

# CBAT BOARD MEETING

## Minutes of the Trustees' meeting held on 7<sup>th</sup> July 2021 at 5:00pm via videoconference

**Present:** Nigel Riglar (Chair), Graham Ayre, Debbie Bird, John Gilbert, Barbara Green, Ruth Hollier, Judith Taylor, Stuart Wilson (Chief Executive Officer – CEO).

**Apologies:** None

**In Attendance:** Emma Gray (Chief Finance and Operations Officer – CFOO), Chris Swan (Lionheart Trust, for item 14), David Dale (Clerk).

### 1. Welcome and introductions

The Chair welcomed everyone to the meeting.

### 2. Apologies received and accepted:

None.

### 3. Declarations of Interest:

There were no new declarations.

### 4. Minutes of the meeting of 19<sup>th</sup> May 2021

Trustees considered the draft minutes of the last meeting and noted that they were an accurate record. It was **proposed** by DB, and **seconded** by JG, that the minutes be approved and signed, to be published on the Trust's website. This was **agreed** unanimously.

### 5. Action point checklist

The Chair ran through the actions. It was noted that items on Berkeley Educational Swimming Trust and CBAT HR policies were on the agenda for this meeting. The CFOO had update Trustees on the review of the business management structure by email on 29<sup>th</sup> June.

### 6. Matters arising

BG said that she would aim to complete the People Strategy work by the end of the year.

### 7. Trustee appointments and resignations

There had been no appointments or resignations since the last meeting.

### 8. Beacon Secondary Academy

The CEO reported on continuing steady progress with this project. Work is ongoing with the Department for Education (DfE) to identify sites, the preferred site is still the one included in the CBAT bid for the school. Trustees asked questions about the timescale of the project and how it would align with the likely phasing of the housing developments. The CEO explained some of the planning context and that he is keen to proceed as quickly as possible, but recognises that the potential opening date may be September 2025. The local authority will also want to see quick progress in the context of forecast increases in pupil numbers. The DfE will want assurances on the planning approvals and build out rate for the housing developments in

order to realise Section 106 developer contributions.

The CEO took Trustees through the draft terms of reference for the Project Steering Group (PSG) as produced by the project management consultants Premier Advisory Group (PAG), including membership, scope, responsibilities, working arrangements and risk management. Trustees discussed the proposed membership of the PSG and agree to include an additional Trustee in order to ensure that meetings were quorate: NR volunteered to take on this role. The CEO will also bring in additional advisers (non-voting) as required. Trustees asked about the frequency of PSG meetings, the CEO said that the next meeting is in September and termly thereafter, increasing to monthly if necessary in future.

Following this discussion, it was **proposed** by DB, and **seconded** by JT, that the terms of reference for the Project Steering Group be approved, with NR as an additional Trustee member. This was **agreed** unanimously.

The CEO explained that the responsibilities of the PSG as set out in the terms of reference required it to be authorised to make decisions on matters within its remit, with only core members entitled to vote. Certain matters as set out in paragraph 4.3 of the terms of reference would be reserved for the Trust Board. Following discussion, it was **proposed** by BG, and **seconded** by GA, that the Project Steering Group be granted delegated authority within the scope set out in its terms of reference and in line with the Trust's scheme of delegation. This was **agreed** unanimously.

The CEO also took Trustees through the project initiation document which sets out the scope and objectives of PAG's project management services in the pre-opening phase of the Beacon Secondary Academy. He explained that as the project progresses the Trust will receive monthly reports on progress and risks. Trustees noted this information.

The CEO then took Trustees through the report on the outcome of consultation on the proposal to use fair banding admissions for Beacon Secondary Academy. His commentary on the feedback is included in the report, and he noted that some of the comments received are more robust than others. Feedback from the local authority and the G15 group of Headteachers was presented to Trustees. He noted that very few comments had been received from parents. Trustees discussed the report and asked questions about some of the specific comments made. They concluded that it will be interesting to see how the DfE respond to the consultation outcomes.

## 9. Bishops Cleeve bid

The CEO referred to the letter of 29<sup>th</sup> June from the local authority. The Trust's bid had been unsuccessful but came second overall. The competition had been won by the Gloucestershire Learning Alliance which was deemed to have demonstrated the capacity and experience needed to open the new primary school.

He briefed Trustees on the feedback received. Trustees expressed disappointment at again coming second in a competitive bid. They asked questions about what could be learnt from the feedback received, and how future bids could be made even more robust. They expressed some frustration that the lack of experience of opening a new primary school is something of a 'Catch-22' situation, and agreed that it would help strengthen any future bid if another Trustee could be recruited with experience of this. It was noted that the Trust will hopefully soon be able to demonstrate more clearly evidence of improving outcomes at primary level. It was agreed that the Trust could be more proactive in marketing its strengths to key players locally, and that the Chair and CEO would discuss this outside the meeting.

*Chris Swan joined the meeting at 5.30pm and item 14 was taken at this point.*

## 10. Other growth opportunities

The CEO gave a verbal report on progress with his discussions with various potential partners in both primary and secondary sectors. The Regional Schools Commissioner had noted that in Gloucestershire as a whole progress towards multi-academy trusts remained relatively slow. The CEO said that he would continue to explore potential growth opportunities.

## 11. New Academies Trust Handbook.

The CEO presented his report reviewing the requirements of the new Academies Trust Handbook (effective from 1<sup>st</sup> September 2021). He noted that the Trust already complies with most of these requirements. Where this is not the case, he outlined the actions needed:

- 1.15-1.20 Safeguarding, health and safety, and estates management: these are new duties that go beyond the existing core financial and governance requirements of the Handbook, the Board will need to ensure that these duties are explicitly covered in its agendas and given the appropriate level of attention, including having a lead Trustee for safeguarding and perhaps for health and safety and estates management too. **Action: CEO, CFOO and Clerk to discuss** reshaping Board agendas from September onwards, to reflect Handbook requirements and governance review recommendations.
- 1.49-1.50 Governance professional: The ESFA has moved away from the term 'clerk'. **Action: CEO, CFOO and Clerk to** consider changing the name of this role.
- 2.32 Publication of executive pay: the new Handbook suggests how further details of executive pay might be published, although NR noted that this information is already publicly available in the Trust's accounts. **Action: CEO** to check with external auditor that current publication method meets new requirements.
- 4.5 Appointment of external auditors: Trusts should retender their external audit contract at least every five years. **Action: Audit and Risk Committee** to consider this at its next meeting.
- 6.16 Cybercrime: Trusts must be aware of the risks and have appropriate control measures in place. **Action: CEO and CFOO** to report back to the Board in the new school year to update on review of IT and give information on cybersecurity measures. NR noted the importance of data security and asked that the highest priorities be identified.

Trustees noted this report and the actions in hand to address the new requirements.

## 12. School updates

Trustees noted the Headteachers' reports that had been circulated before the meeting.

Lead Trustee RH confirmed that the report from Cam Woodfield Junior School was accurate and robust, she had discussed it with the Headteacher and had few issues to raise. She had visited the school recently and focussed on maths teaching, meeting the lead teacher who she found to be very well informed and professional. Maths provision is high quality, comprehensive, and consistent across all classes. Comments from pupils had been enthusiastic and favourable.

Trustees asked about staffing issues at CWJS and in particular whether there is any concern about turnover as five staff are leaving at the end of the year. RH said that she had no concerns, staff were leaving for good reasons such as promotions and the end of temporary contracts and replacements had been appointed.

Lead Trustee JT reported on her first visit to Marling School last week. She had toured the campus, had an update on the 6<sup>th</sup> Form, and discussed the School Development Plan with the Associate Headteacher. In future, once Covid restrictions have been relaxed, she will seek feedback from pupils.

The CEO briefed Trustees on a recent safeguarding audit at MS which had been largely positive with some relatively minor actions to address. He said that a £200,000 capital funding bid for new windows in East Campus had been successful, though a bid for roof renewal had not. He reported that teachers were very busy working on grade assessments for students in Years 11 and 13.

The CEO presented the report from BPS. He advised that a recent school review by a retired HMI had been positive and had had a positive impact on staff morale. Maths and art were highlighted as key strengths, as was Governor understanding and commitment. The senior leadership team now has more capacity with the Deputy Headteacher and SENCO established in their roles.

NR thanked colleagues for their visits and reports. He suggested that the Board should review the structure of its agenda in order to give dedicated time to focus on school performance, and to involve SDB Chairs in the process. **Action: Chair, CEO and Clerk** to review the structure of agendas for future meetings.

### **13. Marling School Senior Leadership Team capacity**

The CEO updated Trustees on progress with building SLT capacity, as agreed at the last meeting. He described the advertisement and recruitment process for the substantive Headteacher post, and said that the Board would now need to agree the salary band for the post.

*Confidential minute relating to salaries of Headteacher and other SLT posts.*

### **14. Trust to Trust mentoring**

*This item was taken at 5.30pm, in advance of item 10.*

CS gave an interim verbal report on progress with the review of the Trust's governance that she is doing as part of the mentoring project. She had reviewed many documents, and had discussions with Headteachers, Governors and Trustees (she noted that she had not yet met with Berkeley Primary School SDB but was due to later today). She had found many positive aspects of governance, in particular the high level of ambition and a good alignment of the schools with the Trust's overall vision. Trustees and Governors are committed and working hard, and providing good challenge to senior leadership teams.

CS raised a number of points for Trustees to consider going forward, including:

- Improved communications to raise the profile of the Trust with parents
- Bring middle leaders together more to share best practice
- Involve SDBs and Chairs more in the work of the Board (e.g. an annual governance meeting to bring Governors and Trustees together) and improve communications with Governors
- Align governance structures more (e.g. shared agendas) and bring greater consistency to how schools report to the Board
- The pandemic had focussed governance on operational matters, there is now an opportunity to step back and look at more strategic issues (e.g. high-level understanding of the curriculum)
- A lot of meeting time is spent on reviewing and approving policies.

On behalf of Trustees, NR thanked CS for her work and her interim findings, noting that her views were much in line with their own thinking. It will be helpful to receive the written report in due course, this will no doubt be very helpful in informing the next stages of the Trust's development and growth.

The CEO noted that the wider mentoring project with the Lionheart Trust had been helpful and professional. It had been mentioned as good practice recently by the NSC.

*CS left the meeting at 5.50pm and the Board returned to item 10 on the agenda.*

#### **15. Health, safety & wellbeing**

The CFOO reported that there had been no RIDDOR reportable incidents. MS is dealing with a high volume of work around individual risk assessments and Personal Emergency Evacuation Plans. There were no questions from Trustees.

#### **16. Data protection and privacy**

The CFOO reported that there have been no reportable breaches of GDPR guidelines. Data protection and privacy will be covered on inset training. There were no questions from Trustees.

#### **17. Finance**

The CFOO presented monitoring information on the current year's budget. At 31<sup>st</sup> May (end of month 9) the overall spend against budget was 76% of the total, in line with forecasts. In response to Trustees' questions about the forecast in-year deficit at CWJS she said that additional income is expected to reduce this.

She presented the balance sheet report, noting that this will be required under the new Handbook. JG asked about the treatment of the depreciation of fixed assets, the CFOO said that this will be shown at year end.

#### **18. Berkeley Educational Swimming Trust (BEST)**

The CFOO reported on her recent visit to the swimming pool with the BPS Business Manager as part of CBAT's annual review of the BEST lease. Their findings about the condition of the pool were all positive, although they noted some relatively minor environmental issues for BEST to address (e.g. litter bins, bench, signage). The report will be shared with BEST. Trustees asked a number of questions about the usage of the pool, and the CFOO would ask the BPS Business Manager to check whether other primary schools might be able to use it.

#### **19. School Development Board minutes**

None.

#### **20. SDB recommendations for consideration in line with Scheme of Delegation**

None.

#### **21. Trust Policies**

At its last meeting the Board had agreed that the following seven existing Trust HR policies that were due for review should go out to consultation with staff and trade unions:

- Bullying and harassment
- Capability
- Code of conduct for all adults
- Disciplinary procedure relating to misconduct for all adults
- Disciplinary rules for all employees
- Grievance procedure
- Whistle-blowing.

The CEO reported that consultation had closed last month. Only one set of comments had been received, from the Association of School and College Leaders (ASCL). He had reviewed these comments and sought advice from the Trust's HR provider EPM on them. He had given Trustees versions of the policies with ASCL comments highlighted, and also the advice received from EPM. The CEO said that for many of the comments he is recommending that no change be made to the draft policies. However, as detailed in the report he is recommending minor changes to the Code of Conduct (section 5.4) and the Capability policy (section 4.1) to reflect ASCL comments and EPM advice.

Trustees noted the points where no change is recommended, and agreed with the two changes proposed. It was **proposed** by JT and **seconded** by JG that the seven updated HR policies as listed above be approved, including the minor changes to the Code of Conduct and the Capability policy as recommended. This was **approved** unanimously.

The CEO reported that the draft Teachers' Pay Policy is out for consultation until 9<sup>th</sup> July. He will report any comments subsequently. Trustees will then be asked to approve this remotely.

## **22. Trustees' decisions under Scheme of Delegation taken since last meeting**

The Clerk reported that the Board had taken two decisions remotely since its last meeting – the reappointment of a Governor at BPS, and to consult staff and trade unions on TLR payment proposals.

## **23. Review of Scheme of Delegation**

The CEO presented the updated Scheme of Delegation which had minor changes to reflect the establishment of the Audit and Risk Committee and the Project Steering Group for the Beacon Secondary Academy. There were no substantive changes. It was **proposed** by RH and **seconded** by GA that the revised Scheme of Delegation be approved. This was **agreed** unanimously.

## **24. Risk Register**

The CFOO presented the latest risk register and drew the Committee's attention to various updates. It was noted that none of the residual risk ratings had changed. In respect of risk 1.1, she noted that the first internal assurance visit had been completed in May and the report is still awaited. In respect of risk 3.1, she advised the Board of the staffing arrangements to cover the Finance Manager's maternity leave from September.

Trustees discussed the potential changes to the Trust's risk profile of proceeding with the Beacon Secondary Academy project. The CEO advised that the Project Steering Group would receive regular and detailed reports on the risks associated with the project itself. NR suggested that the Board would need to be sighted on anything that would be significant enough to impact on the Trust's main risk register. **Action:** It was agreed that the Audit and Risk Committee should consider this at its next meeting.

## **25. Any other business**

The CEO updated Trustees on work to explore the options for the future use of the field on the far side of the canal. The work is progressing, and legal advice is being sought on the status of the site in relation to playing fields and village greens. JG noted that the Canal Trust might still be interested in using the site temporarily if the opportunity arises. Trustees noted this information.

**26. Dates of Board meetings 2021-22**

The Clerk said that he had drawn up proposed meeting dates for 2021-22 and would circulate these for approval. He suggested alternating between virtual and in person meetings, starting at 5.00pm and 6.00pm respectively. **Action: Clerk** to circulate proposed meeting dates.

The meeting ended at 7.06pm.

A handwritten signature in black ink, consisting of several overlapping loops and lines, positioned above the date.

12<sup>th</sup> October 2021