



Company Number: 07977368

Minutes of the Meeting of the Board of Directors

Thursday 8th December 2022 at 6PM at FCC

Present:

Liz Holmes (LH)- Chair
 Rev Jason St John Nicolle- (JN)
 Anthony Cook (AC)- Vice Chair
 Mark Greenwood- (MG)
 Christine Price-Smith- (CPS)

In attendance:

Anne Lynn (AL)- COO
 Louise Warren (LW)- Director of Education
 Laura Bunning (LB)- Clerk
 Alex Peal (AP)- Only for Item 12

Bob Wintringham (BW) - Member
 Gordon Joyner (GJ) - Member
 Dave Wilson (DW) - Member

Apologies:

Duncan Millard (DM)- CEO
 Paul Turner- (PT)

Not Present:

Malcolm Sperrin- (MS)

Standing Items		
1	Welcome, Apologies and Resignations	Action
	Meeting opened at: 18:09- LH, JN,AC,MG,CPS in attendance LH welcomed all. Explained AL and LW will join after item 4 and the members will join after item 6. Apologies from Duncan Millard and Paul Turner- noted . Malcom Sperrin not present.	
2	Notice, Confidentiality and Quorum Requirements	
	The meeting was quorate. LH reminded everyone that everything spoken about remains confidential until it can enter the public domain which is after they are signed off and published.	
3	Compliance- Declaration of interest personal or business	
	None	
4	Confidential Item- please refer to Confidential minutes	
5	Confidential Item- please refer to Confidential minutes	
	AL and LW joined meeting at 18:41	
6	Confidential Item- please refer to Confidential minutes	

7.a	Accuracy of Minutes of main Board meeting held on 17th November including any confidential minutes	
	<p>BW, GJ and DW joined meeting at 19:10. LH welcomed the members to the meeting</p> <p>Previous minutes including confidential – postponed approval to January's Trust Board meeting</p> <p>Action: Trust Board to approve November minutes (including confidential) and LH to sign. LB to add to Agenda</p>	ALL
9	Carried over Items	
	<p>Action tracker postponed to January's Trust Board meeting</p> <p>Action: Go through action tracker. LB to add to Term 3 Agenda</p>	ALL
Strategic Matters		
10	None to be discussed	
Ensuring Accountability		
11	Policies and New Statutory Guidance	
	<p><u>Trust Behaviour Statement</u></p> <p>A draft was taken to the Board meeting in November and final version has been presented.</p> <p>LW confirmed the behaviour statement has been changed to a relationships model. This model has the Trust principles that will guide the schools to create their own school specific policies.</p> <p>Questions were asked regarding when the schools have to roll out the policy with the new wording of relationships model.</p> <p>It was confirmed that this year will include dual language but from September 2023 they should be using relationships model.</p> <p>It was noted that this statement is a superb piece of work.</p> <p>It was requested that the model has reference to the fact that it links with PSHE / RSE school policies. Once this has been added the Trustees were happy to APPROVED relationships model.</p>	
12	Annual report Risk and Audit Committee	
	<p>Alex Peal (AP) joined meeting remotely at 19:15</p> <p>It was confirmed that last year was difficult due to being low on committee numbers and one meeting was not quorate, however recruitment has been successful. They now have three new members on the committee with a mix of experiences.</p> <p>Sarah Chambers has reviewed census processes, process around related parties and review of HR absence policy management over the last year. There was nothing significant from the report but some recommendations came out and AL agreed with the recommendations given.</p>	

	<p>AP advised that Sarah Chambers has moved from Cooper Parry to Bishop Flemming which should be a good support for the Trust. They have offered a free service for the Trustees to attend the risk management session.</p> <p>The three key areas for focus next year is IT and Cyber management, staff recruitment and retention and due diligence of new schools joining the Trust.</p> <p>LH thanked AP for the overview and commitment to the committee in the challenging year.</p> <p>AP thanked AL for helping and supporting the committee.</p> <p>AP left meeting at 19:12</p>	
13	<p>Annual Audited Accounts for the period 1 September 2021 – 31 August 2022, including the Trustees' Annual Report and Financial Statements</p>	
	<p>AL confirmed this audit has been a difficult one, which took 3 weeks to complete and the accounts were delayed and presented to the resource committee in draft form.</p> <p>Outcome is that the Trust is in a better position than predicted.</p> <p>Revenue is £100k - £150k up due to increase in income and gapping in staff posts.</p> <p>Capital SCA funding is at just over half a million which was received between April and August 2022 and is still in the account. The estate strategy will be ready to present to Resource Committee in January. Work has been carried out at BUC & JBL, the next estates work will be carried out at LAF and WAT.</p> <p>The positive is that JBL are out of deficit. The Head teacher has done a good piece of work to achieve this and will continue to keep on top of the situation.</p> <p>SHR has dipped down into deficit and will require monitoring especially as the school grows.</p> <p>Overall the Trust is in a healthy position.</p> <p>The reserves policy has been reviewed at Resource Committee, the main risk is the staff pay increase which was above what was budgeted and there looks to be more increases in the new year.</p> <p>The trust is tied into our electric and gas currently so this is fairly stable.</p> <p>90% of IT across the Trust needs replacing by October 2025 as Windows 10 and older will no longer be supported.</p> <p>Resource committee looked at the Trusts reserves. It was advised the Trust needs to have a good balance between spending and saving.</p> <p>AC thanked AL, Jo Ray, Head teachers, Senior Leadership Team, Local Governing Bodies and Finance team for all their hard work.</p> <p>A discussion was then had around the impact of inflation on reserves. It was confirmed that the Trust currently have a Lloyds account with some of the reserves in which is building interest however due to low interest rates this hasn't been perused any further. Now the interest rates are changing it is in</p>	

	the Trusts favour to do this. In the new year the Trust will invest free capital. Our investment policy matches the steps we are taking. Trustees APPROVED accounts	
14	Finance and budget monitoring report	
	Document will be circulated out of committee as awaiting capital figure. AL gave an update on the Government announcement that it will provide additional funding for schools. Energy efficiencies – £150k Jo Ray proposes to spend this on new LED lighting in all schools.	
Procedural Matters		
15	Out of Committee activity	
	Safeguarding Policy taken to the Board in September was withdrawn due to missing parts after transmission from OCC. When updated version was received no action required from Trustees therefore LH signed off out of committee. Brought back to the Board to minute out of committee action.	
Trust Board Matters		
16	Events in hand	
	<ul style="list-style-type: none"> • AGM 2022 • Chairs and Vice-Chairs meetings 1:1 meetings and annual meeting 	
Any Other Business		
17	As notified to the Chair before the meeting	
	None recorded	
18	Future Board Meetings	
	<p>Uploaded to Governorhub</p> <p>Term 3: Board Meeting – 19th January 2023 – via Teams</p> <p>Term 4: Board Meeting – 23rd March 2023 – via Teams</p> <p>Term 5: Board Meeting – 18th May 2023 – In person</p> <p>Term 6: Board Meeting – 6th July 2023 – In person</p> <p>In person meetings will start at 6pm Via Teams will start at 4:30pm</p>	
	MEETING END 19:52	

Signed and Approved by: