

Minutes of Directors' Meeting 19 November 2021 8am at Richard Crosse School and via Google Meet

Attendees : Mrs C Gethin (CG) (CEO and Director), Mrs H Bowman (HB) (Chair of Directors), Mr K Borg (KB) (Director), Mr C Bradshaw-Smith (CBS) (Director), Mrs S Cockayne (SC) (Director), Mr P Halifax (PH) (Vice-Chair of Directors), Mrs M Havelock-Crozier (MHC) (Vice-Chair of Directors), Mrs C Humphries (CH) (Director), Ms S Cole (SCo) (Finance Manager), Mrs J Bowman (JBo) (Data Protection Officer, Business Operations Manager)

Also present for Item 7: Mr B Patel (BP), Cooper Parry Auditors
Clerk: Mrs A Howard (AH)

RC: Richard Crosse
SM: St Mary's
TH: The Howard
AS: Anson School

SEN: Special Educational Needs
EY: Early Years
CIF: Condition Improvement Funding

1. **Welcome, Prayer** - HB welcomed Mr Kevin Borg who had joined the Board of Directors. KB was introduced to everyone. CG led the Directors in the prayer.
2. **Apologies** - No apologies were received. AH will update the attendance register.
3. **Pecuniary Interest** - There were no changes to the Pecuniary Interest Register. CG declared that her husband's company AMG IT Solutions had submitted a quote for IT equipment (Item 7).
4. **Minutes of last meetings** - The minutes of the Directors' meeting held on 15.10.21 were agreed as a true copy by Directors. The minutes were signed by MHC. Confidential items will be deleted from the public minutes.
5. **Finance** - SCo reported Period 2 Management Accounts up to the end of October showing a £7k surplus, around £8k ahead of budget. All schools are showing a surplus except RC which has been set to show a deficit. The income is in line with the budget. Local Authority income is under budget by £5k, but extra money is expected for EY funding. Teaching staff costs are under budget, but the incremental pay rises have not yet been applied. Catering costs are under budget, due to AS's cook leaving school and agency staff being used. ICT costs are above budget, but the cost of some new laptops may be moved to capital expenditure later in the year. An overspending on trips will be rectified during the year.
The cash balance is in a healthy position.
PH asked whether depreciation of the laptops over 4 years had been considered and SCo said that this would go through at the end of the year.
There were no further questions and SCo was thanked for her report.
6. **Audit Completion Report** - BP joined the meeting by Zoom as Audit Manager to present the Audit Completion Report. Directors had been sent two key documents, the draft set of Financial Statements and the Trustees report, together with the External Audit Findings. With regards to the Trustees report, CG and SCo have updated the key statement based on the previous CEO's report, with a review of the document going forward. BP talked through the Statement of Financial Activities, showing the income and expenditure. There has been an increase in income, due to an increase in DfE income and funding for conversion costs; a slight fall in trading activity is due to fewer after-school activities because of the Covid situation. SM received increased funding for SEN and EY. There has been an actuarial loss on pension liability. There has been no disposal of fixed assets. BP went on to talk about the debtors and creditors, with income from CIF funding and SALIX funding. The closing balance showed £44k restricted funds and £233k unrestricted funds, which is slightly below previous years, but showed that a good amount of reserves is being maintained. BP

mentioned two notes, one on ESFA funding which now requires a more detailed breakdown of funds and one on the gross figure on staffing where there is an error to be rectified. CBS queried whether any correction on pension payments would be from central funds rather than the Directors' responsibility and BP confirmed that this would be the case.

PH thought that some fixed assets had been written off and SCo agreed to check this, but it may have taken place during this financial year.

BP moved on to the External Audit Findings report, giving a summary of the audit findings which were unmodified with no items of error identified. Two audit adjustments were noted, one on accruals for building items and one on stock write-off. With regards to internal control improvements, there were two noted: one on credit card expenditure where a couple of receipts were missing and one on employment contracts where some had not been signed. Both these medium risk issues have been rectified.

BP confirmed that this was a very clean audit, with only small corrections needed. He apologised for not being present in person and thanked SCo and CG for all their work in ensuring that the audit went smoothly. CG thanked SCo for her hard work on this and BP was thanked for his report. BP then left the meeting.

PH asked about the accrual for the building improvements and SCo agreed that the £10k accrual for building improvement should be included as the work was completed prior to the year end. CBS queried the issue of expense receipts, since it had been decided that the Xero system could not be used for charge card retrospective spending; he suggested that staff could take a photo of the receipt which could be uploaded to their Google account.

SCo advised Directors that the Chargecard limit for the cook at SM had been increased to £1k to enable him to buy food directly for SM.

PH asked whether the Reserves Policy should be changed as it had been discussed at the FAR meeting and been decided that the retention of 3 months' salary in Reserves was not viable; CG stated that there were a number of different options and she and SCo will be reviewing this. PH suggested that Reserves could be set as the difference between ESFA income and staffing costs.

