

Minutes of Meeting

Directors Meeting

Location: Remote meeting via Microsoft Teams
 Start Time: 4.00pm

Date: 15 September 2021

Attendees:

David Lane, Director/Chair of Trust (DL)
 Bren Taylor, Director (BT)
 Jane Edgerton, Director/CEO (JE)
 Helen Redican, Director (HR)
 Maria Earl, Director (ME)
 Patrick Ricketts Director (PR)
 Paulette Osborne Director (PO)

Apologies:

Jared Whitaker Director (JW)
 Kate Canty, Director (KC)

In attendance:

Estelle Fisher, Clerk - SIPS Education Ltd
 Melissa Kenyon – Director of Operations
 Claire Pooni - Finance Director
 Simon Dilkes - Director of Operations
 Emma Arnott – Director of Quality Assurance and Development

Non- attendance: N/A

	Agenda Item	Minutes	Action Points	Owner	Review Date
FET. Board. 01. 21-22 01	Election Vice Chair Welcome to new Director Paulette Osborne Confirmation of the Clerk	<p>Directors confirmed David Lane had been appointed as Chair of the Trust Board by Members for a period of four years</p> <p><i>The Chair, David Lane (DL) asked if there were any objections to operational staff attending the meeting.</i> Directors were content for operational staff to attend and Operational staff agreed to withdraw from the meeting if asked to do so.</p> <p>Apologies were received and accepted from Kate Canty and Jared Whitaker.</p> <p>Kate Canty had volunteered for the position of Vice Chair, there were no other nominations and Kate Canty was appointed.</p> <p>A welcome was extended to Paulette Osborne Who had been nominated and approved as a co-opted trustee.</p> <p><u>Confirmation of clerk</u> Directors noted the appointment of SIPS Ltd clerking services, specifically Estelle Fisher.</p> <p>RESOLVED: Kate Canty to be appointed as Vice Chair of the Trust Board for the academic year 2021/22.</p>			
FET. Board. 01. 21-22 02	Declaration of Interest in items on agenda	<p>There were no declarations of interest made in any item on the agenda.</p> <p>The Chair commented that some papers had been uploaded late to SharePoint by operational staff. In</p>			

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		<p>these instances, the Board had not had sufficient time to review the contents of the documentation and would not accept these papers.</p> <p>Attendees were asked to raise their hand using the raise hand function if they had if they had any questions.</p> <p>Action: Documentation to be uploaded to SharePoint at least five working days in advance of the meeting.</p>	Documentation to be uploaded to SharePoint at least five working days in advance of the meeting.	All	WIE
FET. Board. 01. 21-22 03	Urgent Agenda items	None declared.			
FET. Board. 01. 21-22 04	Annual review	<p>Directors discussed the statutory annual renewal of the following: Pecuniary Interest forms and third party related transactions forms for 2021/22. These had been submitted to the Company Secretary during the summer.</p> <p>Code Of Conduct for Trust Directors, Members and Local Academy Council Members Directors confirmed they agreed to the code.</p> <p>Website Requirements Director noted the document detailing the statutory website requirements for the Trust.</p> <p>Directors agreed to complete and return the Annual Skills Audit and Trustee Contact Details forms.</p> <p>KCSiE Directors noted the updated KCSiE document and were advised to read and familiarise themselves with both parts 1 and 2. Jane Edgerton (JE) confirmed all staff had received the updated guidance and an additional session would take place to go through the changes. Directors would be invited to the session.</p> <p>Academy Trust Handbook Directors confirmed the new Academy Trust Handbook had been discussed at the Trust Board meeting on 14 July 2021.</p>	Skills Audit questionnaire and Contact form to be completed and returned to the Clerk	All	Autumn term 2021
FET. Board. 01. 21-22 05	Trust board membership, delegations and terms of reference	<p>Directors discussed the committee structure and membership proposed by David Lane. RESOLVED: The following was agreed:</p> <p>Audit: Risk and Finance Committee Jared Whitaker (Chair) Kate Canty Bren Taylor, David Lane The existing terms of reference were adopted.</p>			

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		<p>HR and Pay committee Maria Earl (Chair) Patrick Ricketts Helen Redican David Lane The Terms of reference would be reviewed and adopted at the first committee meeting. Actions:</p> <ol style="list-style-type: none"> 1. DL would liaise with ME regarding the Terms of reference. 2. Clerk to agenda. <p>Strategy, Growth and Infrastructure Committee David Lane (Chair) Patrick Ricketts Bren Taylor Kate Canty The existing terms of reference were adopted.</p> <p>Education Committee Helen Redican (Chair) Paulette Osborne Bren Taylor Maria Earl Patrick Ricketts Jared Whitaker The existing terms of reference were adopted.</p> <p>The following responsibilities were agreed: Member link - Kate Canty Whistleblowing link - David Lane Safeguarding link – Helen Redican Data Breaches – Bren Taylor</p> <p>Directors noted the circumstances for virtual attendance at meetings was set out in the articles. The Chair suggested a policy should be agreed detailing how the Trust wished to continue virtual meetings going forward.</p> <p>The Scheme of Delegation RESOLVED:</p> <ol style="list-style-type: none"> i) The Trust Board ratified the approval of the Scheme of Delegation following consultation with Directors via email, on 26 August 2021. ii) The Trust Board agreed that the Chair could take action in exceptional circumstances on behalf of the Trust. <p>DL added that it would be unusual for him to take any action without consulting one or more, other Directors.</p>	<p>Terms of reference for the HR and Pay committee to be reviewed. Clerk to agenda.</p>	<p>DL/ME</p>	<p>4 Nov 2021</p>
<p>FET. Board. 01. 21-22</p>	<p>Meeting schedule 2021-22</p>	<p>Directors noted the meeting schedule that had been circulated in advance for meetings due in the academic year 2021/22.</p>			

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06		<p>RESOLVED: To adopt the schedule of meetings.</p> <p>Action: Clerk to circulate the schedule to Governors and the Senior Leadership Team.</p>	Clerk to circulate the schedule to Governors and the Senior Leadership Team.	Clerk	Autumn term 2021.
FET. Board. 01. 21-22 07	Direction of Trust	<p>JE referred Directors to the Estates Acquisition and growth September 2021 update, which had been posted to SharePoint, in advance of the meeting. Directors were reminded of the recent expansion of the trust. The aim was to continue to focus on EHCP and special needs pupils. The vision was to provide provision from birth to the end of school, with the potential to provide 19/25 year old provision in the West Midlands.</p> <p>The Board did not want a disproportionate number of failing schools but would explore any opportunities for a Free School that might have a longer plan for growth.</p> <p>JE explained that there was only one school potentially in scope. Directors agreed that PRUs were not ordinarily in scope for acquisition.</p> <p>A Director commented that there were potentially many opportunities for Outreach, which might affect capacity. JE explained the outreach programme. Directors discussed the uncertainty around budgets for outreach, following the initial two-year funding.</p> <p>A Director asked if the Trust might be seen as a preferred school for support and may have many referrals with which to contend. JE said the Trust would be working with Tudor Grange on their teaching school hub led priorities of benefit to us and was mindful of the need to maintain focus on Trust priorities.</p> <p>A brief discussion took place around the Primary School forum at which the new Assistant Director for SEND attended.</p> <p>Following further discussion, Directors agreed a Development strategy should be produced.</p> <p>RESOLVED: The Estates Acquisition and growth September 2021 update was accepted.</p>			
FET. Board. 01. 21-22 08	Vision and Ethos	<p>The new Vision had been agreed at the vision day.</p> <p>Action: See opposite.</p>	To ensure the new vision statement is on the Trust Website.	MK	Autumn term 2021
FET. Board. 01. 21-22 09	Trust Board Self-Evaluation	<p>Directors agreed it was important to evaluate the Board. However as there were new Directors, this would be postponed until the spring term so that these Directors had gained further knowledge and experience with Forward Education Trust.</p>			

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		<p>Similarly, consideration of an external Governance review would be made in the spring term.</p> <p>Action: External Governance and self-evaluation plans would be considered in the Spring term.</p>	To agenda External Governance review and Trust Board self-evaluation plans for the spring term.	DL/ JE/ Clerk	Spring term 2022
FET. Board. 01. 21-22 10	External Governance review	See discussion above under item 9.	See item 9.		
FET. Board. 01. 21-22 11	Minutes of the previous meeting	<p>Minutes of the previous meeting held on 14 July 2021 were examined having been posted to SharePoint in advance of the meeting.</p> <p>An amendment to the minutes under AOB was requested. The windows that were replaced using CIF funds were for Brays School, not The Bridge.</p> <p>Claire Pooni drew Directors attention to the underspend and a discussion ensued around the use of the funds. CP had included proposed budgets for the use of the underspend under item 10 on her paper entitled 'financial approvals update'. The proposed budgets amounted to £230,000 in total.</p> <p>The use of the underspend would be delegated to the Education and A:RF committees.</p> <p>Action: HR would liaise with JE and Lesley Yates to look at the most productive use of the underspend.</p> <p>CP added that there were some proposals around increasing the educational supplies and services including teaching and mid-day support staff. A Director asked how much the proposals would cost. CP said this would be £125,000.</p> <p><u>Matters arising</u> All actions had been completed with the following updates: HR had liaised with BT and JE regarding safeguarding monitoring. The paper would be shared with the Education committee. Action: See opposite.</p> <p><i>Item 10</i> - MK reported that a notice of termination of the PS People contract had been issued on 20th August</p>	<p>HR would liaise with JE and Lesley Yates to look at the most productive use of the underspend.</p> <p>To agenda safeguarding monitoring at the next Education committee meeting and present for ratification at the following Trust Board meeting.</p>	HR/ JR	26 Nov 2021 Education committee meeting
				HR / Clerk	26 Nov 2021

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		<p>prior to 31st August deadline. However, no acknowledgement had been received and there remained a risk this would be challenged.</p> <p>Patrick Ricketts had supported MK regarding reduced payments to We Clean for the academic year following the reduction in the number of cleaning hours.</p> <p><i>Item 17</i> - Directors had signed off the Scheme of delegation.</p> <p><i>Item 20</i> – Quality Assurance post completion of work. Action: See opposite.</p> <p>RESOLVED: To approve the minutes of the meeting on 14th July 2021.</p>	<p>MK would forward details to PR of the quality assurance in place following completion of the windows and roof work.</p>	<p>MK/ PR</p>	<p>Sept 2021</p>
<p>FET. Board. 01. 21-22</p> <p>12</p>	<p>Chair Urgent Actions</p>	<p>The revised Scheme of Delegation V06 had been circulated to Directors for comments and approval on 24 August 2021 and was approved via email on 26 August 2021..</p>	<p>None.</p>		
<p>FET. Board. 01. 21-22</p> <p>13</p>	<p>CEO</p>	<p>Directors thanked JE and her team for the work involved in the return to school. They were disappointed that transport to Birmingham schools remained a challenge.</p> <p>JE referred Directors to her paper. A discussion ensued around the issues that had occurred in relation to transport for pupils. These included one safeguarding referrals after children were delivered to the wrong address. Directors heard there were problems with all of the transport providers and it was difficult to communicate with some drivers and guides as they spoke no English. Meetings continued to be held to resolve the transport issues.</p> <p>A concern was raised regarding the threat from anti-vaccination pressure groups, who were threatening to sue schools if children were vaccinated. RESOLVED: Directors agreed that this was a matter for the NHS and parents.</p> <p>JE said the Trust continued to adhere to those policies that had been issued from the Government around Corona Virus and to work with common sense in the absence of policy. The schools were ventilated and there were a number of carbon dioxide monitors due to come into schools through the DFE scheme to check the airflow.</p> <p>Each LGB had been asked to adopt the LA model safeguarding policy for their area. The policies have</p>			

		<p>been personalised for each school to ensure the correct escalation procedures are followed.</p> <p>JE discussed the pupil numbers at each of the schools. The referrals from the LA for High Point School had not been for the correct designation. JE gave an update of The Heights free school, which was due to open in September 2023. New contractors for the building work were being sought.</p> <p>MK explained there had been an error by the payroll supplier with the August payments. Staff had not been paid on the agreed pay date. The supplier offered a faster payment so that the Trust could meet their legal obligation for payment before 28th August. Unfortunately, staff were paid twice and it had taken a lot of time to resolve. The supplier was undertaking an internal investigation and the Trust would receive a formal report.</p> <p>A Director asked if a double payment had been made to anyone who had left the Trust. MK said there had been, but everyone had been contacted. Some staff had already returned the extra payment. CP added that the risk lay with the supplier as their funds had been used. However, the Trust were helping the supplier to recover any overpayments.</p> <p>Action: See opposite.</p>			
<p>FET. Board. 01. 21-22</p> <p>14</p>	<p>Finance Update</p>	<p>Claire Pooni (CP) gave an update of the financial position to the end of July 2021. The Trust had saved £691,000 against staff costs and there had been more income than anticipated resulting in healthy reserves.</p> <p>CP explained the budget had been prepared based on 'business as usual' and highlighted the proposed expenditure for a number of cost codes. CP responded to a query around increased insurance costs, which related to fire and security alarm testing. It was confirmed the insurance was with RPA and Zurich provided cover for vehicles and the inspection of engineering equipment.</p> <p>A Director asked if the Trust was prepared for the external audit. CP had liaised with Hannah Justice from BSN Associates and had discussed the requirements.</p> <p>The internal audit would commence on 4 October and it was hoped the report would be presented to the next Trust Board meeting on 8th December.</p> <p>A Director asked what contingencies were in place for the increases to the national insurance payments. CP estimated it would cost £63,000 for 2021/22 and it would adversely impact the surplus.</p>	<p>To monitor any loss through the A:RF committee.</p>	<p>CP/ JW</p>	<p>In the event of a loss.</p>

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		<p>JE added that the actuarial valuations were due in April 2022 and the pension payments may be impacted. DL explained he had continued to raise the concern of the pension deficit payments with the RSC. A proposal for the procurement of the IA service would be submitted to the next A:RF committee.</p> <p>The Finance Assistant had been recruited and had started on 13 September 2021.</p> <p>CP referred to the suppliers for the CIF bids. The Chair asked that additional time be given for the consideration of the proposals.</p> <p>Action: See opposite.</p> <p>JE discussed the staffing proposals detailed on the Financial Approvals update. <i>A Director asked if the Trust would be paying the living wage for the Pupil Engagement Advisors.</i> It was confirmed the Trust always paid an uplift on the living wage.</p> <p>RESOLVED: The proposed budget adjustments detailed under item 2, of the Financial Approvals Update, were approved for the staffing proposals.</p> <p>Directors asked that the additional costs for the Bellrock contract be circulated with the other cost proposals.</p> <p>Action: MK would forward an email to the A:RF committee members with the contract sign off and rationale. MK confirmed the value fell within the £200,000 delegated approval limits for the A:RF committee.</p>	<p>CP would circulate the request for additional expenditure via email with a date for Directors to feed back their comments and approval.</p> <p>MK would forward an email to the A:RF committee members with the contract sign off and rationale.</p>	<p>CP / All</p> <p>MK/ All</p>	<p>Per email</p> <p>Per email</p>
<p>FET. Board. 01. 21-22</p> <p>15</p>	<p>Trustee Link Scheme</p>	<p>Directors confirmed they had read and approved the proposals for the Trustee Link Scheme from Helen Redican.</p> <p>The title had been changed to Trustee link role rather than a mentoring role.</p> <p>Actions: See opposite.</p>	<p>Directors to respond with any changes or comments by Friday 17th Sept 2021.</p> <p>The scheme to be circulated to Head Teachers and Senior Leaders.</p>	<p>All</p> <p>HR</p>	<p>Friday 17th Sept 2021.</p> <p>Autumn term 2021</p>
<p>FET. Board. 01. 21-22</p> <p>16</p>	<p>Annual Staff Satisfaction Survey</p> <p>Potential for biannual Pay Benchmarking Survey</p>	<p>The Chair commented that as the papers had been uploaded in the afternoon, there was insufficient time to consider the contents.</p> <p>Directors agreed that Helen Redican and Maria Earl would work with Mel Kenyon and Simon Dilkes regarding the staff satisfaction survey, pay and</p>	<p>HR and ME to liaise with Simon Dilkes and Mel Kenyon regarding the staff satisfaction survey, pay and benchmarking plans and flexible working arrangements and</p>	<p>HR ME MK SD</p>	<p>Autumn term 2021</p>

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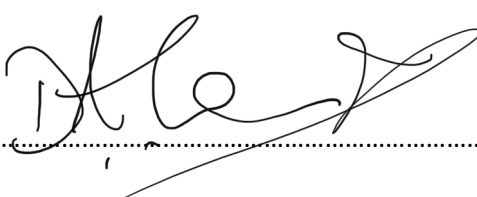
		benchmarking plans and flexible working arrangements. Action: HR and ME to liaise with Simon Dilkes and Mel Kenyon and report to the Trust Board.	report back to the Trust Board.		
FET. Board. 01. 21-22 17	Flexible working initiatives	See discussion under item 16.	See action above.		
FET. Board. 01. 21-22 18	Review of interview processes and techniques	BT explained the Trust aimed to examine the behaviours when recruiting as way of addressing recent losses. The Trust needed to understand not just the in depth knowledge of candidates but also their behaviours and understanding of governance at the Trust. The recruitment policy had been amended but required some final enhancements and it was proposed ME liaised with JE and MK. A discussion took place around the most recent interview process that had been separated out over two days. The comments from two sets of interviewers had been valuable. Directors discussed the use of personality questionnaires to help assess how a candidate might interact with colleagues. Action: MK to forward the recruitment policy to ME for input and comments.	MK to forward recruitment policy to ME for input and comments.	MK/ME	Prior to the appointment of the Head Teacher for Brays School.
FET. Board. 01. 21-22 19	Use of Head Office Space	Directors agreed the consideration of the Head office space would be postponed until further discussion with JE and the senior Leadership team. The item would be delegated to the Strategy, Growth and Infrastructure committee. Action: To add to the agenda for the SG&I committee once all staff had been consulted.	To add to the agenda for the SG&I committee once all staff had been consulted.	DL / Clerk	Spring term 2022
FET. Board. 01. 21-22 20	Admission arrangements	The admissions policy had been approved at the Trust Board meeting on 2 December 2020. Directors noted the PAN for each school that was included on the CEO's report presented under item 13. RESOLVED: Noted	None.		
FET. Board. 01. 21-22	FET Policies for approval	The chair explained there were some policies that should be led by the Trust Board. A brief discussion			

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21		took place and directors noted policies were available on SharePoint. Action: See opposite.	A link to the Policies area to be shared with Directors.	JE /Clerk	Autumn term
FET. Board. 01. 21-22 22	AOB	<p>Directors discussed meeting arrangements for the coming term.</p> <p>RESOLVED: It was agreed that meetings would remain virtual for the autumn term. The two Trust Board meetings, at which Members were invited, would be face to face. Action: See opposite.</p> <p>A discussion took place around which members of the senior leadership team should attend at Board meetings to ensure the workload was appropriately shared.</p> <p>Action: a proposal as to which operational staff should attend each meeting to be circulated via email.</p> <p>The Chair stressed the importance of Board papers being uploaded a week in advance of the meeting to allow Directors the time to consider the contents. DL planned to attend the monthly SLT meetings to bring back any questions to the Board.</p> <p>DL explained he was visiting Hallmoor school the next day and extended an invitation to Directors to join him. HR asked that Directors focussed their visit around their agreed link area to avoid confusion at the schools. Directors were asked to complete a brief summary of any visits made.</p> <p>*See Confidential minute 1</p> <p>The meeting was the last meeting MK would attend before her departure. MK thanked Directors for their support and guidance during her time with the Trust. Directors were grateful for the work MK had put into the Trust and wished her well for the future.</p>	<p>Options would be explored to facilitate a blended approach where Directors were unable to travel to the face-to-face meetings.</p> <p>The proposal as to who attends each meeting to be circulated via email.</p>	JE "	Autumn term "
FET. Board. 01. 21-22 23	Agenda items for the next meeting on 8th December 2021	DL's visit to be added to agenda.	DL's Directors visit to be added to agenda.	DL/ Clerk	8 Dec 2021

The date of the next Directors meeting Wednesday 8 December 2021 at 4.00 p.m.

The Chair thanked Directors for their contributions and concluded the meeting at 18:00 p.m.

Signed.......... Date..... 15-12-21.....