

**MEETING OF THE BOARD OF DIRECTORS**

**OF THE ACTIVE LEARNING TRUST**

***held on Thursday 17th December 2020***

***1pm via online Video-link***

**MINUTES**

Trustees Present: Mr D. Bateson OBE Mr J. Beswick

Prof. A. Boddison Mr S. Chamberlain (CEO)

Mrs J. Cutchey Mr R. Dool (Chair)

Mr G. Hely-Hutchinson Mr M. Kerr

Ms M. Lloyd Ms R. Weaver

Members Present: Ms L. Adams

Officers Present: Mr D. Hilton Mrs K. Jarvis

Mr C. Paskell Mrs J. Steel

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| THE KEY DECISIONS AND RECOMMENDATIONS OF THE MEETING ARE SUMMARISED BELOW | |
| DECISION | Approved changes to Financial Controls Manual |
| DECISION | Approved spend for IT strategic project |
| DECISION | Agreed in-house option to collate stakeholder voice |
| DECISION | Approved Stages of Intervention Programme |
| DECISION | Approved amendments to Data Protection Policy |
| RECOMMENDATION | Annual Accounts to be approved by Members |

**MINUTES**

**Confidential Items have been redacted for public minutes**

**1.** **APOLOGIES FOR ABSENCE, NOTICE & QUORUM**

* 1. Apologies for absence had been received prior to the meeting from Mr Bush and Mrs Capron.
  2. All apologies were accepted.

**2. DECLARATIONS OF INTEREST**

* 1. No new interests were declared for items on the agenda.
  2. No updates were notified for the Register of Interests. Mr Dool reminded Trustees that those who have not returned their annual declaration forms to Mrs Jarvis should do so as a matter of urgency.

1. **AUDITORS REPORT & ANNUAL ACCOUNTS**
   1. Mr Gary Miller from Price Bailey LLP presented the auditors report relating to the Annual Accounts for 2019/20. The report and Accounts had been circulated to all Trustees prior to the meeting. Mr Miller took all present through the Management Letter, highlighting the following points:

* The audit had taken place remotely during lockdown. Mr Miller expressed thanks to school staff, whose work had increased due to auditors not being able to visit sites.
* Areas considered are: Revenue Recognition, Management Over-ride, Related Parties, Fund Allocation and Staff & Salary Costs.
* Value of sites and Pensions are NOT considered.
* There is a Summary of Income and Expenditure.
* The Accounts balance, and show an in-year surplus of £1.6 million
* The total carry forward of reserves is £8.6 million – the majority of which is unrestricted
* Some accounting adjustments have been made, but these are minimal. There are no systematic problems with control accounts.
* The Auditors consider The Active Learning Trust to be a ‘going concern’, and in the top percentile of MATs they work with.
* Some points raised in the 2019 Management letter have been rewritten into 2020.
* There are no Priority One findings (serious breaches) but there are some Priority Two findings around Companies House registrations not agreeing with declarations made by Trustees.
* Priority Three findings are minimal and relate to the treatment of Salix funding.
* Priority Four findings are observations and recommendations.
* There is a strong preference that Members are non-Trustees.
* Summarised as the financial position of the Trust being robust and well-managed.

Prof. Boddison asked for a professional view on whether the level of reserves is excessive, and is the view that funds should be spent on the current pupils. Mr Bateson reminded Trustees that between 5% and 8% of reserves is considered normal. He added that £1.6 million is modest in terms of all schools, but is a total that leaves no excuse from a financial view not to effect change where needed. Mr Miller stated that ALT spend more than others, and his personal view is that schools should do more to build up funds. He reminded Trustees that they are in control.

Mrs Cutchey asked if Mr Miller was familiar with 5% to 8% and would this be his recommendation. Mr Miller replied that it is up to the Trust to set limits, and there is no pressure from the EFSA on reserves at the moment. Mr Chamberlain reminded Trustees that the central services top slice of 4% is modest, particularly compared with Trusts in ALT’s areas. Mr Miller agreed, stating that the average is 4% to 5% nationally.

Ms Weaver asked if the £8.1 million carry forward is invested. Mr Paskell replied that some is with short term cash deposits, some is cash flow and some is in working capital.

Mr Chamberlain reminded Trustees that the proposed IT project will use up some reserves, and he considered the reserves necessary to enable the Trust to meet the current challenges. He added that the Trust is being penalised under COVID (ie cannot access government funding) because of the level of reserves held. Mr Dool added that he is confident that funding issues, and how school improvement can be supported financially, are discussed by the Board and the Audit and Finance Committees to a level that enables informed decisions to be made.

Mr Miller concluded his report by informing Trustees that he will debrief with Mr Paskell on the Audit, with a view to improving the process for all concerned. Mr Dool thanked Mr Miller for attending.

Mr Miller left the meeting at this point.

***Trustees unanimously voted to recommend to the Members of The Active Learning Trust that the Annual Accounts be approved.***

1. **CHAIR’S ACTION**
   1. Mr Dool informed Trustees that he and Mr Chamberlain had met with a prospective new Trustee – Catherina Quinn. He gave a brief outline of Ms Quinn’s background, adding that she has the skill set and diversity that would be an asset to the Board. All Trustees confirmed they had the seen the bio of Ms Quinn that had been circulated prior to the meeting, and were unanimous in their recommendation that the Members approve Ms Quinn as a new Trustee.

Mr Dool also informed the Board that another gentleman has expressed an interest in joining the Board. His bio will be provided for Trustees to consider before the next meeting. He asked if anyone had a recommendation for Members they should let him know – particularly in light of the Auditor’s views that Members should be non-Trustees.

1. **MINUTES OF THE PREVIOUS MEETING HELD ON 22nd OCTOBER 2020**
   1. The minutes of the previous meeting were accepted as a factual record of events. It was noted that Ms Weaver’s title needed amending.
   2. There were no matters arising that were not listed on the Agenda.
2. **BOARD COMMITTEES**
   1. The notes of the meeting of the Remuneration & Personnel Committee held on 30th November 2020 were noted.
   2. The notes of the meeting of the Quality of Education Committee held on 26th November 2020 were noted. Prof. Boddison added that the Committee were receiving helpful indicators and the agreed cycle of reporting gives a reassurance on approach.
   3. The notes of the meeting of the Safeguarding Committee held on 26th November 2020 were noted. Mrs Cutchey informed Trustees that this was a robust initial meeting with training high on the agenda. It was noted that some Trustees have completed on-line training, and Mrs Jarvis will be investigating how training can be assured for all Trustees.
   4. The notes of the meeting of the Finance Committee held on 22nd October 2020 were noted. Mr Hely Hutchinson informed Trustees that a meeting had also taken place prior to this Board meeting. Items discussed included amendments to the Financial Controls Manual. Mrs Jarvis asked that, based on the recommendation of Committee members, Trustees would approve the FCM updates so that they could be circulated to schools for the new year.

***Trustees approved the changes as recommended by the Finance Committee.***

* 1. The notes of the meeting of the Audit Committee held on 22nd October 2020 were noted. Mr Beswick informed Trustees that a meeting had also taken place prior to this Board meeting. Particular note was made of the high quality of the Audit Reports from the Trust’s Compliance Officer.

1. **CEO’s REPORT**

Trustees confirmed that they had received the CEO report that was distributed prior to the meeting. Mr Chamberlain took Trustees through his report.

**Section 1: COVID update**

Positive cases in Fenland and Ipswich are rising rapidly. Mr Chamberlain was able to assure Trustees that the central team and schools have robust plans in place and are able to react appropriately when positive cases occur. He reported that the National Tutoring Programme has experienced a slow roll-out process, and is therefore unlikely to impact student progress this academic year.

**Section 2: Trust Developments / Strategy**

Mr Hilton and Mr Paskell have been working on a digital strategy plan that sets out the educational benefits of on-line CPD for all staff. £56k is required to move the project forward. Mr Bateson stated his belief that it is essential that the project goes ahead as it liberates learning for under-performing groups. He added that IT can be a “money pit” but if managed correctly it can be very beneficial. Mr Paskell explained that the software is well designed and packaged, but the end-user devices need to be aligned. Mr Hilton added that the strength of the project will be to build upon the work over the last few months. Networks will be aligned with stronger infrastructures, and an on-line platform will be developed further. Currently systems are at the edge of their capacity.

***Trustees approved the spend of £56k from the Central Budget to support the IT project.***

Mr Chamberlain explained the options for improving stakeholder voice, by gathering data from a range of interested parties. Edurio offer a purpose-built service where information is gathered via surveys, but the barrier is cost. Schools currently complete their own surveys so it would be possible for the Central Team to collate this information to give a Trust overview. Edurio offer benchmarking against other Trusts they work with, whereas the in-house option would only be able to compare against Ofsted based questions. Mr Chamberlain questioned whether the Trust should fund the Edurio option as it will not directly impact or benefit schools. Mr Hilton added that as all schools now use TEAMS or Google Classroom it would be easy to develop this area in-house and develop our own questions, similar to surveys already in place for Mental Health and COVID. Prof Boddison asked if there is capacity in-house to develop the project – Mr Hilton responded that there is capacity within the School Improvement Team (Trust Intern). All present agreed to go forward with the in-house option, with a more detailed plan being requested for the next Quality of Education Committee meeting.

Mr Chamberlain reported on the recent Leadership Conference, which was well received by heads, with an approval rating of 4.6. Mr Dool agreed that the Conference was a success, with input from excellent speakers, and allowing all present to be involved. A blended approach of virtual and on-line conferences will be used in future.

Mr Chamberlain updated Trustees on recent estates and building developments:

* Cromwell early years has opened in a temporary building. Morgan Sindall, who the Trust have worked with before, are managing the primary phase of the build.

**Section 3: School Improvement**

Mr Chamberlain took Trustees through the proposed Stages of Intervention Programme, which would be introduced to support schools causing concern. Each stage of intervention was explained. Schools identified by the School Improvement Team would be placed on a programme to support improvement via targeted intervention. It was noted that the Quality of Education Committee had recommended that the Intervention Programme be approved by the Board.

***Trustees agreed that the Stages of intervention Programme should be adopted by the Trust and looked forward to feedback on its impact.***

Mr Chamberlain informed Trustees of the schools currently causing concern. He added that the practice of inviting headteacher to join Board meetings on a rolling programme will be reintroduced for future meetings. Trustees approved of this proposal, with Mr Beswick commenting that it allows for a good two-way discussion. The central team will revisit the headteacher report template to ensure presentations are comparable and time limited.

Mr Hilton explained improvements to the Cambridgeshire Opportunities Area funding, where Trusts are now being involved at the initial stages. This has allowed embedment in school improvement plans. Three schools are currently benefitting – Kingsfield, Burrowmoor and Neale-Wade. Mr Dool asked if a similar approach would be implemented for Suffolk schools. Mr Chamberlain replied that he is hopeful that this will be be case, but Suffolk are not as far into the process as Cambridgeshire. He added that the projects are in the final year of confirmed funding, and there is uncertainty about whether the funding will continue.

Mr Chamberlain informed the Board of the work that Mrs Driver had undertaken to secure addition funding for school through grant applications. She has currently assisted schools to receive £12,700 through a range of grants, with other bids having been submitted. He also informed Trustees of a Music grant that has been secured for Cromwell Community College for £19,500.

Trustees confirmed that they had received and reviewed the key dials for schools. The Quality of Education Committee will be reviewing these in detail at each of their meetings.

***Trustees noted the content of Mr Chamberlain’s comprehensive report and the actions being undertaken to support schools across the Trust.***

1. **REPORTS FROM THE INTERNAL AUDITOR & DATA PROTECTION OFFICER**

***Mrs Driver joined the meeting for this item of the agenda***

* 1. **Annual Data Protection Report**. Mrs Driver took Trustees through the report, highlighting the following areas:
* The law states that Trusts should aim for 100% staff training – at the time the report was written 84% of staff have received training.
* Data breaches are down to 21 recorded incidents, which are mainly related to emails.
* Subject Access Requests are down from 40 to 20, which have all been responded to within the required deadlines.
* There is one area of the Data Retention Policy that some schools are not fully compliant with. This relates to bulk deletion of records from SIMS and is currently outside of ALT’s control.
* Data Protection Impact Statements have risen from 48 to 57.
* Data Protection queries have dropped from 181 to 54.
* Privacy notices are being updated, but some school may need to reconsider companies that they subscribe to. The EU Board have released standard clauses that are currently out for consultation.

Mr Dool thanked Mrs Driver for her comprehensive report and asked that Trustees note its content.

* 1. **Information Governance Report**. Following Mrs Driver’s report, Trustees:

1. Noted the new Data Protection Training Report
2. Approved the amendments to the Data Protection Policy
3. Noted changes to the Privacy Notices

All updated information will be circulated to schools in January 2021.

**9. POLICIES**

* 1. No further polices were presented for consideration

**10. SAFEGUARDING AND HEALTH & SAFETY**

10.1. No further updates were presented on Safeguarding

10.2. Mrs Jarvis referred to the report on Health and Safety across the Trust. She explained that the report had been written to compare RAG ratings of the Autumn Term Health & Safety Audits with RAG ratings for completion of Handsam tasks. Schools showing concern were discussed, with Trustees agreeing that a strong message should be given to schools that are below expected standards.

Mrs Jarvis explained that an example of a full audit report had been included so that trustees would be assured of the robustness of the audit process.

***Trustees noted the content of the Health & Safety Report and the on-going work in this area across the Trust.***

**11. DATE OF NEXT MEETING**

The date of the next meeting was confirmed as 11th February 2021. It was agreed that, although virtual meetings are working well, a face-to-face meeting should be arranged as soon as restrictions allow.

Mr Dool thanked Trustees for their commitment and work this year, particularly considering COVID, and offered all good wishes for Christmas. It was noted that Mr Chamberlain had written to all schools, on behalf of trustees, to express thanks and good wishes for the Christmas break.



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**ACTION POINTS**

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| **Agenda Item** | **Who?** | **Action** | **Timeline** |
| 7. | Central Team | Review and revise HT template for reporting at Board meetings | By next meeting |
| 8.2 | CD | Circulate revised DP Policy to schools | Early Spring term |
| 6.4 | CP | Circulate amended FCM to schools | Early Spring term |