



COMMUNITY INCLUSIVE TRUST BOARD MEETING
MINUTES OF THE MEETING 26th APRIL 2023 AT 5:00pm – WARWICK HOUSE, LONG BENNINGTON

Attendees	Stephen Hopkins – Chairman Jo Slessor – Trustee (via Teams) Helen Drew-Bradley – Trustee Kate Goodman – Trustee (via Teams) Julia Lindley-Baker – Trustee Pam Powell – Trustee Bryan Steele – Trustee Keith Stanton – Trustee Peter Bell – CEO Daran Bland – DDOG (via Teams) Malcolm Trobe – CST Guest (Via Teams) Ana Hendrickson – Company Secretary /Clerk to the Trust Board (Minutes)
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1. WELCOME AND CHECK IN

The Chair welcomed everyone to the meeting.

Trustees were informed of the late arrival of the CEO due to an Ofsted debrief at a CIT school.

The CST guest provided context regarding the External Review of Governance. Two *one to one* meetings with Trustees are yet to take place. The draft report will be written during w/c 1st May 2023. This document will undergo a quality assurance process. A verbal update will be provided to the CEO and the Chair to TB possibly on Friday 12th May 2023.

2. APOLOGIES FOR ABSENCE

Quorum met.

Rachael Sharpe – Trustee – Work commitments (e-mail received prior to the meeting, not seen until that evening).

Late apologies-:

Kim Adele-Platts – Trustee – Work commitments

3. DECLARATION OF INTERESTS

None for this meeting.

4. CHAIR'S OPENING REMARKS

The Chair informed those present that the CEO would be joining this meeting at 6:00pm.

Focus of this meeting will be given to agenda item 16, CEO's report and progress made towards the Strategic Plan.

Agenda items may be moved around and discussed to accommodate the late arrival of the CEO and to enable an in-depth discussion of his report.

The Chair's monthly update to Trustees was not issued for the month of April due to the Easter break. A further monthly update will follow next month.

5. MINUTES OF LAST MEETING- FOR APPROVAL

The minutes were approved as a true and accurate record.

Resolution: The Minutes of the 18th January 2023 full Trust Board meeting were approved as a true and accurate record.

6. ACTION TRACKER - FOR INFORMATION

The 2022-2023 Action Log-Updated January 2023 was made available on the OnBoard portal for information prior to this meeting.

The Chair noted that the action point within section 16 – agenda item 8.2 of the 18th January 2023 TB meeting remains un-rag rated.

The DDOG advised that the Pupil Premium report has now been produced and published on the school's website (WDL). This report has also been shared with their LSB.

The WDL LSB has an absence of a named Health and Safety (H&S) governor. Therefore, from an insurance perspective, H&S responses to the annual audit (by Ellis Witham) are being covered centrally by the Estates Manager and his Estates team. Trustees were assured that there are no issues of significance or concerns to be raised. This school is also managed by a PFI company who also ensure that statutory compliance is carried out on behalf of the school.

The Chair to TB requested for the Amber rated action point within section 20 – agenda item 11.2 of the 18th January 2023 TB meeting to be changed to Green as it is an agenda item, for resolution, at this meeting.

A Trustee requested for a further update to this document to be carried out prior to each meeting; even in the event that, and to reflect that, there are no updates (for assurances purposes).

ACTION 1: For the CS/Clerk to TB to liaise with the ELT in order provide a further update to the Action Log prior to each meeting, even if the update is to reflect that there are no updates.

7. REPORTS FROM COMMITTEES- FOR ASSURANCE

FA&E Committee – The Committee Chair provided context regarding the partially funded staff pay settlement, which has taken the Trust from an almost break-even position to 1.2 million projected deficit for the year. This also means that the Trust will breach the agreed 3% level of revenue reserves (Reserves Policy).

The CEO has sent a letter to Lincolnshire County Council. This, and the relevant responses, will be discussed further during agenda item 16 of this meeting.

The ELT have been requested to determine an Internal Audit Plan, to cover particularly different areas that Trustees wish to receive assurances for.

One of the challenges the Trust will face this year, due to funding challenges, is the Repair and Maintenance (R&M) of schools. R&M projects will require SCA funding.

Works associated with Health and Safety items have been classified in high, medium, or low priority with an SLA in terms of how quickly they should be actioned.

Further area for consideration, and currently an approval on the Onboard portal, is the renewal of the utility's contracts; particularly electricity where a few contracts will expire in the near future.

The challenge for the Trust is that quotes expire at the end of the day of issue.

The Committee Chair noted that missing from the DDOG's Resolutions Cover Sheet (RCS) is to seek approval for a maximum amount per kWh.

The FA&E Committee is yet to agree in principle and give authority for a level of spend in terms of a cost per kWh that cannot be exceeded to enable the ELT to respond to quotes on the day they are received.

The DDOG was requested to amend the CIT Utilities RCS to reflect all comments made on the OnBoard portal by committee members and re-submit on the Onboard portal. Clarity to be given to whether authority is delegated by the Board, or the Estates team will act within authority. For the wording within the Summary of Critical Points section of the RCS to be amended in relation to *'an energy deal up to a maximum of xxx amount per unit'*.

People Committee – In the absence of the Committee Chair, committee members provided brief context in relation to their last committee meeting.

Assurances were received from the DoHR. No concerns were raised.

The Engagement and Wellbeing report was presented to committee members; feedback was given to the DoHR.

Wellbeing and the results of the Wellbeing survey were discussed at length.

Also discussed were the Staff Appraisal process, relevant training for staff conducting appraisals, opportunity to be given to for staff to record comments within their appraisal form, staff absence and strategies being implemented to bring down this percentage.

Queries were raised in relation to equal pay and its challenges. The DoHR was requested to explore these further.

ES&SG Committee – In the absence of the Committee Chair at the 08.02.23 committee meeting, the Chair to TB provided the relevant context.

The schools of focus for this term's deep dive / case study were GREE (SEMH school) and Linchfield (Mainstream primary). The schools' link Trustee is always invited to attend committee meetings.

The LSB reports were scrutinised. An action was noted for the Board to provide support to LSBs in relation to understanding school meals and school food standards.

The Safeguarding assurance report was presented to this committee.

Trustees were able to use the Safeguarding Hub and Dashboard, which provides detail and overview in terms of the robustness of the Trust's safeguarding processes, procedures and internal standards.

The Chair to TB advised that access to the Safeguarding Hub will be granted after tonight's meeting. The CS/Clerk to TB will disseminate relevant passwords. Individual Trustees will have access to their respective special interest school; however, ES&SG Committee members will have full access to all CIT schools' data.

The Safeguarding Trustee report was presented at this meeting. Focus for the next report will be challenges and particular areas of Safeguarding in SEND schools as well as multi-agency working.

Assurances were provided via other reports - Executive Directors Education Reports (SEND and Mainstream) , a detailed Statement of Action for WDLs, SEND and Pupil Premium Trustee reports.

A 'Target setting in special schools' Trustee training session was delivered by the DoE SEND. Next Trustee training session will be 'Monitoring Pupil Attendance'.

5:35pm The CEO joined the meeting

A Trustee enquired whether the Trust is in danger of looking at Woodlands as isolation and not applying the learnings from the Woodlands Ofsted inspection to all the other schools in the Trust.

The CEO confirmed that the ELT are visiting schools in the Trust. Safeguarding audits, Health Checks, and external audits (by Insite) are being carried out. Lessons have been learnt from the WDL's Ofsted inspection. Tactical staffing moves have strengthened the organisation.

ACTION 2: For the DDOG to amend the CIT Utilities RCS to reflect all comments made on the OnBoard portal by committee members and re-submit on the Onboard portal. Clarity to be given to whether authority is delegated by the Board, or the Estates team will act within authority.

For the wording within the Summary of Critical Points section of the RCS to be amended in relation to 'an energy deal up to a maximum of xxx amount per unit'.

8. TRUSTEES VISITS TO SCHOOLS / MEETINGS ETC – FOR INFORMATION

The Chair to TB advised that this is a standard agenda item, it provides an opportunity for Trustees to share their experiences of visits to their special interest schools. A collective record of all Trustee visits is kept.

ELT Meeting - A report was received from the Trustee who attended as a guest.

Bingham Primary school- Three Trustees attended a tour of the school which took place this afternoon, prior to this meeting. The school was very calm, well presented, and organised. The Headteacher is very enthusiastic.

Pupils appeared happy; behaviour was very good. There is a high percentage of pupils from Hong Kong; they are hardworking and respectful.

Places are still available for Nursery and Reception.

The LSB is fully constituted; there is a wide skill sets and expertise.

Funding was discussed with the Headteacher. SEND Pupil funding is not currently received. Pupil funding in Nottinghamshire is higher than in other neighbouring counties.

The DoE Mainstream advised of the Trust's intention to move the Nursery, currently accepting pupils in the year prior to starting school, to a wraparound care function (to enable the admission of younger children). Only eight applications have been received for Nursery places.

Isaac Newton – A meeting with the LSB Chair has been planned.

Poplar – A meeting with the LSB Chair is yet to take place. Finalising a date and time has been a challenge due to the work commitments of the LSB Chair.

The CEO advised that the LSB Chair will be stepping down at the end of this academic year.

Foxfields – The school was calm. The recent Ofsted inspection had unsettled pupils although behaviour was good and positive on the day of the visit. Pupils take part in animal care (donkeys, goats, guinea pigs).

The LSB meeting was also attended on this day. LSB members were advised regarding the Trust Board reliance on accurate assurances provided by LSB SOAP reports. He suggested for this document to be an agenda item at each LSB meeting, going forward, for accuracy and assurance purposes.

Woodlands – A visit was carried out at the end of last term. The tour of this school was carried out by a pupil whose previous school experiences had been challenging; however, progress was noticeable. Conversations with staff and pupils took place. The school had a lovely and calm atmosphere. The visit was very positive; there is evidence that the school is heading in the right direction.

The Chair to TB added that meetings with the CEO are held every two weeks. He also meets regularly with the TDSL in relation to matters Safeguarding.

The Chair to TB has joined the CEO and LSB Chair at the latest Ofsted inspection meetings at Ambergate and Sandon. The Chair to TB and the CEO have also met with the DfE in relation to Woodlands Academy and future Trust growth. An update will be provided during item 16 of this agenda.

9. **TRUST BOARD ACCOUNTABILITY RE: COMPLIANCE – FOR INFORMATION**

The ELT Compliance Framework 22-23 and the Trustees Responsibilities documents were made available on the OnBoard portal prior to this meeting.

The Chair to TB advised that an outcome from the latest internal governance self-review was the requirement for clarity around external compliance frameworks and how particular policy areas of the Trust are mapped out.

The ELT Compliance Framework 22-23 document was created by the DDOG and CS for information purposes.

The Trust Board must also be compliant regarding the Equalities Act.

Whilst there is reference to it in terms of gender pay reporting, equal pay and in the Equal Opportunities policy the question is whether the Board is diverse.

The Chair to TB suggested for the Equalities Act to be an agenda item at a Trust Board meeting.

He indicated that the Trust Board is strong in all areas- Safeguarding/ H&S / SEND- other than the Equalities Act.

A Trustee mentioned a new bill going through parliament at present following an incident, within the hospitality sector, of discrimination and sexual harassment to an employee by a member of staff and a customer.

This new bill will have an impact on the Trust, in terms of the extension of the employer's responsibility to safeguard employees against discrimination from third parties.

She suggested to extend conversations regarding the Equalities Act and establish how the Trust will address the new requirement.

The Chair to TB advised that the Trustees Responsibilities document originated from the NGA and suggested for further scrutiny and discussion to take place during the Governance Development Day on June 30th.

Trustees were requested to carry out a document review and inform the CS/Clerk to TB regarding areas that require further clarity and focus.

The Chair to TB has requested, during a *one-to-one* meeting with the CEO, for this matter to be an agenda item at an ELT meeting.

ACTION 3: For Trustees to review the Trustees Responsibilities document and inform the CS/Clerk to TB regarding areas that require further clarity and focus. Further scrutiny discussion to take place during the Governance Development Day on June 30th.

ACTION 4: For the Trustees Responsibilities document to be an agenda item at an ELT meeting.

10. **MANAGEMENT ACCOUNTS SIGN OFF** / **11. FINANCIAL KPIs – FOR ASSURANCE**

The Annex A CIT School Resource Management and KPI Proposal 2, Annex B CIT School Resource Management VMFI Jan 23-3, Annex C VMFI Access for Trustees, Doc 1 April 23- Finance Summary for Board PDF, Doc 2 April 23 KPIs for Board and Doc 3 April CIT School Resource Management VMFI March 23 Report 2 documents were made available on the OnBoard portal prior to this meeting.

The Chair to TB confirmed that the Management Accounts are scrutinised and signed off by the FA&E Committee Chair on a monthly basis.

The FAE Committee Chair confirmed that the latest scrutiny and approval was that of P6 for financial year 2022-23.

Relevant documentation is available on the Onboard portal for Trustee perusal.

The Trust's current/predicted financial position and SLAs in relation to staffing costs as a percentage of revenue are highlighted within the Management Accounts P6 document.

The CFO has been requested to present information to the Board (KPI reporting) on a year-to-date basis for comparison purposes.

Trustee comments/questions were welcomed. None made.

The Chair to TB advised that '*KPIs*' and '*Reading Management Accounts*' will be areas for Trustee training, delivered by the CFO, during the Governance Development Day on June 30th.

The CFO will also provide an overview of the Trust's Financial information that is presented at each FA&E Committee meeting (documents attached to agenda item 11). It is important for Trustees to be familiar and confident in understanding all financial documentation.

A conversation took place in relation to the DfE's VMFI Tool, the format in which data is submitted by other establishments, validity of data submitted (comparisons and forecasts) and the creation of individual Trustee accounts for access purposes.

The Chair to TB suggested for these matters to be discussed at the Governance Development Day on June 30th. Trustees indicated their agreement with this.

ASSURANCE: Trustees were assured that strong financial and budget monitoring processes are in place.

12. TRUSTEE VISITS TO SPECIAL INTEREST SCHOOLS – FOR RESOLUTION

The Trustees Annual Conversations with LSB Chairs v2 document was made available on the Onboard portal prior to this meeting.

The Chair to TB advised that the draft protocol template document, previously scrutinised by the Trust Board, has now been revised.

The DDOG advised that LSB Chairs' feedback was taken on board prior to the revision of this document. An informal approach was requested by LSB Chairs; an approach where the different layers of non-executive governance get together to discuss what is going well, what isn't going well, and any specific support required.

Questions within the above-mentioned document have been phrased to crystalise the relationship between Trustees and LSBs. The next step is to establish a reporting process.

The DDOG suggested for a form submission deadline and for an exception reporting Executive Summary paper to be collated by the CS and presented for the TB's consideration.

A discussion took place regarding holding conversations with LSB Chairs in relation to rag rating validity of the LSB SOAP report, Trustee responsibilities, operational/ governance boundaries, and a collective non-hierarchical approach by the Board.

The Chair to TB stated that the DDOG continues to work alongside LSB Chairs building LSB capacity and effectiveness. Trustees resolved to approve the Trustees Annual Conversations with LSB Chairs v2 document.

The Chair to TB encouraged Trustees to arrange visits to their special interest schools, through the CS/Clerk to TB, between now and the end of this academic year; and to follow the relevant protocol (visit forms to be completed and returned to the CS/Clerk to TB for collation and annual Executive Summary preparation).

RESOLUTION: Trustees resolved to approve the Trustees Annual Conversations with LSB Chairs v2 document.

13. POLICY MATTERS – POLICIES FOR APPROVAL

None for this period.

14. LSB REPORTS – AUTUMN TERM – FOR ASSURANCE

The 2022-23 LSB Consolidated Report V3.0-Final version updated March-23, the LSB Governance Matrix 2023 and the LSB Feedback to Trust Board-ELT Responses Spring Term 2023(9) documents were made available on the OnBoard portal prior to this meeting.

The Chair to TB advised that data from the Spring Term 2023 would be analysed at this meeting.

He noted that the LSB Governance Matrix 2023 document provides an overview of all CIT LSBs and highlights current vacancies within LSB Membership.

The DDOG advised that LSB Membership is an area for the attention of the Board that has recently been highlighted on several LSB SOAP reports. There is a general ongoing recruitment challenge.

LSB member recruitment is a collective effort from HTs, LSB Chairs, DDOG, CS and Communications Lead. Parent vacancies are addressed primarily by HTs.

Trustees indicated their agreement for the LSB Governance Matrix document to be presented to the Board annually unless any major changes take place; Trustees requested to be made aware promptly should this be the case.

The Chair to TB referred to the LSB Consolidated Report and the LSB Feedback to Trust Board-ELT Responses documents. Concerns raised by LSBs have been responded to by the ELT. He emphasised that Trustees are to ensure appropriate and effective processes.

Queries were raised in relation to rag rating gaps within two LSB SOAP reports.

The DDOG advised that the relevant LSBs had raised concerns in relation to LSB membership, capacity and the challenges faced in terms of carrying out assurance/ monitoring visits. A meeting with the relevant HTs and LSB Chairs will be held to address these issues.

The CEO added that HTs support for one another and support to staff on LSB roles would be a matter for discussion at the next HTs meeting.

He requested for a message of appreciation to be sent to a specific LSB Chair, on behalf of the Trust Board, for the above and beyond commitment and support provided to the school during recent recruitment activities.

The Chair to TB requested for the DDOG to encourage a consistent completion of the 5Cs section of the SOAP by all LSBs and queried whether LSB meeting agendas map all the required assurances.

The DDOG confirmed that LSB meeting agendas do map all required assurances and stated that LSB Chairs are encouraged and regularly reminded to complete the 5Cs section of their SOAP report. LSB Chairs have been requested for this matter to be a standard agenda item at each LSB meeting. He agreed to mention this again at the next LSB Chairs networking meeting in May 2023.

ASSURANCE: Trustees were assured that the Trust is responding appropriately to matters raised by the LSBs.

ACTION 5: For LSB support, HTs support for one another and support to staff on LSB roles to be a matter for discussion at the next HTs meeting.

ACTION 6: For a message of appreciation to be sent to a specific LSB Chair, on behalf of the Trust Board, for the above and beyond commitment and the support provided to the school during recent activities.

ACTION 7: For the DDOG to remind LSB Chairs to complete the 5Cs section of their SOAP report and for this matter to be a standard agenda item at each LSB meeting.

15. QUESTIONS FOR / FROM LSBs – FOR DISCUSSION / RESOLUTION

The LSB Terms of Reference 2022-23 document was made available on the OnBoard portal prior to this meeting.

The Chair to TB advised of his request for a specific section on the Trust Governance Development Day agenda as an opportunity for Trustees to hold conversations with LSB Chairs without the ELT being present.

This will be a standing agenda item and an opportunity for the Board and LSB Chairs to liaise regarding any issues or concerns.

The CEO advised of the attendance of pupils who are Chairs of their school council to a Q/A session at the Trust Governance Development Day.

Trustees indicated they were content with the above.

After note: Due to time constraints, the LSB Terms of Reference 2022-23 document was not approved at the meeting. Document uploaded to the Onboard portal for approval.

16. CEO REPORT – FOR ASSURANCE

The CEO Report Master 22-23 April 23 FINAL, Letter to Martin Smith 12.04.23, Trust Information Gathering Template Buckminster 1, CEO Strat Plan Report to Trust Board Apr 23, CIT Growth Approval Buckminster FINAL, CIT Growth Approval Grid Leicester FS FINAL, CIT Growth Approval Richmond FINAL, CIT Timeline Infographic 2, Delivery Plan Priorities, Resolutions Sheet - Buck Rich and Special FINAL and the School Improvement Tracker Trust Board Apr 2023 documents were made available on the OnBoard portal prior to this meeting.

Documents notes as read.

The Chair to TB advised that an update would be provided by the CEO in relation to progress made with the Strategic Plan. Embedded within the CEO's report are requests for three growth projects to be pursued to the next stages.

The CEO proceeded to provide detailed context in relation to each slide of the Strat Plan PowerPoint Report.

Trustee attention was drawn to:

- Points the Trust is working towards (fully resourced high-quality education, best value for money through economies of scale, sustainability including carbon reduction initiatives). The CEO has requested for Trust Values to be an agenda item at all meetings; from Trust Board and its committees to ELT, HTs cascading down to schools.
- Geographical location of all CIT schools.
- Mission and Ambition of the Trust.
- CEO's grading and current position of the Trust (scale of the Trust's journey for the next eighteen months) in relation to Safeguarding, Education, LEARN, People, Finance, Operations, CEO Growth Delivery Plan, CEO Comms Delivery Plan and DDOG Delivery Plan. These scales with a detailed narrative will be presented at individual Board committees.

Trustee comments were welcomed.

Queries were raised regarding the colour grading and the distance travelled by the Trust within the scales of the Strat Plan. The CEO stated that the key colour grading within the above scales will indicate a clear direction of travel.

The Chair to TB added that Board committees will scrutinise the detail. This document will be part of the Executive Directors reports. Trustees are to establish how this document will be scrutinised and used at full Trust Board level.

Suggestions were made for each Board committee to sign off (date) their respective area once scrutinised and discussed; and for each Committee Chair to update Trustees as part of their report to the Trust Board. Conversations to follow at Trust Board level should there be any concerns with regards to key grading and the Trust's direction of travel.

The Chair to TB noted that the CEO is held to account for the Growth, Comms and DDOG Delivery Plans. The latter could require revision depending on the outcome and recommendations from the External Review of Governance.

The CEO provided context around the CEO report and the School Improvement Tracker. This document is the process in which schools' journeys are rated from the ELT scrutiny perspective.

The latest Ofsted inspection reports/gradings for four CIT schools were noted. These reports are available on the Onboard portal for Trustee information.

Context was provided in relation to the letter sent to Martin Smith and the meeting with the DfE scheduled for later this month.

An in-depth conversation took place regarding the above, the CIT Growth Approval proposals and the relevant Resolution papers presented at tonight's meeting.

The CEO requested Trustee approval to proceed for three growth projects to be pursued to the next stages.

Based on the strong and rigorous process evidenced on the documents presented, Trustees resolved to approve, unanimously, for the CEO to proceed to pursue to the next stages, the three growth projects as detailed in the CIT Growth Approval proposals.

Trustees thanked the CEO for his comprehensive reports and accompanying papers.

ASSURANCE: Trustees were assured that sound progress has been made in relation to the priorities within the 23-26 Strategic Plan.

RESOLUTION: To approve for the CEO to proceed to pursue to the next stages, the three growth projects as detailed in the CIT Growth Approval proposals.

17. TRUSTEE TRAINING

None for this period.

18. PROPOSAL TO ESTABLISH AN AUDIT AND RISK COMMITTEE-FOR RESOLUTION

The Resolutions Cover Sheet re: Setting up an Audit and Risk Committee document was made available on the OnBoard portal prior to this meeting.

Document noted as read.

The Chair to TB advised that a clear rationale had been included within the above-mentioned proposal.

The next stage, should this proposal be approved, is for the Chair to TB and the DDOG to liaise and prepare logistically, effectively, and efficiently the full set up of this committee.

The TOR for such committee is primarily detailed within the Academy Trust Handbook.

Trustees resolved to approve for an Audit and Risk Committee to be set up from the start of academic year 2023-24.

RESOLUTION: To approve for an Audit and Risk Committee to be set up from the start of academic year 2023-24.

19. CLERKING MATTERS

The CS/Clerk to TB advised Trustees regarding the new feature within the Onboard portal that allows attendees to review and rate meetings. This feature does not offer an opportunity to add comments or meaningful value, attendees are only requested to rate the meeting by selecting their chosen number of stars.

This new feature has been temporarily disabled until a decision is made to re-active it.

Based on the current process of meeting review at the end of each Trust Board and Board committee meetings, Trustees resolved for the new Onboard feature to remain disabled.

20. REVIEW OF MEETING AND CHAIR'S CLOSING REMARKS

The Chair to TB advised regarding conversations with an individual keen to join the Trust board as a Trustee who would bring further skills and experience; and who would be a great addition to the Board.

A recommendation and supporting document will be uploaded to the Onboard portal for Trustee consideration.

The Chair thanked all present for their attendance and contributions to this meeting.

Meeting closed at 7:17pm.