletions as annotated. Trustees delegated the decision on the headteachers BACS limit to the FARC.

FARC to set Headteachers BACS limit.

FARC

Trustees approved pages 1-6 of the staff code of conduct and delegated additional guidance to the LGB. DE to ensure linked policies in sync.

Trustees approved the driving policy and appendices (Driving quick policy and Management of driving at work) with the intent that these appendices are absorbed into the main policy at a future review. DE to review if the ‘Educational visit policy’ and ‘seatbelt policy’ referred to under 10.1.4 are a live trust policy. JBL suggested the source of the policy is a footnote rather than at the top of the document in this instance.

9. School Resource Management Self-Assessment action plan

DE noted the School Resource Management self-assessment action plan and that all items are on track to be completed by the end of the year.

Provide an update on the School Resource Management Self-Assessment Action Plan to the next trustee meeting. When referencing minutes note the meeting and date.

DE / CBy

10.Data protection – annual report

The first data protection annual report for trustees’ information was noted. The Data Protection Officer for the Trust is DE as CEO and the HeadTeacher for the school. The trust to consider external data protection support.

Consider external data protection support for the trust

DE

11.St Nicolas and St Mary CE Primary

- Safeguarding:** Nothing to report.

12.Board of Trustees

12.1. CEO mid-year review

JBL advised the CEOs mid-year review had taken place providing DE with development and support.

12.2. Trustee Vacancy

JBL advised trustees of MD’s intention to step down as trustee. MD has been with the trust through considerable change and has contributed greatly. JBL wished MD all the best and hopes he continues to follow BOAT in his prayers. DE thanked MD for his time and support both as a trustee and personally from the St Clements proposal, to providing insightful thoughts for the day at staff inset days to getting boat sailing to today. MD thanked all for his time with BOAT which he has thoroughly enjoyed.

JBL proposed the appointment of Mark Brunet as a co-opted director to fill the vacancy of a trustee with financial expertise. Mark is currently a trustee of Aurora Academies Trust with current employment as a Buildings Officer for the Diocese of Arundel and Brighton as well as consultant for his own business Education Business Management.

All trustees approved the appointment of Mark Brunet as a co-opted director as of 23 May 2023 for a term of four years.

It was noted the second candidate had since withdrawn their application due to a recent onset of a medical condition.

MLW left the meeting at 8:03pm

12.3. Skills and training

All trustees will be asked to undertake a skills audit. Trustees are to inform the clerk of any relevant training undertaken to ensure records are kept up to date.

Circulate skills audit for trustees competition.

clerk

13.AOB

JBL noted the re/appointment of chair and vice chair will be undertaken at the July board meeting. Trustee to consider if they are interested in the appointment and inform clerk/JBL.

Consider appointment of chair/vice chair and inform JBL/Clerk if interested

Trustees

14.Dates of next meetings (Appendix 1)

14.1. Date for Trustee/STNM Governor informal meet

Scheduled for Monday 10 July 2023 at 5:30pm at Church House with refreshments. Governors have been invited to stay and observe the meeting which commences at 6pm.

14.2. Proposed 2023-24 meeting schedule

Trustees to note proposed 2023-24 meeting schedule and advise clerk of any preferred changes.

Trustees

15. Closing Prayer

MD closed the meeting in prayer.

Appendix 1

Date of next BOAT meetings

DATE	MEETING	ATTENDEES
19 June 2023 Online, 12pm - 2pm	Finance, Audit and Risk Committee	FARC Committee Members
10 July 2023 Church House, Hove, 5:30pm – 6pm	Governors Informal pre-meet with Trustees 5:30pm Board Meeting 6pm – 8pm <i>Governors invited to stay as observers</i>	All
See 2023-24 meeting schedule for proposed dates.		

The Chair closed the meeting at 8.10 pm



Jenny Barnard-Langston
Chair of Trustees