

PICKWICK ACADEMY TRUST
TRUSTEES AND MEMBERS MEETING

HELD AT ALOERIC PRIMARY SCHOOL ON 27 FEBRUARY 2018 AT 6.30PM

M I N U T E S

PRESENT TRUSTEES	IN ATTENDANCE MEMBERS	OTHERS
Fiona Allen (CEO)	Paul Dimech	Matthew Nightingale HT
Rob Hayday (Chair)	Gail Chilcott	Julia Hawkins HT
David Willis	Elspeth Griffiths	Chris Canning HT
Andrew Hall	Alexandra Bond	Gina Cooke HT
Keith Hillman (FD)	Ian Fewtrell	James Passmore PLTSA
Rob Ward		
Paul Vincent		
Dave Powell		
Sheila Copeman		Janet Livingstone (clerk)

WELCOME AND APOLOGIES

The Chair opened the meeting at 6.30pm. He thanked MN for offering tours of Aloeric and for holding the meeting at the school. There were no apologies.

The order of proceedings would be different from the agenda and the Minutes show the running order on the day.

DECLARATIONS OF INTERESTS

Members and Trustees declared no changes in business interests and no other conflicts of interest with items on the agenda of the Pickwick Academy Trust.

ITEMS FOR APPROVAL

1. BOARD MINUTES OF PREVIOUS MEETING

The minutes of the meeting held on 16 January 2018 were agreed as a true and accurate record and accepted by all trustees. The minutes were signed by RH at the end of the meeting.

2. BOARD MATTERS ARISING

2.1 Completed. Heads had supplied updates to FA for the Business Continuity and Disaster Recovery Plan. It was on GovernorHub

2.2 Completed at meeting. KH gave a verbal report on HCSS accounting system (see item 5)

2.3 Completed. MN presented a re-formatted document at the meeting indicating status/impact of agreed actions on Aloeric's Financial Recovery Plan. KH had helped to fine-tune the report. It showed savings delivered by 21 February 2018 of £19K and would be refined further.

2.4 Completed. Future MAT Development on Agenda.

2.5 PLTSA Update – this had been deferred to March meeting.

2.6 Policies for approval – Health and Safety Policy – this was deferred and should be presented at the March Meeting.

2.7 Completed. Single Equality Scheme – agenda item.

2.8 Completed. Vice chair position on agenda.

Not all actions from January's meeting were completed. Outstanding actions are shown below.

LEADERSHIP

7. Members had met with the CEO and Chair to consider the performance to date of the MAT. IF gave a short presentation on behalf of the Members reviewing the situation up to now.

In summary:

Progress to date: The MAT was formed on 1 August 2017. A strong governance team was in place. Full operating capacity should be reached by September 2019.

Challenges for PAT – cohesion, equality of offer, reduce Corsham-centric perspective, recruitment of CEO/FD, sustainability/expansion.

Challenges for Trustees – efficiencies through collaboration, centralisation, balance of staff£/pupil, skills mix.

Challenges for Members – recruitment of senior team, governance structure, reviewing skills of Trustees, performance managements for PAT senior team.

Opportunities in the future

Summary

- we have already achieved much in a short time frame
- greater efficiencies can be made and should be explored
- there are challenges ahead as the MAT develops and grows

RH thanked IF and the Members observing the need to gather baseline information about the Trust to inform future decision making.

FINANCE

4. THE FUTURE OF THE TRUST

The CEO and FD produced a report outlining clear recommendations as to how to deliver its agreed development agenda both between now and September 2018 and for the succession year September 2018 to September 2019. The proposals and associated management and financial risks for each of the two time-frames are presented separately.

The CEO gave a brief background to the strategy document and then went through the options.

Trust Development March – July/August 2018

Option 1 – to cover basic statutory requirements – no development

Cost £44205

Risk Assessment: Very high

Option 2 – put in place management framework including key staff appointments and comply with all statutory requirements.

Cost £88605

Risk Assessment: High

Option 3 – Comply with all statutory requirements, develop necessary management and staffing structures, secure integration with Teaching School, preparation for development agenda in succession year.

