

BOARD OF TRUSTEES

Minutes of the meeting held at 4.00pm on 8 July 2019

Present:

E D'Souza (Chair)	S Healey Pearce
S Daley (Vice Chair)	S Clarke
R Inman	K Points
J Gazzard	J Wakelam
A Maltpress	N Savvas (CEO)

In Attendance:

- S Jones, Chief Financial Officer
- S Graham, Interim Group HR Director
- R Stevenson, Group Operations Director
- M Firth, Chair of One LGB (Observer)
- J Bridges, Trust Secretary

1 Declaration of Interests

Trustees confirmed that they had no conflicts of interest to declare in relation to the items of the agenda. The Vice Chair, C Higgins has declared an additional interest for the Trust Secretary to record. This bears no relation to the items of the agenda.

2 Apologies for absence

Apologies for absence were received from S Howard, C Higgins, D Wildridge and C Ridgeon.

3 Minutes of the meetings held on

i. 29 March 2019

The minutes of the meeting (minute book pages B711-B717) were agreed as a correct record. **Proposed** by J Wakelam and **seconded** by S Clarke.

ii. 16 May 2019 – Working Group meeting

The minutes of the meeting (minute book pages B718-B721) were agreed as a correct record. **Proposed** by R Inman and **seconded** J Wakelam.

4 Matters arising from

i. 29 March 2019

The matters arising from the meeting were summarised in the report (minute book page B722) and all actions reported had either been completed or, where appropriate an update had been provided on progress elsewhere on the agenda.

ii. 16 May 2019 – Working Group meeting

The matters arising from the meeting were summarised in the report (minute book pages B723-B725) and all actions reported had either been completed or, where appropriate an update had been provided on progress elsewhere on the agenda.

It was noted that there is an intention, at the request of the Trust, to register a company with companies house to secure the Eastern Colleges Group Ltd. There was concern that the cost to register the company was excessive through an agent however domain names have been secured although the primary choice ac.uk is not available. The Board permitted delegated power to

Action

the CFO to register the company with Companies House not exceeding an estimated cost of £1K.

SJones

The Interim HR Director confirmed that the job descriptions of those with dual roles within the Eastern Colleges Group are in draft and service standards of these functions are being planned and determined. Progress will be shared with the Common Services Task and Finish Group for reporting up to the board.

It was noted that the service level agreement detailing the work/expectations of the CEO, CFO and Clerk are to be more generic, acknowledging that some aspects of detail are excessive in requirement. It was suggested that the Related Party Transaction Committee is scheduled to meet termly to pick up any amendment/review of current SLAs. The Trust Secretary will look to schedule these into the annual calendar of meetings.

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5 Committee Chairs' Summary Reports

5.1 *Finance Overview*

Trustees received and considered the report (minute book page B726).

Overall, the financial position is positive with a good financial performance at month 9 (May 2019) and a confident forecast for an operational surplus at the year-end that will be in excess of the original budget. The forecast surplus for 2018/19 is expected to be £184K compared to the budgeted £6K.

It was noted that there are no emerging issues of financial concern for the year, cash balances are healthy at over £2m and investment in the premises and ICT infrastructure above budget (funded from reserves) which started in the last financial year, are still being undertaken.

The Project Development Grant (PDG) for the Abbeygate Sixth Form College project still has funds available for the remaining planned spend but is forecast to be fully spent by the time the academy opens. Curriculum materials and equipment for the start of the year are being purchased over the summer in advance of the year start, although will be funded from the 2019/20 revenue budget.

5.2 *Audit Overview*

Trustees received and considered the report (minute book page B727).

The risk register of the Trust identifies the key risks to the Trust in the academic year. The register uses a 3 x 12 matrix and measures the level of Financial, Operational, Reputational and Compliance risk to determine the level of risk impact. Likelihood is measured on a level of 1 to 3. The register currently identifies one red, four amber, three yellow and seven green status risks. We are planning to evolve our risk management by introducing a Board Assurance Map similar in approach to that developed and used by West Suffolk College.

The Chair of the Audit Committee, R Inman, reported that there had been concern raised at the recent Committee meeting concerning the absence of adequate GDPR reporting for the Trust. As a consequence, it is proposed that the Trust contracts the services of the DPO Centre (external to the Trust) to take on the role of the DPO for SAT, Abbeygate and One Sixth Form Colleges (3 entities). This will release the responsibility from D Townsend who is currently registered with the ICO as the DPO for both SAT and One Sixth Form College and of course we will then no longer need to register someone else to take on the DPO role for Abbeygate Sixth Form College.

The CFO has confirmed that the one-off cost per 'school' can be resourced from the 2018/19 budget and the DPO Service charge per 'school' can be found from the respective budgets (SAT, Abbeygate and One) in 2019/20 without causing undue pressure.

Contracting the DPO services from the DPO Centre will provide SAT and its academies with a detailed report that highlights the specific GDPR issues for each dataset that the entity holds, along with a list of 'traffic light' based recommendations regarding further staff awareness, training and documentation requirements, process and procedural changes, additional security measures and data encryption solutions. This service mirrors the system that is currently deployed by West Suffolk College, so contracting the same service will automatically align our reporting across our 'Group'. The DPO Centre will require a person to take the lead on GDPR for the Trust and its academies and it is intended that D Townsend will continue in this regard for One Sixth Form College; progressing the GDPR journey to compliance and reporting up to the Trust Board through N Coules who will take on the DPL (Data Protection Lead) for Abbeygate Sixth Form College and SAT. The Trust Board **resolved** the proposal to contract the services of the DPO Centre and assign the DPL roles as suggested. **Proposed** by R Inman and **seconded** by J Wakelam.

5.3 **Related Party Transactions Overview**

The Chair of the Related Party Transactions Committee, R Inman, confirmed the latest position and that the Trust is compliant with DfE requirements at this time.

6 **Statutory Compliance Report**

Trustees received and considered the report (minute book pages B728-B730).

The Chair accepted the report acknowledging that it is the responsibility of the Local Governing Bodies of the Trust to ensure that a compliance report on Health and Safety, Equality and Diversity, Safeguarding and GDPR Compliance are reported giving the assurance that statutory obligations have been met. The Trust Secretary will standardise the report template to ensure that the key performance indicators are recorded and reported through the LGB and up to the Trust Board. It was noted that the Trust should adopt good practice by nominating a Safeguarding Lead for the Trust.

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Health and Safety

The report provided the Board with an update on Health and Safety, Equality and Diversity and Safeguarding activity at One Sixth Form College.

Fire Risk assessments and Legionella Risk assessments have been carried out and the remedial actions are being addressed. The accidents, incidents and near misses for the January to April reporting period show a decline in reportable cases.

Equalities

The Gender Pay Gap report for One Sixth Form College was published by the deadline in March 2019 and work on the report for 2019 has commenced. The Board was pleased to learn that analysis of the student data under the disadvantaged groups does not indicate any anomalies or concerns.

Safeguarding

All staff receive refresher training every 3 years and the HR team carefully managed this 'rolling' programme to ensure that all staff are aware of their

responsibilities and receive the most up to date information. In addition, all staff have completed the updated on-line PREVENT training in September 2018 and new colleagues complete the training as part of their induction.

The report informed the Board that the main aspect that students need support with, which has seen an increase, is for Mental Health issues. This is a concern but there is a robust team of Personal Progress Tutors and students also receive support from the Integrated Team at Suffolk County Council.

7 2018/19 Quality Improvement Plan Update

Trustees received and considered the report (minute book pages B731-B732).

The QIP for One Sixth Form College was last updated in March 2019 and there are aspects of the plan which remain at amber status. It was noted that a number of those, over the coming weeks, (pedagogical practices for Learning Support Staff, Financial Procedures and processes in place, training with regard to the new intranet and links between curriculum and careers) will progress to green status.

The Trust Board asked to receive an update on the work of the Educational Quality Committee who work under the banner of the Eastern Colleges Group who look at the quality and standards of all Colleges (WSC, One, Abbeygate) under this banner. The Trust Secretary is to share the papers and notes of these meetings with the Trust Board and amend the structure chart appended to the Matters Arising sheet to show that the LGBs of One and Abbeygate do indeed report directly into the SAT Trust Board.

It was noted that all staff of One (SAT) are DBS checked as routine.

8 Budget 2019/20 and 3-Year Financial Plan

Trustees received and considered the report (minute book page B733-B738).

The proposed budget is for a contribution to reserves (surplus) for the whole Trust of £125,295 for 2019/20, with subsequent years showing surpluses of £79,649 (2020/21) and £128,245 (2021/22).

The Board focused on the predictions and assumptions made for years 2 and 3 and noted that owing to the comprehensive spending review from September 2020, broad assumptions have been made that income streams will remain as they currently are. Whilst there is no confirmation of this funding beyond August 2020 for the sector, the same TPS cost issue will remain in the absence of any main funding rate increase, therefore it is unlikely that the funding would be discontinued completely.

Despite funding pressures and in the face of decreasing income with the ending of the School Budget Share allocation, the Trust recognised that it is able to propose a positive budget for 2019/20 and beyond whilst continuing to invest in both staff and the buildings and infrastructure. The Trust Board **approved** the Budget and Three-Year Financial Plan. **Proposed** by S Clarke and **seconded** by J Gazzard.

9 Strategic Matters

9.i. CEO's Briefing

Trustees received and considered the report (minute book page B739-B746).

The CEO's report provided an overview of the activities of both Abbeygate and One Sixth Form Colleges within the Trust.

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Abbeygate Sixth Form College

Contingency arrangements are progressing for use of the Gateway building on the West Suffolk College campus to accommodate the Abbeygate Sixth Form students for the 2019/20 academic year.

Contracting for the new building has been completed and work has started on site. Recruitment figures are positive and interviews with prospective students have been held. The Senior Management Team has been recruited and all teaching staff are ready to take up their posts. Recruitment of support staff now starts in earnest with the expectation that appointments will be made by 15 July 2019.

The Checkpoint meeting, Readiness to Open Meeting and Ofsted Pre-opening Meetings have all taken place successfully.

J Gazzard left the meeting at 5.00pm

One Sixth Form College

Highlights of the report included that a teacher at the College has won a Silver award for FE Post 16 Lecturer of the Year and the College was successful in one of its nominations for the BTEC awards 2019; a Level 3 Art and Design student was awarded Bronze for Student of the Year.

In relation to UCAS, 543 applications have been sent to date and 208 Careers Interviews have been completed this academic year. Attendance for the 'One Day' (year 11 induction) held on 26 June 2019 was positive with 1,560 students confirming that they would attend; the highest attendance rate to date.

The reputation of One Sixth Form College is going from strength to strength with the College seen as the place to study for A Level and Vocational studies in the East Suffolk/North Essex regions.

Trustees were interested to learn about the appointment of the Research Champions and plans to run a number of research topics

10 Governance

Trustees received and considered the report (minute book pages B747-B752).

10.1 *Membership*

Membership of a Local Governing Body must comprise not less than 9 and not more than 15 Local Governors. Currently membership of the LGB of One Sixth Form College stands at 8. There is still a requirement to increase membership, especially from a business background. One Sixth Form College has now established 'Business Breakfasts' to take place each term; the next one being 5 July 2019. It is hoped that by strengthening the Colleges business links this will bring forth potential interest in joining the LGB.

The LGB of One Sixth Form College resolved at its meeting on 13 June 2019 that the maternity leave of K Hinton is to be covered for a period of 1 year (01/09/19 to 31/08/20) by Holly Bowen. The Trust Board **approved** the appointment of Holly Bowen. **Proposed by S Daley and seconded by J Wakelam**

Recruitment to the LGB of Abbeygate Sixth Form has been successful and the Board was asked to approve the appointments of E Stewart, R Berry and A Rossi. It was noted that the Board will still need to recruit one further Local Governor to join the Board and that staff and parent governors are to be

recruited post 1 September 2019. The Trust Board **approved** the appointments of E Stewart, R Berry and A Rossi. **Proposed** by E D'Souza and **seconded** by J Wakelam.

10.2 **Annual Calendar of Meetings 2019/20**

The calendar of meetings for the 2019/20 academic year has been compiled. It is the intention that where relevant meetings will alternate in venue with the exception of Audit who for logistical ease will host all meetings at West Suffolk College. Calendar invitations to all members will be issued over the summer weeks by the Trust Secretary.

S Clarke and R Inman left the meeting at 5.15pm

10.3 **Designated Chair/Vice Chair roles and membership**

The Standing Orders of the Trust determine that the membership of each Committee and all posts of Chair, and Vice Chair of each Committee shall be reviewed at least annually by the Trust Board.

The Board considered the designated roles and Committee Membership as detailed in the report and **approved** all appointments. **Proposed** by J Wakelam and **seconded** by S Daley.

S Clarke and R Inman joined the meeting at 5.20pm

10.4 **Terms of Reference, Standing Orders and Code of Conduct**

The Committee Terms of Reference have been reviewed in the year and are subject to annual review and approval of the Trust Board.

In addition to the Articles of Association that the Trust is governed by it has adopted its own set of byelaws under which it operates known as the Standing Orders and Code of Conduct. These are subject to annual review and approval by the Trust Board. The Standing Orders have been reviewed together with the Annexed policies on the Selection of Trustees, Terms of Office and Chairs' Action.

The Code of Conduct has also been reviewed together with the Annexed policies on Seven Principles of Public Life, Six Core Principles of Good Governance, Access to Governance Information and Guidance on the Expectations of Trustees' Attendance.

The Trust Board **approved** all documents en bloc. **Proposed** by A Maltpress and **seconded** by K Points.

10.5 **Annual Self Evaluation**

The Members of the Trust reviewed the self-evaluation for the 2107/18 academic year at the meeting held on 5 March 2019. The results showed just one standout score of 83 that related to a feeling that the Board was not of sufficient size that the balance of skills and experience is appropriate for fulfilling its role and the Strategic Aims of the Trust.

As our governance arrangements have changed in this academic year and the governance of SAT aligned and in common with those of the Corporation of West Suffolk College it was felt that this score was set to improve as membership has not only increased in number but also in the skills set; and a balanced board.

It was noted that it has been further agreed that the evaluation of board effectiveness in future is to be aligned with the tool used by Governors of West

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Suffolk College. Therefore, only one assessment is to be completed and compiled providing a 'common' view of board effectiveness for the 2018/19 academic year. The Trust Secretary will issue the evaluation to Trustees for completion and return by 31 July 2019.

M Firth (observer) left the meeting at 5.20pm

10.6 Appointment of LGB Chair

In accordance with clause 4 of the Terms of Reference for Local Governing Bodies the Chair of an LGB shall be appointed by the Trustees, having sought the views of the Local Governors.

The term of office of the Chair of the LGBs shall be 1 year. Subject to remaining eligible to be a Chair, a Local Governor may be re-appointed for further terms of office as Chair by the Trustees.

The LGB supports the view that the Trustees re-appoint M Firth Chair of the Local Governing Body of One Sixth Form College and K Haisman as the Chair Designate of Abbeygate Sixth Form College subject to gaining support of the LGB at the first meeting in the new academic year and formal approval to come back to the Trust Board at the meeting to be held in December 2019. **Approved** by a show of hands.

It was noted that the Vice Chair of the LGBs are to be appointed by the Local Governors from amongst their number, for a term of 1 year and this appointment will be confirmed at their first meeting in the new academic year.

In addition, the Trust unanimously **approved** the reappointment of M Firth to serve a further term of office of four years (to 31/08/23) as his current term of office expires on 31 August 2019.

M Firth joined the meeting at 5.25pm

10.7 Appointment of LGB Clerk

The Strategic Oversight of governance is the responsibility of the SAT Trustees as well as the overall governance of Suffolk Academies Trust.

In accordance with clause 5.2(b)(iv) of the Terms of Reference for Local Governing Bodies and the Scheme of Delegation the Trustees "shall appoint the Clerk to the Local Governing Body" who will report to the Trust Secretary and the appointment is subject to annual review and reappointment.

As the Trust has grown with the addition of Abbeygate Sixth Form we need to standardise our governance approach, sharing best practice with a common vision. Good governance can only be achieved with a qualified governance professional who can support and service the LGBs of both One and Abbeygate Sixth Forms. It is not acceptable or viewed as good governance for the PA of a Principal, due to conflicts of interest and loyalty to also provide the governance service to an LGB, or indeed any Governing Body.

J Gazzard joined the meeting at 5.30pm

It is therefore proposed that the Trust seeks to recruit a suitably qualified Clerk for both LGBs to commence in post with effect for the 2019/20 academic year. The post would be 0.2FTE (1 day a week), term time only. The Board **approved** to go out to advert and appoint a qualified Clerk. **Proposed** by S Clarke and **seconded** by J Wakelam

10.8 LGB Terms of Reference/SAT Scheme of Delegation

In accordance with clause 13 of the Terms of Reference for Local Governing Bodies these terms of reference are drafted and maintained by the Trust. The Trust may make amendments to these terms of reference from time to time. In the event that amendments are made, the Trust shall notify the Chair of each Local Governing Body, who shall be expected to make the other Local Governors aware of such changes.

Annexed to the terms of reference is the Scheme of Delegation that sets out the level at which delegated decisions can be taken. While these responsibilities have been delegated to the LGB accountability and responsibility for these functions however still sits with the Board of Trustees.

The Board considered and **approved** the Terms of Reference for the Local Governing Bodies and Scheme of Delegation as presented. **Proposed** by K Points and **seconded** by S Daley.

11 Any other business

The Trust Secretary advised the Board that the terms of office of C Higgins, E D'Souza, J Wakelam, C Ridgeon, S Howard and R Inman are to expire on 31 August 2019. The Members of the Trust have been informed and reappointments are to be approved electronically before the expiration date for a further term of office of 3 years.

12 Date of next meeting

Friday 13 December 2019 at 2.00pm.

The meeting closed at 5.30pm

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