

PICKWICK ACADEMY TRUST
TRUSTEES AND MEMBERS MEETING

HELD AT CORSHAM PRIMARY SCHOOL BROADWOOD SITE ON 5 DECEMBER 2017 AT 6.30PM

M I N U T E S

**PRESENT
TRUSTEES**

Fiona Allen (CEO)
Rob Hayday (Chair)
Sheila Copeman
Andrew Hall

**IN ATTENDANCE
MEMBERS**

Paul Dimech
Gail Chilcott
Elspeth Griffiths

OTHERS

Matthew Nightingale HT
Julia Hawkins HT
Chris Canning HT
Keith Hillman FD

James Passmore PLTSA
Janet Livingstone (clerk)

WELCOME AND APOLOGIES

The Chair opened the meeting at 6.30pm.

Apologies were received from:

David Powell, Gina Cooke, Alexandra Bond, Ian Fewtrell, Caroline Harrison CPS, Rob Ward, David Willis. The absence of Dan Stuchbury (Vice Chair) was noted and discussed as part of agenda item 8.

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

BOARD MINUTES OF PREVIOUS MEETING

The minutes of the meeting held on 7 November 2017 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.

6.35pm – Elspeth Griffiths and Amanda Bunker (School Business Manager, Ivy Lane) joined the meeting

BOARD MATTERS ARISING

Project Budget costs to be posted on GovernorHub – KH – carried forward.

ACTION KH

The panel to appoint the external auditors will be meeting on 18 December (SC, RH, RW and KH)

RH had contacted PV with regard to helping on Risk Management Report, but had no response.

A policy panel had been set up of FA, RH and DP.

The policy panel met and reviewed the 6 policies to date.

FA had set up a Register of Documents on GovernorHub

FA had set up working groups to discuss the expectations of staff, schools and pupils on 12 January, and the results will be reported back at the January Board meeting. **ACTION: FA**

The proposed Trust Designated Safeguarding lead position will be discussed further between FA and CC, but is in hand.

Ivy Lane Land Issue

AH and CC had discussed this issue and proposed a plan. AH circulated a map of the land surrounding and including Ivy Lane School to explain the land issue. He explained that the owner of the industrial estate (Mr Ingledon) was trying to establish a right of way through to his land via the school. Currently the cottage owners have pedestrian access only to their property. The situation at the moment is that no right of way has been established.

The proposal is to write a legal letter to the cottage owners and Mr Ingledon confirming that no one has the right of way across school land. This will ensure that no rights of way can be accrued through use. Once the legal position has been established there would be the option of moving forward more informally. If the trustees agree, then the legal letter would be sent in the next few days with a covering letter.

All the trustees agreed to proceed with sending the letter setting out the legal position of Ivy Lane School.

6.55pm – Paul Vincent and David Butler from Bishop Fleming join the meeting

FINANCE

1. AUDIT REPORT 2016-2017 FEEDBACK – BISHOP FLEMING

David Butler (Bishop Fleming) explained that the setting up of the MAT on 1 August had created a complication with the figures as the year end position included just one month's of figures for Queen's Crescent, Aloeric and Ivy Lane. David highlighted particular areas in the audit review and explained that the letter of representations would have to be completed and returned to Bishop Fleming and this will be submitted to the ESFA with the Financial Statements.

In the strategic report the Reserves Policy in place at 31 August 2017 gives enough information to be compliant.

The auditors reported that the financial statements are compliant.

Note 10 on page 41 shows the staffing costs which are very high, with the increased amounts required for social security and pension payments. Wiltshire schools pay a higher contribution cost to the pension than in many other areas.

Bishop Fleming pointed out Note 19 on page 46 - the Statement of Funds - showing a carry forward of £451,457 of general funds in the unrestricted fund column.

David explained that over 40% of schools have an in-year deficit as the financial climate is difficult.

Although there were some cost benefits to becoming a MAT it was not shown to be statistically valid. Centralising back office systems might be a way to make some savings going forward.

The accounts were still short of the final pension figures, but once these were available a final copy of the accounts would be circulated. There were also some distortions that needed finalising as a result of accounting issues.

Individual Schools

Note 12 on page 42 Central Services showed only 1 month of activity and next year more details would be available for the individual schools which would be useful for the LGBs.

Page 49 showed the fund balances of the schools. Aloeric has a deficit and the LGB has developed a recovery plan to eliminate this deficit over a two year period. The Board will closely manage this plan and seek updates on progress.

David explained the pension situation in more depth stating that the Teachers' Pension Scheme was unfunded and massively in deficit, while the LGPS Scheme was funded but also massively in deficit. The deficits are underwritten by the government, so as long as the Trust makes its current contributions and these can be afforded this is fine.

AUDIT ADJUSTMENT SHEETS – the list of adjustment was short and nothing highlighted any concerns. KH was comfortable with the list.

CONTROL OBSERVATIONS AND RECOMMENDATIONS – 2 green dot issues regarding petty cash and payroll control account reconciliations were highlighted, plus a red dot issue with regard to an operating finance lease where negotiations were still ongoing.

RH enquired how we could improve and David said it was important to look at each school individually as well as in aggregate. Identifying cost savings and new income streams would be beneficial and he said he could help KH with the structure of the Financial Manual. He also highlighted the Benchmarking Report which would be available from Bishop Fleming at the end of January. Bishop Fleming are conducting Internal Assurance with three visits to each school during the year.

7.47pm – David Butler from Bishop Fleming and Amanda Bunker leave the meeting

2. FINANCE REPORT

RESERVES AND CENTRAL COSTS

In his report, KH stated that the level of future commitments for building works and IT is uncertain as is the situation with the implications for the National Funding Formulae and the increase in pupil numbers which could lead to an increase in resources. Work early in 2018 should provide more certainty.

A central budget of £60K has been created. However the workload for the CEO and FD from 1 September to 30 November has significantly exceeded the estimate and there is still a great deal to do to establish the Trust and its operation as well as to undertake development activities to enable expansion. Therefore it is proposed that the central budget be increased to fund the necessary workload. Heads and KH have a preferred option to create a PAT Central Reserve by transferring resources from General Schools Reserve. KH proposed a £90K increase in the Central Budget, together with increasing SBM and admin support with the work involved so that experience gained and knowledge remains with the organisation. A cost effective model should be in place by September 2018.

Logistically all four schools need to spread the workload. Paul Vincent has been working on this issue and the schools need to find the optimum way of working together.

RH noted the situation and acknowledged the need to change the working arrangements at PAT Central. He stated that there was a need for the Board to be clear about Management Information contained in the Heads reports. FA confirmed that she was meeting with the 4 heads to discuss the next step in moving the MAT forward.

FA stated that a bid had been put to the DfE for £95K and the result would be known in March 2018.

CC enquired whether there might be some way of keeping a record of all the additional money being spent on setting up the Trust, so that at some time in the future it might be refunded to the schools to benefit the children.

The Trustees noted the report but felt unable to recommend the £90k reserves be used for central services at present until further discussions had taken place with the founding Headteachers.

FA (CEO) suggested the four Headteachers, plus FD should meet in early January to discuss and agree a way forward, specifically how the MAT should organise its central team. FA also felt it important to identify what Pickwick Academy Trust services would be offered to any new schools wishing to join the Trust.

FA agreed to liaise with the four Headteachers in the hope that these discussions could take place before the next Board meeting on the 16 January 2018.

PAT FINANCIAL PROCEDURE HANDBOOK

KH explained that the handbook replicates best practice based on the Scheme of Delegation and the EFSA Financial Handbook. He shared it with the SBMs last Tuesday and they have agreed to work towards it which will identify any gaps there might be.

AH had several queries which he will discuss later, but brought up the fact that under staffing and payroll three bullet points seemed to be more concerned with HR rather than finance. This was put down to potential liabilities associated with recruitment.

RH was going to send through some tracked changes to KH and also queried that the SBMs were “working towards it”. KH explained that this was only a very short term consideration of a few months. The SBMs were supporting each other with the new handbook and understood the importance.

RH proposed that the PAT Financial Procedure Handbook should be ratified. This was seconded by AH and all trustees agreed.

ESFA Financial Management and Governance Self-Assessment

KH and FA had completed the above self-assessment and submitted it on 21 November 2017 with RH made aware in advance. FA is working through the action plan.

3. RISK MANAGEMENT

A working group of RH, FA and KH met on 21 November to review draft risk register templates. A new risk register template has been devised for use across the Trust so that risks can be recorded, traced and escalated to the Board. The Board will review the risk register at regular intervals. The Chair’s report from each LGB includes the requirement to identify risks. Risk management is crucial to the delivery of high quality education for children, compliance with regulatory requirements and delivery of the Business Plan. RH is committed to finalising the BAF section of document.

The new Risk Register template for use across the Trust was proposed by FA. This was seconded by SC and all the Trustees agreed.

TEACHING SCHOOL

4. PLTSA UPDATE JP

JP explained that the Teaching School continues to develop. The strategic plan is to develop mini-hubs across the alliance to improve depth of work and impact in schools. Work is also in progress on a regional phonics programme and a bid has been submitted to support disadvantaged children across the region.

Financial implications to set up the new mini-hubs and the effective leadership required is estimated to cost approximately £12K initially and then would be self-funding.

KH stated that currently the reserves amounted to £76K of which £20k was committed to other things, so £12K was a good use of the reserves as it would eventually generate income.

RH proposed that the Trustees agree to Pickwick Learning Teaching School Alliance continuing strategic discussions around setting up and financing mini-hubs. All Trustees agreed.

STAFF DEVELOPMENT AND BEING A GOOD EMPLOYER

5. TRUST STAFF ABSENCE AND ILLNESS PROCEDURE AND POLICY

This document has been completely re-written. All the Heads have met and agreed the document. Once approved it can go out to consultation with the staff and union representatives. FA suggested that it should be released to staff in January. RH pointed out a few tweaks that should be made in the section regarding "Unpaid leave of absence" and in a copy of the policy that he would send FA.

FA proposed that the new document (with tweaks mentioned above) should be agreed and then sent out for consultation. All the Trustees agreed. The Policy will come back to the Board following the consultation.

6. OVERARCHING TRUST HEALTH AND SAFETY STATEMENT

This document was proposed by RH and seconded by PV. All Trustees agreed to approve the Statement. The Trustees delegated authority to the Founding Heads and the LGB to review their own set of Health and Safety Policies in light of this statement. An overarching H&S policy for the Trust has been drafted.

7. POLICIES FOR APPROVAL

The Policy Committee consisting FA, RH and DP had met on 20 November to review the October Trust policies produced by FA, Robinson Grace and Amy Tapscott.

The School Direct Policy has been returned by the panel for further clarification and should be reviewed by the Policy Panel in December again.

Acceptance of the following policies (approved by the Policy Panel) was proposed by SC and seconded by AW and all the Trustees agreed.

Dealing with unacceptable behaviour on school premises

First Aid policy

NQT Induction policy

DSE Users policy

Information and Communication policy

The Policy Panel will meet again in January to review November and December's policies. November's policies are: Restructuring and Redundancy, Freedom of Information and Data Protection.

Policy Reviews: RH suggested amending the review period for the policies. Other than the statutory policies, it was proposed that a review cycle of 3 years would be suitable with a stipulation that it would be “every 3 years unless a sooner review was required” a timetable will need to be produced so that not all policies are due for renewal at the same time.

GOVERNANCE

8. BOARD COMPOSITION

RH stated that the names of the members of the LGBs were now with the Board and this had highlighted an issue whereby DS was serving as a Trustee on the Board (Vice Chair) and was also on the LGB of Aloeric School. RH had not been aware of this and there was a need for clarification. DW was a Trustee and also Chair of Aloeric LGB, but this had been a concession agreed to by the Members for a trustee to also be a LGB member at the meeting on 22 May 2017. It was assumed that the individual serving a dual role was DW.

FA and RH had shared this information with the Members who had then met to discuss the situation. DS had not declared the situation on his Business Interests Form and the Members felt that in view of this breach of trust he could not stay on as a Trustee. The Members felt this informed decision was both right and clear and although the matter might have been handled slightly differently, the decision stands.

MN felt that DS had been under the impression that the concession agreed by the Members was a general principle for the period of a year and that both he and DW would be able to serve on the Trust Board and the LGB.

RH read out a statement which had been provided to him by DS.

“I have received direction from the Members to step down as a Trustee, on the basis that I have been serving as a governor of Aloeric Primary School whilst serving as a Trustee of Pickwick Academy Trust, and that this is not allowed. It is clear that what the members did not know, is that the Chair of the Trust, three other serving Trustees, the wife of one serving Member, the Finance Director, the CEO, and the heads of all four schools were in a meeting of the Working Group on 3 April 2017, where it was decided and agreed that two governors of Aloeric will continue to serve as governors whilst also becoming Trustees. The Minutes of that meeting state:

*There followed a discussion about the eligibility of being on the LGB and a trust board member. Aloeric had put forward two people to be on the board and they were also planning to be on their LGB (as they were short of governors). FA followed this up with Winckworth during the break and the DfE, although they do not like a governor being a trustee as well, would accept this position. It would put Aloeric in an advantageous position with a conflict of interest. So a compromise was reached whereby, this was seen as a temporary measure only until an increase in numbers on their LGB, and then they would have to resign. They would have to declare this interest at all the meetings. **All those present agreed to this compromise.***

The Members were clearly not given, and did not ensure they had collected, the full facts of the matter before making a decision, which given their professional background is inexcusable. I must also state that not one of the Members had the courtesy or respect for me to ask for my input, be that by email, telephone call or in person before making their direction.

I am considering my options, and will be writing to the Members in due course.

Dan Stuchbury

4 December 2017”

MN explained that DW had stepped down as Chair of Aloeric School and a new Chair was in place until February 2018. AH hoped that the governor expertise in the other three schools might be able to assist at Aloeric.

9. BOARD NAMED TRUSTEES FOR SPECIFIC AREAS

The SW Regional Commissioner for Schools has made it clear that she expects all MAT Boards to have named Trustees to be accountable for important aspects of school performance.

Allocated Trustees are required in the following areas:

School Improvement

Safeguarding

SEND/Disadvantaged – Social Mobility

Finance

Health and Safety.

Trustees are asked to put themselves forward for positions that best match their skills and/or interests.

At the meeting PV nominated himself for Health and Safety Trustee and AH for Finance.

Please can Trustees contact FA if they can offer their expertise in the remaining areas.

ACTION: Trustees

11. NEXT MEETING

The next meeting will be held on Tuesday 16 January 2018 at Ivy Lane School at 6.30pm

The meeting closed at 9.10pm

Signed:

Date: