

**BOARD OF TRUSTEES**

**Minutes of the VIRTUAL meeting held at 3.45pm on 27 March 2020**

**Present:**

<b>E D'Souza (Chair)</b>	<b>S Daley (Vice Chair)</b>
<b>C Higgins (Vice Chair)</b>	<b>A Maltpress</b>
<b>R Inman</b>	<b>S Clarke</b>
<b>S Healey Pearce</b>	<b>K Points</b>
<b>C Ridgeon</b>	<b>D Wildridge</b>
<b>J Wakelam</b>	<b>N Savvas (CEO)</b>

**In Attendance:**

- S Jones, Chief Financial Officer**
- S Graham, Interim Group HR Director**
- K Haisman, ASFC Chair of 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.

**2** **Apologies for absence**

Apologies for absence were received from S Howard and J Gazzard.

**3** **Minutes of the meeting held on 13 December 2019**

The minutes of the meeting (minute book pages B852-B857) were agreed as a correct record. **Proposed** by S Daley and **seconded** by D Wildridge.

**4** **Matters arising from the meeting held on 8 July 2019**

The matters arising from the meeting were summarised in the report (minute book page B858) and all actions reported had either been completed or, where appropriate an update had been provided on progress elsewhere on the agenda.

**5** **Trust Secretary Appointment**

Trustees received and considered the report (minute book pages B859-B860).

Under the existing SLA the Clerk to the Corporation and College Secretary of West Suffolk College, J Bridges, provides governance services to the Trust as the Trust Secretary, servicing the Board of Members and the Board of Trustees. In addition, in the absence of a Clerk to the LGB she has also been the Clerk to both ASFC and OSFC LGB for this academic year. J Bridges has tendered her resignation to the Corporation of West Suffolk College on 2 March, giving 3 months' notice, leaving on 29 May 2020.

Under Article 81 of the Trusts Articles of Association Trustees were reminded that the Clerk shall be appointed by the Trustees for such term, at such remuneration and upon such conditions as they may think fit. The Clerk may, but need not be, the appointed Company Secretary of the Academy Trust.

**Action**

The Trust needs to determine how it will service its Boards, agree a job description, the remuneration of the post and any other such conditions, advertise and appoint. The CEO commented that due to the current Covid-19 outbreak recruitment to the post would be delayed. In the interim however it was proposed to seek professional governance services from a specialist agency such as the AoC Interim Management who can provide short term high-calibre professionals.

It was noted that where possible the Trust would look to appoint the same person appointed as the Clerk to West Suffolk College who can provide consistency in approach and expertise to all Boards of both organisations.

The Trust **approved** this approach acknowledging that at the point when recruitment can resume the Trust would need to determine the role and remuneration of the post and any other such conditions and set a likely date of an Extraordinary Trustee Board meeting to approve the appointment, unless this happened to coincide with the next meeting of the Trust scheduled for 9 July 2020, and approval of such would be sought electronically.

## **6 Committee Chairs' Summary Reports**

### **6.1 Finance Overview**

Trustees received and considered the report (minute book pages B861-B862).

The YTD position at the end of January 2020 is a contribution to reserves of £725K which is £349K better than profiled budget. The year-end forecast is a £306K contribution to reserves which is £181K better than budget. It was noted that ASFC income remains flattered by funding relating to 400 students as opposed to the 235 students that it actually has, but it has been confirmed by the ESFA that it will be clawing back the redundant funding for approximately 165 students which equates to around £600K.

The CFO presented an additional paper to the Board on the financial impact of Covid-19. In summary although there are many unknowns both in terms of impact and duration of the measures to combat the pandemic, the position of the ESFA with regards to schools and academies appears to be clear and supportive. Helpfully the CFO has provided two scenarios to the most recent forecast and they show that with ESFA support, the closedown should not be to the financial detriment of the Trust. It was noted that that the forecast (or alternative scenarios) do not show the reduction of the ASFC income but the previous position still applies in that the Trust is still expected to generate a surplus overall.