7. **CEO Report** - CG had sent out her report to Directors and asked for any questions. It was agreed that a Growth Strategy meeting would be held on 9 December at 8am and JBo will send out invitations to the meeting.

Directors suggested visiting the four schools in TSSMAT and this will be arranged over the next months; it was also agreed to undertake learning walks in the schools. CG is keen to look at the governance structure, ensuring that Directors have a good knowledge and understanding of the MAT schools.

With regards to IT quotes, Directors had been sent a number of like-for-like quotes. PH asked that the support arrangements be checked to ensure that next-day swap outs were provided if a whiteboard did not work. HB agreed that it was necessary to replace all the whiteboards at the same time and suggested a rolling programme for replacement, putting aside around £10k each year towards the cost of this. It was proposed that NS Optimum were the most suitable quotes, but it was necessary to establish the difference between the two quotes provided. Directors will be contacted by email to agree the decision on the quote to be accepted.

8. **Holiday request** - The policy on Holiday requests has been amended and it was agreed by Directors that this be approved. The CEO can take the operational decision on individual requests, based on the policy. CH stressed the importance of taking a decision based on operational matters, not on value judgements. JBo added the appropriate wording to the policy.
9. **Policy Updates** - The following policies had been sent to Directors to review: Admissions (AS has a slightly different policy), Attendance (updated), Equality (amended language), EYFS (following new government guidelines) and Managing Attendance at Work. With regards to Managing Attendance at Work, there was discussion on the Bradford Score which monitors short-term absences. Headteachers should remind staff of how the Bradford Score system works during the return to work interview. CG said that clear paperwork had been received from PHRP and CH confirmed that further support can be given to Heads on this. It was agreed that HTs can make the

operational decision regarding leave of absence, with support from the CEO if necessary. The CEO will then sign this off.

10. **Data Protection:** With regards to Cybersecurity, JBo reported that she had now received a quote for the external penetration test costing £1k a day with the process lasting 9 days. It was agreed that this was a lot of money and that a streamlined perimeter test should be undertaken rather than a full test. In response to a question from CBS, JBo stated that Multi-Factor Authentication (MFA) was still being addressed. It is planned to provide staff with Dongles rather than them using their phones. KB agreed with PH's suggestion that the issue should be considered for the highest risk staff first. New systems such as the Safeguarding system are using MFA. JBo said that the issue of school secretaries turning off screens when leaving their offices was a priority. PH suggested that Directors bring their IT devices to the next meeting to set them up securely.
JBo has sent out a training video on Data Protection to Directors, including a webinar.
11. **Health and Safety:** CG reported that this has been tightened up. She is at present reviewing Asset Management with regards to Premises and plans to have a 7-year plan for this.
12. **Safeguarding** - CG reported that an online Safeguarding system, MyConcern, has been purchased. MHC asked about the signing of Safeguarding reports and it was confirmed that this should be done termly.
13. **Appointments to Board** - KB had been appointed to the Board of Directors but there was still one vacancy. AH will contact someone suggested by HB and KB will approach someone in Elford who has legal experience. Rev Jeremy Brading has agreed to be a Member and AH will email Members to get their approval before inviting him to the next meeting in December.
14. **Any Other Business** - HB stated that CG's appraisal was due to take place and it was agreed that an Appraisal Committee be set up with HB, KB and CH as members. Directors considered this to be a two-way process, with the CEO suggesting targets. It is planned to carry out the appraisal before Christmas or early in the New Year, with a mid-point review in June. CH confirmed that there were no time frame constraints for appraisal for an Academy.

Dates of meetings 2021-2022:

Directors

10th December 2021 (AGM)
11th February 2022
4th March 2022 (with Members)
13th May 2022
17th June 2022 (with Members)
8th July 2022

Members

10th December 2021 (AGM)
4th March 2022
17th June 2022

LAG

7th March 2022 (SM)
20th June 2022 (TH)

Signed.....

Heather Bowman - Chair of Directors

Date

Item	Action to be taken	Action by whom	Action by when
6	Check writing-off of assets	SCo	10/12/21
6	Review of Reserves Policy	CG/SCo	10/12/21
7	Growth strategy meeting Invitations to be sent out	Directors	9/12/21
7	School visits and learning walks	Directors	Jan-Jul 21
7	Check support arrangements for whiteboards	SCo	10/12/21
7	Agree quote for whiteboards	Directors	10/12/21
10	Bring in personal IT devices to improve security settings	Directors	10/12/21
12	Sign Safeguarding reports	MHC	Termly
13	Contact possible appointees to Board	AH, KB	10/12/21
13	Contact Members re Rev Jeremy Brading's appointment	AH	10/12/21
14	Appraisal Committee to meet	CG, HB, KB, CH	31/1/22