Cost £99590

Risk Assessment: Medium

The financial implications of the options for each school were included in the document by KH. KH also noted the potential costs and benefits not yet quantified such as increase in pupil numbers providing extra income, impact of introducing the National Funding Formulae from September 2018 and the level of inflation across staffing and services costs.

Whichever option is agreed it is suggested that reserves originating from Corsham Primary School used to fund the costs, and this should be accompanied by stringent financial management by all four schools and the executive team regarding the Trust's budget. Building commitments in 2019 using these reserves have been made by Corsham Primary School.

The FD recommends option 3 as it results in the best opportunity for growth from September 2019, although it presents the highest financial risk. Further work is required to work out the financial implications more fully. Schools could look more closely at their current budgets to try and make additional savings. Trust reserves at 31 August 2018 are predicted to be £368K, so some of this money could be utilised. Other options to assist with financial sustainability include; contract efficiencies and utilising staff more effectively through review of operational arrangements.

CEO RECOMMENDATION

We recommend to the Board that Option 3 be adopted as it provides the best possible foundation for future growth and development of the Trust subject to the further work identified which will determine how reserves will be replenished.

Following an Executive Leadership meeting held on 20 February 2018, the Headteachers are also in full agreement that Option 3 be adopted by the Board with the same caveats outlined in the document.

The Succession Year – September 2018 to August 2019

The CEO and FD put forward proposals to be implemented in readiness for September 2018 including:

- Director of Pickwick Teaching School to step up to Deputy CEO for 3 days/week recognising the strategic connections of JP and his wider networks.
- create a new role of Business Director
- internalise the provision of staff contracts from Wiltshire payroll
- current Strategic Business Manager to undertake due diligence work on a project to project basis when she leaves in July.

By March 2019 the Board should be able to appoint a replacement full time CEO and part-time FD to take up their posts in September 2019. At this time it was not considered viable to go to the market to recruit replacements.

RECOMMENDATION

The CEO recommends Trustees agree in principle to the proposal outlined in the "The Future of the Trust" document with the caveats detailed in place.

In the event that Trustees do not agree to the proposal for succession planning, the Board will have to quickly identify a programme to replace the CEO and FD and make provision for such posts advertised on the open market to be attractive.

Following an Executive Leadership meeting held on 20 February 2018 the Headteachers are also in full agreement that this Succession Plan be adopted by the Board with the same caveats outlined in the document.

After the presentation by the CEO there followed a discussion.

DW asked for clarification of the figures for Option 3. He stated that over half of the estimated cost for the year would be the payments for the CEO and FD.

The FD stated that both he and the CEO were on zero hours contracts on a daily rate. To date their work load had been greater than predicted due to the challenges posed by the new organisation which had increased costs.

DW further stated that the Academies Financial Manual indicated that the setting of executive pay should be a robust procedure and evidenced based and should be the Trustees responsibility and suggested that this had not been the case. He challenged why the CEO and FD were not on a salary. The CEO responded that currently it would be unaffordable for the Trust to provide a salaried post for the CEO and FD and it suited both of them to work on a part-time basis during these initial stages in the MAT's development. She indicated that the Trust was getting good value for money from both of them. Referring to page 11 of the report, the Chair asked the CEO for an indicative figure for the posts of full time CEO and FD. The CEO estimated that they would be £100K and £52K respectively. RH explained that perhaps there had been a lack of formality at the appointment of the CEO and FD during the shadow Board period but that the appointments were sound and based on arrangements transferring from former organisations. PV and EG explained how zero hour contracts could benefit both parties.

RW asked whether the Medium Risk in Option 3 might be reduced, and this was followed up by CC who enquired whether paying an additional sum would lower the risk. The FD would look into this option.

ACTION: FD

PV enquired whether there was any outside capital that could be drawn upon, but this would not be an option.

The Chair explained that there would be a need to produce a model for joining schools, so more capacity to consider Trust developments was imperative.

A discussion then ensued regarding the paying back of each school's contribution to the setting up and continued functioning of the MAT.

The CEO stated that the result of the bid for £95K should be known imminently and there were also further opportunities coming up for more bids.

The Chair asked Trustees if anyone was in favour of Options 1 and 2. There was a negative response.

Regarding the Trust Development from March until August 2018, the Chair proposed agreeing Option 3 in accordance with the information in the "Future of the Trust" document and the recommendation of the CEO on page 12. This was seconded by DP and the Trustees unanimously agreed.

Regarding the Succession Plan, the Chair proposed that Trustees agree the recommendation put forward by the CEO on page 15 of the document. This was seconded by RW and the Trustees unanimously agreed.

8.30pm – DP left the meeting

The Members and RW leave the meeting to discuss the selection of the vice chair.

5. VERBAL UPDATE ON THE TRUST'S FINANCIAL POSITION (FD)

5.1 Referring to the new HCSS accounting system and concerns raised over the analysis reports, the FD explained that he and EP (QC SBM) had spoken to HCSS and changes were being put into

place which should alleviate the problems. This would be rolled out to SBMs in the next few months.

5.2 EP had brought up the problems she had found with producing budget monitoring reports (for the LGB) and had discussed this with the FD. JH explained to the meeting that the change from cost centres to ledger codes had made it difficult to show, for example, where all the pupil premium money was spent. The FD assured the meeting that the situation can be improved and steps were being made to change the set-up of the accounts.

5.3 The SBMs would be sending the FD on Monday 5 March, the financial position of the schools at the end of January 2018. This would be very helpful and the FD would be able to see the performance against budget predictions.

The FD explained that amalgamating financial control across the four schools was the way forward.

DW suggested that the Trust should be more proactive in moving towards making efficiency savings by centralisation.

8.42PM – Members and RW return to the meeting.

The CEO brought the meeting she had with the Chairs of the LGBs to the attention of the Board. She had produced a paper with further information.

She also noted that on 15 May 2018 there would be a meeting for all Members, Trustees and governors of LGBs to get together at Corsham Primary School 7-9pm.

POLICIES FOR APPROVAL

8 SINGLE EQUALITY SCHEME

The Chair asked if each school had their own separate “single equality scheme” in addition to the overarching policy document. This was confirmed and the Chair asked whether that was necessary proposing that having a single document with local supporting action plans to meet our requirements would be more efficient. CG thought that each school liked more detail in the context of their own situation, but this would be considered next year and the policy would be reviewed in one rather than three years.

The Chair proposed that the Board approve the Single Equality Scheme and review it in one year with a view to harmonising the arrangements in place. This was seconded by PV and all the Trustees agreed unanimously.

9. FEBRUARY POLICIES – POLICY PANEL

The Policy Panel reviewed and ratified the following policies on the Board’s behalf on 19 February 2018:

Anti Corruption – this now included aspects from the original policy on Anti Fraud which the panel were asked to review.

Conflict of Interest

Gifts and Hospitality

Whistle Blowing

All are on GovernorHub and for use across the Trust.

February Policies for review are:

Bullying and Harrassment in the Workplace

Disciplinary

Driving

10 SCHOOL ABSENCE AND ILL HEALTH POLICY

Following the Board meeting on 16 January, Trustees agreed the policy should be distributed to all staff and their union representatives across Trust Schools. Following the consultation, all comments received were sent to the HR provider Robinson Grace for consideration.

RW commented that in the section on the delegation of responsibility, the line manager of the Headteachers should be the CEO and adjustment was needed to reflect this.

The Chair proposed that the School Absence and Ill Health Policy be agreed. This was seconded by FA and all Trustees agreed unanimously.

3 APPOINTMENT OF VICE CHAIR OF THE BOARD

RW had nominated himself for this position and EG confirmed on behalf of the Members that he was duly appointed unanimously as Vice Chair.

NEXT MEETING

The next meeting will be held on Tuesday 27 March 2018 at Queen's Crescent School at 6.30pm

The meeting closed at 9 pm

Signed:

Date:

LIST OF ACTIONS

Item	Subject	Action required	By whom
2.5	PLTSA Update <i>(deferred from January meeting)</i>	Comprehensive plan to be presented to Board in March meeting	JP
2.6	Policies for Approval – Health & Safety Policy <i>(deferred from January meeting)</i>	HTs to supply list of H & S policies with review dates to FA and final policy presented to Board for use across Trust in March	HTs and FA
4	The Future of the Trust	Look into possibility of reducing risk of Option 3 by increasing money input and creating option 4	Finance Director