The report provided the current financial circumstances plus the impact, assuming the DfE honours its funding allocations. The income and expenditure shows a short term/better case scenario (up to 2 months disruption where timing is an issue and with the majority of government funding streams being honoured without qualification) and the other a longer term/worst case scenario (3 months closure and almost until the end of the academic year but with the majority of government funding allocations being honoured without qualification).

The Board was assured that the impact at present is expected to improve the overall financial position due to the expectation that funding from government remains static but certain operational costs reduce.

### 6.1.2 **Financial Regulations**

Trustees received and considered the report (minute book pages B863-B864).

The Financial Regulations Handbook has been reviewed and updated in accordance with Funding Body, organisation and staffing changes.

In summary, the document has been updated to include a statement to confirm that if the regulations in the Trust's Financial Regulations Handbook are in conflict with the ESFA's Academies Financial Handbook (AFH) then the ESFA AFH would prevail. A section has been added in relation to expenditure not included in the approved budget and in section 11.6 a reference to the ESFA Related Party Transaction regime that was introduced on 1 April 2019 has been included. In section 12.3 the maximum value of an individual BACS payment run for supplier payments has been increased from £150K to £300K and authorisation routes updated to specify the powers of the Group Finance Director to approve levels where perhaps the CFO is absent for longer than 24 hours. Finally in accordance with the findings of Larking Gowen in the 2018/19 Findings Report the section on providing gifts has been strengthened to cover the points recommended by the financial auditors.

The Finance Committee, having already reviewed the amendments, recommend the Financial Regulations Handbook for approval by the Trust. The document was **approved. Proposed** by C Ridgeon and **seconded** by A Maltpress.

### 6.2 **Audit Overview**

Trustees received and considered the report (minute book pages B865-B866).

The Academies Financial Handbook places more emphasis upon the Audit and Risk Management Committee to ensure that all categories of risk are being adequately identified, reported and managed.

The Trust's risk register currently identifies three red, three amber, two yellow and six green status risks. It was noted that two new risks have been added to register in relation to the new ASFC build not opening on time (Red 27) and the Trust not being GDPR compliant (Amber 20). A risk is to be added to the register with regard to Covid-19. It was noted that the Audit Committee have convened a selection/interview panel further to tendering both the External and Internal Audit Services. The Appointment of External Auditors is to be considered by the Members and confirmed with the Trust Board. A proposal for the appointment of the Internal Auditors is to come to the Trust Board meeting to be held in July 2020.

JBridges

SJones

### 6.3 **Related Party Transactions Overview**

Trustees received a verbal report confirming that

The CFO reported that the RPT Committee's postponement had meant that its conclusions could not be brought to the Board but by way of

update reported that all SLAs previously approved remained in place and that some minor new arrangements continued to operate such as the provision of free school meals to ASFC students and the provision of exams albeit less relevant now. The RPT Committee is scheduled to meet on Monday 30 March 2020 at which it will receive a progress report on all SLAs, an update on proposals for future SLAs (2020/21 year) and a Value for Money update on the shared service arrangements. The final detail of the SLAs will be considered and hopefully approved at the following RPT Committee and will be brought back to the Board at the meeting to be held in July 2020.

SJones

#### **6.4 Property Overview**

Trustees received and considered the report (minute book pages B867-B869).

OSFC and ASFC, together with West Suffolk College, where appropriate, are progressing to tender for a number of contracts.

OSFC have seen an increase in water bills and it is believed that there is a potential leak onsite after carrying out a stop tap test.

The ASFC new build is progressing well, although the junction works are still causing some concern. In light of the current Covid-19 pandemic and government announcement that only essential works are carried out there is a build contract meeting scheduled next week to look at the continuity of the build. A recovery plan has been requested in the event that the build falls behind on progress but there is confidence that Wates are not foreseeing that the build or part occupancy would not be available on time.

It was noted that the RPA Scheme are to be notified that the OSFC building is now unoccupied.

SJones

D Wildridge left the meeting at 4.20pm

#### **6.5 LGB Overview**

Trustees received and considered the report (minute book page B870).

Both Local Governing Bodies (LGBs) of ASFC and OSFC met on 5 and 12 March 2020 respectively.

##### **6.5.1 One Sixth Form College**

Agenda items for the OSFC LGB meeting covered a presentation from Foundation Learning Internship Programme students, Curriculum Reports from Assistant Principals and Curriculum Directors from Art and Design; Media and Performing Arts; English; Social Services, Humanities and Foundation Learning; Business, Accountancy, Economics, Sport, Health and Social Care and Beauty; OnePlus; Maths; Science and Technology; and Student Services. Other agenda items included Membership, Health and Safety, Safeguarding, KPIs, Workforce Update and Gender Pay Gap.

##### **6.5.2 Abbeygate Sixth Form College**

Agenda items for the ASFC LGB meeting covered Health and Safety, Safeguarding, New Build Update Report, KPIs, 2020/21 Budget Assumptions Overview and Workforce Update.

The Chair of the LGB, K Haisman has been in regular contact with the Principal of ASFC. He and staff are coping well and students are keeping on track with their studies.

R Inman joined the meeting at 4.25pm

## **7 Statutory Compliance Reports**

Trustees received and considered the report (minute book pages B871-B879).

The report provided the Board with an update on Health and Safety, Safeguarding and GDPR activities at One and Abbeygate Sixth Form Colleges. It was noted that there are no areas of concern at this time at either academy or across the Trust.

### ***One Sixth Form College***

#### ***Health and Safety***

The report confirmed that in the autumn term the College experienced 24 incidents. The majority (18) involving students, 4 involved staff and 2 involved contractors. Most related to minor injuries although a few incidents were a slip/trip due to heavy rainfall making the reception area particularly slippery. So much so that one member of staff injured themselves which resulted in a RIDDOR reportable case.

A successful fire evacuation drill took place in September 2019 and a test of RUN, HIDE and TELL including students was carried out.

#### ***Safeguarding***

There is an increase in reporting this year and the data shows the increased number of concerns is with the Year 12 cohort. Wellbeing issues is the highest reported concern category. The mental health category is used where the student has an acute or a diagnosed need. It was further noted that the number of MARF referrals being made has also increased in line with the concerns reported.

#### ***GDPR***

OSFC is currently using GDPRis for the reporting of data breaches. Between November 2019 and January 2020 two data breaches were logged which were non-reportable (to the ICO).

### ***Abbeygate Sixth Form College***

#### ***Health and Safety***

In the autumn term there were three reportable incidents; all involved students. Two occurred on site involving art students who cut themselves during lessons on equipment, the other incident happened at home but the student received first aid treatment when they came into College. First Aid services are provided by West Suffolk College trained and qualified first aiders and it was noted that none of these incidents in the period were RIDDOR (Reporting of Injuries, Diseases and Dangerous Occurrences Regulations) reportable.

#### ***Safeguarding***

The 175/157 Safeguarding self-assessment audit of statutory and associated responsibilities for schools in relation to 'Keeping Children Safe in Education' has been completed and submitted by the deadline to the Suffolk Safeguarding Partnership. It was noted that the assessment identified three areas at grade 4 (safeguarding weaknesses with an agreed action plan being implemented) which relate to governor

training, planned for 14 May 2020; a second parent contact details, to be addressed through the parent portal; and to evidence that staff have read and understood the College's Staff Behaviour and Code of Conduct. All other sections of the assessment were a grade 5 (safeguarding concerns fully addressed) and ASFC are making good progress to address the identified areas of weakness.

It was noted in the reporting period DSLs (Designated Senior Leads) have dealt with 5 student disclosures. Two students were hospitalised but are now being supported by Mental Health teams; one student is being supported to find independent accommodation; and two other students have been victims of either verbal or emotional abuse and staff are working with them and their families. Attendance of these individuals are closely monitored and it was noted that there are currently no open section 17 or 47 cases pending.

