

## Minutes of Directors' Meeting 20 November 2020 8am via Google Meet

Attendees : Mr P Lovern (PL) (CEO and Director), Mrs H Bowman (HB) (Chair of Directors), 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)

Also present for Items 6 and 7: Ms S Cole (SCo) (Finance Manager)

Also present for Item 7: Mr J Taylor (JT), Cooper Parry Auditors

Clerk: Mrs A Howard (AH)

RC: Richard Crosse

SM: St Mary's

TH: The Howard

AS: Anson School

KPI: Key Performance Indicator

1. **Welcome, Prayer** - HB welcomed everyone to the meeting and PL led the Directors in the prayer.
2. **Apologies** - No apologies had been received. AH will update the attendance register.
3. **Pecuniary Interest** - Directors had reviewed their entries online and there were no changes to the Pecuniary Interest Register.
4. **Minutes of last meetings** - The minutes of the Directors' meeting held on 16.10.20 were agreed as a true copy by Directors. The minutes will be signed by HB when the situation allows. Confidential items will be deleted from the public minutes.
5. **Covid-19** - PL reported that the closure at TH had been due to a member of staff testing positive at the school, together with other members of staff having to self-isolate. Some parents at TH were unhappy at the school closure, but it has been explained to parents that it was unavoidable due to a combination of circumstances; teachers have worked very hard to provide online learning for all children. The school has re-opened today. PL was pleased to report that no-one else had been infected by the virus and thought this was due to the fact that ventilation was good in the classrooms, with a through-flow of air. Masks are worn in communal areas and teachers wear masks in the classroom.  
Members of staff in other schools have also had to self-isolate due to family contact with the virus or have had to stay at home to look after their own children who have been sent home from school.  
MHC reported that at her school all meetings were being held online. PL confirmed that most meetings at TSSMAT were being held online and they were constantly learning from dealing with the virus on a daily basis.  
HB asked PL to pass on the Directors' thanks to all the staff for everything they have been doing.
6. **Finance** - SCo joined the meeting to report on the Period 2 Management Accounts. She stated that the Trust was in a healthy situation with a £14k surplus, £8k more than budgeted. With regards to individual schools, TH had a slight deficit and SM a larger deficit due to extra SEN support. Income from the ESFA is around £3k under budget but SCo will check on the Free School Meals allocation. Income from the Local Authority is ahead of budget. The Nursery intake at SM is lower than expected, partly due to parents not being able to look round the school, but the shortfall has been covered by the LA during the Autumn term and numbers of pupils are expected to rise. Catering is under budget, but catering money is coming later into the budget from AS. RC has received £8k in relation to the outstanding staff absence claim. Income from Care Club is slightly down.

With regards to expenditure, costs for teaching staff are slightly under budget but are expected to be in line over the year. There are increased TA hours. Non-staffing costs are under budget, but there has been an overspend in transport costs and on repairs at SM and TH.

*Confidential item*

CBS will review the Business Charge Card payments before the end of term.

*Confidential item*

With regards to the residential at Kingswood, the company has been contacted and have agreed that payment of the balance will not be required at the end of the month; the booking by the Trust will be retained unless another school wishes to make a definite booking for those dates. If the booking has to be cancelled due to a government lockdown, the insurance will cover this; if the Trust decides to cancel, the parents will lose only the £40 deposit already paid. A letter is being sent to parents confirming this.

- 7. Audit Completion Report** - JT joined the meeting to present the Audit Completion Report. He stated that, in the context of this unprecedented year for the Trust with a change in Finance staff and financial systems, together with the Covid-19 epidemic, he was pleased to report that all deadlines had been met and he wished to thank SCo, the CEO and all the finance staff for their hard work. He reported that this was a very positive audit, with very little to bring to the Directors' attention and nothing untoward in either the Audit process or the Regularity. The Letters of Representation are still to be signed. No issues were reported in the six Key Risks. JT praised the finance staff for providing clear evidence; there has been no compromise on quality, despite the remote audit, and JT stated that of the many Trusts he is working with, TSSMAT is the only one which has had no adjustments to be made. HB expressed her pleasure at receiving such a positive report.

The financial overview presented the restricted and unrestricted funds, the latter being made up of trading activities, showing that a good surplus was being made and used to reinforce the restricted funds to help the children in TSSMAT. There has been a slight reduction in unrestricted funds this year, due to Covid-19, but expenditure has fallen by the same amount, showing a profit in both years. JT compared the revenue over both years and stated that good controls were in place.

With regards to the Trust as a going concern, the only issues are pension scheme liabilities and that, as there are Faith schools in the Trust, the actual buildings of these schools are not recognised as assets. However, the Auditors are satisfied that the Trust is strong financially and a going concern, with the budget ensuring that deficit repayments could be covered for at least the next 12 months. CBS asked about the potential liabilities of the pension schemes and it was confirmed that these issues are only a problem if the Trust is wound up; CH added that the government would underwrite any collapse in the pension schemes.

Although SM is operating at a deficit, this is due to the SEN requirements at the school, and JT concluded that overall it was a very positive picture.

CBS asked that his attendance rate at Directors' meetings, mentioned in the long report, be amended to show that he attended 5 out of 6 meetings.

PL thanked SCo for the much improved support in a turbulent year.

JT left the meeting. PH asked when the choice of auditor should be reviewed and PL confirmed that Cooper Parry had completed two years of a three-year contract.

- 8. KPIs** - PL reported that he had added IT as a KPI. Although some Directors considered that the number of KPIs could be reduced, PL thought that the number was appropriate. He asked Directors to suggest which KPIs could be cut and will circulate the revised list to Directors. Concerning the addition of IT as a KPI, PL reported that Staffs Tech had visited the four schools to undertake an audit of IT infrastructure and will produce a detailed costed report. An order for 145 Chromebooks has been placed, with larger screens for staff on the recommendation of Staffs Tech. PH confirmed that he would be available to discuss the report from Staffs Tech. PL mentioned that Staffs Tech had configured the Chromebooks to be used by TH pupils for online learning from home. BT are unable to provide new cabling for TH until around 12 months' time.

PL will include increasing pupil admissions as a KPI.

9. **RC School Update** - This will take place at a future meeting.

10. **Internal Assurance:** PL confirmed that PHRP will undertake an HR audit, looking at recruitment processes and the central staff records; CH said that this will take place after the end of the current lockdown.

Health and Safety audits, including a Covid-19 audit, are taking place across the schools; RC has already had a full day audit.

Quotes will be obtained from accountancy firms for an internal assurance audit of finance, to take place in February/March 2021. There have been some improvements due to Xero in key areas such as pre-authorisation of purchases.

DPO audits are taking place regularly.

IT improvements are in hand.

11. **Policy Updates** - The following policies had been sent to Directors to review:

Allegations against Staff, Behaviour & Discipline (non church school), Behaviour & Discipline (church school), Central Services Recharge, Charges & Remissions, Complaints, Disciplinary, Grievance, Lockdown, Pupil Premium, Safeguarding, Sex & Relationship, Education, Supporting Pupils with long term medical conditions, Anti Fraud, Risk Management, Directors Code of Conduct, Cyber Security. The policies were mostly ratified with no changes, but CBS will review the Risk Policy for the next FAR meeting in January and PH had comments on Cyber Security (see Item 12).

12. **Data Protection:** JBo had circulated the Cyber Security report to Directors. PH wished to review the possibility of using Multi-Factor Authentication to access accounts, using texts on mobile phones as an extra level of security. There was discussion on whether this was necessary for teachers to use and PH recommended it particularly for access to sensitive information. PH also suggested that Directors should be asked to update their passwords more often and recommended that everyone ensure that they sign out of Google each time they have accessed TSSMAT site. He will suggest some amendments to the DPO and report back to the next FAR meeting in January. CH agreed that staff and Directors should have regular updates on improving Cyber Security and they should ensure that personal matters are not conducted on school devices.

13. **Safeguarding** - PL reported that there will be L3 Safeguarding training on 19/1/21 and Safer Recruitment training later.

14. **Health and Safety:** See Health and Safety in Item 10 above.

15. **Any Other Business** - PL reported that the PPA time on a Friday afternoon had proved to be very successful and asked Directors to consider continuing this after Christmas. He said that this time was used for regular meetings, planning for the next week, review of the previous week and joint planning and development. Teachers and Headteachers were very positive about this, it made them all feel appreciated and it was important that all the staff were available at the same time. Although there had been a staggered start and end to the day during lockdown, schools were now settling to the early start time of 8.30am, finishing at 3.30pm, so it was a long day. PL considered that the pupils were receiving the same quality and hours of education; before the change in timetable, the 1.5hours on a Friday afternoon used to be very often taken up with assembly, break, golden time, enrichment activities (which still happen in the morning), Christmas Fayres etc. HB put forward some parents' concerns that their children were receiving only 4.5 days of education and she recommended getting feedback from parents about the new timetable. PL thought that parents welcomed the early start, enabling them to get to work earlier, and that TSSMAT was offering the required number of hours of education. He also said that other schools in the area are already implementing a similar system. He suggested that, if parents were unable to take their children home after lunch, £3 for the afternoon at Care Club was not too expensive and said that parents had been asked to contact the CEO if unable to pay this. CH asked if PL had received any complaints about this new system and PL confirmed that there had been none. *Confidential Item*  
MHC reported that the Colton Trust and Parish Council had agreed to fund 19 Chromebooks at SM; these will be school property, not given to children to keep, and TSSMAT will purchase these, to be

refunded by the Colton Trust. Parents at SM will still be asked to buy Chromebooks for their children to keep.

AH reminded Directors of the change in date for the AGM in December.

**Dates of next meetings –**

Directors' meetings: 8am on a Friday

**11 December** (AGM with Members) **Note change of date**

26 February

5 March (with Members)

14 May

18 June (with Members)

9 July

FAR meetings: 8am on a Friday

22 January

7 May

Members' meetings: 8am on a Friday

**11 December** (AGM with Directors) **Note change of date**

5 March (with Directors)

18 June (with Directors)

LAG meetings: 4pm on a Monday

10 March 4pm at TH

23 June 4pm at SM

Signed.....

Date .....

Heather Bowman - Chair of Directors

Item	Action to be taken	Action by whom	Action by when
6	Review Business Charge Card expenses	CBS	18/12/20
8	Circulate revised list of KPIs to review	PL/Directors	11/12/20
8	Review of audit by Staffs Tech	PL/PH	22/1/21
10	HR audit	CH/PHRP	After 2/12/20
10	Obtain quotes for Internal Assurance Finance audit	PL/SCo	Feb/March 21
11	Review Risk Policy	CBS	22/1/21
12	Report on Cyber Security policy	PH	22/1/21
15	Review PPA time	Directors	26/2/21
15	Note change of date of AGM	Directors	11/12/20