

BISHOP OTTER ACADEMY TRUST

Minutes of the Meeting held on Thursday 24th March 2022 at 12.30pm

(Held via Zoom)

Present: Jenny Barnard-Langston (JBL) – Chair
Christine Bartley (CB)
Matt Davis (MD)
David Etherton (DE)
Lesley Hurst (LH)
Martin Lloyd-Williams (MLW)
Stephen Paynter (SP)
Claire Rivers (CR)

Apologies: None

Welcome to all

Declarations of interest

No new interests were declared.

Apologies for absence

JBL advised she would need to leave the meeting at 1:30pm.

Minutes of last meeting

Members reviewed the minutes of the meeting held on 17th February 2022 and approved that they were a true reflection of the meeting.

• **Minutes approved**

Clerk

CEO/Accounting Officer Interview / appointment outcome

DE left the meeting. JBL reported to trustees that Ruth Cummings from the Diocese had taken the place of MLW, LH and herself had undertaken the interview for the CEO/Accounting Officer vacancy. The interview was rigorous setting out clear expectations of the role and the developmental and training that would need to be completed. JBL reported that she would monitor DE and the areas highlighted for further training and development and expect DE to access the required training at an appropriate level. The Trust Board would, as well as holding the CEO to account will support him in his development. It was highlighted the CEO role could not be a full-time position as the trust currently stands financially but the role would also include the Executive Head position. JBL recommended to the trustees to agree the appointment of DE as CEO/Accounting Officer of the Trust.

MD queried what roles DE would be undertaking on the days he is not undertaking his role as CEO/Accounting Officer. JBL confirmed that he would be continuing his role as Executive Headteacher.

Trustees agreed the appointment of DE as CEO/Accounting Officer for the trust.

DE rejoined the meeting. JBL congratulated DE on his appointment.

Matters arising (not covered elsewhere on the agenda)

There were no matters arising.

Executive Headteacher Report

The Trustees noted the Executive Headteacher Report. DE highlighted we are expecting the DFE to publish a white paper very soon, it is anticipated there will be encouragement with a set target for schools to join trusts and become academies by 2030.

DE will be looking at the format of his reports and asked Trustees to provide any CEO report templates they have may access to, to help create a new template.

LH raised the need to establish a Risk and Audit Committee and compile a risk register, listing the void of an accountant as a risk.

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| • Trustees to send any CEO templates they have access to, to DE | ALL |
| • DE to draft Risk and Audit Committee proposal | DE |
| • DE compile risk register and circulate | DE |

TUPE Meeting at STNM

The St Nicolas and St Mary's TUPE meeting went well. Some questions were raised which are being looked into.

Union recognition

The unions did not raise any concerns and suggested we have a union recognition scheme. This will be discussed at a further trustee meeting.

St Andrew's TUPE meeting will be held on Wednesday 30th March at 3:30pm. LH agreed to attend to represent the trust.

Associate Partnership Scheme

Policy, criteria and Proposal

Trustees discussed the Associate Partnership Scheme and agreed there should be a maximum of two associate schools at any time.

The trustees agreed the model policy in principal, to be reviewed for each partnership.

The Trustees discussed the potential of making St Andrew's an associate partner for the one to two month period before they join BOAT. It was agreed the admin would be laborious for the period and agreed to instead update the MoU with St Andrew's to be between BOAT trustees and St Andrew's Governors stating the 'partnership' between the two.

The two Brighton schools interested in becoming an associate member of BOAT were discussed. It was agreed the first two schools need to be in place before any additional schools can become associate members. All schools applying to become an associate member will need to fit the values and ethos of the trust and ensure there are no potentially large risks.

JBL left the meeting at 1:31pm and passed the chairing of the meeting to LH.

Policies

Policy on Policies

The purpose of the policy on policies is to outline how we manage policies within the trust; with a clear level of delegation and an effective process for developing and reviewing policies. It was suggested it may be

useful to designate individual trustees with specific policy areas as a better management of time so not all trustees had to review every policy.

Complaints, Whistleblowing, Low level concern policies

DE advised all policies were circulated to Governors and SLT to provide them with an opportunity to review and provide comment. DE confirmed the policies were taken from the Key for MAT leaders and are therefore compliant with the latest regulations.

Trustees approved the adoption of the Complaints, Whistleblowing, and Low-level concerns policies.

BOAT Vision and Risks

The core BOAT vision has been in place for some time. Governors of both St Nicolas & St Mary's and St Andrew's completed an exercise to review the extended vision which includes finance, wellbeing, professional development and other areas at the joint governors meeting.

It was agreed a trustee would be allocated for each section to take a look at in greater detail and bring back to discuss a couple of sections per trustee meeting.

The trustees suggesting rephrasing these sections as they were not the core vision but a development plan, showing our aspirations for each area.

SP will review the Finance 'vision', CR to take the lead on Professional Development 'vision', MLW to take lead on Wisdom for Life and Wellbeing.

Other trustees to have a look at the document in greater detail and confirm to Caroline which sections they will take the lead on.

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| <ul style="list-style-type: none">• Trustees to advise Caroline which areas of the vision they will take the lead on reviewing. | Trustees |
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Board of Trustees

Trustee responsibilities and expectations

To be discussed at a further meeting to identify further training needs. LH advised Mike Simmons, from the Diocese is currently developing training for Trustees of MAT's which will be provided to BOAT Trustees in due course.

Update re Memorandum and Articles of Association

The Memorandum and Articles of Association will be going to the members meeting on 1 April for approval.

Update on Scheme of Delegation

The scheme of delegation has been reviewed by staff and governors with some minor amendments. It will be continuously reviewed.

Update on Trustee appointments

Claire Rivers appointment as Trustee has been approved by the diocese, and will be brought to the members meeting on 1 April 2022 for final approval.