#### *GDPR*

ASFC is also using GDPRis for the reporting of data breaches. Between the period of November 2019 to January 2020 ASFC logged two data breaches.

### **8** *CEO's Briefing*

Trustees received and considered the report (minute book pages B880-B886).

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

#### *Abbeygate Sixth Form College*

The report detailed the awards, enrichment activities for students, engagement with schools, promotional events/media, presence/digital activities and horizon scanning/strategic matters that they have been recently been involved in.

#### *One Sixth Form College*

The report of One Sixth Form College also informed the Board about the awards received, enrichment activities for students, the school engagement work, promotional activities and strategic matters encountered since December 2019.

It was noted that the CEO's Briefing should include some of the qualitative data and reports on the curriculum and quality performance of each academy.

NSavvas

K Points commented that she has been nominated as the Safeguarding Lead for the Trust and there is a need to bring the knowledge and experience at each academy together so that we are supporting one another and can receive the same training and development opportunities. This will be taken on by the CEO to ensure that this progresses.

NSavvas

### **9** *Gender Pay Gap Report – One Sixth Form College*

Trustees received and considered the report (minute book pages B887-B891).

Due to Covid-19 the Government has confirmed that submission by the 31 March 2020 has been suspended at this time. OSFC had already

prepared its report for SAT which confirms as at the snapshot date of 31 March 2019 SAT employed 251 staff, of which 218 staff were relevant for the purposes of the Gender Pay Gap calculations and data and it was noted that the report also included the only paid employee at that time, D Gartland, the Principal of ASFC, which has somewhat skewed the data, being the highest paid employee.

The Gender Pay Gap for the College is 21.88%. The median gap is 37.48%. As the College does not make bonus payments therefore the mean and median gender bonus gap and proportion of males and females receiving a bonus were all 0%. Trustees had questions about the lower quartile stats that show that more females are working in the lower quartile band (D). It was suggested that this is the case as those roles in this band are predominantly term time only roles which are more attractive to females, than males.

The Trust **approved** the Gender Pay Gap Report. **Proposed** by S Higgins and **seconded** by K Points.

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### **Governance**

Trustees received and considered the report (minute book pages B892-B893).

#### **10.1 *Membership***

Under the Terms of Reference for Local Governing Bodies membership shall comprise not less than 9 and not more than 15 Local Governors.

Both ASFC and OSFC currently have 10 Local Governors. OSFC wish to appoint an eleventh member, Jonathan Eddy. When a vacancy arises (in accordance with the Trust's Selection of Local Governors' Policy) it is the SAT Trust Board who review the skills mix and diversity of the LGB and both the current and anticipated requirements of the LGB membership.

The LGB recognises that the Trust Policy for recruitment has not been followed but request that due to time constraints the Trust consider and approve this appointment without convening a Trust selection/interview panel as required in the policy. The Trust considered the request and **declined** the appointment. The Trust Secretary will inform the LGB of the decision of the Trust.

#### **10.2 *2020/21 Draft Calendar of Meetings***

Each Committee has been asked to consider the frequency and timings of its meetings for the 2020/21 academic year. Based on these requests the draft calendar of meetings for the 2020/21 year was presented for approval in principle, acknowledging that some dates may be subject to change. The Trust **approved** the draft calendar of meetings in principle.

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### **Any other business**

The CEO congratulated the efforts of staff at ASFC and OSFC who have quickly responded and have transferred all learning to virtual platforms for students. The CEO with the Principals are sending their thanks and gratitude to all staff in these unprecedented times.

JBRidges

The CFO reported that Estates staff are attending the premises of OSFC and the RPA scheme has been notified that the building is not occupied at this time.

The Chair on behalf of the Board thanked Jules Bridges for her outstanding service to the Suffolk Academies Trust and wished her well in her new private sector role.

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**Date of next meeting**

Thursday 9 July 2020 at 2.00pm.

The meeting closed at 4.50pm