JBL has also been in discussion with Richard Quirk, Chair of Governors at St Andrew's regarding onboarding an 8th BOAT trustee.

Local Governing Body

DE confirmed a review of the LGB terms of reference, timings and meeting cycle will need to be undertaken. Any suggested changes will not take place until 1 September 2022 to allow for a transition period.

Finance update

BLLP Memorandum of Understanding (MoU)

The MoU sets out how BLLP will support BOAT. It was advised the agreement is pay as you go on a day rate. CB asked if the costs and use could be monitored and reported to Trustees monthly. The MoU was approved by Trustees.

SP raised concerns regarding the sizable risks of not having relevant staffing and systems in place to undertake the essential financials with monthly detailed cash flow reports required, budget plans, and end of year accounts fast approaching. SP stressed the importance of ensuring we have the necessary skills in place to meet the requirements and deadlines. All these resources and systems need to be in place before go-live. DE confirmed IRIS have completed several days training and the necessary processes and systems were in place.

SP queried whether the bank accounts were set up correctly and ready for use. JBL confirmed she had been approached to confirm her identity for this.

SP advised if auditors need to be appointed, they will need to be booked in very soon.

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| <ul style="list-style-type: none">• SP to visit STNM and go through financial readiness with DE and WC and report back to Trustees. | SP/DE/WC |
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TCAF, Support Grant, EFA funding allocation pack update

The TCAF claim for £75k has been submitted. On receipt of the fund, invoice payments can be made.

We are currently awaiting receipt of the school support grant and the Education Skills and Funding Agency (ESFA) funding allocation pack will be provided closer to conversion date.

Staff absence insurance

Trustees looked at the proposed staff absence insurance quotes. LH queried if we would be covering pre-existing conditions. DE confirmed an audit of staff was completed and cover of pre-existing conditions would not be cost-effective. The Trustees agreed to proposal to purchase insurance from NAHT Wellness and protect.

HR & Payroll

DE advised the quotes for the HR & Payroll packages were as follows:

- Local Authority: £23k
- PSP: £28k
- Every (HR): £5,250
- Data plan (Payroll): £5,250 plus £4 per pay slip

DE advised BLLP are currently constructing their own payroll system, but it would not be ready until September 2022. DE recommended purchasing Every and Data Plan for our HR and Payroll software.

Helen Harvey has been through the package in great detail, has used the software and is a good resource if we needed additional support. SP confirmed it was a good payroll choice, £4 per pay slip is an average price and the Every HR system is also an average price.

Trustees agreed the purchase of Every and Data Plan however, CB requested the options discussed in writing for completion.

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| <ul style="list-style-type: none">• DE to proceed with purchase of Every and Data Plan• DE to provide Trustees with payroll and HR systems considered and recommendation. | DE
Trustees |
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Staffing

St Nicolas & St Marys leadership update

A consultation of the St Nicolas and St Marys leadership structure had been undertaken and approved the movement from Headteacher-Associate Headteacher -Assistant Headteacher (x2) to Executive Head-Headteacher – Deputy Headteacher.

Governors are in the process of appointing the St Nicolas and St Mary’s Headteacher. The appointment will be effective from when the school joins the academy.

Proposed BOAT structure

SP with DE will look at the role of CFO and report back to Trustees.
DE advised the BOAT structure would consist of a core team of three members; CEO/Accounting Officer, CFO and admin/Clerk.

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| <ul style="list-style-type: none">• Consider requirements for CFO role and report back to Trustees | SP/DE |
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AOB

Website update

No update.

Governors Hub

The Trustees agreed it was not the best time to put a new system in place. Keep on hold and on agenda for next meeting.

Email

The Trustees agreed to begin using their boat.academy email accounts from 1 April to ensure we are compliant with GDPR.

DBS

Trustees were reminded to provide relevant ID to complete DBS checks.

Date of next BOAT meetings

The schedule of meetings and key dates agreed as below:

DATE	MEETING	ATTENDEES
Wednesday 30 March at 3:30pm at St Andrew’s	TUPE Meeting (St Andrew’s)	Lesley Hurst to attend.

Thursday 31 March 2022	St Nicolas & St Mary's headteacher interview	One trustee to take part.
Thursday 31 March 2022 at 4:30pm via zoom/teams	Diocesan Briefing	All?
Friday 1 April at 1:00pm via zoom	Members Meeting - Articles of Association and Trustee Appointment	Members
Monday 25 th April at 12:30pm via zoom	Trustee Meeting - Any final decisions required pre-academisation.	All
Monday 23 rd May at 12:30pm via zoom	Trustee Meeting	All
BOAT ACADEMISATION DATES AND CELEBRATIONS		
Sunday 1 st May 2022 (Weekend)	AGREED TARGET DATE FOR ST NICOLAS & ST MARY'S JOINING BOAT	
Tuesday 3 rd May Approx. 2:00pm-3:30pm at St Nics	ST NIC'S JOINING BOAT CELEBRATION	Trustees to confirm availability.
Wednesday 1 st June (during half term)	AGREED TARGET DATE FOR ST ANDREW'S JOINING BOAT	
Monday 6 th June Approx. 2:00pm-3:30pm at St Andrew's	ST ANDREW'S JOINING BOAT CELEBRATION	Trustees to confirm availability.
Monday 6 th June	RESERVE DATE #1 FOR ST NIC'S JOINING BOAT CELEBRATION	
Friday 1 st July	RESERVED DATE #1 FOR ST ANDREW'S JOINING BOAT CELEBRATION	

Closing Prayer

The meeting closed in prayer and wise words, and LH closed the meeting at 2:00pm.



Jenny Barnard-Langston
Chair of Trustees